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Form **990-PF****Return of Private Foundation**  
or Section 4947(a)(1) Nonexempt Charitable Trust  
Treated as a Private Foundation

OMB No 1545-0052

**2012**

Open to Public Inspection

Department of the Treasury  
Internal Revenue Service

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

For calendar year 2012 or tax year beginning

07/01, 2012, and ending

06/30, 2013

Name of foundation <b>THE MOREHEAD-CAIN FOUNDATION</b>		<b>A</b> Employer identification number 56-0599225
Number and street (or P O box number if mail is not delivered to street address)  Room/suite		<b>B</b> Telephone number (see instructions) (919) 962-1201
City or town, state, and ZIP code  CHAPEL HILL, NC 27514		<b>C</b> If exemption application is pending check here <input type="checkbox"/>
<b>G</b> Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change	<input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change	<b>D</b> 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<b>H</b> Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
<b>I</b> Fair market value of all assets at end of year (from Part II, col (c), line 16) <b>\$</b> 192,653,483.		<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
<b>J</b> Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)		

<b>Part I Analysis of Revenue and Expenses</b> (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>1</b> Contributions, gifts, grants, etc., received (attach schedule)		1,041,554.	ATCH 1		
<b>2</b> Check <input type="checkbox"/> if the foundation is not required to attach Sch. B					
<b>3</b> Interest on savings and temporary cash investments					
<b>4</b> Dividends and interest from securities		2,844,858.	2,844,858.		
<b>5a</b> Gross rents					
<b>b</b> Net rental income or (loss)					
<b>6a</b> Net gain or (loss) from sale of assets not on line 10		9,690,916.			
<b>b</b> Gross sales price for all assets on line 6a		17,568,095.			
<b>7</b> Capital gain/loss income (from Part IV, line 2)			9,690,916.		
<b>8</b> Net short-term capital gain					
<b>9</b> Income modifications					
<b>10a</b> Gross sales less returns and allowances					
<b>b</b> Less Cost of goods sold					
<b>c</b> Gross profit or (loss) (attach schedule)					
<b>11</b> Other income (attach schedule) ATCH 2		-234,667.	-234,667.		
<b>12</b> Total. Add lines 1 through 11		13,342,661.	12,301,107.		
<b>13</b> Compensation of officers, directors, trustees, etc.		686,085.	203,742.		469,445.
<b>14</b> Other employee salaries and wages		275,277.			356,690.
<b>15</b> Pension plans, employee benefits		81,498.	21,390.		358,999.
<b>16a</b> Legal fees (attach schedule)		66,764.	13,353.		81,861.
<b>b</b> Accounting fees (attach schedule)		25,314.	15,188.		10,125.
<b>c</b> Other professional fees (attach schedule)		2,574,476.	2,484,162.		108,894.
<b>17</b> Interest					
<b>18</b> Taxes (attach schedule) (see instructions) ATCH 3		181,585.	12,753.		74,258.
<b>19</b> Depreciation (attach schedule) and depletion		23,816.	2,382.		
<b>20</b> Occupancy		67,050.	13,137.		53,913.
<b>21</b> Travel, conferences, and meetings		87,044.	9,808.		75,363.
<b>22</b> Printing and publications		21,344.	243.		21,918.
<b>23</b> Other expenses (attach schedule) ATCH 4		269,520.	13,520.		254,729.
<b>24</b> Total operating and administrative expenses. Add lines 13 through 23		4,359,773.	2,789,678.		1,866,195.
<b>25</b> Contributions, gifts, grants paid		6,854,497.			6,871,300.
<b>26</b> Total expenses and disbursements. Add lines 24 and 25		11,214,270.	2,789,678.		8,737,495.
<b>27</b> Subtract line 26 from line 12					
<b>a</b> Excess of revenue over expenses and disbursements		2,128,391.			
<b>b</b> Net investment income (if negative, enter -0-)			9,511,429.		
<b>c</b> Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing . . . . .	7,623,217.	9,406,692.	9,406,692.
	2	Savings and temporary cash investments . . . . .			
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable . . . . .			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .			
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use . . . . .			
	9	Prepaid expenses and deferred charges . . . . .			
	10 a	Investments - U S and state government obligations (attach schedule) . . . . .			
	b	Investments - corporate stock (attach schedule) ATCH 5 . . . . .	165,656,713.	166,328,722.	173,264,850.
	c	Investments - corporate bonds (attach schedule) ATCH 6 . . . . .	6,383,380.	6,033,286.	8,987,713.
	11	Investments - land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans . . . . .			
	13	Investments - other (attach schedule) . . . . .			
	14	Land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶	368,987. 35,108.	342,717. 333,879.	333,879.
15	Other assets (describe ▶ ATCH 7) . . . . .	721,816.	660,349.	660,349.	
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .	180,727,843.	182,762,928.	192,653,483.	
Liabilities	17	Accounts payable and accrued expenses . . . . .	1,204,512.	820,375.	
	18	Grants payable . . . . .			
	19	Deferred revenue . . . . .			
	20	Loans from officers, directors, trustees, and other disqualified persons . . . . .			
	21	Mortgages and other notes payable (attach schedule) . . . . .			
	22	Other liabilities (describe ▶ ATCH 8) . . . . .	69,929.	175,071.	
23	Total liabilities (add lines 17 through 22) . . . . .	1,274,441.	995,446.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted . . . . .			
	25	Temporarily restricted . . . . .	179,453,402.	181,767,482.	
	26	Permanently restricted . . . . .			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>				
	27	Capital stock, trust principal, or current funds . . . . .			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .			
	29	Retained earnings, accumulated income, endowment, or other funds . . . . .			
	30	Total net assets or fund balances (see instructions) . . . . .	179,453,402.	181,767,482.	
	31	Total liabilities and net assets/fund balances (see instructions) . . . . .	180,727,843.	182,762,928.	

## 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	179,453,402.
2	Enter amount from Part I, line 27a . . . . .	2	2,128,391.
3	Other increases not included in line 2 (itemize) ▶ ATCH 9 . . . . .	3	185,689.
4	Add lines 1, 2, and 3 . . . . .	4	181,767,482.
5	Decreases not included in line 2 (itemize) ▶ . . . . .	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	181,767,482.

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**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV SCHEDULE				
b				
c				
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				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)		{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		2 9,690,916.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)		{ If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3 0

**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 the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	10,026,148.	178,912,292.	0.056039
2010	8,407,029.	179,011,239.	0.046964
2009	8,353,874.	171,351,188.	0.048753
2008	8,823,968.	185,283,381.	0.047624
2007	8,300,430.	226,316,281.	0.036676
2 Total of line 1, column (d)			2 0.236056
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.047211
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 182,736,089.
5 Multiply line 4 by line 3			5 8,627,153.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 95,114.
7 Add lines 5 and 6			7 8,722,267.
8 Enter qualifying distributions from Part XII, line 4			8 8,737,495.

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)**

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 . . . . .			
Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . . . .		1	95,114.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . . . .		2	
3 Add lines 1 and 2 . . . . .		3	95,114.
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	95,114.
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012 . . . . .	6a	3,320.	
b Exempt foreign organizations - tax withheld at source . . . . .	6b		
c Tax paid with application for extension of time to file (Form 8868) . . . . .	6c	120,000.	
d Backup withholding erroneously withheld . . . . .	6d		
7 Total credits and payments. Add lines 6a through 6d . . . . .	7	123,320.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached . . . . .	8	1,996.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . . . .	10	26,210.	
11 Enter the amount of line 10 to be Credited to 2013 estimated tax <input checked="" type="checkbox"/> 26,210. Refunded <input type="checkbox"/> . . . . .	11		

**Part VII-A Statements Regarding Activities**

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . . . .		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? . . . . . If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year? . . . . .		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input checked="" type="checkbox"/> \$ _____ (2) On foundation managers <input checked="" type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes . . . . .		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .	X	
b If "Yes," has it filed a tax return on Form 990-T for this year? . . . . .	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . . . .	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	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> NC, _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation . . . . .	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV . . . . .		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses . . . . .		X

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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 make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address <b>WWW.MOREHEADCAIN.ORG</b>				
14	The books are in care of <b>STEVEN R. MICHALAK</b> Telephone no <b>919-962-1201</b>			
	Located at <b>P.O. BOX 690 CHAPEL HILL, NC</b> ZIP+4 <b>27514</b>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <b>15</b>			
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country	16	Yes	No
				X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	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 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2012 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 2012)	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 2012?	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)? (see instructions) ☐ Yes ☒ No(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ Nob 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)? ☐ Yes ☒ NoOrganizations relying on a current notice regarding disaster assistance check here ☐c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

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

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

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 ☒ Nob If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 10		810,325.	53,544.	842.

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

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

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

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)****3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
ATCH 11		547,735.
Total number of others receiving over \$50,000 for professional services . . . . . ▶		

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NOT APPLICABLE	
2	
3	
4	

**Part IX-B Summary of Program-Related Investments (see instructions)**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NOT APPLICABLE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3 . . . . . ▶	

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**Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	174,035,871.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	10,913,124.
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	569,877.
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	185,518,872.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	185,518,872.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	<b>4</b>	2,782,783.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	182,736,089.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	9,136,804.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	9,136,804.
<b>2a</b>	Tax on investment income for 2012 from Part VI, line 5	<b>2a</b>	95,114.
<b>b</b>	Income tax for 2012 (This does not include the tax from Part VI)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	95,114.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	9,041,690.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	9,041,690.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	9,041,690.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	8,737,495.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	8,737,495.
<b>5</b>	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)	<b>5</b>	95,114.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	8,642,381.

**Note.** The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

**Part XIII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				9,041,690.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			763,122.	
b Total for prior years 20 10 20 09 20 08				
3 Excess distributions carryover, if any, to 2012				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e				
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 8,737,495.				
a Applied to 2011, but not more than line 2a			763,122.	
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2012 distributable amount				7,974,373.
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				1,067,317.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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

NOT APPLICABLE

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling . . . . .

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

4942(j)(3) or 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
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 instructions.)**1 Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2) )

N/A

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

N/A

**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number or e-mail of the person to whom applications should be addressed

N/A

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

SEE ATTACHMENT 15

c Any submission deadlines

SEE ATTACHMENT 15

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

SEE ATTACHMENT 15

**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
<b>a Paid during the year</b>				
ATCH 12				
<b>Total</b> . . . . .			<b>3a</b>	6,854,497.
<b>b Approved for future payment</b>				
<b>Total</b> . . . . .			<b>3b</b>	

Form 990-PF (2012)

**Part XVI-A Analysis of Income-Producing Activities****Enter gross amounts unless otherwise indicated**

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions )
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount		
1 Program service revenue						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments . . . . .						
3 Interest on savings and temporary cash investments						
4 Dividends and interest from securities . . . . .			14	2,844,858.		
5 Net rental income or (loss) from real estate						
a Debt-financed property . . . . .						
b Not debt-financed property . . . . .						
6 Net rental income or (loss) from personal property .						
7 Other investment income . . . . .						
8 Gain or (loss) from sales of assets other than inventory			18	9,690,916.		
9 Net income or (loss) from special events . . . . .						
10 Gross profit or (loss) from sales of inventory . .						
11 Other revenue a _____						
b ATCH 13 _____		-44,289.		-190,378.		
c _____						
d _____						
e _____						
12 Subtotal Add columns (b), (d), and (e) . . . . .		-44,289.		12,345,396.		
13 Total. Add line 12, columns (b), (d), and (e) . . . . .					13	12,301,107.

(See worksheet in line 13 instructions to verify calculations )

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

[illegible]



**Schedule of Contributors**

OMB No 1545-0047

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

**2012**

Name of the organization

THE MOREHEAD-CAIN FOUNDATION

Employer identification number

56-0599225

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)( ) (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

**General Rule**

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

**Special Rules**

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. . . . . ► \$ \_\_\_\_\_

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

Employer identification number  
56-0599225**Part I Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	MOREHEAD-CAIN SCHOLARSHIP FUND POST OFFICE BOX 690 CHAPEL HILL, NC 27514	\$ 1,041,554.	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)



Name of organization THE MOREHEAD-CAIN FOUNDATION

Employer identification number

56-0599225

**Part II** Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----

Name of organization THE MOREHEAD-CAIN FOUNDATION

Employer identification number

56-0599225

**Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry.**For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this information once. See instructions) ► \$ \_\_\_\_\_

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- -----		----- ----- -----
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- -----		----- ----- -----
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- -----		----- ----- -----
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- -----		----- ----- -----

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		GUGGENHEIM PLUS II, L.P. PROPERTY TYPE: SECURITIES 14,171.				P	VAR  -14,171.	VAR
508,602.		STEPSTONE PIONEER CAPITAL II, L.P. PROPERTY TYPE: SECURITIES 231,985.				P	VAR  276,617.	VAR
5,161,575.		GLOBAL ENDOWMENT MANAGEMENT FUND II, LP PROPERTY TYPE: SECURITIES 2,957,533.				P	VAR  2,204,042.	VAR
11897918.		UNC FOUNDATION INVESTMENT FUND PROPERTY TYPE: SECURITIES 4,673,490.				P	VAR  7,224,428.	VAR
TOTAL GAIN(LOSS) .....		.....					<u>9,690,916.</u>	

THE MOREHEAD-CAIN FOUNDATION

56-0599225

FORM 990PF, PART I - CONTRIBUTIONS, GIFTS AND GRANTS RECEIVED

ATTACHMENT 1

<u>NAME AND ADDRESS</u>	<u>DATE</u>	<u>DIRECT PUBLIC SUPPORT</u>
MOREHEAD-CAIN SCHOLARSHIP FUND POST OFFICE BOX 690 CHAPEL HILL, NC 27514	VARIOUS	1,041,554.
TOTAL CONTRIBUTION AMOUNTS		<u>1,041,554.</u>

ATTACHMENT 2FORM 990PF, PART I - OTHER INCOME

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
OTHER INC(LOSS) FROM PASS-THRU ENTITIES	-234,667.	-234,667.
TOTALS	<u>-234,667.</u>	<u>-234,667.</u>

ATTACHMENT 3FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
EMPLOYMENT TAXES	87,011.	12,753.	74,258.
EXCISE TAXES	94,574.		
TOTALS	<u>181,585.</u>	<u>12,753.</u>	<u>74,258.</u>

ATTACHMENT 4FORM 990PF, PART I - OTHER EXPENSES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
INSURANCE	32,889.	8,222.	24,667.
OFFICE FURN, EQUIPMENT, MAINT.	29,453.	2,802.	22,952.
OFFICE SUPPLIES, POSTAGE, ETC.	21,379.	1,528.	18,545.
TELEPHONE	9,968.	968.	8,582.
MOREHEAD BLDG & ART GALLERY	175,831.		179,983.
TOTALS	<u>269,520.</u>	<u>13,520.</u>	<u>254,729.</u>

ATTACHMENT 5FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
EQUITIES	165,656,713.	166,328,722.	173,264,850.
TOTALS	<u>165,656,713.</u>	<u>166,328,722.</u>	<u>173,264,850.</u>



ATTACHMENT 6FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
FIXED INCOME SECURITIES	6,383,380.	6,033,286.	8,987,713.
TOTALS	<u>6,383,380.</u>	<u>6,033,286.</u>	<u>8,987,713.</u>

ATTACHMENT 7FORM 990PF, PART II - OTHER ASSETS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
FEDERAL EXCISE TAX RECEIVABLE	76,537.		
CSV SPLIT DOLLAR INSURANCE	600,910.	627,275.	627,275.
REFUNDABLE DEPOSITS	1,200.	2,585.	2,585.
NC SALES TAX RECEIVABLE	37,050.	22,654.	22,654.
OTHER ASSETS	6,119.	7,835.	7,835.
TOTALS	<u>721,816.</u>	<u>660,349.</u>	<u>660,349.</u>

## THE MOREHEAD-CAIN FOUNDATION

56-0599225

ATTACHMENT 8FORM 990PF, PART II - OTHER LIABILITIES

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>
ACCRUED TRUSTEES FEES	69,929.	82,826.
FEDERAL EXCISE TAXES PAYABLE		92,245.
TOTALS	<u>69,929.</u>	<u>175,071.</u>

ATTACHMENT 9FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
PRIOR YEAR ADJUSTMENT TO INVESTMENTS	185,689.
TOTAL	<u>185,689.</u>

THE MOREHEAD-CAIN FOUNDATION

56-0599225

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

ATTACHMENT 10

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
CHARLES E. LOVELACE, JR. POST OFFICE BOX 690 CHAPEL HILL, NC 27514	EXECUTIVE DIRECTOR 40.00	312,854.	10,652.	842.
MEGAN M. MAZZOCCHI POST OFFICE BOX 690 CHAPEL HILL, NC 27514	ASSOCIATE DIRECTOR 40.00	151,000.	23,998.	0
STEVEN R. MICHALAK POST OFFICE BOX 690 CHAPEL HILL, NC 27514	TREASURER 40.00	149,000.	9,415.	0
KATHLEEN HAGERTY POST OFFICE BOX 690 CHAPEL HILL, NC 27514	DIRECTOR OF DEVELOPMENT 40.00	125,000.	9,479.	0
LUCY HANES CHATHAM POST OFFICE BOX 690 CHAPEL HILL, NC 27514	CHAIRMAN/TRUSTEE 5.00	20,706.	0	0
TIMOTHY B. BURNETT POST OFFICE BOX 690 CHAPEL HILL, NC 27514	VICE CHAIRMAN/TRUSTEE 5.00	10,353.	0	0

## THE MOREHEAD-CAIN FOUNDATION

56-0599225

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 10 (CONT'D)

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
A. HOLLY CLUETT GWYNNE-TIMOTHY POST OFFICE BOX 690 CHAPEL HILL, NC 27514	TRUSTEE 5.00	10,353.	0	0
JOHN A. LARKIN III POST OFFICE BOX 690 CHAPEL HILL, NC 27514	TRUSTEE 5.00	10,353.	0	0
G. KENNEDY THOMPSON POST OFFICE BOX 690 CHAPEL HILL, NC 27514	TRUSTEE 5.00	10,353.	0	0
JAMES D. WEAVER POST OFFICE BOX 690 CHAPEL HILL, NC 27514	TRUSTEE 5.00	0	0	0
MARGARET W. WEAVER POST OFFICE BOX 690 CHAPEL HILL, NC 27514	TRUSTEE 5.00	10,353.	0	0
GRAND TOTALS		810,325.	53,544.	842.

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 11

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
UNC MANAGEMENT COMPANY 1400 ENVIRON WAY CHAPEL HILL, NC 27517	INVSTMT MANAGEMENT	328,685.
CAROL O'BRIEN ASSOCIATES, INC. 3211 SHANNON ROAD, SUITE 100 DURHAM, NC 27707	CONSULTING	83,294.
GLOVER PRINTING 2401 ATLANTIC AVENUE RALEIGH, NC 27604	PRINT SERVICES	68,992.
ROBINSON, BRADSHAW & HINSON 101 NORTH TRYON STREET, SUITE 1900 CHARLOTTE, NC 28246	LEGAL	66,764.
TOTAL COMPENSATION		<u>547,735.</u>

THE MOREHEAD-CAIN FOUNDATION

56-0599225

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 12

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SCHOLARSHIP AWARDS	NONE N/A	SCHOLARSHIP GRANTS FOR UNDERGRADUATE STUDY SEE ATTACHMENT 14	5,791,895
UNIVERSITY OF NORTH CAROLINA-CHAPEL HILL			
MOREHEAD HOUSE MAINTENANCE	N/A PUBLIC	TO MAINTAIN FACILITY FOR DISTINGUISHED GUESTS	136,663
SCHOLARSHIP & ENRICHMENT PROGRAM	N/A PUBLIC	SUPPORT & PROMOTION OF THE MOREHEAD-CAIN SCHOLARS PROGRAM AND THE SUMMER ENRICHMENT PROGRAM	921,039
OTHER	N/A PRIVATE FOUNDATION	CONTRIBUTION TO UNC-CH EDUCATIONAL FOUNDATION	2,500
OTHER	N/A PUBLIC	CONTRIBUTION TO NC NETWORK OF GRANTMAKERS	1,800



FORM 990EF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 12 (CONT'D)

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR  
AND

RECIPIENT NAME AND ADDRESS

FOUNDATION STATUS OF RECIPIENT

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

OTHER

N/A

PUBLIC

CONTRIBUTION TO PAINTINGS FOR PIPELINES

600

TOTAL CONTRIBUTIONS PAID

6,854,497

THE MOREHEAD-CAIN FOUNDATION

56-0599225

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

ATTACHMENT 13

<u>DESCRIPTION</u>	<u>BUSINESS CODE</u>	<u>EXCLUSION</u>		<u>RELATED OR EXEMPT FUNCTION INCOME</u>
		<u>AMOUNT</u>	<u>CODE</u>	
INC FROM PASS-THRU	523000	-44,289.	01	-190,378.
TOTALS		<u>-44,289.</u>		<u>-190,378.</u>

Scholarship Grants for Undergraduate Study at UNC-Chapel Hill  
Year Ended 6/30/2013

Name	Class	Grant Amount
Miss Zoe Claire Ackerman	2014	29,351 09
Mr Hussein A Ahmad	2015	26,200.80
Miss Alicia Hayne Alford	2017	1,158 60
Mr William Perry Almquist	2016	31,930 92
Mr Krunal Dhaval Amin	2016	30,499 67
Miss Rossi Akim Anastopoulo	2017	1,253 90
Miss Margaret Elizabeth Anderson	2013	22,301 09
Mr. Vincent Charles Andracchio III	2017	1,114 10
Mr Norman Trevor Archer	2017	1,738 89
Miss Noam Argov	2015	26,589 00
Mr. Anthony Michael Asher	2017	982 60
Miss Emily June Auerbach	2015	21,735 81
Miss Omololu Refilwe Babatunde	2015	38,292.00
Mr. William Johnston Barbour	2013	21,332.00
Miss Elise Nicole Bare	2014	10,391 00
Mr Eric Alexander Barefoot	2016	31,658 90
Mr. Joshua Dylan Barrett	2014	23,863 94
Mr. Burak Basogul	2014	24,783 24
Miss Timber Grey Beeninga	2017	1,325 60
Miss Nicole Lawton Behnke	2016	31,319 63
Miss Claire Elizabeth Bennett	2016	31,043.70
Mr Jacob Jablon Bernstein	2016	29,492 17
Mr Joseph Brian Blake	2015	26,984.30
Miss Anna Gertrude Bobrow	2014	26,690 30
Mr. Ioan Bolohan	2015	25,782 00
Mr Taylor Joseph Boone	2014	14,991 00
Miss Emily Renard Bowe	2014	25,260 21
Mr Jonathan James Branch	2013	20,782 00
Miss Nina Sophia Bryce	2013	22,382 00
Miss Sarah Margaret Bufkin	2013	10,611.00
Mr. Turker Bulut	2016	33,821 87
Miss Rachel Emily Burns	2014	36,520 53
Mr John Hadley Burrows	2014	15,891 00
Miss Anastasia Elise Bury	2013	13,991 00
Mr Diego Carlos Camposeco	2015	25,838 75
Miss Caroline Andrea Carrasco	2015	32,866 00
Mr Allen Anthony Champagne	2015	25,916 29
Mr. Tait Garry Chandler	2015	24,621 00
Mr Alexander Darwin Clayton	2017	2,667 45
Miss Marie Elise Clements	2014	20,782 00
Mr Stephen Bundy Cone Jr	2016	29,185 30
Mr Oswaldo Antonio Contreras	2013	20,782 00
Miss Sarah Whiting Cooley	2015	46,592 70
Mr Seth Bachman Crabtree	2013	20,782 00
Miss Ellen Corbitt Currin	2015	29,086 00
Miss Elizabeth Rebecca Davis	2014	27,847 12
Miss Manelle Barrett DeJong	2015	41,586 04
Mr. Peter Elliot Diaz	2016	30,169 21
Miss Raquel Emiko Dominguez	2015	21,430 80
Miss Ana Claire Dougherty	2017	1,379 60
Mr Trevor Richard Dougherty	2015	22,832 00
Miss Leah Rose Downey	2013	19,663 71
Mr Jason Allen Dunn	2013	21,242 00
Mr. Alexander Izaak Earnhardt	2014	5,000 00

Scholarship Grants for Undergraduate Study at UNC-Chapel Hill  
Year Ended 6/30/2013

Name	Class	Grant Amount
Mr. Harry Joe Edwards	2017	2,048 90
Miss Sara Ashraf El-Bohy	2014	26,383 79
Mr. James Patrick Ellsmoor	2016	27,931 72
Miss Anel Christina Eure	2013	21,682 00
Miss Leah Grace Evenst	2017	1,243 50
Miss Natalie Claire Feingold	2015	44,136 80
Miss Akilah Monet Friend	2014	26,202 47
Mr. Sam Michael John Fletcher	2016	33,990 37
Mr. McKenzie Sean Folan	2017	1,143.60
Miss Samantha Rose Fortenza	2016	30,947.65
Mr. Ian Michael Gallagher	2016	31,560 35
Miss Nancy Z. Gao	2017	848 80
Miss Cheney Behrens Gardner	2015	35,462 50
Miss Kristen Marie Gardner	2017	1,152.60
Miss Aubrey Moran Germ	2014	27,854.00
Mr. Emmett Feldman Gilles	2013	20,782 00
Miss Marissa Rachael Gluck	2013	20,782 00
Miss Tavia Isaura Gonzalez Pena	2016	29,797 19
Mr. James Thomas Gooding III	2016	30,285 96
Mr. Garrison Gray Gordon	2015	25,317 24
Miss Lindsay Paige Gorman	2016	31,212.24
Mr. Patrick Clifton Gray	2014	27,728 75
Miss Amanda Claire Grayson	2013	19,984 00
Miss Ashley Virginia Gremel	2014	15,287 98
Miss Emily Madeleine Grohs	2016	32,677 00
Miss Destinee Hope Grove	2017	902 10
Mr. Arthur Clifton Guyton	2014	20,782.00
Mr. Clayton Scott Hackney	2015	33,274 10
Mr. Joel J. Hage	2014	29,577 00
Mr. Larry Han	2016	34,511 66
Miss Blake Marie Hauser	2016	32,477 05
Miss Kathleen Mary Hayes	2014	14,503 69
Miss Meghan Victoria Herwig	2015	29,296 21
Mr. Grant Patrick Heskamp	2014	24,782 00
Mr. Troy Clifton Homesley, III	2014	20,782 00
Mr. Zealan Taylor Hoover	2013	22,090.00
Mr. Morgan James Howell	2017	1,242.30
Miss Molly Alexandra Hrudka	2013	20,782 00
Miss Alice Haiyu Huang	2017	29,017 00
Mr. Sunny Chang Huang	2013	22,301 09
Mr. Sakibul Huq	2014	25,275 80
Miss Martha Butler Isaacs	2017	500 00
Miss Safiyah Munzer Ismail	2015	28,785 80
Mr. Michael Paul Jacobs	2014	27,578 63
Mr. Caleb Nathaniel Jadrich	2017	968 87
Mr. Akhil Arvind Janwala	2014	4,218 88
Miss Carolyn Danielle Jeffries	2014	17,841 00
Miss Caroline Spears Jennings	2017	1,394 10
Mr. Ryan Robert Jepson	2013	23,506 00
Miss Amirah Jwa	2015	42,457 12
Miss Sarah Katherine Johnson	2013	20,782 00
Mr. William Grant Johnston	2013	21,372 60
Miss Kelsey Michaela Jost-Creegan	2013	22,787 00
Mr. Adam Jutha	2013	25,022 00

Scholarship Grants for Undergraduate Study at UNC-Chapel Hill  
Year Ended 6/30/2013

Name	Class	Grant Amount
Miss Dicle Kara	2016	32,723.42
Mr. Alexander Edward Karsten	2014	25,782.00
Mr Michael Kayemba	2014	33,084.60
Miss Lauren Grace Kent	2017	742.60
Miss Nayab Hasan Khan	2013	20,782.00
Mr Cameron Joseph Kneib	2014	25,061.80
Miss Kelsey Danielle Knight	2014	25,782.00
Miss Ella Winthrop Koeze	2015	22,968.60
Miss Ina Kosova	2016	31,191.75
Miss Neha Khurana Kukreja	2016	30,287.15
Miss Monisha Kumar	2013	24,643.32
Mr. Chnstopher David McCartney Lambden	2014	22,282.00
Mr Lincoln Halas Lambertson	2015	21,037.50
Miss Bndget Catherine Larman	2015	28,125.38
Miss Hunter Jennings Latimer	2016	31,200.70
Miss Audrey Ann Lavallee-Belanger	2013	25,219.50
Mr Michael Thomas Lawson	2013	21,682.00
Mr. Todd Patnck Lewis	2013	10,391.00
Miss Laura Catherine Limarzi	2016	1,447.12
Miss Charlotte Clement Lindemanis	2013	22,232.00
Mr Tony Hong Liu	2017	752.80
Mr Kayacan Lordoglu	2014	25,748.91
Miss Caroline Kellogg Lowery	2016	31,153.60
Mr Patnck Lung	2016	31,577.41
Miss Ariana Tamar Miller Lutterman	2017	31,550.46
Mr Nicholas Torquil Macleod	2017	1,738.89
Miss Karne Lisa Martel	2016	32,508.02
Miss Melissa Ashley-Marie Martinez	2013	21,812.00
Miss Katherine Blair Matthews	2014	22,675.79
Mr Logan Chambers Mauney	2013	21,597.00
Mr Brandon Michael Mayfield	2014	24,384.80
Miss Laura Kathryn McCready	2014	35,400.10
Mr. Harold Brent McKnight Jr	2016	49,042.30
Mr Peter Everett McWilliams	2017	1,250.30
Mr Jordan Elliot Meer	2013	20,782.00
Mr. Zakaria Merdi	2016	30,496.40
Miss Meredith Gracen Miller	2017	1,166.10
Mr Channing John Mitzell	2016	30,760.60
Miss Sarah Lee Molina	2016	31,087.65
Miss Taylor Meredith Moquist	2014	26,951.20
Miss Camille Elyse Morgan	2015	29,207.66
Miss Lorna Louise Morns	2014	32,261.00
Mr. Thomas Benton MossIII	2015	22,011.80
Mr Hwa Pyung Myoung	2015	25,196.39
Miss Rachel Maureen Myrick	2013	20,907.00
Miss Stephanie Hanna Najjar	2014	25,361.55
Miss Hannah Sare Nemer	2014	16,290.60
Mr. Onyemaechi Chikezie Nwanaji-Enwerem	2015	21,871.93
Mr Bradley Calvin Ochieng Opere	2017	2,448.60
Miss Caroline Mercer Orr	2016	30,197.61
Miss Sarah Kathleen Osborne	2013	21,117.00
Miss Anne Bennett Osteen	2017	1,241.60
Mr. Graham Ober Palmer	2015	26,549.61
Miss Emma Anne Park	2016	30,585.76

Scholarship Grants for Undergraduate Study at UNC-Chapel Hill  
Year Ended 6/30/2013

Name	Class	Grant Amount
Mr. Paul Wilson Parker	2015	26,782 00
Mr. Neel Mahendra Patel	2015	23,996 11
Miss Mary Elizabeth Peeler	2015	34,490 76
Mr Morgan McKenna Pergande	2017	1,035 60
Miss Emily Cathenne Perry	2017	1,344 10
Mr. Daniel Mark Peterson	2013	20,782 00
Miss Grace Stevens Phillips	2013	24,800 19
Miss Chelsea Ern Phipps	2013	23,081 28
Mr Robert Winfield Pierce	2016	30,614 13
Miss Cecilia Stefany Polanco	2015	30,957 80
Miss Alexandra Key Polk	2017	1,186 30
Mr Andrew Henry Powell	2015	22,012 50
Miss Helen Bobbitt Powell	2014	25,918 80
Mr. John Martin Powers	2015	26,142 80
Miss Lauren-Kristine Blanks Pryzant	2014	1,280 30
Miss Julia Victoria Ramos	2014	26,784 51
Mr. George Edmonds Ramsay	2014	28,880 35
Miss Eryn Rachel Ratcliffe	2017	1,268 10
Miss Meera Caroline Ravi	2017	1,482 60
Mr Christopher Chen Reeder	2017	1,037 60
Miss Katherine McCrystal Reilly	2015	41,106 80
Miss Melanie Ferguson Rio	2014	15,121 00
Miss Elizabeth Meade Rodenbough	2014	23,982 00
Mr John Raphael Fabian Rodrigo	2015	25,552 66
Miss Nicole Doris Roscoe	2014	26,282 00
Mr Oliver Brennan Rose	2013	20,782 00
Miss Lindsay Elizabeth Rosenfeld	2013	21,162 00
Mr Henry Laurence Ross	2013	25,542 00
Mr. Philip Alexander Rouse	2013	22,282 00
Miss Laura Nataly Roza	2014	20,267 47
Mr Daniel Nelson Rue	2015	28,661 80
Mr David Brian Cameron Russell	2015	25,282 77
Mr. James Patrick Ryan	2013	20,782 00
Miss Nakisa Sadeghi	2017	1,174 60
Miss Yasamin Ege Sanii	2015	26,476 05
Mr Raymond Donnell Saywer	2013	23,062 00
Miss Sophia Mana Vapolis Schermerhorn	2015	29,079 62
Miss Imogen Fiona Mackenzie Schofield	2016	31,887 37
Mr Erik Reinhard Schoning	2017	919 60
Miss Tara Gayatri Seshan	2013	21,532 00
Mr. Aleksander Huryn Seymore	2015	26,169 00
Miss Nikita Shamdasani	2015	46,926 55
Mr Jacob Gerald Sharp	2012	20,782 00
Mr Taylor Lane Sharp	2016	33,646 66
Mr Austin Thomas Shaw	2013	20,782 00
Mr Peter Sheng	2013	10,565 80
Miss Emily Rebecca Sheppard	2013	20,782 00
Mr Brian Charles Shields	2017	1,332 80
Mr Patrick Joseph Short	2014	21,789 60
Miss Elizabeth Therese Schroeder	2016	29,574 28
Mr Sagar Samir Shukla	2015	38,889 80
Miss Anita Simha	2017	1,275 60
Miss Kara Mana Simpson	2013	10,391 00
Mr John Matthew Sincavage	2016	30,963 90

Scholarship Grants for Undergraduate Study at UNC-Chapel Hill  
Year Ended 6/30/2013

Name	Class	Grant Amount
Mr. John Wilson Sink	2017	1,204 60
Miss Janie Sircey	2015	43,003.18
Miss Morgan Jane Skiperdene	2013	21,989 31
Mr. Parns Matthew Smallwood	2013	22,082 00
Mr. Cameron Michael Smith	2014	18,741 00
Mr. Charles Fletcher Smith	2014	13,899 13
Mr. Rohan Ayinde Smith	2014	28,753 16
Miss Elizabeth Pearl Soffer	2016	25,768 52
Miss Ann Emmad Soltan	2013	23,201 09
Mr. Kaddu Martin Ssekibakke	2014	29,991.21
Miss Katherine Anne Stotesbery	2017	979 60
Miss Anna Elizabeth Sturkey	2014	21,859 42
Mr. Joseph O'Rourke Sullivan	2017	1,265.70
Miss Catherine Louise Swift	2016	32,743 53
Mr. Joseph Moore Terrell	2013	22,982.00
Miss Megan Nichole Thomas	2014	27,529 19
Miss Diane Nicole Thompson	2017	1,056 60
Mr. Nathan Spencer Tilley	2014	20,782 00
Miss Georgia Catherine Titcomb	2014	25,940 00
Mr. Graham Charles Treasure	2017	1,376 60
Miss Anana Brynn Vaisey	2017	1,854 09
Miss Margaret Carey VanDeusen	2014	33,642 59
Miss Nicola Michelle Vann	2014	15,028 00
Mr. Robert Hudson Vincent	2013	20,327 86
Miss Madhulika Vulimin	2014	24,759.75
Miss Jacqueline Grace Wallace	2014	4,933 15
Mr. Daniel Patrick Warren	2014	26,814 80
Mr. Edward Jocelyn Warren	2014	25,102 00
Mr. James Lawson Waugh	2015	20,782 00
Mr. Andrew Henderson Wells Jr.	2016	30,301 90
Mr. Cody Matthew Welton	2013	23,608 40
Miss Cora Margaret Went	2015	27,798 80
Miss Katrina Marie Wertz	2015	27,097 00
Miss Enka Mayfield Wesonga	2013	20,782 00
Mr. Andrew John White	2014	20,782 00
Mr. William Robert Whitehurst Jr.	2016	29,938 63
Miss Sloan Patrice Whiteside	2013	22,782 00
Miss Kacey Landon Williams	2016	31,137 65
Mr. James Scott Williams	2016	29,546 68
Miss Kristyn Elizabeth Wilson	2016	30,923 50
Miss Amy Rebecca Woff	2017	1,694 84
Mr. Thomas Ingram Wolf	2014	26,696 00
Miss Zoe Jewell Wolszon	2014	25,992 10
Mr. Francis Anthony Wong	2014	24,405 50
Mr. Timothy Lee Woodard Jr.	2016	16,401.90
Miss Caroline Aunspaugh Woronoff	2017	1,497 50
Miss Rhea Jane Wyse	2016	25,008 42
Mr. Brendan John Yorke	2013	23,876 06
Miss Emma Rose Zarriello	2015	26,654 82
Miss Ottavia Zattra	2017	2,122 64
Miss Morgan Elizabeth Zemitis	2017	1,244 10
Miss Violette Liang Zhu	2015	41,652 00
Miss Emily Frykman Zuehlke	2013	20,931 60
		<u>5,791,894.80</u>

# The Morehead-Cain

The oldest, most prestigious merit scholarship program in the United States

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- [What We Do](#)
- [Staff](#)
- [Trustees](#)
- [Contact](#)

## **We Are | We Do More.**

### **The First.**

The first merit scholarship program established in the United States. Founded at the first public university in the United States. The first to envision and implement a strategic summer enrichment program and, most recently, the first to designate a fund for discovery for each of our scholars. Established in 1945 and inspired by the Rhodes Scholarship at Oxford University, the Morehead-Cain provides an undergraduate experience without peer.

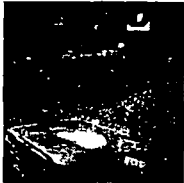
### **The Framework.**

Four years, four summers — fully funded. Immersion in a vibrant student body. Experienced advisors to introduce passion and potential to a world of opportunity. Exclusive enrichment and networking opportunities — indeed a lifetime connection — with the unparalleled community of Morehead-Cains across the globe.

### **The Freedom.**

Scholars bring the potential, we set it free. We fund. We connect. We encourage. On occasion we question. Sometimes we guide. Frequently we get out of the way. What we don't do is dictate. The Morehead-Cain is a program proven to develop leaders in a framework intentionally nimble. We provide a net, then let scholars go, giving them the trust and freedom to pursue their own interests, mine their own potential, determine their own sphere of influence, and have their own impact.





## The Tangibles

The Morehead-Cain is a four-year merit scholarship to the University of North Carolina at Chapel Hill. It promises:

### Your life at Carolina — fully funded

- full tuition
- student fees
- housing
- meals
- books and a laptop
- supplies and miscellaneous

### Your life around the world — fully funded

- A four-year Summer Enrichment Program made up of diverse, customized experiences that begin the summer before freshman year and include:
  - Outdoor Leadership
  - Public Service
  - Inquiry and Exploration
  - Private Enterprise
- Discovery Funds to be used for education opportunities





- [Home](#) →
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### The Morehead-Cain

+1 919 962.1201 +1 800 741.9023 [moreheadcain@unc.edu](mailto:moreheadcain@unc.edu)

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# **The Morehead-Cain**

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- [International](#)

## **Selection Criteria**

### **To Apply**

**The application deadline of October 1, 2013 for all school and affiliate program nominees has passed.**

Note: Please allow us one week to process any transcript that was faxed or mailed to our office.

### **To be Eligible for the Morehead-Cain**

You must be a competitive applicant to the University of North Carolina at Chapel Hill, on track to graduate in the spring, and unmarried and without children. For more information on nominating or applying, please select your location from the menu above.

Note: The University of North Carolina at Chapel Hill hosts two independent merit scholarship programs: the Morehead-Cain and the Robertson. A student may not be considered for both scholarships at UNC-Chapel Hill at the same time.

### **To be selected for the Morehead-Cain**

You must demonstrate:

#### **Moral Force of Character**

Integrity, empathy, bravery, humility, maturity, generosity: these form the bedrock of the Morehead-Cain culture.

#### **Scholarship**

It isn't the high-achieving student we seek so much as the scholar — the one for whom knowledge is about more than grades and test scores, and for whom learning is an appetite rather than a means to an end.

## Physical Vigor

It's as simple as a demonstrated commitment to an active lifestyle and a dedication to fitness and physical activity.†

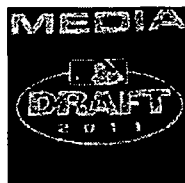
## Leadership

It's more than titles held or roles played. Here, leadership demonstrates courage and action. Morehead-Cains initiate. They act and impact. They influence and they inspire.

The Morehead-Cain is conferred solely on the basis of merit. Financial need is not considered in the selection of Morehead-Cain Scholars.

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† Due consideration is given to nominees with physical limitations.



# The Morehead-Cain

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- [students](#)
- [counselors](#)
- [timeline](#)

## For Counselors

### PLEASE NOTE:

If you are unable to access your applicants' senior transcripts because of the transition to PowerSchool, please upload a copy of their junior transcripts to the school report form instead. If you are unable to upload a digital copy, you may also mail or fax a copy of their transcript to our office. Once you have access to your students' updated transcripts, please e-mail a copy to [moreheadcain@unc.edu](mailto:moreheadcain@unc.edu). Thank you!

The Morehead-Cain Foundation  
Post Office Box 690  
Chapel Hill, NC 27514

Fax: 919-962-1615

### In North Carolina

With only 3% of its candidates gaining admission to the program each year, the Morehead-Cain is among the most highly selective of the elite undergraduate merit scholarship programs in the United States.

All secondary schools in North Carolina are eligible to nominate students for the Morehead-Cain. Students at North Carolina schools are also eligible to apply directly after consulting with their counselors.

To assist you in identifying your nominees, feel free to distribute the following forms to your colleagues and students as appropriate:

- For faculty and staff input: Recommendation-for-Nomination Form
- For additional information on potential nominees: Morehead-Cain Questionnaire

## To Nominate:

Determine the number of official school nominees you may select based on the table below.

### Size of Senior Class / Number of Nominees

- Up to 199 / 2 nominees
- 200–399 / 3 nominees
- 400–499 / 4 nominees
- 500+ / 5 nominees

Convene a school nominating committee, review our brief video for tips on nominating successfully, then make your selections based on the Morehead-Cain selection criteria without regard to your nominees' stated interest in attending the University of North Carolina at Chapel Hill. Your committee may include counselors, school administrators, and other faculty members.

Once selection is made, it is the responsibility of the nominating committee to notify your nominees and direct them to complete the online Morehead-Cain application as soon as possible. Also, please encourage other qualified students to apply for the Morehead-Cain directly.

Finally, please complete a School Report Form (sent via e-mail) for each applicant (both those nominated and those applying directly) and send it with their transcripts. Please click here for more detailed instructions.

## Application Deadline

The application deadline for the 2013–2014 selection year is **October 1**. The application will be available on our website in mid-August.

## Questions?

Ask our scholar selection team.



## MOREHEAD-CAIN RECOMMENDATION FOR NOMINATION

It is time to select our school's Morehead-Cain nominees. With this form, we invite you to assist us in identifying the most compelling nominees for this prestigious scholarship. Please submit your recommendations to our nominating committee by completing and returning the form as directed below. Please do not discuss your recommendations with the students. Thank you for your invaluable assistance in this important process.

### WHAT IS THE MOREHEAD-CAIN?

Established in 1945 and modeled after the Rhodes Scholarship at Oxford University, the Morehead-Cain is the oldest, most prestigious merit scholarship program in the United States. It is a unique, fully-funded, educational opportunity that includes an undergraduate scholarship to the University of North Carolina at Chapel Hill, as well as a summer enrichment program offering a life-enhancing combination of global travel, research, and real-world work experience in public service and the private sector. Morehead-Cain Scholars have access to support and advice from a dedicated Morehead-Cain advisor throughout their collegiate experience, and have the opportunity to interact with nearly 3,000 Morehead Alumni who live and work around the globe.

### WHAT MAKES A MOREHEAD-CAIN SCHOLAR?

In every senior class, there is a handful of dynamic leaders that sets the standard higher for the rest—in conduct and achievement, in the classroom, and in extracurricular activities. They may be active in traditional activities such as student government, clubs, and the arts, or they may have ventured out into new or less established areas. In either case they have added to the positive spirit of our school and community. Their advice is sought, and you call on them to resolve issues. They get involved because they care about their community—not for selfish reasons. These students may challenge you with their creativity and energy, but they excite and reward you as an educator. Without them, the senior class would have less luster. It is from this elite group we hope to select our nominees. Morehead-Cain nominees must demonstrate all of the following criteria:

- Scholarship
- Leadership
- Moral force of character
- Physical vigor

The Morehead-Cain is merit-based, neither financial need nor a student's current interest in attending UNC should be considered. Nomination for the Morehead-Cain does not require a student to commit to attend UNC.

I submit the following members of the senior class for consideration for the Morehead-Cain nomination:

- 
- 
- 

\_\_\_\_\_  
Recommender's Name

\_\_\_\_\_  
Date

Please return this form to \_\_\_\_\_ by \_\_\_\_\_  
Person/Place Date

# The Morehead-Cain

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- [International](#)
  
- [students](#)
- [counselors](#)
- [timeline](#)

## For Counselors

### Outside North Carolina

To apply to become a nominating school, please complete this online [form](#). Please apply by the end of March, 2014 to be considered for the 2014–2015 selection year.

With only 3% of its candidates gaining admission to the program each year, the Morehead-Cain is among the most highly selective of the elite undergraduate merit scholarship programs in the United States.

To be eligible to nominate one senior student each year, secondary schools outside North Carolina must be named an [official nominating school](#) by the Morehead-Cain. North Carolina residents attending high school outside the state of North Carolina may nominate themselves and apply directly.

If you are interested in having your school become an official nominating school, please e-mail our program assistant for scholar selection, [Mariah Keller](#).

### To Nominate:

Convene a school nominating committee, review our brief [video](#) for tips on nominating successfully, then make your selection based on the Morehead-Cain [selection criteria](#) without regard to your nominee's stated interest in attending the [University of North Carolina at Chapel Hill](#). Your committee may include counselors, school administrators, and other faculty members.



To assist you in identifying your nominee, feel free to distribute the following forms to your colleagues and students as appropriate:

- For faculty and staff input: [Recommendation-for-Nomination Form](#)
- For additional information on potential nominees: [Morehead-Cain Questionnaire](#)

Once selection is made, it is the nominating committee's responsibility to notify your nominee and direct him or her to complete the online Morehead-Cain application as soon as possible.

Finally, please complete a School Report Form (sent via e-mail) for your nominee and submit it with his or her transcript. Please click [here](#) for more detailed instructions.

### Application Deadline

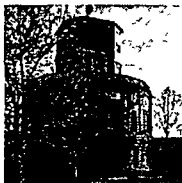
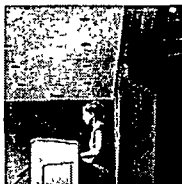
**The application deadline for the 2013–2014 selection year is October 1. The application will be available on our website in mid-August.**

### Please Note

If you are a counselor at a secondary school that is not an official out-of-state nominating school, your students may still be eligible for the Morehead-Cain if they [apply](#) to the University of North Carolina at Chapel Hill by the October 15 early notification deadline through our [Admissions Referral Program](#).

### Questions?

Ask [our scholar selection team](#).



# The Morehead-Cain

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## For Headmasters

### British Headmasters

With only 3% of its candidates gaining admission to the Program each year, the Morehead-Cain is among the most highly selective of the elite undergraduate programs in the United States.

To be eligible to nominate up to three sixth-form students each year, a secondary school must be named an official British Morehead-Cain nominating school.

If you are interested in having your school become an official nominating school, please e-mail our program assistant for scholar selection, [Mariah Keller](#).

### To Nominate:

Convene a school nominating committee, review our brief [video](#) for tips on nominating successfully, then make your selections based on the Morehead-Cain [selection criteria](#) without regard to your nominees' stated interest in attending the University of North Carolina at Chapel Hill. Your committee may include counselors, school administrators, and other faculty members.

Once selection is made, it is the nominating committee's responsibility to notify nominees and direct them to complete the online Morehead-Cain application as soon as possible.

Finally, please complete a School Report Form for each of your nominees and send it with their transcripts.

Please click [here](#) for more detailed instructions.

## Application Deadline

The application deadline for the 2013–2104 selection year is **October 14**. The application will be available on our website in mid-August.

## Questions?

Ask [our scholar selection team](#).



# The Morehead-Cain

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- [students](#)
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- [timeline](#)

## For Counselors

### International Counselors

With only 3% of its candidates gaining admission to the program each year, the Morehead-Cain is among the most highly selective of the elite undergraduate merit scholarship programs in the United States.

To be eligible to nominate up to three senior students each year, an international secondary school must be named an official nominating school by the Morehead-Cain Foundation. If you are interested in having your school become an official nominating school, please e-mail our program assistant for scholar selection, Mariah Keller.

### To Nominate:

Convene a school nominating committee, review our brief video for tips on nominating successfully, then make your selections based on the Morehead-Cain selection criteria without regard to your nominees' stated interest in attending the University of North Carolina at Chapel Hill. Your committee may include counselors, school administrators, and other faculty members.

Once selection is made, it is the nominating committee's responsibility to notify your nominees and direct them to complete the online Morehead-Cain application as soon as possible.

Finally, please complete a School Report Form (sent via e-mail) for each nominee and send it with his or her transcript. Please click here for more detailed instructions.

## Application Deadline

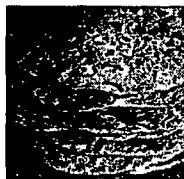
The application deadline for the 2013–2014 selection year is **October 1**. The application will be available on our website in mid-August.

## Please Note

If you are a counselor at a secondary school that is not an official international nominating school, your students may still be eligible for the Morehead-Cain if they apply to the University of North Carolina at Chapel Hill by the October 15 early notification deadline through our Admissions Referral Program.

## Questions?

Ask our scholar selection team.



# **The Morehead-Cain**

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## **For Counselors**

### **Canadian Counselors**

With only 3% of its candidates gaining admission to the program each year, the Morehead-Cain is among the most highly selective of the elite undergraduate merit scholarship programs in the United States.

To be eligible to nominate up to three senior students each year, a Canadian secondary school must be named an official nominating school by the Morehead-Cain Foundation. If you are interested in having your school become an official nominating school, please e-mail our program assistant for scholar selection, Mariah Keller.

### **To Nominate:**

Convene a school nominating committee, review our brief video for tips on nominating successfully, then make your selections based on the Morehead-Cain selection criteria without regard to your nominees' stated interest in attending the University of North Carolina at Chapel Hill. Your committee may include counselors, school administrators, and other faculty members.

Once selection is made, it is the nominating committee's responsibility to notify your nominees and direct them to complete the online Morehead-Cain application as soon as possible.

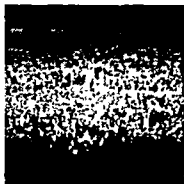
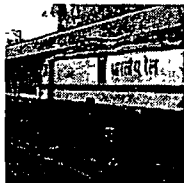
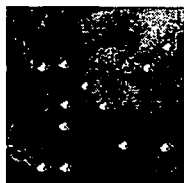
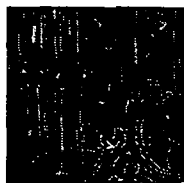
Finally, please complete a School Report Form (sent via e-mail) for each nominee and send it with his or her transcript. Please click here for more detailed instructions.

## Application Deadline

The application deadline for 2013–2014 is **October 14**. The application will be available on our website in mid-August.

## Questions?

Ask our scholar selection team.



# **The Morehead-Cain**

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## **For Students**

### **In North Carolina**

There are two ways high school seniors in North Carolina may be considered for the Morehead-Cain. They may:

- Be nominated by their high school.
- Nominate themselves by applying directly.

### **Please Note**

**The application deadline of October 1, 2013 for all school and affiliate program nominees has passed.**

Admission to the [University of North Carolina at Chapel Hill](#) is a separate process from application for the Morehead-Cain. All forms and correspondence dealing with admission to Carolina should go directly to the [Office of Undergraduate Admissions](#). The final deadline to [apply to Carolina](#) is **January 10, 2014**.

## **Questions?**

Ask [our scholar selection team](#).



# **The Morehead-Cain**

The oldest, most prestigious merit scholarship program in the United States

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## **For Students**

### **Outside North Carolina**

There are three ways high school seniors attending school outside North Carolina may be nominated for the Morehead-Cain:

- by being a resident of North Carolina and applying directly as a self-nominee
- by an [official nominating school](#) or [affiliate program](#).
- by UNC's [Admissions Referral Program](#) (ARP).

### **Please Note:**

**The application deadline of October 1, 2013 for all school and affiliate program nominees has passed.** Students attending out-of-state or international high schools may still be eligible for the Morehead-Cain through the [Admissions Referral Program](#).

Admission to the [University of North Carolina at Chapel Hill](#) is a separate process from application for the Morehead-Cain. All forms and correspondence dealing with admission to Carolina should go directly to the [Office of Undergraduate Admissions](#). The final deadline to [apply to Carolina](#) is **January 10, 2014**.

## **Questions?**

# The Morehead-Cain

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## For Students

### British Students

There are two ways sixth-form students in the United Kingdom may be nominated for the Morehead-Cain:

- by an official [British Morehead-Cain nominating school](#).
- or, if they do not attend an official British Morehead-Cain nominating school, they may nominate themselves by applying directly.

To speak with a British Morehead-Cain alumnus about his experience, please contact [Mr. Henry Stevens '92](#), chairman of the British Morehead-Cain Selection Process.

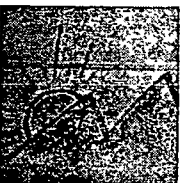
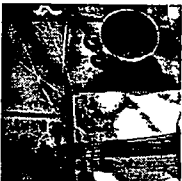
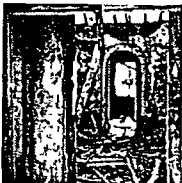
### Please Note

The application deadline of October 14, 2013 for all school and affiliate program nominees has passed. Students attending out-of-state or international high schools may still be eligible for the Morehead-Cain through the [Admissions Referral Program](#).

Admission to the [University of North Carolina at Chapel Hill](#) is a separate process from application for the Morehead-Cain. All forms and correspondence dealing with admission to Carolina should go directly to the [Office of Undergraduate Admissions](#). The final deadline to [apply to Carolina](#) is **January 10, 2014**.

### Questions?

Ask our scholar selection team.



# **The Morehead-Cain**

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- [Canada](#)
- [International](#)
  
- [Canadian Nominating Schools](#)
- [students](#)
- [counselors](#)
- [timeline](#)

## **For Students**

### **Canadian Students**

There are two ways students attending high school in Canada may be considered for the Morehead-Cain. They may:

- be nominated by their [secondary school or CEGEP](#)
- nominate themselves by applying directly

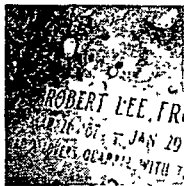
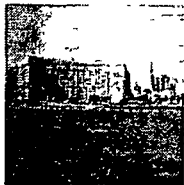
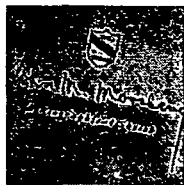
### **Please Note**

The application deadline of October 14, 2013 for all school and affiliate program nominees has passed. Students attending out-of-state or international high schools may still be eligible for the Morehead-Cain through the [Admissions Referral Program](#).

Admission to the [University of North Carolina at Chapel Hill](#) is a separate process from application for the Morehead-Cain. All forms and correspondence dealing with admission to Carolina should go directly to the [Office of Undergraduate Admissions](#). The final deadline to [apply to Carolina](#) is **January 10, 2014**.

## **Questions?**

Ask our scholar selection team.



# **The Morehead-Cain**

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## **For Students**

Out-of-state and international **semifinal decisions** are now available.

### **International Students**

There are three ways seniors attending high school outside the United States may be nominated for the Morehead-Cain:

- by being a resident of North Carolina and applying directly as a self-nominee
- by an [official nominating school](#).
- through UNC's [Admissions Referral Program](#) (ARP).

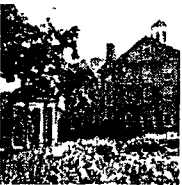
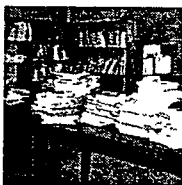
#### **Please Note:**

**The application deadline of October 1, 2013 for all school and affiliate program nominees has passed.** Students attending out-of-state or international high schools may still be eligible for the Morehead-Cain through the [Admissions Referral Program](#).

Admission to the [University of North Carolina at Chapel Hill](#) is a separate process from application for the Morehead-Cain. All forms and correspondence dealing with admission to Carolina should go directly to the [Office of Undergraduate Admissions](#). The final deadline to [apply to Carolina](#) is **January 10, 2014**.

## Questions?

Ask our scholar selection team.



# THE MOREHEAD-CAIN

## ONLINE APPLICATION INSTRUCTIONS FOR COUNSELORS AND RECOMMENDERS

**School report form** to be completed by the counselor\* indicated by the applicant in the online application

- Each school nominee and direct applicant will be instructed to input the name and e-mail address of his or her counselor as part of the application. Once the student does this\*\*, an e-mail will be sent to the counselor with instructions for completing an online school report form specific to that applicant.
- A portion of the school report form will provide instructions for uploading the applicant's transcript. Please note that there is no need to send an official transcript at this time
- If a person is listed as the counselor for more than one applicant, that counselor will receive one e-mail request for each applicant. Please complete an online school report form and upload a copy of the transcript for each applicant request

**Recommendation** to be uploaded by the school official\* indicated by the applicant in the online application

- Each school nominee and direct applicant will be instructed to input the name and e-mail address of his or her recommender as part of the application. Once the student completes this portion of the application\*\*, an e-mail will be sent to the recommender with instructions for uploading a letter of recommendation in the form of a Word or PDF document
- If a person is listed as the recommender for more than one applicant, that recommender will receive one e-mail request for each applicant.

Please note that both the school report form and recommendation e-mails will be sent from [moreheadcain@unc.edu](mailto:moreheadcain@unc.edu) and will indicate "The Morehead-Cain" as the sender. If you use a spam-blocking tool, please add this e-mail address to your list of known or safe addresses.

We appreciate your help in submitting these materials by **Tuesday, October 1, 2013**. These instructions can also be found at [http://moreheadcain.org/apply/north\\_carolina/counselors/](http://moreheadcain.org/apply/north_carolina/counselors/)

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\*The applicant may input the same person as his or her counselor and recommender.

\*\*Please encourage your applicants to complete the "School Information" and "Recommendation" sections first. They will not have to complete or submit the rest of the application at this time.



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## Selection Timeline

### North Carolina Selection Dates

- **1 October 2013**  
Deadline to apply
- **2 December 2013**  
Semifinalists notified and invited to [Regional Selection Interviews](#)
- **10 January 2014**  
Deadline for semifinalists to [apply to the University of North Carolina at Chapel Hill](#)
- **17 January 2014**  
Finalists notified and invited to Final Selection Weekend
- **1–4 March 2014**  
Morehead-Cain Final Selection Weekend in Chapel Hill, NC
- **7 March 2014**  
Class of 2018 selected and notified
- **11 April 2014**  
Deadline to accept the Morehead-Cain

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*Note: On notifications days, all notifications are made at the end of the business day (Eastern Standard Time).*

**SCHEDULE D**  
**(Form 1041)**

Department of the Treasury  
Internal Revenue Service

**Capital Gains and Losses**

► Attach to Form 1041, Form 5227, or Form 990-T.  
► Information about Schedule D (Form 1041) and its separate instructions is at  
[www.irs.gov/form1041](http://www.irs.gov/form1041).

OMB No 1545-0092

**2012**

Name of estate or trust

THE MOREHEAD-CAIN FOUNDATION

Employer identification number

56-0599225

**Note:** Form 5227 filers need to complete **only** Parts I and II

**Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less**

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
<b>1a</b>					

<b>b</b> Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	<b>1b</b>
<b>2</b> Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	<b>2</b>
<b>3</b> Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	<b>3</b>
<b>4</b> Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2011 Capital Loss Carryover Worksheet	<b>4</b> ( )
<b>5</b> <b>Net short-term gain or (loss).</b> Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back	<b>5</b>

**Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year**

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
<b>6a</b>					
ATTACHMENT 2			17,568,095.	7,877,179.	9,690,916.

<b>b</b> Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	<b>6b</b>
<b>7</b> Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	<b>7</b>
<b>8</b> Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	<b>8</b>
<b>9</b> Capital gain distributions	<b>9</b>
<b>10</b> Gain from Form 4797, Part I	<b>10</b>
<b>11</b> Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2011 Capital Loss Carryover Worksheet	<b>11</b> ( )
<b>12</b> <b>Net long-term gain or (loss).</b> Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back	<b>12</b> 9,690,916.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2012

JSA

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**Part III Summary of Parts I and II****Caution:** Read the instructions *before* completing this part.

	(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
13 Net short-term gain or (loss) . . . . .	13		
14 Net long-term gain or (loss):			
a Total for year . . . . .	14a		9,690,916.
b Unrecaptured section 1250 gain (see line 18 of the wrksh.) . . . . .	14b		
c 28% rate gain . . . . .	14c		
15 Total net gain or (loss). Combine lines 13 and 14a . . . . .	15		9,690,916.

**Note:** If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and **do not** complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

**Part IV Capital Loss Limitation**

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of	16	( )
a The loss on line 15, column (3) or		
b \$3,000		

**Note:** If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.

**Part V Tax Computation Using Maximum Capital Gains Rates**

**Form 1041 filers.** Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

**Caution:** Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if

- Either line 14b, col (2) or line 14c, col (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero

**Form 990-T trusts.** Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 14b, col (2) or line 14c, col (2) is more than zero.

17 Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34) . . . . .	17		
18 Enter the smaller of line 14a or 15 in column (2) but not less than zero . . . . .	18		
19 Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T) . . . . .	19		
20 Add lines 18 and 19 . . . . .	20		
21 If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0- . . . . .	21		
22 Subtract line 21 from line 20. If zero or less, enter -0- . . . . .	22		
23 Subtract line 22 from line 17. If zero or less, enter -0- . . . . .	23		
24 Enter the smaller of the amount on line 17 or \$2,400 . . . . .	24		
25 Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> Yes. Skip lines 25 and 26, go to line 27 and check the "No" box <input type="checkbox"/> No. Enter the amount from line 23 . . . . .	25		
26 Subtract line 25 from line 24 . . . . .	26		
27 Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> Yes. Skip lines 27 thru 30; go to line 31 <input type="checkbox"/> No. Enter the smaller of line 17 or line 22 . . . . .	27		
28 Enter the amount from line 26 (If line 26 is blank, enter -0-) . . . . .	28		
29 Subtract line 28 from line 27 . . . . .	29		
30 Multiply line 29 by 15% ( 15 ) . . . . .	30		
31 Figure the tax on the amount on line 23. Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . . .	31		
32 Add lines 30 and 31 . . . . .	32		
33 Figure the tax on the amount on line 17. Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . . .	33		
34 Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) . . . . .	34		

Schedule D (Form 1041) 2012

## Schedule D Detail of Long-term Capital Gains and Losses

[illegible]

Form **8868**

(Rev. January 2013)

Department of the Treasury  
Internal Revenue Service**Application for Extension of Time To File an  
Exempt Organization Return**

OMB No 1545-1709

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

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

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

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

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

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

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

Enter filer's identifying number, see instructions

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

Name of exempt organization or other filer, see instructions

Employer identification number (EIN) or

THE MOREHEAD-CAIN FOUNDATION

56-0599225

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

Social security number (SSN)

POST OFFICE BOX 690

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

CHAPEL HILL, NC 27514

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 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720- (individual)	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 ► STEVEN R. MICHALAK

Telephone No ► 919 962-1201

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 02/17, 20 14, to file the exempt organization return for the organization named above. The extension is for the organization's return for
- ☐ calendar year 20 \_\_\_\_ or
- ☒ tax year beginning 07/01, 2012, and ending 06/30, 20 13

- 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	\$ 123,320.
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	\$ 3,320.
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	\$ 120,000.

**Caution.** If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions. For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form **8868** (Rev. 1-2013)

JSA

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- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **X**
- Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868
- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1)

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

<b>Type or print</b>  File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions		Enter filer's identifying number, see instructions	
	THE MOREHEAD-CAIN FOUNDATION		Employer identification number (EIN) or	
	Number, street, and room or suite no. If a P O box, see instructions		56-0599225	
	POST OFFICE BOX 690		Social security number (SSN)	
City, town or post office, state, and ZIP code. For a foreign address, see instructions		CHAPEL HILL, NC 27514		

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

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

- The books are in the care of ☒ STEVEN R. MICHALAK  
Telephone No ☐ 919 962-1201 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

- I request an additional 3-month extension of time until 05/15, 20 14
- For calendar year ☐ , or other tax year beginning 07/01, 20 12, and ending 06/30, 20 13
- If the tax year entered in line 5 is for less than 12 months, check reason ☐ Initial return ☐ Final return  
☐ Change in accounting period
- State in detail why you need the extension ADDITIONAL TIME IS REQUIRED TO ASSEMBLE THE INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE RETURN.

8a 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	8a \$	123,320.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b \$	123,320.
c <b>Balance Due.</b> Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	8c \$	0

**Signature and Verification must be completed for Part II only.**

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

Signature ☒ Steven R. MichalakTitle ☒ CPADate ☒ 02/17/2014

Form 8868 (Rev 1-2013)