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Form **990-PF**

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

OMB No 1545-0052

**2013**

Department of the Treasury  
Internal Revenue Service

▶ Do not enter Social Security numbers on this form as it may be made public.  
▶ Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

Open to Public Inspection

For calendar year 2013 or tax year beginning , and ending

Name of foundation <b>Burton D. Morgan Foundation, Inc.</b>		A Employer identification number <b>34-6598971</b>						
Number and street (or P O box number if mail is not delivered to street address) <b>22 Aurora St.</b>	Room/suite	B Telephone number (see instructions) <b>330-655-1660</b>						
City or town, state or province, country, and ZIP or foreign postal code <b>Hudson OH 44236</b>		C If exemption application is pending, check here ▶ <input type="checkbox"/>						
G Check all that apply: <table style="display: inline-table; vertical-align: top;"> <tr> <td><input type="checkbox"/> Initial return</td> <td><input type="checkbox"/> Initial return of a former public charity</td> </tr> <tr> <td><input type="checkbox"/> Final return</td> <td><input type="checkbox"/> Amended return</td> </tr> <tr> <td><input type="checkbox"/> Address change</td> <td><input type="checkbox"/> Name change</td> </tr> </table>		<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity	<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return	<input type="checkbox"/> Address change	<input type="checkbox"/> Name change	D 1 Foreign organizations, check here ▶ <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ▶ <input type="checkbox"/>
<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity							
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return							
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change							
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ <input type="checkbox"/>						
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ <b>\$ 153,001,290</b>	J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ <input type="checkbox"/>						

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	27,160	27,160		
4 Dividends and interest from securities	2,862,285	2,862,285		
5a Gross rents	16,078	16,078		
b Net rental income or (loss)	16,078			
6a Net gain or (loss) from sale of assets not on line 10 Stmt 1	5,343,803			
b Gross sales price for all assets on line 6a	35,098,513			
7 Capital gain net income (from Part IV, line 2)		5,343,803		
8 Net short-term capital gain			0	
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule) Stmt 2	10,698	-4,533		
12 Total. Add lines 1 through 11	8,260,024	8,244,793	0	
13 Compensation of officers, directors, trustees, etc	496,024	92,696		403,328
14 Other employee salaries and wages	369,946	48,304		321,642
15 Pension plans, employee benefits	130,112	17,058		113,054
16a Legal fees (attach schedule) See Stmt 3	308	40		268
b Accounting fees (attach schedule) Stmt 4	29,420	3,857		25,563
c Other professional fees (attach schedule) Stmt 5	654,740	651,640		3,100
17 Interest				
18 Taxes (attach schedule) (see instructions) Stmt 6	215,000			
19 Depreciation (attach schedule) and depletion Stmt 7	147,820	19,379		
20 Occupancy	30,128	3,950		26,178
21 Travel, conferences, and meetings	23,463	3,076		20,387
22 Printing and publications	46,483	6,094		40,389
23 Other expenses (att sch) Stmt 8	207,186	21,063		183,322
24 Total operating and administrative expenses. Add lines 13 through 23	2,350,630	867,157	0	1,137,231
25 Contributions, gifts, grants paid	4,306,150			4,306,150
26 Total expenses and disbursements. Add lines 24 and 25	6,656,780	867,157	0	5,443,381
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	1,603,244			
b Net investment income (if negative, enter -0-)		7,377,636		
c Adjusted net income (if negative, enter -0-)			0	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions )			
		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash – non-interest-bearing	111,657	211,021	211,021
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶	268,526		
		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 (att schedule) ▶			
		Less allowance for doubtful accounts ▶	0		
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges	49,229	77,572	77,572
	10a	Investments – U S and state government obligations (attach schedule) Stmt 9	649,242		
	b	Investments – corporate stock (attach schedule) See Stmt 10	49,870,045	40,819,275	67,723,453
	c	Investments – corporate bonds (attach schedule) See Stmt 11	136,775		
	11	Investments – land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach sch ) ▶				
12	Investments – mortgage loans				
13	Investments – other (attach schedule) See Statement 12	52,656,729	63,787,682	81,624,911	
14	Land, buildings, and equipment basis ▶	4,311,708			
	Less accumulated depreciation (attach sch ) ▶ Stmt 13	1,215,900			
15	Other assets (describe ▶ )				
16	<b>Total assets</b> (to be completed by all filers – see the instructions Also, see page 1, item I)	106,803,554	108,259,884	153,001,290	
Liabilities	17	Accounts payable and accrued expenses	71,332	14,806	
	18	Grants payable	1,319,702	1,770,247	
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ )			
	23	<b>Total liabilities</b> (add lines 17 through 22)	1,391,034	1,785,053	
	Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input checked="" type="checkbox"/>			
24		Unrestricted	105,412,520	106,474,831	
25		Temporarily restricted			
26		Permanently restricted			
Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input type="checkbox"/>					
27		Capital stock, trust principal, or current funds			
28		Paid-in or capital surplus, or land, bldg , and equipment fund			
29		Retained earnings, accumulated income, endowment, or other funds			
30	<b>Total net assets or fund balances</b> (see instructions)	105,412,520	106,474,831		
31	<b>Total liabilities and net assets/fund balances</b> (see instructions)	106,803,554	108,259,884		

**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	105,412,520
2	Enter amount from Part I, line 27a	2	1,603,244
3	Other increases not included in line 2 (itemize) ▶ See Statement 14	3	197,298
4	Add lines 1, 2, and 3	4	107,213,062
5	Decreases not included in line 2 (itemize) ▶ See Statement 15	5	738,231
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) – Part II, column (b), line 30	6	106,474,831

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
<b>1a</b>	<b>See Worksheet</b>			
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
<b>a</b>				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
<b>a</b>				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
<b>2</b>	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		<b>2</b> 5,343,803
<b>3</b>	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	{ If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }		<b>3</b> -2,505

**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))
2012	5,277,410	122,321,926	0.043144
2011	6,007,498	123,521,434	0.048635
2010	6,443,265	125,674,968	0.051269
2009	6,245,829	103,935,187	0.060093
2008	5,028,881	132,277,815	0.038018
<b>2</b>	Total of line 1, column (d)		<b>2</b> 0.241159
<b>3</b>	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years		<b>3</b> 0.048232
<b>4</b>	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5		<b>4</b> 138,581,320
<b>5</b>	Multiply line 4 by line 3		<b>5</b> 6,684,054
<b>6</b>	Enter 1% of net investment income (1% of Part I, line 27b)		<b>6</b> 73,776
<b>7</b>	Add lines 5 and 6		<b>7</b> 6,757,830
<b>8</b>	Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions		<b>8</b> 5,443,381

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

<b>1a</b>	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>b</b>	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	147,553
<b>c</b>	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
<b>3</b>	Add lines 1 and 2	3	147,553
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	5	147,553
<b>6</b>	Credits/Payments		
<b>a</b>	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	207,837
<b>b</b>	Exempt foreign organizations - tax withheld at source	6b	
<b>c</b>	Tax paid with application for extension of time to file (Form 8868)	6c	
<b>d</b>	Backup withholding erroneously withheld	6d	
<b>7</b>	Total credits and payments. Add lines 6a through 6d	7	207,837
<b>8</b>	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	60,284
<b>11</b>	Enter the amount of line 10 to be credited to 2014 estimated tax. Refunded	11	

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b> 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>b</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
<b>c</b> Did the foundation file Form 1120-POL for this year?		X
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ _____ (2) On foundation managers \$ _____		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____		
<b>2</b> 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
<b>3</b> 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
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
<b>b</b> If "Yes," has it filed a tax return on Form 990-T for this year?	X	
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
<b>6</b> 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?	N/A	
<b>7</b> 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	
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions) <b>OH</b>		
<b>b</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 <b>See Stmt 16</b>		X
<b>9</b> 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 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
<b>10</b> Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

**Part VII-A Statements Regarding Activities (continued)**

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see 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? Website address ▶ <b>www.bdmorganfdn.org</b>	13	X	
14	The books are in care of ▶ <b>Denise M. Griggs</b> <b>22 Aurora St.</b>	Telephone no ▶ <b>330-655-1660</b>		
	Located at ▶ <b>Hudson</b>	OH	ZIP+4 ▶ <b>44236</b>	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	▶	15	▶ <input type="checkbox"/>
16	At any time during calendar year 2013, 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 type="checkbox"/> Yes <input checked="" 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)? 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 2013? N/A	1c	
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 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? If "Yes," list the years ▶ 20 , 20 , 20 , 20 <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions ) N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20 , 20 , 20 , 20		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2013 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 2013 ) N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

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

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

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

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

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

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

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

**b** If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?  Yes  No  
 Organizations relying on a current notice regarding disaster assistance check here

**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?  Yes  No  
 If "Yes," attach the statement required by Regulations section 53.4945–5(d)

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

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

**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?  Yes  No  
 N/A

	5b	X
	6b	X
	7b	

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

**1 List all officers, directors, trustees, foundation managers and their compensation (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
See Statement 17				

**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
Leslie G. Nelson 22 Aurora St Hudson OH 44236	Sr. Prog Off 40.00	114,801	7,907	0
Gina M. Dotson 22 Aurora Street Hudson OH 44236	Grants Mgr. 40.00	62,111	8,847	0
Diane V. Rafferty 22 Aurora Street Hudson OH 44236	Exec. Asst. 40.00	57,059	3,909	0
Sharon K. Lingo 22 Aurora Street Hudson OH 44236	Office Mgr 40.00	48,463	11,818	0
Victoria U. Broer 22 Aurora Street Hudson OH 44236	Program Offi 20.00	48,891	2,624	0

Total number of other employees paid over \$50,000 ▶ 0

**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
NONE		
<b>Total number of others receiving over \$50,000 for professional services</b>		<b>0</b>

**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 See Statement 18	
2 See Statement 19	
3 The Foundation convenes grantees by sponsoring various meetings and forums to promote collaboration and dissemination of entrepreneurial ideas and initiatives.	
4 See Statement 20	

**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 N/A		
2		
All other program-related investments See instructions		
3		
<b>Total. Add lines 1 through 3</b>		

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	128,866,492
b	Average of monthly cash balances	1b	7,509,733
c	Fair market value of all other assets (see instructions)	1c	4,315,470
d	<b>Total</b> (add lines 1a, b, and c)	1d	140,691,695
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	140,691,695
4	Cash deemed held for charitable activities Enter 1½% of line 3 (for greater amount, see instructions)	4	2,110,375
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	5	138,581,320
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	6,929,066

**Part XI Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here  and do not complete this part )

1	Minimum investment return from Part X, line 6	1	6,929,066
2a	Tax on investment income for 2013 from Part VI, line 5	2a	147,553
b	Income tax for 2013 (This does not include the tax from Part VI )	2b	
c	Add lines 2a and 2b	2c	147,553
3	Distributable amount before adjustments Subtract line 2c from line 1	3	6,781,513
4	Recoveries of amounts treated as qualifying distributions	4	4,650
5	Add lines 3 and 4	5	6,786,163
6	Deduction from distributable amount (see instructions)	6	
7	<b>Distributable amount as adjusted</b> Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	6,786,163

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc – total from Part I, column (d), line 26	1a	5,443,381
b	Program-related investments – total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	5,443,381
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	0
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	5,443,381

**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 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				6,786,163
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013				
a From 2008				
b From 2009				362,058
c From 2010				175,137
d From 2011				
e From 2012				
f Total of lines 3a through e	537,195			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 5,443,381				
a Applied to 2012, but not more than line 2a				
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 2013 distributable amount				5,443,381
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	537,195			537,195
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 2012 Subtract line 4a from line 2a Taxable amount – see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				805,587
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 2008 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, 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) 2013	(b) 2012	(c) 2011	(d) 2010	
2a 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 address of the person to whom applications should be addressed

**See attached on-line submission requirements**

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

**See attached on-line application procedures**

c Any submission deadlines

**See attached submission deadlines**

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

**See attached eligibility requirements**

**Part XV Supplementary Information (continued)**

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year <b>See Attached</b>				<b>4,306,150</b>
<b>Total</b>			▶ 3a	<b>4,306,150</b>
b Approved for future payment <b>See Attached</b>				<b>1,700,247</b>
<b>Total</b>			▶ 3b	<b>1,700,247</b>





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

Form **990-PF**

**2013**

For calendar year 2013, or tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_

Name **Burton D. Morgan Foundation, Inc.** Employer Identification Number **34-6598971**

(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.)
(1) Avista I per K-1	P	Various	Various
(2) Avista I per K-1	P	Various	Various
(3) Avista I Sec 1231 Gains per K-1	P	Various	Various
(4) Avista II per K-1	P	Various	Various
(5) Avista II per K-1	P	Various	Various
(6) Avista II Sec 1231 Gain per K-1	P	Various	Various
(7) Class Action Settlements	P	Various	Various
(8) GMO per K -1	P	Various	Various
(9) GMO Sec 1231 Gains per K-1	P	Various	Various
(10) Morgan Freeport Inc.	P	Various	Various
(11) NEO Capital per K-1	P	Various	Various
(12) NEO Capital per K-1	P	Various	Various
(13) NEO Cap Sec 1231 Gain per K-1	P	Various	Various
(14) Publicly Traded Securities	P	Various	Various
(15)			

(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)
(1) 409,319		730,824	-321,505
(2)		1,787	-1,787
(3) 44,756			44,756
(4) 55,308			55,308
(5)		868	-868
(6) 135			135
(7) 7,092			7,092
(8) 677			677
(9) 5,543			5,543
(10) 459,600		536,868	-77,268
(11) 2,269			2,269
(12) 150			150
(13) 115			115
(14) 34,113,549		28,484,363	5,629,186
(15)			

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))
(1)			-321,505
(2)			-1,787
(3)			44,756
(4)			55,308
(5)			-868
(6)			135
(7)			7,092
(8)			677
(9)			5,543
(10)			-77,268
(11)			2,269
(12)			150
(13)			115
(14)			5,629,186
(15)			

**Federal Statements**

**Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets**

Description	Whom Sold	Date Acquired	Date Sold	How Received	Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
Laptop - MEE - Workroom		6/14/06	1/04/13	Purchase	\$	1,746	\$	1,746	\$
Laptop - JVF - Workroom		6/30/06	1/04/13	Purchase		1,222		1,222	
Laptop - 1st Floater - Workroom		2/08/08	3/01/13	Purchase		1,175		1,175	
Laptop computer - Nelson		6/01/08	8/01/13	Purchase		1,130		1,130	
Orig Hudson Office Server		9/09/06	8/01/13	Purchase		32,111		32,111	
Orig. Hudson Officer Server		9/09/06	8/01/13	Purchase		2,464		2,464	
<b>Total</b>					\$ 0	\$ 39,848	\$ 0	\$ 39,848	\$ 0

**Federal Statements**

**Statement 2 - Form 990-PF, Part I, Line 11 - Other Income**

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
Avista I per K-1	\$ 23	23	\$
Avista II Ord. inc per K-1	673	673	
Avista II Other Inc per K-1	2	2	
NEO Cap Ordinary Inc per K-1	-214	-214	
NEO Cap Other inc per K-1	18	18	
GMO Ordinary Loss per K-1	-7,375	-7,375	
CF Cap NatRes Fund IX per K-1	9	9	
Avista II Royalties per K-1	1,731	1,731	
NEO Cap Royalties per K-1	4	4	
Miscellaneous	596	596	
Refund of Grant Distribution	4,650		
Avista I Ordinary UBI	110,109		
Avista II Ordinary UBI	-98,069		
GMO Forestry Fund 8B UBI	-1,933		
NEO Capital Fund UBI	684		
CF Cap NatRes Fund IV	-210		
Total	\$ 10,698	\$ -4,533	\$ 0

**Statement 3 - Form 990-PF, Part I, Line 16a - Legal Fees**

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Roetzel & Andross	\$ 308	40		\$ 268
Total	\$ 308	40	\$ 0	\$ 268

**Federal Statements**

**Statement 4 - Form 990-PF, Part I, Line 16b - Accounting Fees**

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Audit	\$ 17,300	\$ 2,268	\$	\$ 15,032
Other accounting	12,120	1,589		10,531
<b>Total</b>	<b>\$ 29,420</b>	<b>\$ 3,857</b>	<b>\$ 0</b>	<b>\$ 25,563</b>

**Statement 5 - Form 990-PF, Part I, Line 16c - Other Professional Fees**

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Investment Custodial Fees	\$ 59,095	\$ 59,095	\$	
Investment Management Fees	318,637	318,637		
Investment Consultant	137,520	137,520		
HR Consultant	3,568	468		
GMO expense per K-1	9,955	9,955		
NEO Capital Fund expense per K-1	8,236	8,236		
Avista I Cap Ptrs expense per K-	33,026	33,026		
Avista II Cap Ptrs expense per K	60,830	60,830		
CF Cap NatRes Fund IX per K-1	23,873	23,873		
<b>Total</b>	<b>\$ 654,740</b>	<b>\$ 651,640</b>	<b>\$ 0</b>	<b>\$ 3,100</b>

**Statement 6 - Form 990-PF, Part I, Line 18 - Taxes**

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Excise Tax	\$ 215,000	\$	\$	\$
<b>Total</b>	<b>\$ 215,000</b>	<b>\$ 0</b>	<b>\$ 0</b>	<b>\$ 0</b>

**Federal Statements**

**Statement 7 - Form 990-PF, Part I, Line 19 - Depreciation**

Date		Description		Prior Year	Method	Life	Current Year	Net Investment	Adjusted Net
Acquired	Cost Basis			Depreciation			Depreciation	Income	Income
FURNITURE	6/30/93	\$ 1,925		\$ 1,925	S/L	10	\$	\$	\$
FURN	8/31/93	3,844		3,844	S/L	10			
CHAIRS-FOREMOST	2/28/94	1,394		1,394	S/L	10			
FILE CABINETS-FOREMOST	4/30/94	1,003		1,003	S/L	10			
FILE CABINET	2/20/00	1,306		1,306	S/L	10			
DESK - BREWSTER STROUD	11/21/95	952		952	S/L	10			
FURNITURE	3/19/96	1,740		1,740	S/L	10			
FILE CABINET	2/28/02	1,306		1,306	S/L	10			
PORTRAIT 30 X 24	10/31/03	3,400		3,117	S/L	10	283		
LATERAL FILE	12/15/03	1,494		1,357	S/L	10	137		
FIREKING FILE	12/15/03	1,574		1,430	S/L	10	144		
FURNITURE	1/15/04	799		719	S/L	10	80		
FURNITURE	4/15/04	10,757		9,412	S/L	10	1,076		
BR server cabinet laptop	6/08/04	2,520		2,520	S/L	5			
CREDENZA	6/17/04	220		187	S/L	10	22		
OFFICE FURNISHINGS	6/22/04	404		343	S/L	10	41		
FILE CABINET	7/01/04	886		753	Straight Line	10	89		

**Federal Statements**

**Statement 7 - Form 990-PF, Part I, Line 19 - Depreciation (continued)**

Description												
Date Acquired	Cost Basis	Prior Year Depreciation	Method	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income					
PRINTER STAND/STORAGE												
1/14/05 \$	868 \$	694	S/L	10	\$ 87	\$	\$					
PRINTER DMG office												
1/18/05	800	800	S/L	5								
HP COLOR PRINTER DDH office												
5/16/05	800	800	S/L	5								
DDH TABLE												
7/01/05	536	402	S/L	10	54							
DELL COMPUTER - Rec. Area												
8/15/05	1,229	1,229	S/L	5								
DDH TABLE/DESK												
9/01/05	535	392	S/L	10	54							
BONFOEY - ARTWORK												
10/24/05	4,440	3,182	S/L	10	444							
H P PRINTER DVR office												
10/24/05	1,370	1,370	S/L	5								
BDM PORTRAIT												
2/01/06	3,400	2,352	S/L	10	340							
WINDSOR CHAIRS												
5/15/06	5,023	3,349	S/L	10	502							
MAINE COTTAGE												
7/12/06	453	294	S/L	10	46							
INTERSTATE												
7/28/06	4,726	3,033	S/L	10	472							
FURNITURE												
8/15/06	61,600	39,527	S/L	10	6,160							
COMPUTERS (server deposit)												
8/15/06	12,521	12,521	S/L	5								
CHEST												
9/04/06	2,100	1,330	S/L	10	210							
MAPLE SERVER												
9/04/06	750	475	S/L	10	75							
ROCKWELL PRINT												
9/29/06	7,050	4,406	S/L	10	705							

**Statement 7 - Form 990-PF, Part I, Line 19 - Depreciation (continued)**

Description										
Date Acquired	Cost Basis	Prior Year Depreciation	Method	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income			
CREDENZA										
11/13/06	\$ 1,389	857	S/L	10	\$ 138	\$	\$			
FURNITURE										
11/17/06	1,184	720	S/L	10	119					
FRAMING										
11/17/06	1,414	860	S/L	10	142					
FURNITURE										
11/20/06	12,059	7,336	S/L	10	1,206					
COMPUTERS										
9/09/06	88,638	88,638	S/L	5						
FURNITURE										
9/09/06	87,605	55,483	S/L	10	8,761					
Baldwin House										
12/03/07	14,493	1,842	S/L	40	362					
Baldwin House										
12/03/07	47,482	6,034	S/L	40	1,187					
Gardens Limited-Lanscaping										
9/09/06	11,772	4,970	S/L	15	785					
Gardens Limited-Lanscaping										
9/09/06	10,365	4,376	S/L	15	691					
Gardens Limited-Lanscaping										
10/04/06	23,819	9,924	S/L	15	1,588					
Gardens Limited-Lanscaping										
11/16/06	3,850	1,561	S/L	15	257					
Gardens Limited-Lanscaping										
12/05/06	2,460	997	S/L	15	164					
Gardens Limited-Lanscaping										
12/28/06	1,489	596	S/L	15	99					
Rockwell Print-Downhill Racer										
12/20/06	3,850	2,310	S/L	10	385					
Warwick Communications										
9/09/06	53,509	33,889	S/L	10	5,351					
Land										
6/09/05	233,024			0						

**Federal Statements**

**Statement 7 - Form 990-PF, Part I, Line 19 - Depreciation (continued)**

Date		Description		Method	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income
Acquired	Cost Basis	Prior Year Depreciation						
Gardens Limited								
12/05/06	\$ 18,810	\$ 7,629	S/L	15	\$ 1,254	\$	\$	
Rose Upholstry - chair	870	493	S/L	10	87			
Exterior lights	1,039	641	S/L	10	103			
Parking lot signs	1,086	465	S/L	15	72			
Keyless entry	4,194	1,724	S/L	15	280			
Building - purchase and costs	798,176	126,378	S/L	40	19,954			
Architect fees	120,903	19,143	S/L	40	3,022			
Architect fees	75,387	11,936	S/L	40	1,885			
Bath Specialities (Welty - Item no. 9)	4,031	4,031	S/L	5				
Grading & Earthwork (Welty - Item No. 14)	141,413	59,708	S/L	15	9,427			
Site Utilities (Welty - Item No. 15)	17,573	7,420	S/L	15	1,171			
Concrete Paving (Welty Item No. 21/22)	14,757	6,231	S/L	15	983			
Flooring (Welty Item No. 35/CO9/CO17)	74,670	74,670	S/L	5				
Fire Extinguishers (Welty Item No. 38/39)	758	758	S/L	5				
Window Treatments (Welty Item No. 41)	9,718	9,718	S/L	5				
Security System (Welty Item No. 49/CO18)	17,876	7,548	S/L	15	1,191			
Toilet Seat Covers (Welty Item No. CO3)	201	201	S/L	5				

**Federal Statements**

**Statement 7 - Form 990-PF, Part I, Line 19 - Depreciation (continued)**

Date		Description	Cost Basis	Prior Year Depreciation	Method	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income
Acquired									
9/06/06	\$ 17,040	Site Concrete (Welty Item No. CO6)		7,195	S/L	15	1,136	\$	\$
9/06/06	3,502	Concrete Extras (Welty Item No. CO11)		1,479	S/L	15	233		
9/06/06	939	Mirrors (Welty Item No. CO21/CO25)		939	S/L	5			
9/06/06	286,851	Renovations 22 Aurora St.		286,851	S/L	40	45,293		
9/09/06	1,486	Kitchen backsplash		627	S/L	15	99		
12/03/07	35,000	Welty Renovations - Baldwin House		4,448	S/L	40	875		
12/03/07	128,697	Construction Costs		16,355	S/L	40	3,218		
5/31/07	6,266	Signage - lobby & restroom		2,332	S/L	15	418		
7/06/07	12,090	Architectural Services		1,662	S/L	40	303		
3/20/07	6,666	Wrought iron fence and misc		2,555	S/L	15	445		
4/09/07	2,552	Install cut stone in fountain		978	S/L	15	170		
4/17/07	1,326	Laptop - Workroom 2nd floater		1,326	S/L	5			
12/01/07	9,520	Bromelkamp database software		9,520	S/L	3			
3/09/07	1,437	Boardroom credenza		838	S/L	10	144		
5/31/07	3,812	Blue sideboard - kitchen		2,129	S/L	10	381		
4/09/07	450	Framing Denison		259	S/L	10	45		
4/09/07	527	Framing Downhill Racer		303	S/L	10	53		

**Federal Statements**

**Statement 7 - Form 990-PF, Part I, Line 19 - Depreciation (continued)**

Date Acquired	Description	Cost Basis	Prior Year Depreciation	Method	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income
4/17/07	Rockwell Print Extra Good Boys & Girls	10,050	5,695	S/L	10	1,005	\$	\$
4/30/07	Upholstery Mr. Morgan's chairs	1,700	963	S/L	10	170		
6/22/07	Framing Rockwell Santa	1,301	716	S/L	10	130		
6/22/07	Framing Purdue	905	497	S/L	10	91		
12/03/07	Baldwin House - landscaping	5,588	1,894	S/L	15	372		
12/03/07	Landscaping - BH	11,579	3,924	S/L	15	772		
12/03/07	Construction Costs	21,730	2,762	S/L	40	543		
12/03/07	Baldwin House - Arch Services	455	58	S/L	40	11		
12/03/07	Water meter	675	229	S/L	15	45		
12/03/07	Landscape Arch Design - BH	1,125	381	S/L	15	75		
12/03/07	Arch Services	982	125	S/L	40	24		
12/15/07	Reprogramming Board room equipment	3,900	1,983	S/L	10	390		
12/03/07	Baldwin House	324	41	S/L	40	8		
7/06/07	Rear stairwell door	2,933	367	S/L	40	73		
12/03/07	Construction Costs	17,521	2,227	S/L	40	438		
2/08/08	JCVN Officer Chair	1,453	714	S/L	10	145		
2/08/08	DMG Office Chair	1,453	714	S/L	10	145		

**Federal Statements**

**Statement 7 - Form 990-PF, Part I, Line 19 - Depreciation (continued)**

Date		Description		Prior Year	Method	Life	Current Year	Net Investment	Adjusted Net
Acquired	Cost Basis			Depreciation			Depreciation	Income	Income
MEE Credenza	2,169	\$		1,066	S/L	10	217	\$	\$
Laptop - 1st Floater	1,175			1,155	Straight Line	5	20		
Additional First Pearl License	1,060			1,060	S/L	3			
BDM Portrait-Mitsuno Ishii Reedy	6,500			2,979	S/L	10	650		
Door, hardware and installation	2,234			270	S/L	40	56		
Basement dehumidifier	2,059			240	S/L	40	52		
First Pearl license - software	1,600			1,600	S/L	3			
Sewage Pump - basement	1,563			182	S/L	40	40		
BH Threshold basement	455			52	S/L	40	12		
Exterior lamps and wiring	731			323	S/L	10	73		
Laptop computer - Nelson	1,130			1,035	Straight Line	5	95		
Framing Lewis & Reedy	415			190	S/L	10	42		
CAD Documentation	900			405	S/L	10	90		
Huang artwork & framing	262			118	S/L	10	26		
Chuck Kovacic artwork & framing	223			100	S/L	10	23		
Baldwin House exterior painting	1,710			185	S/L	40	43		
Telephone Lines	2,562			278	S/L	40	64		

**Federal Statements**

**Statement 7 - Form 990-PF, Part I, Line 19 - Depreciation (continued)**

Description										
Date Acquired	Cost Basis	Prior Year Depreciation	Method	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income			
Norman Rockwell "America Marches Forward"										
10/03/08	\$ 4,050	\$ 1,721	S/L	10	\$ 405	\$	\$			
Framing "America Marches Forward"										
12/01/08	594	243	S/L	10	59					
2 Drawer Lateral Fire King File										
2/04/09	1,395	546	S/L	10	140					
2 Drawer Lateral Fire King File										
2/04/09	1,395	546	S/L	10	140					
MS Office 2007 (7 licenses)										
5/29/09	3,280	3,280	Straight Line	3						
Roof Restoration / Siding Replacment										
6/11/09	10,900	2,604	S/L	15	727					
Laptop - DDH Reserve										
8/01/09	892	892	S/L	3						
Improvements										
9/14/09	1,652	138	S/L	40	41					
Chenoweth portrait										
9/23/09	1,262	410	S/L	10	127					
Norman Rockwell "High Dive"										
12/22/09	6,500	1,950	S/L	10	650					
Framing "High Dive"										
12/22/09	1,890	567	S/L	10	189					
Computer Monitor - DVR										
4/30/10	169	150	S/L	3	19					
DVR desktop computer										
5/01/10	710	631	S/L	3	79					
Bromelkamp Egrant software module										
9/01/10	11,313	8,715	S/L	3	2,598					
Bldg final payment										
12/28/10	5,000	250	S/L	40	125					
D. Kettler Laptop										
1/03/11	1,157	771	S/L	3	386					
D. Griggs desktop and monitors										
1/03/11	1,057	705	S/L	3	352					

**Federal Statements**

**Statement 7 - Form 990-PF, Part I, Line 19 - Depreciation (continued)**

Date		Description	Cost Basis	Prior Year Depreciation	Method	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income
Acquired									
		Norman Rockwell "County Agriculture Agent"							
	6/15/11	\$ 6,000	S/L	950	S/L	10	600	\$	\$
		Frame for Rockwell - County Ag							
	6/15/11	1,673	S/L	265	S/L	10	167		
		2 Benches in Courtyard							
	6/30/11	1,128	S/L	169	S/L	10	113		
		Fountain Painting and Fram							
	7/01/11	900	S/L	135	S/L	10	90		
		BDFM Bldg painting "artowrk"							
	7/01/11	550	S/L	83	S/L	10	55		
		Security DVR- Rec. Area							
	12/27/11	1,435	S/L	287	S/L	5	287		
		PJM Desktop CPU							
	2/08/12	839	S/L	256	S/L	3	280		
		VUB Laptop							
	2/08/12	1,017	S/L	311	S/L	3	339		
		DDH Laptop							
	2/08/12	879	S/L	269	S/L	3	293		
		PJM - Monotior							
	3/16/12	151	S/L	38	S/L	3	50		
		Catalyst 2960S24 Switch 24 ports							
	12/31/12	2,018	S/L		S/L	5	404		
		Shadowbox for glider suit							
	9/18/12	2,575	S/L	64	S/L	10	258		
		Server upgrade							
	12/01/12	29,105	S/L	485	S/L	5	5,821		
		AJB Laptop & Docking Station							
	11/01/12	1,038	S/L	58	S/L	3	346		
		GMD Monitor							
	11/01/12	139	S/L	8	S/L	3	46		
		GMD Task Chair							
	11/13/12	526	S/L	9	S/L	10	52		
		Rounding/Net Investment Income							
									2

**Federal Statements**

**Statement 7 - Form 990-PF, Part I, Line 19 - Depreciation (continued)**

Date		Description		Method	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income
Acquired	Cost Basis	Prior Year Depreciation						
First Pearl License (4) 2/01/13	\$ 1,220	\$	S/L		3	\$ 373	\$	\$
iPad DVR 2/25/13	599		S/L		3	166		
iPad LGN 2/25/13	599		S/L		3	166		
iPad VUB 2/25/13	599		S/L		3	166		
iPad DMG 2/25/13	599		S/L		3	166		
iPad SKL 2/25/13	599		S/L		3	166		
iPad GMD 2/25/13	599		S/L		3	166		
iPad AJB 2/25/13	599		S/L		3	166		
Laptop LGN 2/01/13	780		S/L		3	238		
Boardroom Laptop 4/09/13	899		S/L		3	225		
Plastic vapor barrier for crawl space 5/23/13	1,100		S/L		15	43		
HVAC expansion tank 5/07/13	2,150		S/L		15	96		
VoIp Phone system - down payment 11/01/13	2,076				0			
Tripp-Lite Rackmount KVM console 12/03/13	679		S/L		5	11		
Cabling and jacks for Voip phone system 12/18/13	713				0			
Rounding / Net Investment Income						-4	19,379	

**Statement 7 - Form 990-PF, Part I, Line 19 - Depreciation (continued)**

Date Acquired	Description	Cost Basis	Prior Year Depreciation	Method	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income
Total		\$ 4,314,012	\$ 1,070,383			\$ 147,820	\$ 19,379	\$ 0

**Statement 8 - Form 990-PF, Part I, Line 23 - Other Expenses**

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Expenses				
Auto	9,309	1,220		8,089
Dues & Subscriptions	4,479	587		3,892
Filing Fee	200	26		174
Insurance	23,340	3,060		20,280
Maintenance	32,221	4,224		27,997
Meetings and Events	38,032	4,616		33,407
Bank Service Charges	189	25		164
NEOCEP expense	51			51
Office Services and Supplies	55,719	7,305		48,414
Morgan Preserve Maintenance E	520			520
Blackstone LaunchPad	2,094			2,094
Babson Case Study	30,000			30,000
ECDI Gap Analysis Research	9,500			9,500
Micro-Business for Teens DVD	1,526			1,526
Miscellaneous	6			
Cash basis adj Column D				
Total	\$ 207,186	\$ 21,063	\$ 0	\$ -2,786

**Federal Statements**

**Statement 9 - Form 990-PF, Part II, Line 10a - US and State Government Investments**

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
U.S. Treasury Bills	\$ 649,242	\$	Cost	\$
Total	\$ 649,242	\$ 0		\$ 0

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

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
See Attached Stmt	\$ 49,870,045	\$ 40,819,275	Cost	\$ 67,723,453
Total	\$ 49,870,045	\$ 40,819,275		\$ 67,723,453

**Statement 11 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments**

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
Frontier 8.125% due 10-1-18	\$ 100,438	\$	Cost	\$
Omnicare Inc Sr Deb Conv 3.25%	36,337		Cost	
Total	\$ 136,775	\$ 0		\$ 0

The Burton D' Morgan Foundation 34-6598971  
Form 990-PF, Part II - Line 10b - Corporate Stock Investments  
For the Year Ended December 31, 2013

No. of Shares	Name	Cost	Market
3,925	ADR BHP BILLITON LTD SPONSORED ADR	357,649.74	267,685.00
11,550	ADR VALE S A ADR	330,192.28	176,137.50
2,325	AGRIUM INC COM	155,412.58	212,691.00
3,500	BCE INC COM NEW	160,723.50	151,515.00
1,900	BROOKFIELD ASSET MGMT INC VOTING SHS CL A VOTING SHS CL A	60,094.91	73,777.00
4,700	CANADIAN NATL RY CO COM	175,632.77	267,994.00
1,750	CANADIAN PAC RY LTD COM CANADIAN PACIFICRAILWAY LTD	110,184.55	264,810.00
6,850	CDN IMPERIAL BK COMM TORONTO ONT COM STK	542,475.52	585,058.50
6,325	CDN NAT RES LTD COM CDN NAT RES COM STK	274,564.40	214,038.00
425	FINNING INTL INC COM NEW COM NEW	12,376.00	10,854.50
3,475	MANULIFE FINL CORP COM	59,998.31	68,561.75
5,075	POTASH CORP SASK INC COM	280,984.85	167,272.00
6,575	SUNCOR ENERGY INC NEW COM STK	290,154.75	230,453.75
2,600	TALISMAN ENERGY INC COM	60,701.94	30,290.00
4,425	TECK RESOURCES LIMITED	137,190.59	115,094.25
2,750	ADR AXA SA SPONSORED ADR	60,995.00	76,697.50
16,765	ADR TOTAL SA	862,021.38	1,027,191.55
13,620	SANOFI SPONSORED ADR	501,641.46	730,440.60
1,300	ADR BASF AKTIENGESELLSCHAFT - LEVEL I	120,586.96	140,127.00
5,850	ADR TENARIS S A SPONSORED ADR	288,993.51	255,586.50
4,900	ADR UNILEVER N V NEW YORK SHS NEW	164,882.94	197,127.00
225	ADR YARA INTL ASA SPONSORED ADR	11,497.50	9,659.25
3,600	ADR NESTLE S A SPONSORED ADR REPSTG REG SH	219,267.00	264,924.00
2,150	ADR NOVARTIS AG	120,412.90	172,817.00
6,500	UBS AG SHS COM	120,510.00	125,125.00
8,500	#REORG/VODAFONE GROUP REVERSE STOCK SPLIT VODAFONE 2V16AM1 EFF C	218,254.30	334,135.00
7,000	ADR BP P L C SPONSORED ADR	295,978.80	340,270.00
2,100	ADR BRIT AMERN TOB PLC SPONSORED COM STK	185,342.11	225,582.00
11,300	ADR GLAXOSMITHKLINE PLC SPONSORED ADR	417,203.00	603,307.00
4,475	ADR RIO TINTO PLC SPONSORED ADR	309,074.09	252,524.25
10,820	ADR ROYAL DUTCH SHELL PLC SPONSORED ADR REPSTG A SHS	658,642.36	771,141.40
4,000	ADR ROYAL DUTCH SHELL PLC SPONSORED ADR REPSTG A SHS	267,320.50	285,080.00
1,900	DIAGEO PLC SPONSORED ADR NEW	150,176.57	251,598.00
16,725	#REORG/WEATHERFORD INTER LTD NAME CHANGEWEATHERFORD INTER PLC 2Y	339,230.16	259,070.25
5,700	3M CO COM	334,314.12	799,425.00
7,000	ABBOTT LAB COM	229,491.01	268,310.00
4,000	AFLAC INC COM	197,786.90	267,200.00
5,000	AIR PROD & CHEM INC COM	319,027.50	558,900.00
1,355	ALEXION PHARMACEUTICALS INC COM	125,969.07	180,296.30
1,233	ALLEGION PLC COMMON STOCK	34,600.52	54,486.27
11,815	ALTRIA GROUP INC COM	193,647.85	453,577.85
1,210	AMAZON COM INC COM	207,634.54	482,535.90
5,100	AMC NETWORKS INC CL A	330,077.25	347,361.00
825	APPLE INC COM STK	397,674.81	462,915.75
1,185	APPLE INC COM STK	514,579.50	664,915.35
500	APPLE INC COM STK	254,915.65	280,555.00
14,120	AT&T INC COM	333,876.30	496,459.20
4,000	AT&T INC COM	134,979.70	140,640.00
8,830	AUTOMATIC DATA PROCESSING INC COM	359,217.65	713,552.30
250,000	BEMIS CO INC COM	125,000.00	10,240,000.00
1,490	BIOGEN IDEC INC COM STK	347,868.25	416,827.50
980	BLACKROCK INC COM STK	259,466.82	310,140.60
1,815	BLACKROCK INC COM STK	309,378.11	574,393.05
2,300	BOEING CO COM	171,249.80	313,927.00
5,000	BRISTOL MYERS SQUIBB CO COM	165,723.40	265,750.00

5,500	CAMPBELL SOUP CO COM	195,284.25	238,040.00
795	CHART INDS INC COM PAR \$0 01 COM PAR \$0.01	72,110.95	76,033.80
5,095	CHEVRON CORP COM	319,022.97	636,416.45
300	CHIPOTLE MEXICAN GRILL INC COM STK	157,999.38	159,834.00
4,000	CITIGROUP INC COM NEW COM NEW	187,475.75	208,440.00
625	CORE LABORATORIES NV NLG0 03	59,907.75	119,343.75
1,600	COSTCO WHOLESALE CORP NEW COM	184,220.16	190,416.00
3,500	CULLEN / FROST BANKERS INC COM	201,915.10	260,505.00
11,790	DARDEN RESTAURANTS INC COM	565,725.08	641,022.30
3,485	DISCOVERY COMMUNICATIONS INC NEW COM SERA STK	152,641.89	315,113.70
9,000	DOW CHEMICAL CO COM	266,972.80	399,600.00
4,000	DU PONT E I DE NEMOURS & CO COM STK	184,224.80	259,880.00
13,180	DU PONT E I DE NEMOURS & CO COM STK	414,909.27	856,304.60
9,405	EATON CORP PLC COM USDO 50	485,815.27	715,908.60
3,197	EATON CORP PLC COM USDO 50	182,035.28	243,355.64
9,100	EMERSON ELECTRIC CO COM	319,770.36	638,638.00
4,000	EMERSON ELECTRIC CO COM	196,791.10	280,720.00
2,625	ENSCO PLC SHS CLASS A COM	152,927.27	150,097.50
9,000	EXELON CORP COM	283,216.00	246,510.00
3,500	EXXON MOBIL CORP COM	312,169.25	354,200.00
18,230	EXXON MOBIL CORP COM	1,381,368.21	1,844,876.00
9,190	FACEBOOK INC CL A CL A	279,017.58	502,325.40
3,000	FASTENAL CO COM	145,539.90	142,530.00
3,500	GENERAL DYNAMICS CORP COM	234,994.25	334,425.00
12,000	GENERAL ELECTRIC CO	262,554.90	336,360.00
26,100	GENERAL ELECTRIC CO	474,901.29	731,583.00
9,000	GENTEX CORP COM	158,212.60	296,910.00
7,765	GENUINE PARTS CO COM	268,548.72	645,970.35
5,680	GILEAD SCIENCES INC	345,289.39	426,852.00
432	GOOGLE INC CL A CL A	249,356.40	484,146.72
1,060	GRAINGER W W INC COM	108,740.93	270,745.20
3,855	HOME DEPOT INC COM	298,678.93	317,420.70
4,075	INGERSOLL-RAND PLC COM STK	157,599.59	251,020.00
12,000	INTEL CORP COM	255,308.30	311,520.00
33,600	INTEL CORP COM	572,380.18	872,256.00
1,200	INTERNATIONAL BUSINESS MACHS CORP COM	235,691.94	225,084.00
8,220	JOHNSON & JOHNSON COM USD1	542,922.33	752,869.80
18,050	JPMORGAN CHASE & CO COM	765,237.15	1,055,564.00
4,000	JPMORGAN CHASE & CO COM	168,420.00	233,920.00
6,075	KIMBERLY-CLARK CORP COM	323,062.18	634,594.50
7,405	KRAFT FOODS GROUP INC COM	338,828.36	399,277.60
5,000	KRAFT FOODS GROUP INC COM	230,862.40	269,600.00
3,150	KS CY SOUTHN	251,419.98	390,064.50
8,900	LKQ CORP COM LKQ CORP	217,953.27	292,810.00
6,400	LOWES COS INC COM	181,898.23	317,120.00
6,430	M & T BK CORP COM	432,957.75	748,580.60
490	MASTERCARD INC CL A	147,159.00	409,375.40
16,865	MATTEL INC COM	624,509.87	802,436.70
8,400	MC DONALDS CORP COM	567,527.93	815,052.00
1,635	MEDIVATION INC COM STK	101,526.47	104,345.70
5,000	MEDTRONIC INC COM	217,279.00	286,950.00
17,345	MERCK & CO INC NEW COM	486,874.15	868,117.25
7,000	MERCK & CO INC NEW COM	302,306.70	350,350.00
2,600	MICHAEL KORS HOLDINGS LTD COM NPV	194,533.56	211,094.00
14,725	MICROSOFT CORP COM	352,329.49	551,156.75
4,000	MICROSOFT CORP COM	131,199.60	149,720.00
5,500	MOLSON COORS BREWING CO CL B CL B	246,073.00	308,825.00
8,000	MONDELEZ INTL INC COM	215,789.40	282,400.00
8,925	NABORS INDUSTRIES COM USDO 10	272,161.28	151,635.75
6,350	NOBLE CORP PLC COMMON STOCK	274,542.88	237,934.50
3,200	NORFOLK SOUTHN CORP COM	209,881.30	297,056.00

2,395	OCEANEERING INTL INC COM	198,791.23	188,917 60
9,500	ORACLE CORP COM	298,808 45	363,470 00
1,390	PARKER-HANNIFIN CORP COM	123,703 05	178,809 60
750	PARTNERRE HLDG LTD COM STK	59,743 50	79,072.50
3,500	PEPSICO INC COM	246,450 30	290,290.00
6,220	PEPSICO INC COM	402,320 18	515,886 80
6,700	PEPSICO INC COM	331,150 18	555,698 00
9,925	PFIZER INC COM	145,500.50	304,002 75
5,885	PHILIP MORRIS INTL COM STK NPV	495,756.52	512,760 05
2,340	POLARIS INDS INC COM	109,530 25	340,797 60
7,300	PPG IND INC COM	317,434 66	1,384,518 00
7,000	PROCTER & GAMBLE COM NPV	359,107 00	569,870 00
1,550	RALPH LAUREN CORP CL A CL A	237,408 50	273,683 50
835	REGENERON PHARMACEUTICALS INC COM	163,443 82	229,825 40
2,205	ROPER INDS INC NEW COM	123,652 15	305,789.40
2,000	SALESFORCE COM INC COM STK	75,868.55	110,380.00
1,750	SCHLUMBERGER LTD COM COM	113,991 72	157,692.50
3,050	SCHLUMBERGER LTD COM COM	265,385 99	274,835.50
4,000	STRYKER CORP	215,836 75	300,560 00
6,500	SYSCO CORP COM	199,366 25	234,650 00
2,290	T ROWE PRICE GROUP INC	113,759 39	191,833.30
4,000	TARGET CORP COM STK	252,435 60	253,080.00
5,000	TERADATA CORP DEL COM STK	265,693.00	227,450.00
1,900	UNION PAC CORP COM	234,298.31	319,200.00
9,260	UNITED PARCEL SVC INC CL B	620,443 71	973,040 80
4,900	UNITED RENTALS INC COM	244,983 64	381,955 00
5,500	US BANCORP	182,951 00	222,200 00
18,520	V F CORP COM	333,152.11	1,154,536.80
7,895	VERIZON COMMUNICATIONS COM	211,409 85	387,960 30
2,500	VERIZON COMMUNICATIONS COM	107,202 50	122,850 00
2,365	VISA INC COM CL A STK	304,887.62	526,638.20
10,600	WALGREEN CO COM	323,312.72	608,864 00
5,000	WALGREEN CO COM	179,760 50	287,200 00
14,900	WASTE MGMT INC DEL COM STK	480,954 26	668,563 00
5,500	WELLS FARGO & CO NEW COM STK	186,100.35	249,700.00
7,060	WHOLE FOODS MKT INC COM	205,766.41	408,279.80
21,190	LORAIN NATIONAL BANCORP	301,496 28	212,535 70
		<u>40,819,275 85</u>	<u>67,723,453 48</u>

**Federal Statements**

**Statement 12 - Form 990-PF, Part II, Line 13 - Other Investments**

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
Money Market Funds	\$ 17,555,840	\$ 7,794,192	Cost	\$ 7,794,192
Mutual Funds	2,443,577	2,443,577	Cost	2,902,143
Exchange Traded Funds	24,246,675	46,114,102	Cost	59,667,990
Closely Held Securities	740,600	203,731	Cost	385,120
Private Equity Fund	6,615,654	6,190,613	Cost	9,746,491
Limited Partnership	1,054,383	1,041,467	Cost	1,128,975
<b>Total</b>	<b>\$ 52,656,729</b>	<b>\$ 63,787,682</b>		<b>\$ 81,624,911</b>

**Statement 13 - Form 990-PF, Part II, Line 14 - Land, Building, and Equipment**

Description	Beginning Net Book	End Cost / Basis	End Accumulated Depreciation	Net FMV
Computers	\$ 38,456	\$ 184,354	\$ 151,551	\$ 32,803
Furniture	133,800	355,921	253,216	102,705
Buildings and Improvements	2,524,237	3,163,065	722,368	2,440,696
Landscaping	49,153	82,910	39,322	43,588
Baldwin House	251,147	292,434	49,443	242,991
Land	233,024	233,024		233,024
<b>Total</b>	<b>\$ 3,229,817</b>	<b>\$ 4,311,708</b>	<b>\$ 1,215,900</b>	<b>\$ 3,095,807</b>

**Federal Statements**

**Statement 14 - Form 990-PF, Part III, Line 3 - Other Increases**

<u>Description</u>	<u>Amount</u>
Book Tax Difference NEO Capital Fund	\$ 5,552
Book Tax Difference Avista II	184,197
Book Tax Difference GMO	7,549
Total	\$ <u>197,298</u>

**Statement 15 - Form 990-PF, Part III, Line 5 - Other Decreases**

<u>Description</u>	<u>Amount</u>
Book Tax Difference Avista I	\$ 244,606
Book Tax Difference CF Cap NRIX	43,080
Book Tax Difference in grants paid	450,545
Total	\$ <u>738,231</u>

**Statement 16 - Form 990-PF, Part VII-A, Line 8b - Not Filing with Attorney General Explanation**

Description

Ohio does not require an actual copy of 990-PF, it requires a separate on-line registration filing and filing fee.

The Burton D. Morgan Foundation  
34-6598971  
2013 990-PF

Attachment to Form 990-PF Part VII-B, Question 5c on page 6

Expenditure Responsibility Statement  
For the Year 2013

Pursuant to the IRC Regulation § 53.4945-5(d)(2), The Burton D. Morgan Foundation provides the following information:

- (i) Grantee: Hudson Presbyterian Church  
As fiscal sponsor for Wesley Methodist Church  
201 W. Streetsboro Road  
Hudson, OH 44236
- (ii) Amount of Grant: April 24, 2006 - \$5,000 and May 15, 2007 - \$5,000 to Hudson Presbyterian Church for the benefit of Wesley Methodist Church in Tarpum Bay, Eleuthera, Bahamas.
- (iii) Purpose of Grant: As part of the Mission Outreach of Wesley Methodist Church, the grant supported the college scholarship program for students graduating from Preston D. Albury High School in the Bahamas.
- (iv) & (vi) Reports: Hudson Presbyterian Church submitted a report on May 6, 2008, including a narrative and financial report from Wesley Methodist Church dated April 14, 2008. Additional reports were received on June 19, 2009, March 30, 2010, April 14, 2011, May 24, 2012, May 13, 2013 and March 24, 2014 from Hudson Presbyterian Church, including updated reports from Wesley Methodist Church on the expenditure of the funds. The reports reflected that the grant dollars were used exclusively for educational (scholarship) purposes.
- (v) Diversions: To the knowledge of the grantor, no funds have been diverted to any activity other than the activity for which the grant was originally made.
- (vii) Verification: The grantor has no reason to doubt the accuracy or reliability of the report from the grantee; therefore, no independent verification of the report was made.

The Burton D. Morgan Foundation  
34-6598971  
2013 990-PF

Attachment to Form 990-PF Part VII-B, Question 5c on page 6

Expenditure Responsibility Statement  
For the Year 2013

Pursuant to the IRC Regulation § 53.4945-5(d)(2), The Burton D. Morgan Foundation provides the following information:

- (i) Grantee: JumpStart, Inc.  
As fiscal sponsor for LaunchTown  
6701 Carnegie Avenue  
Cleveland, OH 44103
- (ii) Amount of Grant: Awarded on August 29, 2012 - \$10,000 paid on March 15, 2013.
- (iii) Purpose of Grant: For the 2013 LaunchTown business idea competition. LaunchTown is an all volunteer organization whose mission is to create an enhanced awareness of the importance and potential of robust entrepreneurial activity, and to celebrate the extraordinary creative talent already in Northeast Ohio. With the support of LaunchTown's "Idea Competition" and our connections to professional, technological and financial collaborators, we hope this entrepreneurial activity will lead to new business creation.
- (iv) & (vi) Reports: JumpStart, Inc. submitted a full and complete report on October 30, 2013 including a narrative and financial report from LaunchTown. The report indicated that all the funds were used for the stated purpose.
- (v) Diversions: To the knowledge of the grantor, no funds have been diverted to any activity other than the activity for which the grant was originally made.
- (vii) Verification: The grantor has no reason to doubt the accuracy or reliability of the report from the grantee; therefore, no independent verification of the report was made.

**Federal Statements**

**Statement 17 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees, Etc.**

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
Deborah D. Hoover 22 Aurora St. Hudson OH 44236	Pres/CEO	50.00	274,020	25,462	0
Denise M. Griggs 22 Aurora St. Hudson OH 44236	C.F.O.	40.00	147,004	16,211	0
Keith A. Brown 22 Aurora St. Hudson OH 44236	Trustee	2.00	15,000	0	0
J. Martin Erbaugh 22 Aurora St. Hudson OH 44236	Vice Pres.	2.00	15,000	0	0
Stanley C. Gault 22 Aurora St. Hudson OH 44236	Trustee	2.00	0	0	0
J. Michael Hochschwender 22 Aurora Street Hudson OH 44236	Trustee	2.00	0	0	0
Richard N. Seaman 22 Aurora St. Hudson OH 44236	Asst. Sec &	2.00	15,000	0	0
Mark D. Robeson 22 Aurora St. Hudson OH 44236	Trustee	2.00	15,000	0	0
Patrick T. Finley 22 Aurora Street Hudson OH 44236	Trustee	2.00	15,000	0	0

**Federal Statements****Statement 18 - Form 990-PF, Part IX-A, Line 1 - Summary of Direct Charitable Activities****Description**

The Foundation has contracted with a professor from Babson College and the Babson Entrepreneurial Ecosystem Project to create a case study on JumpStart Inc., and the Northeast Ohio entrepreneurial ecosystem.

**Statement 19 - Form 990-PF, Part IX-A, Line 2 - Summary of Direct Charitable Activities****Description**

The Foundation produces and distributes a general e-newsletter conveying information related to the Foundation and entrepreneurship grantmaking several times a year. The Foundation also publishes and distributes e-newsletters specifically related to Northeast Ohio collegiate and youth entrepreneurship programs.

**Statement 20 - Form 990-PF, Part IX-A, Line 4 - Summary of Direct Charitable Activities****Description**

The Foundation provides technical assistance to four higher education institutions with implementing and maintaining their Blackstone LaunchPad programs as part of a collaborative grant made with the Blackstone Charitable Foundation. The Foundation staff facilitate and coordinate the program in Northeast Ohio.

**Form 990-PF, Part XV, Line 2b - Application Format and Required Contents****Description**

See attached on-line application procedures

**Form 990-PF, Part XV, Line 2c - Submission Deadlines****Description**

See attached submission deadlines

**Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations****Description**

See attached eligibility requirements

**The Burton D. Morgan Foundation 34-6598971  
Form 990-PF for the Year Ended December 31, 2013**

**Part XV – Line 2a and 2b**

**Application Procedures – All Letters of Inquiry and Applications must be received on-line at [www.bdmorganfdn.org](http://www.bdmorganfdn.org).**

**Step 1: Do We Qualify?**

Review the section on 'Do We Qualify?' to determine whether your organization and the particular programs or projects for which you are seeking funding qualify for a grant.

**Step 2: Letter of Inquiry**

Before being invited to submit a full proposal, prospective applicants must first complete an eligibility checklist and then submit a Letter of Inquiry. Click on the link to begin the online process. Please be aware of the Foundation's Inquiry deadlines. The inquiry requires the following information:

- A brief description of the project or program for which funding will be requested
- The amount of the request
- The applicant's Employer Identification Number (EIN)
- A brief account of the applicant's history and mission
- A brief description of the applicant's current programs

If you are unable to submit the Letter of Inquiry using the online process, please contact the Grants Manager, at (330) 655-1369 or [grantsmanager@bdmorganfdn.org](mailto:grantsmanager@bdmorganfdn.org). If you have questions about your organization's eligibility for a grant from the Foundation, please contact a Program Officer, at (330) 655-1660 or [admin@bdmorganfdn.org](mailto:admin@bdmorganfdn.org).

**Step 3: Full Grant Application**

If your Letter of Inquiry is approved, you will be invited to submit a full Grant Application. To access the online Grant Application, click on the same link you used for the Letter of Inquiry (above). Once you have logged in, follow the instructions for 'Submitting an Application.'

For your convenience, we have created a checklist of all the necessary information you will need before accessing the online Grant Application. Please see the list on our Web-site [www.bdmorganfdn.org](http://www.bdmorganfdn.org).

Applicants must also complete a Grant Objectives Chart. The blank copy of the Grant Objectives Chart should be downloaded, completed, and saved to your computer. On the final page of the online Grant Application, you will be given directions to retrieve and upload your saved Grant Objectives Chart.

**Part XV – Line 2c**

Proposals must be submitted to the Foundation by 5:00 p.m. according to the posted deadline schedule below. The Trustees meet three times each year during January/February, June and September to consider requests. Organizations may submit only one grant proposal in any calendar year.

<i>Meeting</i>	<i>Deadline for Letter of Inquiry</i>	<i>Deadline for Full Proposal</i>
<b>January/February</b>	<b>September 1</b>	<b>October 1</b>
<b>June</b>	<b>February 1</b>	<b>March 1</b>
<b>September</b>	<b>May 1</b>	<b>June 1</b>

**Part XV – Line 2d**

**Eligible organizations**

Grants are made only to organizations recognized as public charities under Internal Revenue Code section 501(c)(3). The Foundation does not ordinarily consider grants to annual fund drives, to units of government, or to organizations or institutions that are primarily tax-supported, including state universities. The Foundation no longer accepts grant applications from arts or social service organizations or programs, except those based in Hudson, Ohio.

**Program and project focus**

With a primary mission to advance our nation’s system of free enterprise, the Foundation seeks to support:

- Educational programs and projects at the adult, collegiate, and youth levels that are designed to build competencies in entrepreneurship, free enterprise, and innovation;
- Nonprofit organizations and programs that directly assist entrepreneurs in business planning, start-up and acceleration, and access to capital; and
- Selected initiatives aimed at rejuvenating economic competitiveness within Northeast Ohio.

Secondarily, the Foundation also awards non-entrepreneurship-related grants to qualifying nonprofit organizations that are located in or serve residents of Hudson and Northeast Ohio.

**Geographic focus**

The Foundation’s geographic focus complements our program and project focus by targeting (1) entrepreneurship-related programs in Summit County, Ohio, and surrounding counties, known collectively as the Northeast Ohio region, and (2) Hudson, Ohio-based nonprofit organizations.

Any questions about eligibility should be referred to a Program Officer, at (330) 655-1660 or [admin@bdmorganfdn.org](mailto:admin@bdmorganfdn.org).

**The Burton D. Morgan Foundation 34-6598971**  
**Form 990-PF, Part XV - Line 3a - Grants Paid During the Current Year**  
**For the Year Ended December 31, 2013**

<u>Name and Address</u>	<u>Relationship</u>	<u>Status</u>	<u>Purpose</u>	<u>Amount</u>
<b>Akron Area Arts Alliance</b> 140 East Market Street Akron, OH 44308	N/A	PC	For the Artists Entrepreneurship Institute in Summit County	5,000 00
<b>Akron Art Museum</b> One South High Akron, OH 44308	N/A	PC	In memory of Mary "Bo" Hochschwender	1,000 00
<b>Akron City School District</b> 70 N Broadway Akron, OH 44308-1911	N/A	PC	To develop and pilot the Entrepreneurial Learning Block in 2013-14 and 2014-15 and to equip the Entrepreneur Learning Lab	25,000 00
<b>Akron Marathon Fund of the Akron Community Foundation</b> 453 S High Street, Suite 301 Akron OH 44311	N/A	PC	For the Akron Marathon Fund's "Going the Distance" Sustainability Campaign	5,000 00
<b>Akron SCORE Chapter 81</b> 175 S Main St , Suite 204 Akron, OH 44308	N/A	PC	For administrative and marketing expenses in 2013	25,000 00
<b>Akron Urban League</b> 440 Vernon Odom Blvd Akron, OH 44307	N/A	PC	For the Partnership for the Minority Business Accelerator (PMBA) Class V	20,000 00
<b>Akron-Canton Regional Foodbank</b> 350 Opportunity Pkwy Akron, OH 44307	N/A	PC	For an industrial, in-ground pit floor scale for the warehouse (\$6,000) and for operating support (\$2,000)	8,000 00
" "	N/A	PC	For operating support	250 00
<b>All Star Training Club</b> 3108 Sparrows Crest Akron, OH 44312	N/A	PC	For start-up costs associated with the REACH program in conjunction with United Disability Services	7,500 00
" "	N/A	PC	For operating support	100 00
<b>Alzheimer's Association, Greater East Ohio Area Chapter</b> 70 W Streetsboro Street, Suite 201 Hudson, OH 44236	N/A	PC	To furnish and equip The Burton D Morgan Foundation Community Resource, Training and Conference Room	8,500 00
<b>American Red Cross of Summit and Portage Counties</b> 501 West Market Street Akron, OH 44303	N/A	PC	For local disaster relief	10,000 00
<b>Ashland University</b> 401 College Avenue Ashland, OH 44805	N/A	PC	For entrepreneurship-related activities, faculty professional development, and the annual Morgan Lecture, during spring 2013 through spring 2014	36,000 00
<b>Ausbon Sargent Land Preservation Trust</b> PO Box 2040, 71 Pleasant Street New London, NH 03257	N/A	PC	Partial funding of a conservation easement on the property known as the Baptist Pond Trust (East) in Springfield, New Hampshire	5,000 00

<b>Austen BioInnovation Institute In Akron</b> 47 N Main St	Akron, OH 44308	N/A	PC	To support internships for graduate-level students to assist with assessment, development, and commercialization of novel biomedical technologies in 2012-13	25,000 00
" "		N/A	PC	For activities associated with the 2013 Bndging Engineenng, Science & Technology Engineenng Fair	6,000 00
" "		N/A	PC	For entrepreneurship internships for graduate students in 2013-2014 (\$50,000) and for the Technology Development Fund (\$50,000)	100,000 00
<b>Bad Girl Ventures</b> 2800 Euclid Ave , Suite 522	Cleveland, OH 44115	N/A	PC	For Cleveland operations (\$10,000) and for an Akron pilot program, contingent upon securing \$25,000 for the Akron micro-loan pool (\$15,000)	10,000 00
<b>Baldwin Wallace University</b> 275 Eastland Road	Berea, OH 44017	N/A	PC	For the Blackstone LaunchPad initiative which The Burton D Morgan Foundation and the Blackstone Chantable Foundation are conducting in association with the University of Miami	82,334 00
<b>Beachwood City Schools</b> 25100 Fairmount Boulevard	Cleveland, OH 44122	N/A	PC	Support for 2013 Entrovation Expo	6,500 00
<b>BioEnterprise Corporation</b> 11000 Cedar Ave , Suite 100	Cleveland, OH 44106	N/A	PC	For the Business Development and Entrepreneurial Assistance Program (\$110,000) and the Business Associates internship program (\$40,000) in FY13	75,000 00
" "		N/A	PC	For business development and entrepreneurial assistance (\$150,000) and for the graduate internship program (\$50,000), in FY14	150 000 00
<b>B'nai B'nith Hillel Foundation</b> 46 E 16th Ave	Columbus, OH 43201	N/A	PC	For the student run kosher café and catering business	10,000 00
<b>Broward Performing Arts Foundation, Inc</b> 201 SW Fifth Avenue	Fort Lauderdale, FL 33312	N/A	PC	For the ENCORE! capital campaign project	50,000 00
<b>California Independent Film Festival Association</b> P O Box 302	Danville, CA 94526	N/A	PC	For operating expenses associated with running Lamonda Theatres	4,000 00
<b>Canton Regional SCORE</b> 6000 Frank Avenue, The University Center	North Canton, OH 44720	N/A	PC	For support of workshops for small businesses, including marketing expenses, in FY 2014	5,000 00
<b>Case Western Reserve University</b> 10900 Euclid Avenue	Cleveland, OH 44106	N/A	PC	For the Blackstone LaunchPad initiative which The Burton D Morgan Foundation and the Blackstone Chantable Foundation are conducting in association with the University of Miami	114,677 00
" "		N/A	PC	To develop and produce a MOOC about the role of entrepreneurship in transitioning economies, with a focus on lessons from Northeast Ohio	69,000 00
" "		N/A	PC	For the student-run free clinic	5,000 00
<b>The Chapel Inc</b> 135 Fir Hill	Akron, OH 44304	N/A	PC	For Camp Carl campership support	200 00
<b>Child Guidance &amp; Family Solutions</b> 18 North Forge Street	Akron, OH 44304-1878	N/A	PC	For Sandtray Therapy equipment and supplies	5,000 00

<b>City of Hudson</b> 115 Executive Parkway, Suite 400	Hudson, OH 44236	N/A	PC	For the construction of the Veteran's Trail in Hudson	10,000 00
" "		N/A	PC	To assist in the production costs of GOOD DAY IN HUDSON	1,200 00
" "		N/A	PC	For production costs associated with Hudson Cable TV's GOOD DAY IN HUDSON	1,200 00
<b>Coalition of Children In Need Association</b> P O Box 12695	Columbus OH 43212	N/A	PC	To support an entrepreneurial project involving a chicken farm in Northeast Haiti	5,000 00
<b>The College of Wooster</b> 1189 Beall Avenue	Wooster, OH 44691	N/A	PC	Operating support for the Center for Entrepreneurship	15,000 00
" "		N/A	PC	For the Ohio Light Opera's 2013 production of The Gypsy Baron	10,000 00
" "		N/A	PC	For the creation of a collaboration lounge for the Center for Entrepreneurship	37,000 00
" "		N/A	PC	Operating support for the Center for Entrepreneurship	15,000 00
<b>Consortium for Entrepreneurship Education</b> 310 Woodbridge Drive, Suite A	Charleston WV 25311	N/A	PC	To plan and promote the 2013 FORUM and to provide scholarships for up to 20 educators from Northeast Ohio to attend the conference	15,000 00
" "		N/A	PC	Up to \$50,000 for forum planning and leadership transition	22,500 00
<b>Denison University</b> P O Box 716 100 College Street	Granville, OH 43023	N/A	PC	For the Annual Fund (\$30,000), Organizational Studies (\$10,000) and the Venture Philanthropy Student Organization (\$10,000)	50,000 00
<b>Downtown Akron Partnership</b> 103 South High Street 4th Floor, Greystone Hall	Akron, OH 44308	N/A	PC	For the Akron Art Prize event in 2013	5,000 00
<b>Educate Our State</b> P O Box 475632	San Francisco, CA 94147	N/A	PC	For operating support	5,000 00
<b>Elves &amp; More of Northeast Ohio</b> P O Box 95	Cuyahoga Falls, OH 44222	N/A	PC	To purchase children's bicycles for the annual Christmastime event	2,500 00
<b>Emmanuel Christian Academy</b> 1650 Diagonal Road	Akron, OH 44320	N/A	PC	For an entrepreneurship camp in summer 2013	16,295 00
<b>Entrepreneurial Engagement Ohio</b> P O Box 470563	Cleveland, OH 44147-0563	N/A	PC	For the SEE Economics & Entrepreneurship classroom program and the S&T Forum in Northeast Ohio, in 2012-13	20,000 00
" "		N/A	PC	For Northeast Ohio programs in 2013-14, including the new "Introduction to the Innovation Economy of Northeast Ohio" online course	55 000 00
<b>The Entrepreneurs EDGE</b> 6801 Brecksville Road, #160	Independence, OH 44131	N/A	PC	To support student stipend payments for the summer 2013 EDGE Fellows Internship Program Future grant applications will be conditional on an independent audit of EDGE's financial statements being completed by September 1, 2013	50,000 00

<b>Entrepreneurship Education Consortium, Inc</b> c/o Ashland University, 401 College Avenue, Dauch #112	Ashland, OH 44805	N/A	PC	For Immersion Week and the idealabs regional competition in 2013	85,000 00
<b>First Congregational Church of Hudson</b> 47 Aurora Street	Hudson , OH 44236	N/A	PC	For 2013 operating support	20,000 00
" "		N/A	PC	For operating support	5,000 00
<b>Fore Our Schools Foundation</b> P O Box 6721	Moraga, CA 94570-6721	N/A	PC	To support Physical Education in the Moraga School District	2,000 00
<b>The Foundation Center</b> 1422 Euclid Avenue, Suite 1600	Cleveland, OH 44115	N/A	PC	For updated entrepreneurship funders mini-directory (\$2,500), workshop scholarships (\$2,500), and General Operating (\$2,500)	7,500 00
<b>Foundation for Teaching Economics</b> 260 Russell Blvd , Ste B	Davis, CA 95616	N/A	PC	For one Economics for Leaders program on a Northeast Ohio college campus in summer 2013, with the expectation that at least 15 Northeast Ohio students will attend an EFL program at that site or any other in 2013	44,000 00
<b>Friends of the Congo</b> 1629 K Street Suite 300	Washington, DC 20006	N/A	PC	For operating support	10,000 00
<b>Fund for Our Economic Future of Northeast Ohio</b> 1360 E Ninth St , Suite 210	Cleveland, OH 44114	N/A	PC	To support Phase 4 (2013-2015)	150,000 00
" "		N/A	PC	For general operating expenses	1,500 00
" "		N/A	PC	To purchase approximately 63 copies of The Metropolitan Revolution from the Brookings Institution for funders	1,200 00
" "		N/A	PC	For the Fund's Phase 4 work, over 3 years	50,000 00
<b>Gestalt Institute of Cleveland</b> 1588 Hazel Drve	Cleveland, OH 44106	N/A	PC	Partial funding for year two of a three-year facilitated strategic planning and implementation process	17,500 00
" "		N/A	PC	For continued funding of a 3-year strategic planning process	17,500 00
" "		N/A	PC	For continued funding of a three-year strategic planning process	5,000 00
<b>Gilmour Academy</b> 34001 Cedar Road	Gates Mills, OH 44040	N/A	PC	For entrepreneurship programming for students in grades K-12 in the 2013-14 academic year	5,000 00
<b>Grants Managers Network</b> 1666 K St , NW, Suite 440	Washington, DC 20006	N/A	PC	For operating support in 2013	1,000 00
<b>Great Trail Council Boy Scouts of America</b> 1601 S Main St , P O Box 68	Akron, OH 44301	N/A	PC	For the Entrepreneurship Ment Badge Program in summer 2013	10,000 00
" "		N/A	PC	For the entrepreneurship ment badge program in summer 2014	7,000 00
<b>Guatemala Children's Mission</b> 8687 Kelso Dnve	Palm Beach Gardens, FL 33418	N/A	PC	To add two new classrooms and a science lab to Agua Viva School in Chimaltenango Guatemala	25,000 00

<b>Hattie Larlham Community Living</b> 9772 Diagonal Road	Mantua, OH 44255	N/A	PC	To construct and install a hoop house to help launch Hattie's Akron Urban Garden	5,500 00
<b>Hawken School</b> P O Box 8002	Gates Mills, OH 44040-8002	N/A	PC	Seed funds toward developing and implementing a new Entrepreneurial Studies course to be offered in 2013-2014 school year	5,000 00
<b>Heath Village, Inc.</b> 422 Schooleys Mountain Road	Hackettstown, NJ 07840	N/A	PC	In memory of Judy Broer	300 00
<b>Hiram College</b> PO Box 67	Hiram, OH 44234-0067	N/A	PC	For entrepreneurship-related, co-curricular programming and resources in the 2012-13 academic year	40,000 00
" "		N/A	PC	To provide operating and program support for the Center for Integrated Entrepreneurship in 2013-2014	30,000 00
" "			PC	For the reimbursement of expenses associated with attending the Deshpande Symposium for Innovation and Entrepreneurship in Higher Education	530 00
<b>Honor Flight, Inc.</b> 300 E Auburn Avenue	Springfield, OH 45505	N/A	PC	To transport veterans to Washington, D C to visit their memorials, in memory of Stephen J Koleszar	100 00
<b>Hospice of Visiting Nurse Service</b> 3358 Ridgewood Road	Akron, OH 44333	N/A	PC	In memory of Hazel Gnggs	300 00
<b>Hudson Bandstand, Inc.</b> P O Box 892	Hudson, OH 44236	N/A	PC	For the 2013 Hudson Summer Music Festival	2,000 00
<b>Hudson City Schools</b> 2400 Hudson-Aurora Rd	Hudson, OH 44236	N/A	PC	To bring the Earth Balloon to Ellsworth Hill Elementary School during the 2012-2013 school year	1,500 00
<b>Hudson City Schools Foundation</b> P O Box 473	Hudson, OH 44236	N/A	PC	For the Home concession stand at the new stadium to be built for the Hudson City Schools	50,000 00
<b>Hudson Community First</b> P O Box 515	Hudson, OH 44236	N/A	PC	For the Career Panel/Intern for a Day program for the 2013-2014 school year	10,000 00
<b>Hudson Community Foundation</b> 49 E Main Street	Hudson, OH 44236	N/A	PC	For the free outdoor movie series in the summer of 2013	3,600 00
" "		N/A	PC	In memory of Mary Lou Morse	250 00
" "		N/A	PC	For Hudson's July 2013 fireworks display	5,000 00
" "		N/A	PC	For Destination Hudson to purchase portable audio-packs to be used by groups touring Hudson	10,000 00
" "		N/A	PC	Toward the purchase of portable audio-packs to be used by groups touring Hudson	1,000 00
" "		N/A	PC	To support entertainment on the 2013 HeART of Hudson Art Walk organized by Leadership Hudson	1,500 00

<b>Hudson Community Service Association</b> P O Box 1472	Hudson, OH 44236	N/A	PC	For the Helping Hands Assistance Fund for support of local families in need in Hudson and within the city's school district as determined by HCSA's usual screening process	8,000 00
				For the 2013 holiday lights program	400 00
<b>Hudson Heritage Association</b> P O Box 2218	Hudson, OH 44236	N/A	PC	For a Preservationist Membership for 2013	250 00
<b>Hudson Library and Historical Society</b> 96 Library Street	Hudson, OH 44236	N/A	PC	For new business and entrepreneurship books for the Library's Burton D Morgan Center for Entrepreneurship Research, in recognition of the 10th anniversary of Mr Morgan's passing	500 00
" "		N/A	PC	Prze money for Pitch Night to be held at the library in October 2013, in celebration of the fifth anniversary of the Entrepreneurship Speaker Series	5,000 00
<b>Hudson Presbyterian Church</b> 201 W Streetsboro Street	Hudson, OH 44236	N/A	PC	For mission work in 2013	10,000 00
" "		N/A	PC	For operating expenses	15,000 00
<b>Hudson Rotary Foundation, Inc</b> P O Box 323	Hudson, OH 44236	N/A	PC	To benefit the scholarship fund supported by the Rotary's annual auction	1 000 00
<b>Hudson United Methodist Church</b> 2600 Hudson-Aurora Rd	Hudson, OH 44236	N/A	PC	In memory of Gwynnne Thomas Knobel	250 00
<b>Hult International Business School</b> 1 Education Street	Cambridge, MA 02141	N/A	PC	For the Hult Prize student competition	10,000 00
<b>Humane Society of Greater Akron</b> 7996 Darrow Road	Twinsburg, OH 44087	N/A	PC	To furnish and install three dog runs and privacy fence	5,500 00
<b>Ideastream</b> 1375 Euclid Avenue	Cleveland, OH 44115	N/A	PC	To sponsor Nightly Business Report in FY2014	40,000 00
<b>Inquing Systems, Inc</b> 2150 Allston Way Suite 400	Berkeley, CA 94704	N/A	PC	To help meet a \$20,000 challenge grant from The 11th Hour Project	250 00
<b>Inspiring Minds</b> 175 Laird Ave NE	Warren, OH 44483	N/A	PC	For the Exploring Possibilities program	5,000 00
<b>International Soap Box Derby, Inc.</b> P O Box 7225	Akron, OH 44306	N/A	PC	For the Gravity Racing Challenge STEM Program	10,000 00
<b>Invent Now, Inc</b> 3701 Highland Park NW	North Canton, OH 44720	N/A	PC	For three Camp Invention sites in summer 2013 two in Akron Public Schools and one in Wooster City Schools	75,680 00
<b>JumpStart, Inc</b> 6701 Carnegie Ave., Ste 100	Cleveland OH 44103	N/A	PC	To build a formal volunteer mentoring program serving early-stage tech entrepreneurs, to be named the Burton D Morgan Mentoring Program (over three years)	333 000 00
" "		N/A	PC	For meeting coordination and facilitation, communications, and strategy implementation associated with the "Gazelles Strategy" initiative undertaken by the Regional Economic Competitive Strategy team	20,000 00

<b>Junior Achievement of East Central Ohio</b> 4353 Executive Circle NW	Canton, OH 44718	N/A	PC	For entrepreneurship-related programming in the 2013-2014 academic year	27,000 00
<b>Junior Achievement of Greater Cleveland</b> 1422 Euclid Avenue, Suite 952	Cleveland, OH 44115	N/A	PC	For 2013-2014 middle school programs, high school programs, and the Student Company Program Challenge	50,000 00
<b>Junior Achievement of Mahoning Valley, Inc.</b> 1601 Motor Inn Drve #305	Girard, OH 44420	N/A	PC	For JA entrepreneurship-related programs in 2013-2014 (\$25,000) and a \$1-for-\$1 challenge grant of \$10,000 to pilot the "High School Heroes" and "Coder Dojo" programs	25,000 00
<b>Junior Achievement of North Central Ohio</b> 1563 Firestone Pkwy , P O Box 26006	Akron , OH 44319	N/A	PC	For classroom programs in 2012-2013 for students in grades K-12 in eight Northeast Ohio counties within the Foundation's grant-making area	35,000 00
" "		N/A	PC	For 120 Junior Achievement classroom programs for K-12 students dunnng the 2013-2014 school year	40,000 00
<b>Kent State University Foundation, Inc</b> Executive Offices, 2nd Floor Library, P O Box 5190	Kent, OH 44242-0001	N/A	PC	For the Blackstone LaunchPad initiative which The Burton D Morgan Foundation and the Blackstone Chantable Foundation are conducting in association with the University of Miami	143,962 00
" "		N/A	PC	To support activities of the Center for Entrepreneurship & Business Innovation	25,000 00
" "		N/A	PC	For the Burton D Morgan Foundation Technology Endowment	3,720 00
" "		N/A	PC	For the Margaret Clark Morgan Endowed Scholarship Fund, in memory of Margaret Clark Morgan	100,000 00
<b>Lafayette-Orinda Presbyterian Church</b> 49 Knox Drve	Lafayette CA 94549	N/A	PC	For operating support	10,000 00
<b>Latin Amenca Mission</b> P O Box 52-7900	Miami, FL 33152-7900	N/A	PC	For the La Cumbre growth plan with high ropes construction and gym renovation project	50 000 00
<b>LaunchTown</b> 6701 Camegie Avenue, Suite 100	Cleveland, OH 44103	N/A	NC	For the 2013 LaunchTown competition	10,000 00
<b>Lawrence School</b> 10036 Olde Eight Rd	Sagamore Hills, OH 44067	N/A	PC	To support professional development for teachers and student support personnel	25,000 00
<b>Leadership Akron</b> 54 East Mill St , Suite 201	Akron, OH 44308	N/A	PC	For the Philanthropy Project	10,000 00
<b>Learning About Business, Inc</b> 391 W Washington Street	Painesville, OH 44077	N/A	PC	For the LAB Week Program in 2013	10,000 00
<b>Lorain County Community College Foundation</b> 1005 N Abbe Rd	Elyna, OH 44035	N/A	PC	For the Blackstone LaunchPad initiative which The Burton D Morgan Foundation and the Blackstone Chantable Foundation are conducting in association with the University of Miami	104,348 00
<b>Lynn University</b> 3601 N Military Trail	Boca Raton, FL 33431-5598	N/A	PC	To help finance construction of the university's new tennis complex	20,000 00

<b>Methodist Theological School in Ohio</b> P O Box 8004	Delaware, OH 43015	N/A	PC	For the Flo Gault Memorial Scholarship Fund	25,000 00
<b>Montesson Development Partnerships</b> 13693 Butternut Road	Burton, OH 44021	N/A	PC	For the planning and expansion of entrepreneurship programs at the Montesson High School at University Circle in the 2013-2014 school year	7,500 00
<b>Moraga Junior Women's Club</b> P O Box 462	Moraga, CA 94556	N/A	PC	For operating support	3,000 00
<b>The Morton Center</b> 1028 Barret Ave	Louisville, KY 40204	N/A	PC	For equipment and capital improvements	25,000 00
<b>Music from the Western Reserve</b> P O Box 998	Hudson, OH 44236	N/A	PC	For concert sponsorship, concert production expenses, and general operating support for the 30th anniversary season	2,500 00
		N/A	PC	For operating support in 2013-14	7,500 00
<b>National Multiple Sclerosis Society</b> 6155 Rockside Rd , Suite 202	Independence, OH 44131	N/A	PC	For the 2013 "Pedal to the Point"	100 00
<b>Network for Teaching Entrepreneurship</b> 120 Wall Street, 18th Floor	New York, NY 10005	N/A	PC	For the Digital Teacher Network \$25,000 toward network development, and \$25,000 to market the network to non-NFTE educators over two years	12,500 00
<b>New Directions, Inc</b> 11303 Wilshire Blvd, #116	Los Angeles, CA 90073-1003	N/A	PC	For operating support	10,000 00
<b>Norman Rockwell Museum</b> 9 Glendale Road, P O Box 308	Stockbridge, MA 01262	N/A	PC	For general operating support of the Museum	2,500 00
<b>North Coast Community Homes</b> 14221 Broadway Avenue	Cleveland, OH 44125-1953	N/A	PC	For general operating expenses	25,000 00
<b>Northeast Ohio Council on Higher Education</b> 1422 Euclid Avenue Suite 840	Cleveland, OH 44115	N/A	PC	To support the summer 2013 Entrepreneurial internship Program, with the final grant amount determined by the final number of interns employed and, therefore, the total amount of salary reimbursements required	50,000 00
<b>Northeast Ohio Technology Coalition</b> 737 Bolivar Road, Suite 1000	Cleveland, OH 44115	N/A	PC	For the Regional Resource Mapping program in 2013-2014 (\$150,000 over two years) and for cluster acceleration activities in FY13 (\$25,000)	100,000 00
<b>Nova Southeastern University</b> 3301 College Avenue	Fort Lauderdale, FL 33314	N/A	PC	For the Burton D Morgan Scholarship Fund	70,000 00
<b>Oberlin College</b> 70 N Professor Street, Cox Administration Building Room 100	Oberlin, OH 44074	N/A	PC	To help support entrepreneurship-related programs in 2012-13, specifically, the Creativity Fund (\$10,000) and C&L Fellowships (\$30,000)	40,000 00
" "		N/A	PC	For student programming in 2013-2014, including Creativity Fund grants, Conservatory Initiative Grants, and Creativity & Leadership Fellowships, through Creativity & Leadership Entrepreneurship at Oberlin	40,000 00

<b>Ohio Business Week Foundation</b> 2099 West Fifth Avenue	Columbus, OH 43212	N/A	PC	For scholarships and financial aid for students attending Ohio Business Week in summer 2013	10,000 00
<b>The Ohio State University Foundation</b> 1480 West Lane Avenue	Columbus, OH 43221	N/A	PC	For the Dr. Cathy Ashmore Entrepreneurship Resource Fund	250 00
<b>Old Trail School</b> 2315 Ira Road, P O Box 827	Bath, OH 44210	N/A	PC	For an organic garden program promoting healthy eating, environmental responsibility, and an appreciation for people with disabilities	15,000 00
<b>Philanthropy Ohio</b> 37 West Broad Street, Suite 800	Columbus, OH 43215	N/A	PC	For operating support in 2013	7,575 00
" "		N/A	PC	For conference support (\$2,500) and operating support (\$7,500)	10,000 00
<b>The Philanthropy Roundtable</b> 1730 M St., NW, Suite 601	Washington, DC 20036	N/A	PC	For annual operating support and membership	500 00
<b>Prepared 4 Life</b> 1800 West Loop South, Suite 1875	Houston TX 77027	N/A	PC	For underwriting the license fee for 2014 Lemonade Day Northeast Ohio	10,000 00
<b>The Presidents' Council Foundation</b> The Leader Building, 526 Superior Ave. Suite 724	Cleveland, OH 44114	N/A	PC	Entrepreneurship program for African-American business owners	10 000 00
" "		N/A	PC	For the Emerging Entrepreneurs program	5 000 00
<b>Project LEARN of Summit County</b> 60 S. High St	Akron, OH 44326	N/A	PC	To conduct two GED Institutes in 2013 to train staff for the new 2014 GED test	7,000 00
" "		N/A	PC	For operating support	200 00
<b>Purdue University</b> 610 Purdue Mall, Hovde Hall of Administration	West Lafayette, IN 47907	N/A	PC	For up to \$150,000 to support the Burton D. Morgan Interns program for a total of 30 summer interns at Northeast Ohio start-ups in 2012 and 2013	37,500 00
<b>Saint Monica Catholic Church</b> 1001 Camino Pablo	Moraga, CA 94556	N/A	PC	For the CYO basketball program	5,000 00
<b>Salvation Army</b> P O Box 12600	Oklahoma City, OK 73157	N/A	PC	For Oklahoma Tornado Relief	10,000 00
<b>Seton Catholic School</b> 6923 Stow Road	Hudson, OH 44236	N/A	PC	For the new Family Center, specifically to name the Burton D. Morgan Concession Stand and Ticket Office in the building addition's new gymnasium	25,000 00
" "		N/A	PC	For the youth philanthropy program with Laurel Lake Retirement Community	2,500 00
<b>Shaker Heights Development Corporation</b> 3400 Lee Road	Shaker Heights, OH 44120	N/A	PC	To conduct a preparation session and a regional business plan competition for high school students in 2014, hosted by the Shaker LaunchHouse Institute in partnership with the Veale Youth Entrepreneurship Forum	9,900 00
<b>Solon Engineers' Club</b> 5734 Westminster Drive	Solon, OH 44139	N/A	PC	For a 3D printer for the Young Innovators' Pursuing Engineering and Entrepreneurship Program	4,778 00

<b>St Edward High School</b> 13500 Detroit Avenue	Lakewood, OH 44107	N/A	PC	To purchase case studies and materials serving as resources for entrepreneurship courses in the 2013-14 academic year	10,000 00
<b>St Mary's College of California</b> P O Box 4300	Moraga, CA 94575	N/A	PC	For general operating expenses	20,000 00
<b>Streetsboro City Schools</b> 1900 Annalane Dnve	Streetsboro, OH 44241	N/A	PC	For the 2013 Membership Drive for WSTB Radio	100 00
<b>Summit Education Initiative</b> 120 East Mill Street, Suite 303	Akron, OH 44308-1745	N/A	PC	To help underwrite costs associated with a Summit County education data system dashboard	9,000 00
<b>Tuesday Musical Association</b> One South Main Street, Suite 301	Akron, OH 44308-1842	N/A	PC	To assist with the transition to a new executive director	5,000 00
<b>Tulane University</b> 6823 St Charles Avenue, 201 Lindy Boggs Center	New Orleans, LA 70118	N/A	PC	For technology transfer education	35,000 00
<b>U S Fund for UNICEF</b> 125 Maiden Lane	New York, NY 10038	N/A	PC	To support the emergency response in the Philippines	10,000 00
<b>United Way of Wayne and Holmes Counties, Inc</b> 215 South Walnut Street P O Box 548	Wooster, OH 44691	N/A	PC	For operating support	10,000 00
<b>The University of Akron Foundation</b> 302 Buchtel Commons	Akron, OH 44325-2603	N/A	PC	For a symposium with a renowned entrepreneurial speaker	10,000 00
<b>University of Miami</b> P O Box 248033	Miami, FL 33124-4628	N/A	PC	For the Northeast Ohio Blackstone LaunchPad Program	82,500 00
<b>University School</b> 2785 SOM Center Road	Hunting Valley, OH 44022	N/A	PC	For 2012-13 Entrepreneur Institute and outreach programs, support of the EI director's regional leadership activities, and associated administrative help	20,000 00
" "		N/A	PC	For Lemonade Day Northeast Ohio 2014	20,000 00
" "		N/A	PC	For University School entrepreneurship programs and for the Entrepreneur Institute in 2013-14, including startup of the Young Entrepreneur Marketplace	56,500 00
<b>Veggie U</b> 12304 State Route 13	Milan, OH 44846	N/A	PC	For organizational growth in 2013	50,000 00
<b>Volunteers of Amerca</b> 8225 Brecksville Road, Suite 206	Cleveland, OH 44141	N/A	PC	To help end homelessness, rebuild whole lives and strengthen the community	300 00
<b>Wayne County Community Foundation</b> 517 North Market Street	Wooster, OH 44691	N/A	PC	In memory of Chns Schmid	300 00
<b>Weathervane Community Playhouse</b> 1301 Weathervane Lane	Akron, OH 44313-5186	N/A	PC	To renovate the upstairs men's and women's restrooms at Weathervane Community Playhouse	9,000 00

<b>Western Reserve Academy</b> 115 College Street	Hudson, OH 44236	N/A	PC	To fund the Burton D Morgan Leadership Program in the 2012-2013 and 2013-2014 academic years	58,000.00
" "		N/A	PC	For the Campaign for Western Reserve Academy-Excellence & Access, specifically for planning and renovations related to the building on Bnck Row (\$15,000) and for the Annual Fund (\$1,000)	16,000.00
<b>Western Reserve Historical Society</b> 10825 East Boulevard	Cleveland, OH 44106	N/A	PC	To fund the processing of the Cleveland AIDS Taskforce archive	5,000.00
" "		N/A	PC	For a district-wide program of entrepreneurship classroom lessons and on-site visits experiences for all students in grades 4, 5, and 6 in the Cleveland Metropolitan School District, over three years	123,000.00
<b>Williams College</b> 75 Park Street	Williamstown, MA 01267	N/A	PC	For entrepreneurship projects in the 2012-2013 academic year	5,000.00
<b>Women's Endowment Fund of the Akron Community Foundation</b> 345 W Cedar Street	Akron, 4430702407	N/A	PC	For the Women's Endowment Fund endowment campaign	5,000.00
<b>Wooster City Schools</b> 144 North Market Street	Wooster, OH 44691	N/A	PC	For the 2013 Youth Entrepreneurship Summer Academy	5,000.00
<b>Young Life of Wayne County</b> PO Box 1561	Wooster, OH 44691	N/A	PC	For operating support that will support work with at-risk youth in local middle schools and high schools	25,000.00
<b>Young Mens Christian Association of Akron Ohio</b> 50 S Main Street, Suite LL100	Akron, OH 44308	N/A	PC	To initiate a Youth Entrepreneurship Program in 2013-14, including a summer 2013 Business Boot Camp and twice-monthly sessions during the school year	16,000.00
" "		N/A	PC	For the Partners with Youth Program at the Firestone Park Branch	250.00
<b>Young Men's Christian Association of Greater Dayton</b> 5291 State Route 350	Oregonia, OH 45054	N/A	PC	For the YMCA Camp Kern Staff Recognition Program	10,000.00
<b>Youth Opportunites Unlimited</b> 1361 Euclid Avenue	Cleveland, OH 44115	N/A	PC	For E CITY classroom-based programs in 2013-14	30,000.00
<b>Total</b>					<u><u>4,306,149.00</u></u>

The Burton D Morgan Foundation 34-6598971  
Form 990-PF, Part XV - Line 3b - Amounts approved for future payment  
For the year ended December 31, 2013

Grantee	Relation-ship	Foundation Status	Purpose	Amount
Baldwin Wallace University 275 Eastland Road Berea, OH 44017-2088	N/A	PC	For the Northeast Ohio Blackstone LaunchPad Program	\$ 81,333
Case Western Reserve University 10900 Euclid Ave Cleveland, OH 44106-7232	N/A	PC	For the Northeast Ohio Blackstone LaunchPad Program	\$ 115,355
Kent State University Foundation P O Box 5190 Kent, OH 44242	N/A	PC	For the Northeast Ohio Blackstone LaunchPad Program	\$ 132,160
Lorain County Community College 1005 Abbe Road North Elyria, OH 44035-1691	N/A	PC	For the Northeast Ohio Blackstone LaunchPad Program	\$ 106,099
Beachwood City Schools 25100 Fairmount Blvd Cleveland, OH 44122	N/A	PC	Support for the 2014 Entrovation Expo	\$ 6,500
Invent Now 3701 Highland Park NW Canton, OH 44720	N/A	PC	For four Camp Invention sites held during summer 2014	\$ 96,800
Junior Achievement of North Central OH 1563 Firestone Pkwy Akron, OH 44319	N/A	PC	For 120 Junior Achievement classroom programs for K-12 students during the 2013-2014 school year	\$ 35,000
First Congregational Church 47 Aurora Street Hudson, OH 44236	N/A	PC	For operating support for 2014	\$ 10,000
Fund for Our Economic Future 1360 E Ninth Street Cleveland, OH 44114	N/A	PC	For the Fund's Phase 4 work, over 3 years	\$ 300,000
JumpStart 6701 Carnegie Ave , Suite 100 Cleveland, OH 44103	N/A	PC	To build a formal volunteer mentoring program serving early-stage tech entrepreneurs, to be named the Burton D Morgan Mentoring Program (over three years)	\$ 667,000
Tulane University 6823 St Charles Ave New Orleans, LA 70118	N/A	PC	For technology transfer education	\$ 35,000
Foundation for Teaching Economics 260 Russell Blvd , Suite B Davis, CA 95616	N/A	PC	To support 15 Northeast Ohio rising seniors to attend an Economics for Leaders program at the campus of their choice during the summer 2014	\$ 15,000
Akron City Schools 70 N Broadway Akron, OH 44308	N/A	PC	To develop and pilot the Entrepreneurial Learning Block in 2013-14 and 2014-15 and to equip the Entrepreneur Learning Lab	\$ 25,000
NorTech 737 Bolivar Road, Suite 100 Cleveland, OH 44115	N/A	PC	For the Regional Resource Mapping program in 2013-2014 and for cluster acceleration activities in FY13	\$ 75,000
<b>Total</b>				<u>\$ 1,700,247</u>

Amounts above reflect grants awarded in accordance with Generally Accepted Accounting Principles

34-6598971

**Federal Statements**

FYE: 12/31/2013

**Statement 21 - Form 990-PF, Part XVI-A, Line 11 - Other Revenue**

<u>Description</u>	<u>Business Code</u>	<u>Unrelated Amount</u>	<u>Exclusion Code</u>	<u>Exclusion Amount</u>	<u>Related Income</u>
Miscellaneous					
		\$	1	\$ 596	\$
Refund of Grant Distributio			1	4,650	
Avista I Ordinary UBI	900099	110,109			
Avista II Ordinary UBI	900099	-98,069			
GMO Forestry Fund 8B UBI	110000	-1,933			
NEO Capital Fund UBI	900099	684			
CF Cap NatRes Fund IV	900099	-210			
Total		\$ <u>10,581</u>		\$ <u>5,246</u>	\$ <u>0</u>