

Form **990-PF**

Return of Private Foundation

OMB No. 1545-0047

Department of the Treasury
Internal Revenue Service

or Section 4947(a)(1) Trust Treated as Private Foundation
▶ Do not enter social security numbers on this form as it may be made public.
▶ Go to www.irs.gov/Form990PF for instructions and the latest information.

2019

Open to Public Inspection

For calendar year 2019 or tax year beginning , 2019, and ending , 20

Name of foundation: BURROUGHS MEMORIAL TRUST

Number and street (or P O box number if mail is not delivered to street address): PO BOX 1558 DEPT EA5W86

Room/suite: _____

City or town, state or province, country, and ZIP or foreign postal code: COLUMBUS, OH 43216

A Employer identification number 38-6041206

B Telephone number (see instructions) 810-342-7089

C If exemption application is pending, check here **3**

D 1 Foreign organizations, check here
 2 Foreign organizations meeting the 85% test, check here and attach computation

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

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

G Check all that apply: Initial return Initial return of a former public charity
 Final return Amended return
 Address change Name change

H Check type of organization: Section 501(c)(3) exempt private foundation **04**
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 1,017,285.

J Accounting method: Cash Accrual
 Other (specify) _____ (Part I, column (d), must be on cash basis)

03
04

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 type="checkbox"/> if the foundation is not required to attach Sch. B.				
3	Interest on savings and temporary cash investments.				
4	Dividends and interest from securities	23,569.	23,569.		STMT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	34,028.			
b	Gross sales price for all assets on line 6a	63,581.			
7	Capital gain net income (from Part IV, line 2)		34,028.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	Total. Add lines 1 through 11	57,597.	57,597.		
13	Compensation of officers, directors, trustees, etc.	11,742.	5,871.		5,871.
14	Other employee salaries and wages		NONE	NONE	
15	Pension plans, employee benefits		NONE	NONE	
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions)	791.	242.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings		NONE	NONE	
22	Printing and publications		NONE	NONE	
23	Other expenses (attach schedule)				
24	Total operating and administrative expenses. Add lines 13 through 23.	12,533.	6,113.	NONE	5,871.
25	Contributions, gifts, grants paid	46,000.			46,000.
26	Total expenses and disbursements Add lines 24 and 25	58,533.	6,113.	NONE	51,871.
27	Subtract line 26 from line 12	-936.			
a	Excess of revenue over expenses and disbursements		51,484.		
b	Net investment income (if negative, enter -0-)				
c	Adjusted net income (if negative, enter -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	(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing		778.		778.		
	2	Savings and temporary cash investments	3,544.	30,333.		30,333.		
	3	Accounts receivable ▶						
		Less allowance for doubtful accounts ▶						
	4	Pledges receivable ▶						
		Less allowance for doubtful accounts ▶						
	5	Grants receivable						
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)						
	7	Other notes and loans receivable (attach schedule) ▶						
		Less: allowance for doubtful accounts ▶		NONE				
	8	Inventories for sale or use						
	9	Prepaid expenses and deferred charges						
	10a	Investments - U S and state government obligations (attach schedule)						
	b	Investments - corporate stock (attach schedule)	380,120.	350,568.		734,618.		
	c	Investments - corporate bonds (attach schedule)	246,301.	246,301.		251,556.		
	11	Investments - land, buildings, and equipment basis ▶						
	Less accumulated depreciation (attach schedule) ▶							
12	Investments - mortgage loans							
13	Investments - other (attach schedule)							
14	Land, buildings, and equipment basis ▶							
	Less accumulated depreciation (attach schedule) ▶							
15	Other assets (describe ▶)							
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	629,965.	627,980.		1,017,285.			
Liabilities	17	Accounts payable and accrued expenses						
	18	Grants payable						
	19	Deferred revenue						
	20	Loans from officers, directors, trustees, and other disqualified persons						
	21	Mortgages and other notes payable (attach schedule)						
	22	Other liabilities (describe ▶)						
23	Total liabilities (add lines 17 through 22)			NONE				
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here and complete lines 24, 25, 29, and 30. ▶ <input type="checkbox"/>							
	24	Net assets without donor restrictions						
	25	Net assets with donor restrictions						
	Foundations that do not follow FASB ASC 958, check here and complete lines 26 through 30 ▶ <input checked="" type="checkbox"/>							
	26	Capital stock, trust principal, or current funds	629,965.	627,980.				
	27	Paid-in or capital surplus, or land, bldg, and equipment fund						
	28	Retained earnings, accumulated income, endowment, or other funds						
29	Total net assets or fund balances (see instructions)	629,965.	627,980.					
30	Total liabilities and net assets/fund balances (see instructions)	629,965.	627,980.					

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 29 (must agree with end-of-year figure reported on prior year's return)	1 629,965.
2	Enter amount from Part I, line 27a	2 -936.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 5	3 605.
4	Add lines 1, 2, and 3	4 629,634.
5	Decreases not included in line 2 (itemize) ▶ 2019 INCOME POSTED IN 2020	5 1,654.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 29	6 627,980.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, 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 a PUBLICLY TRADED SECURITIES				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a 63,581.		29,553.	34,028.	
b				
c				
d				
e				
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a			34,028.	
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	34,028.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). See instructions. If (loss), enter -0- in Part I, line 8	{ If gain, also enter in Part I, line 8, column (c). See instructions. If (loss), enter -0- in Part I, line 8 }		3	

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 doesn't 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))
2018	49,090.	997,408.	0.049218
2017	49,503.	1,087,365.	0.045526
2016	49,067.	901,754.	0.054413
2015	47,196.	927,282.	0.050897
2014	48,767.	955,703.	0.051027
2 Total of line 1, column (d)			2 0.251081
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years			3 0.050216
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5			4 970,132.
5 Multiply line 4 by line 3.			5 48,716.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 515.
7 Add lines 5 and 6			7 49,231.
8 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.			8 51,871.

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

Table with 11 rows for excise tax calculations. Includes sub-rows 6a-6d for credits. Total tax based on investment income is 515. Total credits are 484. Amount owed is 31. Amount overpaid is NONE.

Part VII-A Statements Regarding Activities

Table with 10 rows of activity statements. Columns for Yes/No. Includes questions about political activities, tax returns, and substantial contributors. Handwritten '2' in the right margin.

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.
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.
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A
14 The books are in care of HUNTINGTON NATIONAL BANK Telephone no. (810) 342-7089 Located at PO BOX 1558 DEPT EA5W86, COLUMBUS, OH ZIP+4 43216
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
16 At any time during calendar year 2019, 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 FinCEN Form 114. If "Yes," enter the name of the foreign country.

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.
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?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(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.)
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.
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 2019?
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 2019, did the foundation have any undistributed income (Part XIII, lines 6d and 6e) for tax year(s) beginning before 2019? If "Yes," list the years.
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?
b If "Yes," did it have excess business holdings in 2019 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 Form 4720, Schedule C, to determine if the foundation had excess business holdings in 2019.)
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
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 2019?

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:			Yes	No
(1) Carry on propoganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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		5b		
Organizations relying on a current notice regarding disaster assistance, check here	<input type="checkbox"/>			
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? If "Yes," attach the statement required by Regulations section 53 4945-5(d)	<input type="checkbox"/> Yes <input type="checkbox"/> No			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870		6b		X
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		7b		
8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			

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

1 List all officers, directors, trustees, and 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 6		11,742.		

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

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

Total number of other employees paid over \$50,000 NONE

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		NONE
Total number of others receiving over \$50,000 for professional services		NONE

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1 N/A	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3	

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	970,123.
b	Average of monthly cash balances	1b	14,783.
c	Fair market value of all other assets (see instructions).	1c	NONE
d	Total (add lines 1a, b, and c)	1d	984,906.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d.	3	984,906.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	14,774.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	970,132.
6	Minimum investment return. Enter 5% of line 5	6	48,507.

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	48,507.
2a	Tax on investment income for 2019 from Part VI, line 5	2a	515.
b	Income tax for 2019. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b.	2c	515.
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	47,992.
4	Recoveries of amounts treated as qualifying distributions.	4	NONE
5	Add lines 3 and 4	5	47,992.
6	Deduction from distributable amount (see instructions).	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	47,992.

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	51,871.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	51,871.
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	515.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	51,356.

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 2018	(c) 2018	(d) 2019
1 Distributable amount for 2019 from Part XI, line 7				47,992.
2 Undistributed income, if any, as of the end of 2019				
a Enter amount for 2018 only.			NONE	
b Total for prior years: 20____, 20____, 20____		NONE		
3. Excess distributions carryover, if any, to 2019:				
a From 2014				NONE
b From 2015				NONE
c From 2016				4,724.
d From 2017				NONE
e From 2018				NONE
f Total of lines 3a through e	4,724.			
4 Qualifying distributions for 2019 from Part XII, line 4 ▶ \$ <u>51,871.</u>				
a Applied to 2018, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2019 distributable amount.				47,992.
e Remaining amount distributed out of corpus.	3,879.			
5 Excess distributions carryover applied to 2019 (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e Subtract line 5	8,603.			
b Prior years' undistributed income. Subtract line 4b from line 2b.		NONE		
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		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2018. Subtract line 4a from line 2a. Taxable amount - see instructions			NONE	
f Undistributed income for 2019 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020.				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	NONE			
8 Excess distributions carryover from 2014 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a	8,603.			
10 Analysis of line 9.				
a Excess from 2015				NONE
b Excess from 2016				4,724.
c Excess from 2017				NONE
d Excess from 2018				NONE
e Excess from 2019				3,879.

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2019, 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)

Table with 5 columns: (a) 2019, (b) 2018, (c) 2017, (d) 2016, (e) Total. Rows include: 2a Adjusted net income, b 85% of line 2a, c Qualifying distributions from Part XII, line 4, 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, 3 Complete 3a, b, or c for the alternative test relied upon: a "Assets" alternative test, b "Endowment" alternative test, c "Support" alternative test.

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).)
NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.
NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:
Check here [] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc., to individuals or organizations under other conditions, complete items 2a, b, c, and d. See instructions.

a The name, address, and telephone number or email address of the person to whom applications should be addressed:
SEE STATEMENT 8

b The form in which applications should be submitted and information and materials they should include:
SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:
SEE ATTACHED STATEMENT FOR LINE 2

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:
SEE ATTACHED STATEMENT FOR LINE 2

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
<p>a Paid during the year</p> <p>SEE STATEMENT 15</p>				<p>46,000.</p>
Total ▶ 3a				46,000.
<p>b Approved for future payment</p>				
Total ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Table with 5 columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include Program service revenue, Membership dues, Interest on savings, Dividends, Net rental income, Other investment income, Gain or loss from sales, and Subtotal.

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

Table with 2 columns: Line No., Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes.

NOT APPLICABLE

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

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
BRIDGEWAY ULTRA-SMALL COMPANY MKT FD	162.	162.
DFA INTERNATIONAL CORE EQUITY PORTFOLIO	2,921.	2,921.
DFA US CORE EQUITY 1 PORTFOLIO	5,094.	5,094.
DFA EMERGING MARKETS CORE	1,089.	1,089.
DFA REAL ESTATE SECURITIES PORTFOLIO	802.	802.
FEDERATED TOTAL RETURN BOND FUND-R6	1,075.	1,075.
HUNTINGTON BANCSHARES INC	3,620.	3,620.
HUNTINGTON CONSERVATIVE DEPOSIT ACCOUNT	240.	240.
PIMCO TOTAL RETURN FUND INSTL CLASS	1,611.	1,611.
PIMCO HIGH YIELD INSTITUTIONAL FUND	582.	582.
PIONEER FUNDAMENTAL GROWTH FUND-Y	349.	349.
SCHWAB FUND US SM CO INX-INS	300.	300.
FRANKLIN TEMPLETON GLOBAL BOND FUND - AD	579.	579.
VANGUARD TOTAL BOND MARKET INDEX FUND -	3,576.	3,576.
VANGUARD INFLATION PROTECTED SECURITIES	616.	616.
VANGUARD SMALL CAP INDEX - ADMIRAL SHARE	328.	328.
VANGUARD ADMIRAL TOTAL STOCK MARKET FUND	625.	625.
	-----	-----
TOTAL	23,569.	23,569.
	=====	=====

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FEDERAL TAX PAYMENT - PRIOR YE	65.	
FEDERAL ESTIMATES - PRINCIPAL	484.	
FOREIGN TAXES ON QUALIFIED FOR	176.	176.
FOREIGN TAXES ON NONQUALIFIED	66.	66.
	-----	-----
TOTALS	791.	242.
	=====	=====

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
BRIDGEWAY UI SM CO MKT FD	12,312.	12,312.	12,408.
SCHWAB FNDMNTL US SM CO	16,700.	16,700.	21,279.
VANGUARD SM CAP INDX	10,771.	10,771.	23,587.
PIONEER FUNDAMENTAL GROW FD	33,237.	33,237.	46,655.
DFA US CORE EQUITY 1	111,777.	108,899.	354,720.
VANGUARD TOTAL STK MKT IND	11,277.	11,277.	35,426.
DFA EMERGING MKTS CORE EQUITY	24,008.	24,008.	42,578.
DFA INTL CORE EQUITY	69,493.	42,819.	63,922.
DFA REAL ESTATE SEC PORT	15,185.	15,185.	38,285.
HUNTINGTON BANCSHARES INC	75,360.	75,360.	95,758.
TOTALS	----- 380,120. =====	----- 350,568. =====	----- 734,618. =====

FORM 990PF, PART II - CORPORATE BONDS
 =====

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
PIMCO TOTAL RET INSTL	43,100.	43,100.	41,505.
VANGUARD INFLATION PROTECTED S	27,269.	27,269.	26,849.
PIMCO HIGH YIELD FD	8,701.	8,701.	11,551.
TEMPLETON GLOBAL BD FD	10,239.	10,239.	9,035.
VANGUARD TOTAL BD MKT INDX	124,502.	124,502.	130,881.
FEDERATED TOTAL RETURN BD FD	32,490.	32,490.	31,735.
TOTALS	----- 246,301. =====	----- 246,301. =====	----- 251,556. =====

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

=====

DESCRIPTION -----	AMOUNT -----
2018 INCOME POSTED IN 2019	604.
ROUNDING	1.

TOTAL	605.
	=====

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

OFFICER NAME:

HUNTINGTON NATIONAL BANK

ADDRESS:

PO BOX 1558 DEPT EA5W86
COLUMBUS, OH 43216

TITLE:

CO-TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION 11,742.

OFFICER NAME:

JONATHAN E BURROUGHS II

ADDRESS:

328 S. SAGINAW STREET
FLINT, MI 48502

TITLE:

CO-TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:

SAMUEL STEWART III

ADDRESS:

328 S. SAGINAW STREET
FLINT, MI 48502

TITLE:

CO-TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:

HEATHER WILLIAMS

ADDRESS:

328 S. SAGINAW STREET
FLINT, MI 48502

TITLE:

CO-TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

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

OFFICER NAME:
JONATHAN BURROUGHS III
ADDRESS:
328 S. SAGINAW STREET
FLINT, MI 48502
TITLE:
CO-TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:
JOSEPH S BURROUGHS
ADDRESS:
328 S. SAGINAW STREET
FLINT, MI 48502
TITLE:
CO-TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

TOTAL COMPENSATION: 11,742.
=====

RECIPIENT NAME:

ANNE CAREY c/o FIRSTMERIT BANK

ADDRESS:

328 S. SAGINAW ST.
FLINT, MI 48502

RECIPIENT'S PHONE NUMBER: 810-342-7089

FORM, INFORMATION AND MATERIALS:

REQUESTS ARE SUBMITTED BY SENDING A LETTER TO
ANNE CAREY AT FIRSTMERIT BANK

SUBMISSION DEADLINES:

NONE

RESTRICTIONS OR LIMITATIONS ON AWARDS:

APPLICANTS MUST BE A 501(C)(3) CHARITY

=====

RECIPIENT NAME:

CARRIAGE TOWN MISSION

ADDRESS:

605 GARLAND
FLINT, MI 48501

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SHELTER FOR THOSE IN NEED

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

FLINT DIAPER BANK

ADDRESS:

5190 EXCHANGE DR
FLINT, MI 48507

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

DIAPERS FOR POOR CHILDREN

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

YMCA OF GREATER FLINT

ADDRESS:

411 E. THIRD ST
FLINT, MI 48502

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SAFE PLACES PROGRAM

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
ELE'S PLACE
ADDRESS:
601 S. SAGINAW ST, STE 217
FLINT, MI 48502
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
2015 CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
GENESEE AREA FOCUS FUND
ADDRESS:
519 S SAGINAW ST, STE 200
FLINT, MI 48502
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
2015 CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
YWCA OF FLINT
ADDRESS:
310 E THIRD ST
FLINT, MI 48502
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT OF PROGRAMS
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 2,000.

=====

RECIPIENT NAME:

BOY SCOUTS OF AMERICA

ADDRESS:

924 7TH STREET

PORT HURON, MI 48060

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT OF PROGRAMS

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 500.

RECIPIENT NAME:

MIRACLE LEAGUE OF GREATER FLINT

ADDRESS:

8493 JOSEPH ST.

GRAND BLANC, MI 48439

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT OF PROGRAMS

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:

MUSCULAR DYSTROPHY ASSOC

ADDRESS:

2133 UNIVERSITY PARK DR., STE 400

OKEMOS, MI 48864

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GRANT PAYMENT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,000.

=====

RECIPIENT NAME:

GENESEE FREE CLINIC

ADDRESS:

2437 WELCH BLVD

FLINT, MI 48504

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:

BIG BROTHERS BIG SISTERS

ADDRESS:

410 E 2ND ST

FLINT, MI 48503

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

FAITH FOUNDATION RESOURCES

ADDRESS:

4034 MILLER RD

FLINT, MI 48507

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
BOYS AND GIRLS CLUB
ADDRESS:
3701 N AVERILL AVE
FLINT, MI 48506
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
CATHOLIC CHARITIES
ADDRESS:
901 CHIPPEWA ST
FLINT, MI 48503
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
FOOD FOR THOSE IN NEED
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
FOOD BANK OF EASTERN MICHIGAN
ADDRESS:
2312 LAPEER RD
FLINT, MI 48503
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
FOOD FOR THOSE IN NEED
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 4,000.

=====

RECIPIENT NAME:
SHELTER OF FLINT

ADDRESS:
902 E 6TH ST.
FLINT, MI 48503

RELATIONSHIP:
NONE

PURPOSE OF GRANT:
SHELTER FOR ABUSED WOMEN

FOUNDATION STATUS OF RECIPIENT:
PC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
SALVATION ARMY

ADDRESS:
211 W KEARSLEY ST
FLINT, MI 48502

RELATIONSHIP:
NONE

PURPOSE OF GRANT:
MEAL BOXES

FOUNDATION STATUS OF RECIPIENT:
PC

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
MOTHERLY INTERCESSION

ADDRESS:
PO BOX 311109
FLINT, MI 48531

RELATIONSHIP:
NONE

PURPOSE OF GRANT:
GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:
PC

AMOUNT OF GRANT PAID 1,000.

BURROUGHS MEMORIAL TRUST

38-6041206

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

UNITED WAY OF FLINT & GENESEE CO

ADDRESS:

PO BOX 949

FLINT, MI 48501

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 8,000.

TOTAL GRANTS PAID: 46,000.

=====