

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

2009

Department of the Treasury
Internal Revenue Service

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

For calendar year 2009, or tax year beginning **JUL 1, 2009**, and ending **JUN 30, 2010**

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

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation THE WILLIAM T. MORRIS FOUNDATION INC		A Employer identification number 13-1600908
	Number and street (or P.O. box number if mail is not delivered to street address) Room/suite 49 RICHMONDVILLE AVENUE, SUITE 306		B Telephone number 203-557-9100
	City or town, state, and ZIP code WESTPORT, CT 06880-2054		C If exemption application is pending, check here <input type="checkbox"/> D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
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			
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 49,832,925. (Part I, column (d) must be on cash basis.)		J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	
E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> 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 <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)</small>	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	3,474.	3,474.		STATEMENT 1
	4 Dividends and interest from securities	2,278,242.	2,278,242.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)	649,645.			
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a	19,872,779.			
	7 Capital gain net income (from Part IV, line 2)		649,645.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		2,931,361.	2,931,361.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	572,500.	286,250.		286,250.
	14 Other employee salaries and wages	136,000.	68,000.		68,000.
	15 Pension plans, employee benefits	173,988.	86,994.		86,994.
	16a Legal fees STMT 3	20,344.	10,172.		10,172.
	b Accounting fees STMT 4	58,984.	44,238.		14,746.
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 5	36,067.	21,287.		14,780.
	19 Depreciation and depletion				
	20 Occupancy	32,494.	16,247.		16,247.
	21 Travel, conferences, and meetings	8,319.	2,495.		5,824.
	22 Printing and publications				
	23 Other expenses STMT 6	33,532.	17,885.		15,647.
	24 Total operating and administrative expenses. Add lines 13 through 23	1,072,228.	553,568.		518,660.
	25 Contributions, gifts, grants paid	1,993,000.			1,993,000.
26 Total expenses and disbursements. Add lines 24 and 25	3,065,228.	553,568.		2,511,660.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	<133,867.>				
b Net investment income (if negative, enter -0-)		2,377,793.			
c Adjusted net income (if negative, enter -0-)			N/A		

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only.		
		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	8,954,471.	7,057,058.	7,057,058.
	3 Accounts receivable			
	Less: allowance for doubtful accounts			
	4 Pledges receivable			
	Less: allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock	STMT 7 18,606,130.	25,731,768.	26,726,989.
	c Investments - corporate bonds	STMT 8 20,723,883.	15,441,304.	15,820,325.
11 Investments - land, buildings, and equipment: basis				
Less: accumulated depreciation				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment: basis				
Less: accumulated depreciation				
15 Other assets (describe STATEMENT 9)	358,591.	228,553.	228,553.	
16 Total assets (to be completed by all filers)	48,643,075.	48,458,683.	49,832,925.	
Liabilities	17 Accounts payable and accrued expenses	17,182.	6,298.	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
22 Other liabilities (describe EXCISE TAX PAYABLE)	<32,930.>	<25,015.>		
23 Total liabilities (add lines 17 through 22)	<15,748.>	<18,717.>		
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	48,658,823.	48,477,400.	
	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 Total net assets or fund balances	48,658,823.	48,477,400.		
31 Total liabilities and net assets/fund balances	48,643,075.	48,458,683.		

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	48,658,823.
2 Enter amount from Part I, line 27a	2	<133,867.>
3 Other increases not included in line 2 (itemize)	3	0.
4 Add lines 1, 2, and 3	4	48,524,956.
5 Decreases not included in line 2 (itemize) EXCISE TAX	5	47,556.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	48,477,400.

Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			0.
b 12,013,444.		11,638,300.	375,144.
c 7,859,335.		7,584,834.	274,501.
d			
e			

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			0.
b			375,144.
c			274,501.
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	649,645.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

(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))
2008	2,450,753.	47,571,729.	.051517
2007	2,307,362.	47,339,821.	.048740
2006	2,479,002.	45,365,373.	.054645
2005	2,412,618.	43,789,114.	.055096
2004	2,532,847.	44,799,903.	.056537
2 Total of line 1, column (d)			2 .266535
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 .053307
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			4 49,799,991.
5 Multiply line 4 by line 3			5 2,654,688.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 23,778.
7 Add lines 5 and 6			7 2,678,466.
8 Enter qualifying distributions from Part XII, line 4			8 2,511,660.

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.

The William T. Morris Foundation, Inc.
Return of Private Foundation Exempt From Income Tax
Taxable Year July 1, 2009 to June 30, 2010

SCHEDULE C

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

Security	No. of Shares	Date Acquired	Date Sold	Proceeds of Sale	Cost Basis	Gain or (Loss)
AMERICA MOVIL S A DE C V ADR	4,000	10/03/07	09/04/09	\$ 172,804	\$ 256,351	\$ (83,547)
APPLE INC	500	06/12/08	09/21/09	90,539	91,792	(1,253)
APPLE INC	200	04/15/09	09/21/09	36,216	24,155	12,061
BARCLAYS BANK PLC 8.125% PFD	10,000	04/11/08	05/19/10	241,115	250,000	(8,885)
BCE INC	11,000	09/16/09	03/22/10	335,450	275,890	59,560
BOEING CO	5,400	09/16/09	01/13/10	329,885	277,858	52,027
BOSTON PROPERTIES INC	2,700	08/04/09	08/14/09	161,655	147,243	14,412
BUCKEYE PARTNERS L P	3,000	11/17/09	04/20/10	181,656	154,004	27,652
BUCKEYE PARTNERS L P	3,000	12/04/09	04/20/10	181,656	160,039	21,617
CITIGROUP INC	50,000	03/17/10	04/20/10	248,812	201,907	46,905
COHEN & STEERS REALTY MAJORS I/F	1,600	04/08/09	09/04/09	69,832	49,611	20,221
COMCAST CORP 7.00% SR UNSEC NOTES	6,500	05/19/09	12/04/09	160,406	151,984	8,422
COMCAST CORP 7.00% SR UNSEC NOTES	2,500	08/19/09	12/04/09	61,695	61,311	384
CONAGRA FOODS INC	12,000	12/07/07	03/24/10	307,294	294,159	13,135
CREDIT SUISSE TIER 1 7.90% CAP NOTES	8,000	03/28/08	05/19/10	200,040	200,000	40
DISNEY WALT CO	8,600	10/19/09	03/02/10	267,600	247,905	19,695
DOMINION RESOURCES 8.375% SUB NOTES	12,000	06/17/09	12/04/09	326,875	300,000	26,875
DUKE ENERGY CORP	15,500	11/02/07	12/22/09	267,288	298,452	(31,164)
DU PONT E I DE NEMOURS	6,000	04/16/08	09/04/09	185,181	299,974	(114,793)
ENBRIDGE ENERGY PARTNERS L P	5,700	04/29/09	08/11/09	253,919	200,984	52,935
ENERGY TRANSFER PARTNERS L P	4,000	03/27/09	01/13/10	180,391	147,265	33,126
ENERGY TRANSFER PARTNERS L P	5,300	04/22/09	01/13/10	239,019	198,159	40,860
GOODYEAR TIRE & RUBBER	14,000	08/11/09	12/18/09	205,122	254,489	(49,367)
INTEL CORP	10,000	04/06/09	07/20/09	178,108	152,089	26,019
INTERNATIONAL PAPER CO	4,000	11/26/99	09/04/09	87,172	210,470	(123,298)
INTERNATIONAL PAPER CO	2,000	12/21/99	09/04/09	43,586	106,150	(62,564)
INTERNATIONAL PAPER CO	2,000	02/11/00	09/04/09	43,586	90,735	(47,149)
INTERNATIONAL PAPER CO	3,000	04/11/07	09/04/09	65,379	111,061	(45,682)
ISHARES BARCLAYS TIPS BOND PROT SEC FD	1,500	03/20/09	11/09/09	155,034	148,811	6,223
ISHARES BARCLAYS TIPS BOND PROT SEC FD	1,450	04/06/09	11/09/09	149,866	149,442	424
ISHARES BARCLAYS TIPS BOND PROT SEC FD	2,000	06/09/09	11/09/09	206,711	202,326	4,385
ISHARES DOW JONES US BASIC MAT SEC I/F	5,700	08/11/09	12/08/09	341,033	294,467	46,566
ISHARES IBOXX \$ INV GRADE CORP BOND FD	1,600	03/20/09	07/01/09	159,573	148,856	10,717
ISHARES IBOXX \$ INV GRADE CORP BOND FD	1,600	04/06/09	07/01/09	159,573	149,973	9,600
ISHARES MSCI JAPAN INDEX FUND	16,000	07/29/08	09/04/09	159,744	197,520	(37,776)
MCDONALDS CORP	5,000	10/28/09	01/13/10	308,883	298,288	10,595
MICROSOFT CORP	8,000	08/31/09	10/28/09	222,259	197,483	24,776
ONEOK PARTNERS L P	2,600	11/17/09	01/29/10	172,420	149,635	22,785
ONEOK PARTNERS L P	3,200	12/04/09	01/29/10	212,209	188,692	23,517
OPPENHEIMER INTERNATIONAL BOND FUND		08/31/09	12/31/09	3,681	-	3,681
POWERSHARES BUILD AMERICA BOND ETF	10,160	02/10/10	06/11/10	262,311	255,886	6,425
PUBLIC STORAGE INC 7.00% CUM PFD	100	05/19/09	01/13/10	2,374	2,132	242
PUBLIC STORAGE INC 7.00% CUM PFD	6,900	05/19/09	01/13/10	163,843	147,115	16,728
PUBLIC STORAGE INC 7.00% CUM PFD	2,500	08/19/09	01/13/10	59,364	57,769	1,595
S&P US PFD STOCK INDEX FUND	5,700	07/31/09	05/13/10	209,901	196,653	13,248
S&P US PFD STOCK INDEX FUND	7,000	12/18/09	05/13/10	257,774	254,206	3,568
S&P US PFD STOCK INDEX FUND	150	01/29/10	05/13/10	5,524	5,650	(126)
SIMON PROPERTY GROUP	2,625	08/04/09	08/11/09	167,322	148,554	18,768
SOUTHERN COMPANY	5,000	03/27/09	12/22/09	166,866	155,145	11,721
SOUTHERN COMPANY	5,600	07/20/09	12/22/09	186,890	175,260	11,630
SPDR GOLD TRUST	1,625	07/01/09	09/10/09	156,895	150,872	6,023
SPDR GOLD TRUST	1,650	07/10/09	09/10/09	159,309	151,055	8,254
SPDR GOLD TRUST	3,000	03/02/10	05/13/10	351,035	325,786	25,249
TC PIPELINES L P	3,000	10/21/05	07/20/09	108,550	102,197	6,353
TC PIPELINES L P	2,000	02/28/09	07/20/09	72,367	50,035	22,332
TC PIPELINES L P	6,250	04/22/09	07/20/09	226,146	201,537	24,609
TEVA PHARMACEUTICAL INDS ADR	4,300	02/21/08	04/29/10	259,889	202,121	57,768
TRANSCANADA CORP	7,000	12/18/09	04/20/10	263,546	239,727	23,819
US BANCORP 7.875% PFD	12,000	03/17/08	09/21/09	325,929	300,000	25,929
UNION PACIFIC CORP	1,900	09/16/09	03/17/10	137,561	119,822	17,739
UNION PACIFIC CORP	1,100	09/16/09	03/17/10	79,646	69,371	10,275
UNION PACIFIC CORP	600	09/16/09	03/17/10	43,452	37,839	5,613
UNION PACIFIC CORP	800	09/16/09	03/17/10	57,945	50,452	7,493
VANGUARD SHORT TERM BOND FUND		08/19/09	12/31/09	25	-	25
VANGUARD SHORT TERM BOND FUND		01/21/10	04/08/10	301	-	301
VANGUARD SHORT TERM BOND FUND		01/29/10	04/08/10	224	-	224
VORNADO REALTY TRUST	2,900	08/04/09	08/14/09	168,098	150,937	17,161
WAL MART STORES INC	5,300	10/17/08	04/29/10	286,448	294,694	(8,246)
WAL MART STORES INC	3,000	10/28/09	04/29/10	162,141	151,551	10,590
3M CO	3,500	12/14/07	05/13/10	298,501	302,404	(3,903)
				\$ 12,013,444	\$ 11,638,300	\$ 375,144

The William T. Morris Foundation, Inc.
Return of Private Foundation Exempt From Income Tax
Taxable Year July 1, 2009 to June 30, 2010

SCHEDULE D

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

<u>Security</u>	<u>Face Value</u>	<u>Acquired</u>	<u>Date Sold</u>	<u>Proceeds of Sale</u>	<u>Cost Basis</u>	<u>Gain or (Loss)</u>
AT&T INC	250,000	11/24/08	10/23/09	\$ 268,407	\$ 236,543	\$ 31,864
BOEING CAPITAL CORP	500,000	08/05/02	08/17/09	500,000	500,000	-
CIT GROUP INCORPORATED	300,000	09/21/06	11/03/09	168,802	300,000	(131,198)
DOW CHEMICAL COMPANY	250,000	12/12/08	10/15/09	243,557	216,223	27,334
FANNIE MAE	400,000	02/13/08	05/12/10	397,795	400,000	(2,205)
FEDERAL HOME LOAN MORTGAGE CORP	250,000	11/13/09	05/20/10	246,535	250,000	(3,465)
FEDERAL HOME LOAN MORTGAGE CORP	200,000	07/30/09	05/28/10	199,395	200,000	(605)
GOLDMAN SACHS GROUP INC	140,000	10/21/08	10/15/09	146,346	122,933	23,413
GOLDMAN SACHS GROUP INC	100,000	12/18/08	10/15/09	104,532	90,144	14,388
GOLDMAN SACHS GROUP INC	250,000	09/10/07	06/03/10	254,995	243,860	11,135
HARTFORD LIFE INSURANCE M/T NOTES	500,000	11/30/06	05/17/10	500,000	500,000	-
HARTFORD LIFE INSURANCE M/T NOTES	300,000	08/09/07	02/16/10	300,000	300,000	-
HOME DEPOT INC	300,000	08/21/08	03/29/10	323,463	293,455	30,008
HOUSEHOLD FINANCE CORP	200,000	07/29/04	07/10/09	200,000	200,000	-
JOHN DEERE CAPITAL CORP	300,000	12/20/02	12/18/09	300,000	300,000	-
JOHN DEERE CAPITAL CORP	200,000	03/03/06	01/15/10	200,000	194,944	5,056
KRAFT FOODS INC	250,000	10/28/08	08/11/09	269,990	218,633	51,357
MORGAN STANLEY SUBORDINATED NOTES	250,000	08/25/08	03/10/10	252,895	223,135	29,760
PRINCIPAL LIFE INC FUNDING M/T	300,000	04/25/07	04/15/10	300,000	300,000	-
PROCTER & GAMBLE CO	300,000	05/11/06	10/23/09	329,170	288,666	40,504
TARGET CORP	250,000	03/13/09	05/07/10	283,997	252,530	31,467
TOYOTA MOTOR CREDIT CORP	500,000	07/22/05	01/22/10	500,000	500,000	-
TRANS-CANADA PIPELINES	200,000	01/22/09	11/19/09	226,098	202,963	23,135
UNITED PARCEL SERVICE	500,000	12/14/06	06/15/10	500,000	500,000	-
VERIZON COMMUNICATIONS	250,000	12/09/08	10/15/09	263,119	223,785	39,334
WAL MART STORES INC	300,000	11/04/05	11/19/09	322,119	291,522	30,597
WELLS FARGO BANK NA	250,000	10/20/08	11/19/09	258,120	235,498	22,622
				<u>\$ 7,859,335</u>	<u>\$ 7,584,834</u>	<u>\$ 274,501</u>
Total Corporate & Government Bonds						

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 categories like 'Exempt operating foundations', 'Domestic foundations', and 'Tax based on investment income'. Total tax due is 25,015.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, tax on political expenditures, and substantial contributors. Includes 'Yes/No' columns.

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>WTMF.ORG</u>	13	X	
14	The books are in care of ► <u>FOUNDATION</u> Telephone no. ► <u>(203) 557-9100</u> Located at ► <u>49 RICHMONDVILLE AVENUE, SUITE 306, WESTPORT, CT</u> ZIP+4 ► <u>06880-2054</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year	15		N/A

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 type="checkbox"/> Yes <input checked="" 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 page 20 of the instructions)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	N/A	
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 2009?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2009 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 2009.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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 2009?		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 propoganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? Yes No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? N/A
 Organizations relying on a current notice regarding disaster assistance check here ▶

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

- 6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No
- b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? 6b 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? 7b Yes No N/A

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 10		572,500.	49,000.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JEFF JOHNSTON - 49 RICHMONDVILLE AVE, SUITE 306, WESTPORT, CT 06880	CFO 40.00	96,000.	14,400.	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. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
DEMASCO, SENA & JAHELKA, LLP 5788 MERRICK ROAD, MASSAPEQUA, NY 11758	ACCOUNTING	57,600.

Total number of others receiving over \$50,000 for professional services 0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

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

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities	1a	47,196,924.
b	Average of monthly cash balances	1b	3,361,442.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	50,558,366.
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	50,558,366.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	758,375.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	49,799,991.
6	Minimum investment return. Enter 5% of line 5	6	2,490,000.

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

1	Minimum investment return from Part X, line 6	1	2,490,000.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	47,556.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	47,556.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,442,444.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	2,442,444.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	2,442,444.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:			
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	2,511,660.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:			
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,511,660.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,511,660.

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 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				2,442,444.
2 Undistributed income, if any, as of the end of 2009:				
a Enter amount for 2008 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004	321,966.			
b From 2005	266,104.			
c From 2006	304,134.			
d From 2007	9,134.			
e From 2008	119,237.			
f Total of lines 3a through e	1,020,575.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ \$ 2,511,660.				
a Applied to 2008, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				2,442,444.
e Remaining amount distributed out of corpus	69,216.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	1,089,791.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	321,966.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	767,825.			
10 Analysis of line 9:				
a Excess from 2005	266,104.			
b Excess from 2006	304,134.			
c Excess from 2007	9,134.			
d Excess from 2008	119,237.			
e Excess from 2009	69,216.			

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, 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) 2009, (b) 2008, (c) 2007, (d) 2006, (e) Total. Rows include 2a-e (Qualifying distributions) and 3a-d (Alternative tests).

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see the instructions.)

1 Information Regarding Foundation Managers: a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000).

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.

a The name, address, and telephone number of the person to whom applications should be addressed: BRUCE AUGUST 49 RICHMONDVILLE AVE, SUITE 306, WESTPORT, CT 06880

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

c Any submission deadlines: NO DEADLINES

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors: NO RESTRICTIONS

Part XV Supplementary Information (continued)

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

Recipient	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
Name and address (home or business)				
<p>a <i>Paid during the year</i> SCHEDULE E ATTACHED</p>				1993000.
Total				▶ 3a 1993000.
<p>b <i>Approved for future payment</i></p> <p>NONE</p>				
Total				▶ 3b 0.

The William T. Morris Foundation, Inc.
Employer Identification Number 13-1600908
Return of Private Foundation Exempt From Income Tax
Taxable Year July 1, 2009 to June 30, 2010

SCHEDULE E

PART XV-3(a) - GRANTS AND CONTRIBUTIONS

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

<u>Grantee</u>	<u>Purpose</u>	<u>Amount</u>
Alzheimer's Association	Program & project support	\$ 50,000
American Museum of Natural History	Program & project support	50,000
Americans for the Arts	Program & project support	10,000
Appalachian Mountain Club	Program & project support	75,000
Army War College Foundation	Program & project support	15,000
Arthritis Foundation	Program & project support	100,000
Arts and Business Council of New York	Program & project support	20,000
Aspetuck Land Trust Inc	Program & project support	5,000
Assumption College	Program & project support	125,000
Axial Theatre	Program & project support	25,000
Boston College	Program & project support	125,000
Bronx Council for the Arts	Program & project support	25,000
California University of Pennsylvania	Program & project support	40,000
Centrastate Healthcare Foundation	Program & project support	15,000
Dartmouth College	Program & project support	125,000
Dreams Come True	Program & project support	3,000
Easton Senior Center	Program & project support	20,000
Fairfield University	Program & project support	125,000
The Foundation Center	Program & project support	35,000
Hostos Community College	Program & project support	40,000
Johnson C. Smith University	Program & project support	100,000
Keene State College	Program & project support	150,000
Keuka College	Program & project support	45,000
Lafayette College	Program & project support	25,000
Lehman College	Program & project support	15,000
Memorial Sloan-Kettering Cancer Center	Program & project support	100,000
National Executive Service Corp	Program & project support	60,000
National Multiple Sclerosis Society	Program & project support	75,000
Ramapo-Bergen Animal Refuge	Program & project support	10,000
Roger Williams University	Program & project support	125,000
Sacred Heart University	Program & project support	50,000
St. Vincent's Medical Center Foundation	Program & project support	100,000
University of Pittsburgh	Program & project support	30,000
Veterans Innovation Center	Program & project support	5,000
Wake Forest University	Program & project support	10,000
West Bergen Mental Healthcare	Program & project support	15,000
Wildlife Conservation Society	Program & project support	50,000
		<u>\$ 1,993,000</u>

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

Table with 3 columns: Question, Yes, No. Contains questions 1, a, b, c, d regarding transfers and transactions with noncharitable exempt organizations.

Table with 4 columns: (a) Line no., (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Row 1 contains 'N/A'.

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

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. Row 1 contains 'N/A'.

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

Signature and identification section for the preparer, including fields for signature, date, title, firm name, address, EIN, and phone number.

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

SOURCE	AMOUNT
MONEY MARKET	3,474.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	3,474.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BONDS	1,099,766.	0.	1,099,766.
STOCKS	1,178,476.	0.	1,178,476.
TOTAL TO FM 990-PF, PART I, LN 4	2,278,242.	0.	2,278,242.

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CSC	291.	146.		145.
BARBARA B. LINDSAY, LLC	4,151.	2,075.		2,076.
PATTERSON, BELKNAP, WEBB & TYLER	15,877.	7,938.		7,939.
DELAWARE SEC OF STATE	25.	13.		12.
TO FM 990-PF, PG 1, LN 16A	20,344.	10,172.		10,172.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DEMASCO, SENA & JAHELKA	57,600.	43,200.		14,400.
PAYROLL SERVICE	1,384.	1,038.		346.
TO FORM 990-PF, PG 1, LN 16B	58,984.	44,238.		14,746.

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
PAYROLL TAXES	29,560.	14,780.		14,780.	
FOREIGN TAXES WITHHELD	6,507.	6,507.		0.	
TO FORM 990-PF, PG 1, LN 18	36,067.	21,287.		14,780.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
COMPUTER SERVICES	700.	525.		175.	
TELEPHONE	3,523.	1,761.		1,762.	
SUBSCRIPTIONS	8,003.	4,002.		4,001.	
OFFICE	4,221.	2,111.		2,110.	
CUSTODY FEES	300.	300.		0.	
COMPUTER SUPPLIES	3,124.	2,343.		781.	
FILING FEES	25.	25.		0.	
DIRECTORS LIABILITY INSURANCE	10,814.	5,407.		5,407.	
STATIONERY & SUPPLIES	2,288.	1,144.		1,144.	
GENERAL INSURANCE	534.	267.		267.	
TO FORM 990-PF, PG 1, LN 23	33,532.	17,885.		15,647.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	7
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
STOCKS - SCHEDULE A	25,731,768.	26,726,989.		
TOTAL TO FORM 990-PF, PART II, LINE 10B	25,731,768.	26,726,989.		

FORM 990-PF	CORPORATE BONDS	STATEMENT	8
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
BONDS - SCHEDULE B	15,441,304.	15,820,325.	
TOTAL TO FORM 990-PF, PART II, LINE 10C	15,441,304.	15,820,325.	

FORM 990-PF	OTHER ASSETS	STATEMENT	9
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
INTEREST RECEIVABLE	350,813.	220,775.	220,775.
PREPAID RENT	2,516.	2,516.	2,516.
RENT SECURITY DEPOSIT	5,262.	5,262.	5,262.
TO FORM 990-PF, PART II, LINE 15	358,591.	228,553.	228,553.

The William T. Morris Foundation, Inc.
Return of Private Foundation Exempt From Income Tax
Taxable Year July 1, 2009 to June 30, 2010

Schedule A

PART II - ITEM 10b - INVESTMENT IN CORPORATE STOCKS

	Beginning of Year		No. of Shares	End of Year		Estimated Market Value
	No. of Shares	Cost Basis		No. of Shares	Cost Basis	
<u>Corporate Stocks</u>						
Allianz SE 8.375% Pfd	12,000	\$ 300,000	14,500	\$ 362,934	\$	366,575
Allstate Corp	8,600	545,119	8,600	545,119		247,078
Altria Group Inc	25,300	485,292	25,300	485,292		507,012
America Movil SA De C V ADR	4,000	256,351	-	-		-
Apple Inc	700	115,948	-	-		-
AT&T Inc	11,000	376,099	17,000	530,753		411,230
BAC Steps - Ford Motor Co	-	-	25,000	250,000		231,500
BAC Steps - JPMorgan Chase & Co	-	-	25,000	250,000		216,000
BAC Steps - Schlumberger Ltd	-	-	25,000	250,000		214,500
Bank of America Corp	13,000	567,484	33,000	867,484		474,210
Barclays Bank PLC 7.750% Pfd	10,000	250,000	10,000	250,000		234,300
Barclays Bank PLC 8.125% Pfd	10,000	250,000	-	-		-
Berkshire Hathaway Class B	3,500	305,471	3,500	305,471		278,915
Boardwalk Pipeline Partners	-	-	10,000	300,057		300,800
Boeing Company	-	-	3,000	200,498		188,250
Caterpillar Inc	-	-	3,200	202,356		192,224
Centurylink Inc	-	-	8,500	294,909		283,135
Chevron Corp	2,200	150,082	5,400	402,786		366,444
Cisco Systems Inc	22,000	815,140	22,000	815,140		468,820
Citigroup Inc	-	-	65,000	290,598		244,400
Comcast Corp 7.00%	6,500	151,983	-	-		-
Conagra Foods Inc	12,000	294,159	-	-		-
Consolidated Edison Inc	-	-	6,500	293,894		280,150
Copano Energy LLC	-	-	10,500	245,901		288,540
Credit Suisse Tier 1 7.90% Capital Notes	8,000	200,000	-	-		-
CVS Caremark Corp	8,300	296,912	8,300	296,912		243,356
DB Cont Capital Trust III 7.60% Cum Pfd	12,000	300,000	14,500	356,618		337,995
Diageo PLC Sponsored ADR	-	-	3,200	202,607		200,768
Dominion Resources 8.375%	12,000	300,000	-	-		-
Duke Energy Corp	15,500	298,453	-	-		-
E I Du Pont De Nemours & Co	6,000	299,974	-	-		-
Enbridge Energy Partners LP	5,700	200,984	5,800	283,262		304,036
Energy Transfer Partners LP	9,300	345,424	-	-		-
Entergy Corp	-	-	3,500	291,289		250,670
Exxon Mobil Corp	3,500	204,385	6,800	406,073		388,076
Firstenergy Corp	-	-	9,000	394,944		317,070
General Electric Company	-	-	11,000	203,814		158,620
Goldman Sachs Group Inc Flt Rate Non Cum Pfd	-	-	13,500	251,045		242,325
Honeywell International Inc	8,250	452,428	8,250	452,428		321,998
HRPT Properties Trust	35,000	289,070	35,000	289,070		217,350
Illinois Tool Works Inc	5,200	294,087	5,200	294,087		214,656
Intel Corp	10,000	152,089	-	-		-
International Paper Co	11,000	518,417	-	-		-
JPM Capital XXVIII Flt Rate Pfd	-	-	11,500	297,445		295,780
Johnson & Johnson	6,500	425,470	6,500	425,470		383,890
Kimberly Clark Corp	-	-	4,800	295,226		291,024
Kimco Realty Corp 7.75% Pfd	-	-	10,500	257,202		267,015
Kraft Foods Inc	16,000	502,184	16,000	502,184		448,000
Mack Cali Realty Corp	4,600	198,464	4,600	198,464		136,758
Meadwestvaco Corp	-	-	9,200	251,134		204,240
Merck & Co Inc	11,000	697,874	13,700	797,307		479,089
Metlife Inc Flt Rate Non Cum Pfd	-	-	13,000	307,977		288,600
Morgan Stanley	9,700	549,006	9,700	549,006		225,137
Nokia Corp Sponsored ADR	7,500	296,354	7,500	296,354		61,125
Novartis A G Sponsored ADR	5,500	312,242	5,500	312,242		265,760
Nucor Corporation	-	-	6,500	295,942		248,820
Paychex Inc	-	-	8,600	249,045		223,342
Pepsico Inc	-	-	3,500	203,402		213,325
Petrohawk Energy Corp	7,100	224,034	7,100	224,034		120,487
Petroleo Brasileiro SA Petrobras	6,700	438,056	6,700	438,056		229,944
Pfizer Inc	14,000	254,730	14,000	254,730		199,640
Philip Morris International Inc	6,200	306,429	6,200	306,429		284,208
Progress Energy Inc	7,000	301,468	7,000	301,468		274,540
Public Storage Inc 7.00% Cum Pfd	7,000	149,247	-	-		-
Sormir Petroleum Corp	62,122	90,494	62,122	90,494		5,318,588
Southern Company	5,000	155,145	-	-		-
SPDR Gold Trust	-	-	2,600	306,777		316,368

The William T. Morris Foundation, Inc.
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Schedule A

PART II - ITEM 10b - INVESTMENT IN CORPORATE STOCKS

	<u>Beginning of Year</u>		<u>No. of Shares</u>	<u>End of Year</u>		<u>Estimated Market Value</u>
	<u>No. of Shares</u>	<u>Cost Basis</u>		<u>Cost Basis</u>		
TC Pipelines LP	11,250	353,769	-	-	-	-
Teekay Offshore Partners LP	-	-	15,000	312,424	329,250	-
Teva Pharmaceutical Industries ADR	4,300	202,121	-	-	-	-
3M Co	3,500	302,404	-	-	-	-
U S Bancorp 7.875% Pfd	12,000	300,000	-	-	-	-
U S Bancorp Flt Rate Non Cum Pfd	-	-	13,500	297,511	271,350	-
United Technologies Corp	7,875	573,405	7,875	573,405	511,166	-
Verizon Communications Inc	6,000	256,206	12,500	448,010	350,250	-
Vodafone Group PLC	-	-	12,000	281,353	248,040	-
Vornado Realty Trust	-	-	14	760	1,021	-
Wal Mart Stores Inc	5,300	294,694	-	-	-	-
Weatherford International Ltd	8,500	246,285	8,500	246,285	111,690	-
Wells Fargo Capital XII 7.875% TRUPS	12,000	300,000	12,000	300,000	307,800	-
Total Stocks		16,745,432		20,485,477		21,897,250
<u>International and Global Funds</u>						
Eaton Vance Tax Managed Global Br	30,303	565,900	33,280	619,222	373,069	-
Eaton Vance Tax Managed Global Diversified Equity Income Fund	13,803	248,258	15,947	273,216	152,455	-
IShares Barclays TIPS Bond Protected Securities Fund	4,950	500,580	-	-	-	-
IShares Cohen & Steers Realty Majors Index Fund	1,600	49,611	3,501	201,147	192,191	-
IShares IBOXX \$ Investment Grade Corporate Bond Fund	3,200	298,828	-	-	-	-
Ishares Trust Dow Jones U S Stock Fund	-	-	7,000	346,693	321,370	-
IShares MSCI Japan Index Fund	16,000	197,520	-	-	-	-
Lord Abbett Floating Rate Fund	-	-	55,611	507,827	506,060	-
Lord Abbett Short Duration Income Fund	-	-	217,864	1,000,000	999,997	-
Oppenheimer International Bond Fund	-	-	81,142	515,772	502,266	-
Powershares Build America Bond ETF	-	-	10,161	256,247	265,205	-
S&P U S Preferred Stock Index Fund	-	-	12,851	492,845	476,241	-
Vanguard Short Term Bond Fund	-	-	9,725	781,522	787,920	-
Vanguard Short Term Corporate Bond Fund	-	-	3,300	251,770	252,965	-
Total International and Global Funds		1,860,697		5,246,261		4,829,739
Total Securities		\$ 18,606,129		\$ 25,731,738		\$ 26,726,989

The William T. Morris Foundation, Inc.
Return of Private Foundation Exempt From Income Tax
Taxable Year July 1, 2009 to June 30, 2010

Schedule B

PART II - ITEM 10c - INVESTMENTS IN BONDS

	Beginning of Year		End of Year		
	Face Value	Cost Basis	Face Value	Cost Basis	Estimated Market Value
American General Finance Co 4.250% - 2010	300,000	\$ 300,000	\$ 300,000	300,000	\$ 295,113
Anheuser-Busch Companiew Inc 5.000% - 2019	500,000	473,960	500,000	473,960	520,270
AT&T Inc 5.500% - 2018	200,000	197,099	200,000	197,099	221,166
Avon Products Inc 4.200% - 2018	100,000	89,124	100,000	89,124	103,093
Bank of America Corp 6.750% - 2019	-	-	250,000	250,000	263,035
Var Rt - 2022	-	-	300,000	300,000	290,625
6.200% - 2031	300,000	300,000	300,000	300,000	299,520
Bank of New York Co Inc 5.850% - 2021	500,000	500,000	500,000	500,000	504,795
Bank of New York Mellon 5.600% - 2022	250,000	250,000	250,000	250,000	250,830
Barclays Bank PLC Var Rt - 2025	-	-	300,000	300,000	286,875
Bellsouth Corp 5.200% - 2016	300,000	284,876	300,000	284,876	332,919
Boeing Capital Corp 4.950% - 2009	500,000	500,000	-	-	-
Bottling Group LLC 5.5500% - 2016	250,000	261,975	250,000	261,975	287,720
Caterpillar Financial Svces Corp 5.400% - 2023	300,000	300,000	300,000	300,000	303,780
5.750% - 2026	500,000	500,000	500,000	500,000	504,815
5.625% - 2028	150,000	150,000	150,000	150,000	153,445
CIT Group Incorporated 6.150% - 2021	300,000	300,000	-	-	-
Citigroup Inc 5.500% - 2017	250,000	252,745	250,000	252,745	246,135
5.875% - 2033	250,000	238,931	250,000	238,931	224,185
Comcast Corp 6.500% - 2017	250,000	252,413	250,000	252,413	286,460
CVS Corp 4.875% - 2014	300,000	294,750	300,000	294,750	325,809
Dow Chemical Company 6.000% - 2015	250,000	250,000	250,000	250,000	250,625
5.700% - 2018	250,000	216,223	-	-	-
Emerson Electric Co 4.500% - 2013	300,000	311,017	300,000	311,017	324,450
Federal National Mtge Assoc 5.000% - 2028	400,000	400,000	-	-	-
General Electric Capital Corp 5.450% - 2013	250,000	250,975	250,000	250,975	268,660
5.200% - 2016	300,000	300,000	300,000	300,000	311,925
Var Rt - 2024	300,000	300,000	300,000	300,000	302,805
6.000% - 2030	300,000	300,000	300,000	300,000	298,836
General Motors Acceptance Corp Flt Rt - 2011	300,000	300,000	300,000	300,000	285,000
Var Rt - 2011	300,000	300,000	300,000	300,000	283,500
5.100% - 2016	300,000	300,000	300,000	300,000	268,683
Genworth Global Funding 5.850% - 2033	300,000	300,000	300,000	300,000	287,508
Goldman Sachs Group Inc 5.250% - 2013	250,000	247,955	250,000	247,955	263,120
5.150% - 2014	240,000	213,077	-	-	-
5.125% - 2015	250,000	243,860	-	-	-
6.125% - 2033	190,000	187,298	190,000	187,298	186,006
Government National Mtg Assoc CMO 5.000% - 2039	-	-	300,000	302,255	303,068

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Schedule B

PART II - ITEM 10c - INVESTMENTS IN BONDS

	Beginning of Year		End of Year		
	Face Value	Cost Basis	Face Value	Cost Basis	Estimated Market Value
Hartford Life Insurance					
5.250% - 2011	500,000	500,000	-	-	-
6.000% - 2016	300,000	300,000	-	-	-
Home Depot Inc					
4.625% - 2010	250,000	249,707	250,000	249,707	250,980
5.250% - 2013	300,000	293,455	-	-	-
Household Finance Corp					
Flt Rt - 2009	200,000	200,000	-	-	-
Flt Rt - 2011	300,000	300,000	300,000	300,000	297,318
HSBC Finance Corp					
5.000% - 2015	250,000	242,983	250,000	242,983	260,850
5.625% - 2020	500,000	500,000	500,000	500,000	490,560
International Business Machines					
4.750% - 2012	300,000	302,502	300,000	302,502	324,753
John Deere Capital Corp					
Flt Rt - 2009	300,000	300,000	-	-	-
4.125% - 2010	200,000	194,944	-	-	-
Kimberly-Clark Corp					
5.000% - 2013	250,000	248,420	250,000	248,420	276,588
Kraft Foods Inc					
6.125% - 2018	250,000	218,633	-	-	-
Merrill Lynch & Co					
Flt Rt - 2014	300,000	300,000	300,000	300,000	273,375
Metlife Inc					
5.000% - 2015	250,000	244,593	250,000	244,593	267,217
JP Morgan Chase & Company					
5.100% - 2020	250,000	250,000	250,000	250,000	239,445
Morgan Stanley					
4.750% - 2014	250,000	223,135	-	-	-
Var Rt - 2025	-	-	300,000	300,000	294,375
NYSE Euronext					
4.800% - 2013	100,000	101,841	100,000	101,841	108,151
Oracle Corp/Ozark Holding					
5.250% - 2016	150,000	148,927	150,000	148,927	170,210
Pitney Bowes Inc					
4.750% - 2018	200,000	189,806	200,000	189,806	210,284
Principal Life Inc Funding					
5.750% - 2022	300,000	300,000	-	-	-
Procter & Gamble Co					
4.850% - 2015	300,000	288,666	-	-	-
Prudential Financial Inc					
5.750% - 2021	300,000	300,000	300,000	300,000	298,566
6.000% - 2023	150,000	150,000	150,000	150,000	146,336
6.000% - 2031	300,000	300,000	300,000	300,000	293,460
Royal Bank of Canada					
Var Rt - 2020	-	-	400,000	400,000	399,500
SBC Communications Inc					
5.100% - 2014	250,000	236,543	-	-	-
Target Corp					
6.000% - 2016	250,000	252,530	-	-	-
Time Warner Inc					
5.875% - 2016	150,000	145,218	150,000	145,218	169,095
Toyota Motor Credit Corp					
4.500% - 2021	500,000	500,000	-	-	-
Trans-Canada Pipelines					
6.500% - 2018	200,000	202,963	-	-	-
Union Pacific Corp					
5.650% - 2017	200,000	202,606	200,000	202,606	222,866
United Parcel Service					
5.100% - 2021	500,000	500,000	-	-	-
Verizon Communications					
5.500% - 2017	250,000	223,786	-	-	-
Verizon New England Inc					
4.750% - 2013	500,000	496,470	500,000	496,470	532,050

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PART II - ITEM 10c - INVESTMENTS IN BONDS

	Beginning of Year		End of Year		
	Face Value	Cost Basis	Face Value	Cost Basis	Estimated Market Value
Viacom Incorporated					
4.625% - 2018	250,000	231,985	250,000	231,985	249,565
Wal Mart Stores Inc					
4.125% - 2011	500,000	494,730	500,000	494,730	510,005
4.500% - 2015	300,000	291,522	-	-	-
Wells Fargo Bank NA					
5.750% - 2016	250,000	235,498	-	-	-
William Wrigley Jr Company					
4.300% - 2010	200,000	196,142	200,000	196,142	200,000
Total Bonds		\$ <u>20,723,883</u>		\$ <u>15,441,303</u>	\$ <u>15,820,325</u>

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

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE	
			BEN PLAN CONTRIB	EXPENSE ACCOUNT
A.C. LASKE JR. 49 RICHMONDVILLE AVENUE, SUITE 306 WESTPORT, CT 06880	EXEC VP AND DIRECTOR 5.00	29,500.	0.	0.
B.A. AUGUST 49 RICHMONDVILLE AVENUE, SUITE 306 WESTPORT, CT 06880	PRESIDENT AND DIRECTOR 40.00	454,500.	49,000.	0.
K. PAVLICK 49 RICHMONDVILLE AVENUE, SUITE 306 WESTPORT, CT 06880	VICE PRES AND DIRECTOR 5.00	29,500.	0.	0.
R. PATTI 49 RICHMONDVILLE AVENUE, SUITE 306 WESTPORT, CT 06880	VICE PRES/SECRETARY AND DI 5.00	29,500.	0.	0.
P. BARRETT 49 RICHMONDVILLE AVENUE, SUITE 306 WESTPORT, CT 06880	VICE PRES/TREASURER AND DI 5.00	29,500.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		572,500.	49,000.	0.