

Return of Organization Exempt From Income Tax

2007

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

The organization may have to use a copy of this return to satisfy state reporting requirements

A For the 2007 calendar year, or tax year beginning 7/1/2007, and ending 6/30/2008

B Check if applicable:
 Address change
 Name change
 Initial return
 Termination
 Amended return
 Application pending

C Name of organization: **MARION COMMUNITY FOUNDATION**
 Number and street (or P O box if mail is not delivered to street address) Room/suite:
504 S STATE STREET
 City or town State or country ZIP + 4:
MARION OH 43302

D Employer identification number: **31-4446189**

E Telephone number: **740-387-9704**

F Accounting method: Cash Accrual
 Other (specify) ▶

G Website: ▶ **www.marioncommunityfoundation.org**

J Organization type (check only one) 501(c) (3) (insert no) 4947(a)(1) or 527

K Check here if the organization is not a 509(a)(3) supporting organization and its gross receipts are normally not more than \$25,000. A return is not required, but if the organization chooses to file a return, be sure to file a complete return

L Gross receipts Add lines 6b, 8b, 9b, and 10b to line 12 ▶ **2,293,194**

H and I are not applicable to section 527 organizations
H(a) Is this a group return for affiliates? Yes No
H(b) If "Yes," enter number of affiliates ▶
H(c) Are all affiliates included? Yes No (If "No," attach a list. See instructions.)
H(d) Is this a separate return filed by an organization covered by a group ruling? Yes No
I Group Exemption Number ▶

M Check if the organization is not required to attach Sch B (Form 990, 990-EZ, or 990-PF)

Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances (See the instructions.)

Revenue					
1	Contributions, gifts, grants, and similar amounts received				
a	Contributions to donor advised funds	1a	128,490		
b	Direct public support (not included on line 1a)	1b	1,082,443		
c	Indirect public support (not included on line 1a)	1c	0		
d	Government contributions (grants) (not included on line 1a)	1d	0		
e	Total (add lines 1a through 1d) (cash \$ <u>1,210,933</u> noncash \$ <u>0</u>)	1e		1,210,933	
2	Program service revenue including government fees and contracts (from Part VII, line 93)	2		0	
3	Membership dues and assessments	3		0	
4	Interest on savings and temporary cash investments	4		16,931	
5	Dividends and interest from securities	5		418,489	
6a	Gross rents	6a			
b	Less: rental expenses	6b			
c	Net rental income or (loss). Subtract line 6b from line 6a	6c		0	
7	Other investment income (describe ▶)	7		0	
8a	Gross amount from sales of assets other than inventory	(A) Securities		(B) Other	
		640,178	8a	0	
b	Less: cost or other basis and sales expenses	0	8b	0	
c	Gain (or loss) (attach schedule)	640,178	8c	0	
d	Net gain or (loss). Combine lines 8c, columns (A) and (B)		8d	640,178	
9	Special events and activities (attach schedule) If any amount is from gaming, check here <input type="checkbox"/>				
a	Gross revenue (not including \$ contributions reported on line 1b)	9a	0		
b	Less: direct expenses other than fundraising expenses	9b	0		
c	Net income or (loss) from special events. Subtract line 9b from line 9a	9c		0	
10a	Gross sales of inventory, less returns and allowances	10a	0		
b	Less: cost of goods sold	10b	0		
c	Gross profit or (loss) from sales of inventory (attach schedule) Subtract line 10b from line 10a	10c		0	
11	Other revenue (from Part VII, line 103)	11		6,663	
12	Total revenue. Add lines 1e, 2, 3, 4, 5, 6c, 7, 8d, 9c, 10c, and 11	12		2,293,194	
Expenses					
13	Program services (from line 44, column (B))	13		696,226	
14	Management and general (from line 44, column (C))	14		105,250	
15	Fundraising (from line 44, column (D))	15		0	
16	Payments to affiliates (attach schedule)	16		0	
17	Total expenses. Add lines 16 and 44, column (A)	17		801,476	
Net Assets					
18	Excess or (deficit) for the year. Subtract line 17 from line 12	18		1,491,718	
19	Net assets or fund balances at beginning of year (from line 73, column (A))	19		13,853,804	
20	Other changes in net assets or fund balances (attach explanation)	20		-1,438,314	
21	Net assets or fund balances at end of year. Combine lines 18, 19, and 20	21		13,907,208	

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Part II Statement of Functional Expenses

All organizations must complete column (A). Columns (B), (C), and (D) are required for section 501(c)(3) and (4) organizations and section 4947(a)(1) nonexempt charitable trusts but optional for others. (See the instructions.)

Do not include amounts reported on line 6b, 8b, 9b, 10b, or 16 of Part I		(A) Total	(B) Program services	(C) Management and general	(D) Fundraising
22 a	Grants paid from donor advised funds (attach schedule) (cash \$ <u>4,182</u> noncash \$ <u>0</u>) If this amount includes foreign grants, check here <input type="checkbox"/>	4,182	4,182		
22 b	Other grants and allocations (attach schedule) (cash \$ <u>376,294</u> noncash \$ <u>0</u>) If this amount includes foreign grants, check here <input type="checkbox"/>	376,294	376,294		
23	Specific assistance to individuals (attach schedule)	0	0		
24	Benefits paid to or for members (attach schedule)	0	0		
25 a	Compensation of current officers, directors, key employees, etc. listed in Part V-A	73,765	55,324	18,441	0
b	Compensation of former officers, directors, key employees, etc. listed in Part V-B	0	0	0	0
c	Compensation and other distributions, not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)	0	0	0	0
26	Salaries and wages of employees not included on lines 25a, b, and c	32,277	24,208	8,069	
27	Pension plan contributions not included on lines 25a, b, and c	3,383	2,537	846	
28	Employee benefits not included on lines 25a - 27	11,256	8,442	2,814	
29	Payroll taxes	8,299	6,225	2,074	
30	Professional fundraising fees	0			
31	Accounting fees	31,297	23,473	7,824	
32	Legal fees	0			
33	Supplies	4,192	3,144	1,048	
34	Telephone	2,707	2,030	677	
35	Postage and shipping	545	409	136	
36	Occupancy	16,559	12,419	4,140	
37	Equipment rental and maintenance	0			
38	Printing and publications	3,795	2,846	949	
39	Travel	2,645	1,984	661	
40	Conferences, conventions, and meetings	3,655	2,741	914	
41	Interest	0			
42	Depreciation, depletion, etc. (attach schedule)	1,808	1,356	452	0
43	Other expenses not covered above (itemize):				
a	Dues	4,348	3,261	1,087	0
b	Marketing	53,455	40,091	13,364	0
c	Insurance	8,176	6,132	2,044	0
d	Other Misc	1,315	986	329	0
e	Investment Fees	157,523	118,142	39,381	0
f		0	0	0	0
g		0	0	0	0
44	Total functional expenses. Add lines 22a through 43g. (Organizations completing columns (B)-(D), carry these totals to lines 13-15)	801,476	696,226	105,250	0

Joint Costs. Check if you are following SOP 98-2

Are any joint costs from a combined educational campaign and fundraising solicitation reported in (B) Program services? Yes No
 If "Yes," enter (i) the aggregate amount of these joint costs \$ 0, (ii) the amount allocated to Program services \$ _____,
 (iii) the amount allocated to Management and general \$ _____, and (iv) the amount allocated to Fundraising \$ _____

Part III Statement of Program Service Accomplishments (See the instructions.)

Form 990 is available for public inspection and, for some people, serves as the primary or sole source of information about a particular organization. How the public perceives an organization in such cases may be determined by the information presented on its return. Therefore, please make sure the return is complete and accurate and fully describes, in Part III, the organization's programs and accomplishments.

What is the organization's primary exempt purpose? ► <u>SEE ATTACHED STATEMENT</u> All organizations must describe their exempt purpose achievements in a clear and concise manner. State the number of clients served, publications issued, etc. Discuss achievements that are not measurable (Section 501(c)(3) and (4) organizations and 4947(a)(1) nonexempt charitable trusts must also enter the amount of grants and allocations to others.)	Program Service Expenses (Required for 501(c)(3) and (4) orgs, and 4947(a)(1) trusts, but optional for others.)
a <u>see attached statement</u> (Grants and allocations \$ 0) If this amount includes foreign grants, check here ► <input type="checkbox"/>	696,226
b (Grants and allocations \$ 0) If this amount includes foreign grants, check here ► <input type="checkbox"/>	0
c (Grants and allocations \$ 0) If this amount includes foreign grants, check here ► <input type="checkbox"/>	0
d (Grants and allocations \$ 0) If this amount includes foreign grants, check here ► <input type="checkbox"/>	0
e Other program services (attach schedule) (Grants and allocations \$ 0) If this amount includes foreign grants, check here ► <input type="checkbox"/>	0
f Total of Program Service Expenses (should equal line 44, column (B), Program services) ►	696,226

Part IV Balance Sheets (See the instructions.)

Note: Where required, attached schedules and amounts within the description column should be for end-of-year amounts only.

		(A)		(B)	
		Beginning of year		End of year	
Assets	45 Cash—non-interest-bearing		370,692	45	955,394
	46 Savings and temporary cash investments			46	
	47 a Accounts receivable	47a	0		
	b Less: allowance for doubtful accounts	47b	0	0	47c 0
	48 a Pledges receivable	48a	0		
	b Less: allowance for doubtful accounts	48b	0	0	48c 0
	49 Grants receivable				49
	50 a Receivables from current and former officers, directors, trustees, and key employees (attach schedule)		0	50a	0
	b Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) (attach schedule)			50b	
	51 a Other notes and loans receivable (attach schedule)	51a	0		
	b Less: allowance for doubtful accounts	51b	0	0	51c 0
	52 Inventories for sale or use			52	
	53 Prepaid expenses and deferred charges		6,009	53	5,387
	54 a Investments—publicly-traded securities.	<input type="checkbox"/> Cost <input checked="" type="checkbox"/> FMV	14,724,543	54a	14,153,618
	b Investments—other securities (attach schedule)	<input type="checkbox"/> Cost <input type="checkbox"/> FMV	0	54b	0
	55 a Investments—land, buildings, and equipment: basis	55a	0		
	b Less: accumulated depreciation (attach schedule)	55b	0	0	55c 0
	56 Investments—other (attach schedule)		0	56	0
	57 a Land, buildings, and equipment basis	57a	18,489		
b Less: accumulated depreciation (attach schedule)	57b	13,188	7,109	57c 5,301	
58 Other assets, including program-related investments (describe _____)		0	58	0	
59 Total assets (must equal line 74) Add lines 45 through 58		15,108,353	59	15,119,700	
Liabilities	60 Accounts payable and accrued expenses		6,379	60	5,876
	61 Grants payable		344,510	61	299,264
	62 Deferred revenue			62	
	63 Loans from officers, directors, trustees, and key employees (attach schedule)		0	63	0
	64 a Tax-exempt bond liabilities (attach schedule)		0	64a	0
	b Mortgages and other notes payable (attach schedule)		0	64b	0
	65 Other liabilities (describe <input type="checkbox"/> Agency Liabilities _____)		903,660	65	907,352
66 Total liabilities. Add lines 60 through 65		1,254,549	66	1,212,492	
Net Assets or Fund Balances	Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 67 through 69 and lines 73 and 74				
	67 Unrestricted		13,853,804	67	13,907,208
	68 Temporarily restricted			68	
	69 Permanently restricted			69	
	Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 70 through 74				
	70 Capital stock, trust principal, or current funds			70	
	71 Paid-in or capital surplus, or land, building, and equipment fund			71	
	72 Retained earnings, endowment, accumulated income, or other funds			72	
	73 Total net assets or fund balances. Add lines 67 through 69 or lines 70 through 72. (Column (A) must equal line 19 and column (B) must equal line 21).		13,853,804	73	13,907,208
	74 Total liabilities and net assets/fund balances. Add lines 66 and 73		15,108,353	74	15,119,700

Part IV-A Reconciliation of Revenue per Audited Financial Statements With Revenue per Return (See the instructions.)

a	Total revenue, gains, and other support per audited financial statements		a	2,293,190
b	Amounts included on line a but not on Part I, line 12			
1	Net unrealized gains on investments	b1		
2	Donated services and use of facilities	b2		
3	Recoveries of prior year grants	b3		
4	Other (specify):	b4	0	
	Add lines b1 through b4		b	0
c	Subtract line b from line a		c	2,293,190
d	Amounts included on Part I, line 12, but not on line a:			
1	Investment expenses not included on Part I, line 6b	d1		
2	Other (specify):	d2	0	
	Add lines d1 and d2		d	0
e	Total revenue (Part I, line 12). Add lines c and d.		e	2,293,190

Part IV-B Reconciliation of Expenses per Audited Financial Statements With Expenses per Return

a	Total expenses and losses per audited financial statements		a	2,239,786
b	Amounts included on line a but not on Part I, line 17.			
1	Donated services and use of facilities	b1		
2	Prior year adjustments reported on Part I, line 20	b2		
3	Losses reported on Part I, line 20	b3	1,438,314	
4	Other (specify):	b4	0	
	Add lines b1 through b4		b	1,438,314
c	Subtract line b from line a		c	801,472
d	Amounts included on Part I, line 17, but not on line a:			
1	Investment expenses not included on Part I, line 6b	d1		
2	Other (specify):	d2	0	
	Add lines d1 and d2		d	0
e	Total expenses (Part I, line 17) Add lines c and d.		e	801,472

Part V-A Current Officers, Directors, Trustees, and Key Employees (List each person who was an officer, director, trustee, or key employee at any time during the year even if they were not compensated.) (See the 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 & deferred compensation plans	(E) Expense account and other allowances
Name Bradley Bebout str 504 S. State Street City Marion ST OH ZIP 43302	Title Pres Hr/WK 40	73,765	4,907	0
Name Rex Parrott str 504 S. State Street City Marion ST OH ZIP 43302	Title Trustee Hr/WK 1	0	0	0
Name Pamela Hall str 504 S. State Street City Marion ST OH ZIP 43302	Title Trustee Hr/WK 1	0	0	0
Name Tom Johnston str 504 S. State Street City Marion ST OH ZIP 43302	Title Trustee Hr/WK 1	0	0	0
Name Phyllis Butterworth str 504 S. State Street City Marion ST OH ZIP 43302	Title Trustee Hr/WK 1	0	0	0
Name Lenora Mayes str 504 S. State Street City Marion ST OH ZIP 43302	Title Trustee Hr/WK 1	0	0	0
Name Anne Davy str 504 S. State Street City Marion ST OH ZIP 43302	Title Trustee Hr/WK 1	0	0	0
Name Dr. Henry Heinzma str 504 S. State Street City Marion ST OH ZIP 43302	Title Trustee Hr/WK 1	0	0	0
Name Fran Voll str 504 S. State Street City Marion ST OH ZIP 43302	Title Trustee Hr/WK 1	0	0	0
Name Dr. Scott Yancey str 504 S. State Street City Marion ST OH ZIP 43302	Title Trustee Hr/WK 1	0	0	0

Part V-A Current Officers, Directors, Trustees, and Key Employees (continued)		Yes	No
75 a	Enter the total number of officers, directors, and trustees permitted to vote on organization business at board meetings ▶ 15		
b	Are any officers, directors, trustees, or key employees listed in Form 990, Part V-A, or highest compensated employees listed in Schedule A, Part I, or highest compensated professional and other independent contractors listed in Schedule A, Part II-A or II-B, related to each other through family or business relationships? If "Yes," attach a statement that identifies the individuals and explains the relationship(s)	75b	X
c	Do any officers, directors, trustees, or key employees listed in Form 990, Part V-A, or highest compensated employees listed in Schedule A, Part I, or highest compensated professional and other independent contractors listed in Schedule A, Part II-A or II-B, receive compensation from any other organizations, whether tax exempt or taxable, that are related to the organization? See the instructions for the definition of "related organization" ▶ If "Yes," attach a statement that includes the information described in the instructions.	75c	X
d	Does the organization have a written conflict of interest policy?	75d	X

Part V-B Former Officers, Directors, Trustees, and Key Employees That Received Compensation or Other Benefits (If any former officer, director, trustee, or key employee received compensation or other benefits (described below) during the year, list that person below and enter the amount of compensation or other benefits in the appropriate column. See the instructions)

(A) Name and address	(B) Loans and Advances	(C) Compensation (if not paid, enter -0-)	(D) Contributions to employee benefit plans & deferred compensation plans	(E) Expense account and other allowances
Name <u>N/A</u> Str City <u>ST</u> ZIP				
Name <u>N/A</u> Str City <u>ST</u> ZIP				
Name <u>N/A</u> Str City <u>ST</u> ZIP				
Name <u>N/A</u> Str City <u>ST</u> ZIP				
Name <u>N/A</u> Str City <u>ST</u> ZIP				
Name <u>N/A</u> Str City <u>ST</u> ZIP				
Name <u>N/A</u> Str City <u>ST</u> ZIP				
Name <u>N/A</u> Str City <u>ST</u> ZIP				
Name <u>N/A</u> Str City <u>ST</u> ZIP				
Name <u>N/A</u> Str City <u>ST</u> ZIP				

Part VI Other Information (See the instructions)		Yes	No
76	Did the organization make a change in its activities or methods of conducting activities? If "Yes," attach a detailed statement of each change	76	X
77	Were any changes made in the organizing or governing documents but not reported to the IRS? If "Yes," attach a conformed copy of the changes.	77	X
78 a	Did the organization have unrelated business gross income of \$1,000 or more during the year covered by this return?	78a	X
b	If "Yes," has it filed a tax return on Form 990-T for this year?	78b	N/A
79	Was there a liquidation, dissolution, termination, or substantial contraction during the year? If "Yes," attach a statement	79	X
80 a	Is the organization related (other than by association with a statewide or nationwide organization) through common membership, governing bodies, trustees, officers, etc , to any other exempt or nonexempt organization?	80a	X
b	If "Yes," enter the name of the organization ▶ and check whether it is <input type="checkbox"/> exempt or <input type="checkbox"/> nonexempt		
81 a	Enter direct and indirect political expenditures (See line 81 instructions) ▶ 81a		
b	Did the organization file Form 1120-POL for this year?	81b	X

Part VI Other Information (continued)

		Yes	No
82 a	Did the organization receive donated services or the use of materials, equipment, or facilities at no charge or at substantially less than fair rental value?		X
b	If "Yes," you may indicate the value of these items here. Do not include this amount as revenue in Part I or as an expense in Part II (See instructions in Part III.)		
	82b N/A		
83 a	Did the organization comply with the public inspection requirements for returns and exemption applications?	X	
b	Did the organization comply with the disclosure requirements relating to <i>quid pro quo</i> contributions?	X	
84 a	Did the organization solicit any contributions or gifts that were not tax deductible?		X
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		
	84b N/A		
85	501(c)(4), (5), or (6). Were substantially all dues nondeductible by members?		
b	Did the organization make only in-house lobbying expenditures of \$2,000 or less? If "Yes" was answered to either 85a or 85b, do not complete 85c through 85h below unless the organization received a waiver for proxy tax owed for the prior year		X
c	Dues, assessments, and similar amounts from members		
	85c N/A		
d	Section 162(e) lobbying and political expenditures		
	85d N/A		
e	Aggregate nondeductible amount of section 6033(e)(1)(A) dues notices		
	85e N/A		
f	Taxable amount of lobbying and political expenditures (line 85d less 85e)		
	85f N/A		
g	Does the organization elect to pay the section 6033(e) tax on the amount on line 85f?	N/A	
h	If section 6033(e)(1)(A) dues notices were sent, does the organization agree to add the amount on line 85f to its reasonable estimate of dues allocable to nondeductible lobbying and political expenditures for the following tax year?		
	85h N/A		
86	501(c)(7) orgs. Enter: a Initiation fees and capital contributions included on line 12		
	86a		
b	Gross receipts, included on line 12, for public use of club facilities		
	86b		
87	501(c)(12) orgs. Enter: a Gross income from members or shareholders		
	87a		
b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.)		
	87b		
88 a	At any time during the year, did the organization own a 50% or greater interest in a taxable corporation or partnership, or an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? If "Yes," complete Part IX		X
b	At any time during the year, did the organization, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," complete Part XI		X
89 a	501(c)(3) organizations. Enter: Amount of tax imposed on the organization during the year under section 4911 ▶ N/A ; section 4912 ▶ N/A , section 4955 ▶ N/A		
b	501(c)(3) and 501(c)(4) orgs. Did the organization engage in any section 4958 excess benefit transaction during the year or did it become aware of an excess benefit transaction from a prior year? If "Yes," attach a statement explaining each transaction		X
c	Enter: Amount of tax imposed on the organization managers or disqualified persons during the year under sections 4912, 4955, and 4958 ▶		
d	Enter: Amount of tax on line 89c, above, reimbursed by the organization ▶ N/A		
e	All organizations. At any time during the tax year, was the organization a party to a prohibited tax shelter transaction?		X
f	All organizations. Did the organization acquire a direct or indirect interest in any applicable insurance contract?		X
g	For supporting organizations and sponsoring organizations maintaining donor advised funds. Did the supporting organization, or a fund maintained by a sponsoring organization, have excess business holdings at any time during the year?		
	89g N/A		
90 a	List the states with which a copy of this return is filed ▶ OH		
b	Number of employees employed in the pay period that includes March 12, 2007 (See instructions.)	90b	2
91 a	The books are in care of ▶ Name BRADLEY BEBOUT Telephone no. ▶ 740-387-9704 Located at ▶ 504 S STATE STREET City MARION ST OH ZIP + 4 ▶ 43302		
b	At any time during the calendar year, did the organization have an interest in or a signature or other authority over a financial account in a foreign country (such as a bank account, securities account, or other financial account)? If "Yes," enter the name of the foreign country ▶ See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts	91b	X

Part VI Other Information (continued)

Yes No

c At any time during the calendar year, did the organization maintain an office outside of the United States? 91c Yes No X

92 Section 4947(a)(1) nonexempt charitable trusts filing Form 990 in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the tax year 92 N/A

Part VII Analysis of Income-Producing Activities (See the instructions.)

Note: Enter gross amounts unless otherwise indicated.

Table with 5 main columns: (A) Business code, (B) Amount, (C) Exclusion code, (D) Amount, (E) Related or exempt function income. Rows include Program service revenue, Membership dues and assessments, Interest on savings and temporary cash investments, Dividends and interest from securities, Net rental income or (loss) from real estate, Gain or (loss) from sales of assets other than inventory, etc.

Note: Line 105 plus line 1e, Part I, should equal the amount on line 12, Part I

Part VIII Relationship of Activities to the Accomplishment of Exempt Purposes (See the instructions.)

Table with 2 columns: Line No., Explain how each activity for which income is reported in column (E) of Part VII contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes)

Part IX Information Regarding Taxable Subsidiaries and Disregarded Entities (See the instructions.)

Table with 5 columns: (A) Name, address, and EIN of corporation, partnership, or disregarded entity; (B) Percentage of ownership interest; (C) Nature of activities; (D) Total income; (E) End-of-year assets

Part X Information Regarding Transfers Associated with Personal Benefit Contracts (See the instructions.)

(a) Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No X
(b) Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No X

Note: If "Yes" to (b), file Form 8870 and Form 4720 (see instructions)

Part XI Information Regarding Transfers To and From Controlled Entities. Complete only if the organization is a controlling organization as defined in section 512(b)(13).

106 Did the reporting organization make any transfers to a controlled entity as defined in section 512(b)(13) of the Code? If "Yes," complete the schedule below for each controlled entity

Yes	No
	X

	(A) Name, address, of each controlled entity	(B) Employer Identification Number	(C) Description of transfer	(D) Amount of transfer
a			
b			
c			
Totals				0

107 Did the reporting organization receive any transfers from a controlled entity as defined in section 512(b)(13) of the Code? If "Yes," complete the schedule below for each controlled entity

Yes	No
	X

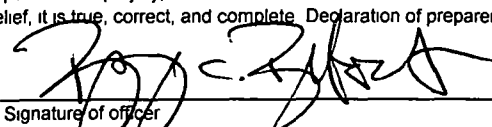
	(A) Name, address, of each controlled entity	(B) Employer Identification Number	(C) Description of transfer	(D) Amount of transfer
a			
b			
c			
Totals				0

108 Did the organization have a binding written contract in effect on August 17, 2006, covering the interest, rents, royalties, and annuities described in question 107 above?


Yes	No
	X

Please Sign Here

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 officer) is based on all information of which preparer has any knowledge.

 102/05/09
 Signature of officer Date

BRADLEY C. BEBOUT, PRESIDENT/CEO
 Type or print name and title

Paid Preparer's Use Only	Preparer's signature  DIANE MAULT	Date 2/3/2009	Check if self-employed <input type="checkbox"/>	Preparer's SSN or PTIN (See Gen Inst X) P00238265
	Firm's name (or yours if self-employed), address, and ZIP + 4 DLM & ASSOCIATES 2705 MARION WALDO RD, MARION, OH 43302	EIN 31-1026695	Phone no (740) 389-2435	

SCHEDULE A
(Form 990 or 990-EZ)

Organization Exempt Under Section 501(c)(3)

(Except Private Foundation) and Section 501(e), 501(f), 501(k), 501(n),
or 4947(a)(1) Nonexempt Charitable Trust

OMB No 1545-0047

2007

Department of the Treasury
Internal Revenue Service

Supplementary Information—(See separate instructions.)
▶ **MUST be completed by the above organizations and attached to their Form 990 or 990-EZ**

Name of the organization

MARION COMMUNITY FOUNDATION

Employer identification number

31-4446189

Part I Compensation of the Five Highest Paid Employees Other Than Officers, Directors, and Trustees

(See page 1 of the instructions. List each one. If there are 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 & deferred compensation	(e) Expense account and other allowances
NONE				
Total number of other employees paid over \$50,000 ▶		0		

Part II-A Compensation of the Five Highest Paid Independent Contractors for Professional Services

(See page 2 of the instructions. List each one (whether individuals or firms). If there are none, enter "None.")

(a) Name and address of each independent contractor paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services ▶		0

Part II-B Compensation of the Five Highest Paid Independent Contractors for Other Services

(List each contractor who performed services other than professional services, whether individuals or firms. If there are none, enter "None." See page 2 of the instructions.)

(a) Name and address of each independent contractor paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of other contractors receiving over \$50,000 for other services ▶		0

For Paperwork Reduction Act Notice, see the Instructions for Form 990 and Form 990-EZ.

Schedule A (Form 990 or 990-EZ) 2007

Part III Statements About Activities (See page 2 of the instructions.)

	Yes	No
<p>1 During the year, has the organization attempted to influence national, state, or local legislation, including any attempt to influence public opinion on a legislative matter or referendum? If "Yes," enter the total expenses paid or incurred in connection with the lobbying activities ► \$ _____ (Must equal amounts on line 38, Part VI-A, or line i of Part VI-B).</p> <p>Organizations that made an election under section 501(h) by filing Form 5768 must complete Part VI-A. Other organizations checking "Yes" must complete Part VI-B AND attach a statement giving a detailed description of the lobbying activities.</p>		X
<p>2 During the year, has the organization, either directly or indirectly, engaged in any of the following acts with any substantial contributors, trustees, directors, officers, creators, key employees, or members of their families, or with any taxable organization with which any such person is affiliated as an officer, director, trustee, majority owner, or principal beneficiary? (If the answer to any question is "Yes," attach a detailed statement explaining the transactions.)</p>		
<p>a Sale, exchange, or leasing of property?</p>		X
<p>b Lending of money or other extension of credit?</p>		X
<p>c Furnishing of goods, services, or facilities?</p>		X
<p>d Payment of compensation (or payment or reimbursement of expenses if more than \$1,000)?</p>		X
<p>e Transfer of any part of its income or assets?</p>		X
<p>3 a Did the organization make grants for scholarships, fellowships, student loans, etc.? (If "Yes," attach an explanation of how the organization determines that recipients qualify to receive payments.)</p>	X	
<p>b Did the organization have a section 403(b) annuity plan for its employees?</p>		X
<p>c Did the organization receive or hold an easement for conservation purposes, including easements to preserve open space, the environment, historic land areas or historic structures? If "Yes," attach a detailed statement.</p>		X
<p>d Did the organization provide credit counseling, debt management, credit repair, or debt negotiation services?</p>		X
<p>4 a Did the organization maintain any donor advised funds? If "Yes," complete lines 4b through 4g. If "No," complete lines 4f and 4g.</p>	X	
<p>b Did the organization make any taxable distributions under section 4966?</p>		X
<p>c Did the organization make a distribution to a donor, donor advisor, or related person?</p>		X
<p>d Enter the total number of donor advised funds owned at the end of the tax year ► _____</p>		11
<p>e Enter the aggregate value of assets held in all donor advised funds owned at the end of the tax year ► _____</p>		390,396
<p>f Enter the total number of separate funds or accounts owned at the end of the tax year (excluding donor advised funds included on line 4d) where donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts ► _____</p>		none
<p>g Enter the aggregate value of assets held in all funds or accounts included on line 4f at the end of the tax year ► _____</p>		0

Part IV Reason for Non-Private Foundation Status (See pages 4 through 8 of the instructions.)

I certify that the organization is not a private foundation because it is (Please check only ONE applicable box)

- 5 A church, convention of churches, or association of churches Section 170(b)(1)(A)(i)
- 6 A school Section 170(b)(1)(A)(ii) (Also complete Part V)
- 7 A hospital or a cooperative hospital service organization Section 170(b)(1)(A)(iii)
- 8 A federal, state, or local government or governmental unit Section 170(b)(1)(A)(v)
- 9 A medical research organization operated in conjunction with a hospital Section 170(b)(1)(A)(iii) Enter the hospital's name, city, and state City ST Country
- 10 An organization operated for the benefit of a college or university owned or operated by a governmental unit Section 170(b)(1)(A)(iv) (Also complete the **Support Schedule** in Part IV-A)
- 11 a An organization that normally receives a substantial part of its support from a governmental unit or from the general public Section 170(b)(1)(A)(vi) (Also complete the **Support Schedule** in Part IV-A)
- 11 b A community trust Section 170(b)(1)(A)(vi) (Also complete the **Support Schedule** in Part IV-A)
- 12 An organization that normally receives (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its charitable, etc., functions—subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975 See section 509(a)(2) (Also complete the **Support Schedule** in Part IV-A)
- 13 An organization that is not controlled by any disqualified persons (other than foundation managers) and otherwise meets the requirements of section 509(a)(3) Check the box that describes the type of supporting organization
 Type I Type II Type III-Functionally Integrated Type III-Other

Provide the following information about the supported organizations. (See page 8 of the instructions.)

(a) Name(s) of supported organization(s)	(b) Employer identification number (EIN)	(c) Type of organization (described in lines 5 through 12 above or IRC section)	(d) Is the supported organization listed in the supporting organization's governing documents?		(e) Amount of support
			Yes	No	
					0
					0
					0
					0
					0
					0
Total					0

- 14 An organization organized and operated to test for public safety Section 509(a)(4) (See page 8 of the instructions)

Part IV-A Support Schedule (Complete only if you checked a box on line 10, 11, or 12.) *Use cash method of accounting.*

Note: You may use the worksheet in the instructions for converting from the accrual to the cash method of accounting.

Calendar year (or fiscal year beginning in)	(a) 2006	(b) 2005	(c) 2004	(d) 2003	(e) Total
15 Gifts, grants, and contributions received (Do not include unusual grants See line 28)	287,593	269,547	592,978	405,680	1,555,798
16 Membership fees received					0
17 Gross receipts from admissions, merchandise sold or services performed, or furnishing of facilities in any activity that is related to the organization's charitable, etc., purpose					0
18 Gross income from interest, dividends, amounts received from payments on securities loans (section 512(a)(5)), rents, royalties, income from similar sources, and unrelated business taxable income (less section 511 taxes) from businesses acquired by the organization after June 30, 1975	401,839	364,466	360,925	325,284	1,452,514
19 Net income from unrelated business activities not included in line 18					0
20 Tax revenues levied for the organization's benefit and either paid to it or expended on its behalf					0
21 The value of services or facilities furnished to the organization by a governmental unit without charge Do not include the value of services or facilities generally furnished to the public without charge					0
22 Other income. Attach a schedule Do not include gain or (loss) from sale of capital assets	3,974	1,569	7,655	141,648	154,846
23 Total of lines 15 through 22	693,406	635,582	961,558	872,612	3,163,158
24 Line 23 minus line 17	693,406	635,582	961,558	872,612	3,163,158
25 Enter 1% of line 23	6,934	6,356	9,616	8,726	
26 Organizations described on lines 10 or 11:	a Enter 2% of amount in column (e), line 24				26a 63,263
b Prepare a list for your records to show the name of and amount contributed by each person (other than a governmental unit or publicly supported organization) whose total gifts for 2003 through 2006 exceeded the amount shown in line 26a Do not file this list with your return. Enter the total of all these excess amounts					26b
c Total support for section 509(a)(1) test Enter line 24, column (e)					26c 3,163,158
d Add Amounts from column (e) for lines 18 <u>1,452,514</u> 19 _____					26d 1,607,360
22 <u>154,846</u> 26b _____					26e 1,555,798
e Public support (line 26c minus line 26d total)					26e 1,555,798
f Public support percentage (line 26e (numerator) divided by line 26c (denominator))					26f 49.18%
27 Organizations described on line 12:	a For amounts included in lines 15, 16, and 17 that were received from a "disqualified person," prepare a list for your records to show the name of, and total amounts received in each year from, each "disqualified person " Do not file this list with your return. Enter the sum of such amounts for each year				
(2006) _____ (2005) _____ (2004) _____ (2003) _____					
b For any amount included in line 17 that was received from each person (other than "disqualified persons"), prepare a list for your records to show the name of, and amount received for each year, that was more than the larger of (1) the amount on line 25 for the year or (2) \$5,000 (Include in the list organizations described in lines 5 through 11b, as well as individuals) Do not file this list with your return. After computing the difference between the amount received and the larger amount described in (1) or (2), enter the sum of these differences (the excess amounts) for each year					
(2006) _____ (2005) _____ (2004) _____ (2003) _____					
c Add Amounts from column (e) for lines 15 _____ 16 _____					27c 0
17 _____ 20 _____ and line 27b total _____					27d 0
d Add Line 27a total _____ and line 27b total _____					27e 0
e Public support (line 27c total minus line 27d total)					
f Total support for section 509(a)(2) test Enter amount from line 23, column (e)					27f
g Public support percentage (line 27e (numerator) divided by line 27f (denominator))					27g 0.00%
h Investment income percentage (line 18, column (e) (numerator) divided by line 27f (denominator))					27h 0.00%
28 Unusual Grants: For an organization described in line 10, 11, or 12 that received any unusual grants during 2003 through 2006, prepare a list for your records to show, for each year, the name of the contributor, the date and amount of the grant, and a brief description of the nature of the grant Do not file this list with your return. Do not include these grants in line 15					

Part V Private School Questionnaire (See page 9 of the instructions)
(To be completed ONLY by schools that checked the box on line 6 in Part IV)

	Yes	No
29 Does the organization have a racially nondiscriminatory policy toward students by statement in its charter, bylaws, other governing instrument, or in a resolution of its governing body?		
30 Does the organization include a statement of its racially nondiscriminatory policy toward students in all its brochures, catalogues, and other written communications with the public dealing with student admissions, programs, and scholarships?		
31 Has the organization publicized its racially nondiscriminatory policy through newspaper or broadcast media during the period of solicitation for students, or during the registration period if it has no solicitation program, in a way that makes the policy known to all parts of the general community it serves? If "Yes," please describe, if "No," please explain (If you need more space, attach a separate statement) ----- ----- -----		
32 Does the organization maintain the following		
a Records indicating the racial composition of the student body, faculty, and administrative staff?		
b Records documenting that scholarships and other financial assistance are awarded on a racially nondiscriminatory basis?		
c Copies of all catalogues, brochures, announcements, and other written communications to the public dealing with student admissions, programs, and scholarships?		
d Copies of all material used by the organization or on its behalf to solicit contributions? If you answered "No" to any of the above, please explain (If you need more space, attach a separate statement) ----- -----		
33 Does the organization discriminate by race in any way with respect to		
a Students' rights or privileges?		
b Admissions policies?		
c Employment of faculty or administrative staff?		
d Scholarships or other financial assistance?		
e Educational policies?		
f Use of facilities?		
g Athletic programs?		
h Other extracurricular activities? If you answered "Yes" to any of the above, please explain (If you need more space, attach a separate statement) ----- -----		
34 a Does the organization receive any financial aid or assistance from a governmental agency?		
b Has the organization's right to such aid ever been revoked or suspended? If you answered "Yes" to either 34a or b, please explain using an attached statement		
35 Does the organization certify that it has complied with the applicable requirements of sections 4 01 through 4 05 of Rev Proc 75-50, 1975-2 C B 587, covering racial nondiscrimination? If "No," attach an explanation		

Part VI-A Lobbying Expenditures by Electing Public Charities (See page 11 of the instructions.)
(To be completed **ONLY** by an eligible organization that filed Form 5768)

Check **a** if the organization belongs to an affiliated group Check **b** if you checked "a" and "limited control" provisions apply.

Limits on Lobbying Expenditures

(The term "expenditures" means amounts paid or incurred)

	(a) Affiliated group totals	(b) To be completed for all electing organizations
36 Total lobbying expenditures to influence public opinion (grassroots lobbying)	36	
37 Total lobbying expenditures to influence a legislative body (direct lobbying)	37	
38 Total lobbying expenditures (add lines 36 and 37)	38 0	0
39 Other exempt purpose expenditures	39	
40 Total exempt purpose expenditures (add lines 38 and 39)	40 0	0
41 Lobbying nontaxable amount Enter the amount from the following table— If the amount on line 40 is— The lobbying nontaxable amount is— Not over \$500,000 20% of the amount on line 40 Over \$500,000 but not over \$1,000,000 \$100,000 plus 15% of the excess over \$500,000 Over \$1,000,000 but not over \$1,500,000 \$175,000 plus 10% of the excess over \$1,000,000 Over \$1,500,000 but not over \$17,000,000 \$225,000 plus 5% of the excess over \$1,500,000 Over \$17,000,000 \$1,000,000	41	
42 Grassroots nontaxable amount (enter 25% of line 41)	42 0	0
43 Subtract line 42 from line 36 Enter -0- if line 42 is more than line 36	43 0	0
44 Subtract line 41 from line 38 Enter -0- if line 41 is more than line 38	44 0	0

Caution: If there is an amount on either line 43 or line 44, you must file Form 4720

4-Year Averaging Period Under Section 501(h)

(Some organizations that made a section 501(h) election do not have to complete all of the five columns below
See the instructions for lines 45 through 50 on page 13 of the instructions)

Calendar year (or fiscal year beginning in) ▶	Lobbying Expenditures During 4-Year Averaging Period				
	(a) 2007	(b) 2006	(c) 2005	(d) 2004	(e) Total
45 Lobbying nontaxable amount					0
46 Lobbying ceiling amount (150% of line 45(e))					0
47 Total lobbying expenditures					0
48 Grassroots nontaxable amount					0
49 Grassroots ceiling amount (150% of line 48(e))					0
50 Grassroots lobbying expenditures					0

Part VI-B Lobbying Activity by Nonelecting Public Charities

(For reporting only by organizations that did not complete Part VI-A) (See page 14 of the instructions.)

During the year, did the organization attempt to influence national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of

- a Volunteers
- b Paid staff or management (Include compensation in expenses reported on lines c through h.)
- c Media advertisements
- d Mailings to members, legislators, or the public
- e Publications, or published or broadcast statements
- f Grants to other organizations for lobbying purposes
- g Direct contact with legislators, their staffs, government officials, or a legislative body
- h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any other means
- i Total lobbying expenditures (Add lines c through h.)

If "Yes" to any of the above, also attach a statement giving a detailed description of the lobbying activities

Yes	No	Amount
	X	
	X	
	X	
	X	
	X	
	X	
	X	
	X	
		0

Part VII, Line 103 (990) - Other Revenue

	Unrelated business income		Excluded by section 512, 513, or 514		
	(A) Business code	(B) Amount	(C) Exclusion code	(D) Amount	(E) Related or exempt function income
Other Revenue Description					
a					
b			01	1,670	
c			01	4,993	
d					
e					
f					
g					
h					
i					
j					
k					
l					
m					
n					
o					
p					
q					
r					
s					
t					
u					
v					
w					
x					
y					
z					

Part IV-A, Line 22 (Sch A (990/990-EZ)) - Other Income

Description	(a) 2006	(b) 2005	(c) 2004	(d) 2003	(e) Total
1 Income from discontinued services	3,974	1,569	7,655	141,648	154,846
2					0
3					0
4					0
5					0
6					0
7					0
8					0
9					0
10					0
Total of Other Income	3,974	1,569	7,655	141,648	154,846

SCHEDULE A PART 111 – STATEMENT OF ACTIVITIES
QUESTION 3a

We have established regular grant and scholarship cycles.

All those interested in applying for a grant or scholarships are invited to fill out our applications and submit on a date sensitive time line.

The applications are then reviewed by grant and scholarship committees and awards are made based upon the applicants' qualifications pertinent to the grant and scholarship conditions.

ATTACHMENT

Form 990
Marion Community Foundation

Part 111

Marion Community Foundation ("Foundation") makes grants only to 501(c) (3) or equivalent organizations. The Foundation conducts a grant application process administered and monitored by the Foundation's Grants Committee. Grants from the individual component funds are made in accordance with the charitable mission and purpose of the fund. The Foundation's Board of Trustees decides all grants.

The Foundation also has a scholarship program that is administered and monitored by the Foundation's Scholarship Committee. Scholarships are awarded based upon the criteria of the individual scholarship funds. Scholarship recipients must be registered to attend an accredited college or university, which normally maintains a regular faculty and curriculum and normally has a regularly enrolled body of pupils or students in attendance at the place where its educational activities are regularly carried on for a course of study that will prepare them for a career. Scholarship award payments are made directly to the college or university. The Foundation's Board of Trustees decides all scholarship awards. Scholarships are not awarded to members of the Foundation's Board of Trustees, Foundation's employees, or close relatives of either group. The Foundation does not consider scholarship applicants' race, age, religion, sex, national origin, ethnicity or disabilities.

ORGANIZATION'S PRIMARY EXEMPT PURPOSE:

The Marion Community Foundation is organized exclusively for charitable, scientific, literary, and educational purposes, including the making of distributions for such purposes. The Foundation shall neither exercise any powers nor conduct any activities which are prohibited to a corporation exempt from federal income tax under Section 501c(3) of the Internal Revenue Code.

PART III – STATEMENT OF PROGRAM SERVICE ACCOMPLISHMENTS

The Marion Community Foundation is dedicated to enhancing the quality of life for the greater Marion area through fostering philanthropy consistent with community values by providing a vehicle for planned giving through acceptance, management and distribution of endowed funds in accordance with the wishes of our donors.

More than 40 scholarships were granted this year, along with 20 competitive grants, and over 10 discretionary and non-discretionary grants.

We serve the entire county as a leader and convener of various community projects.

We issue a quarterly newsletter and other periodic mailings. We provide the public on continual basis news of our organization and opportunities available. Our website is available for public access.

PART IV LINE 54

Long-term securities and cash investments at fair market value:

Money Market Funds	817,834
Government Securities	2,783,165
Corporate Bonds	1,693,874
Equities Securities	8,847,322
Total	14,153,618

EXHIBIT A

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
(Under Chapter 1702 of the Ohio Revised Code)
Nonprofit Corporation**

- OF -

MARION COMMUNITY FOUNDATION

Pursuant to Section 1702.01 et seq. of the Ohio Revised Code, these Amended and Restated Articles of Incorporation of Marion Community Foundation (herein called the "Foundation") hereby supersede the Foundation's existing Articles of Incorporation and shall read as follows:

FIRST. The name of the Corporation is Marion Community Foundation.

SECOND. The place in the State of Ohio where the Foundation's principal office is located is the City of Marion, Marion County.

THIRD. The purposes for which the Foundation is formed are:

1. To operate exclusively for public charitable uses and purposes, including all charitable, scientific, literary, and educational purposes as, in the absolute and uncontrolled discretion of the Foundation's Trustees, will most effectively assist and promote the well-being of the inhabitants of the Marion County community or any other community as may, by the terms of any gift, grant, device, or bequest, have been designated as the particular locality to be benefited; and
2. To acquire or receive from any individual, firm, association, corporation, trust, foundation, or government or governmental subdivision, unit, or agency (by deed, gift, purchase, bequest, devise, transfer in trust or otherwise) cash, securities, and other property (tangible or intangible, real or personal) and to hold, manage, administer, invest, reinvest and disburse the principal and income there from solely for the purposes designated in these Articles; and
3. To serve and act as a trustee of any trust to receive, hold, invest, reinvest, administer and distribute any tangible or intangible real or personal property (including, without limitation, securities and cash) given, devised, bequeathed or otherwise transferred to the Foundation in its capacity as trustee; and
4. To engage in charitable activities and to extend financial aid through grants, gifts, contributions, or other aid or assistance to qualified charitable organizations; and
5. To take all other actions necessary, useful, or advisable, directly or indirectly, to implement any purpose of the Foundation (including, but not limited to, acting as trustee of any trust) and to exercise all other authority permitted for corporations generally by the provisions of the Chapter 1702, Ohio Nonprofit Corporation Law.

The Foundation is organized exclusively for charitable, scientific, literary, and educational purposes, including the making of distributions for such purposes. Notwithstanding any contrary provision of these Articles, the Foundation shall neither exercise any powers nor conduct any activities which are prohibited to: (a) a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code (as may be amended), or (b) a corporation to which contributions are deductible under Section 170(c)(2) of the Internal Revenue Code (as may be amended).

FOURTH. The Foundation is intended to qualify as an organization:

1. which is exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code and which is other than a private foundation within Section 509(a) of the Internal Revenue Code; and
2. to which contributions are deductible for federal income tax purposes under Section 170(c)(2) of the Internal Revenue Code; and
3. to which bequests are deductible for federal estate transfer tax purposes under Section 2055(a)(2) of the Internal Revenue Code;
4. to which gifts are deductible for federal gift transfer tax purposes under Section 2522(a)(2) of the Internal Revenue Code.

FIFTH. No part of the Foundation's net earnings shall inure to the benefit of or shall be distributed to its Trustees, Officers or any other private individuals, except that the Foundation may pay to such persons reasonable compensation for services rendered and, further, may make payments and distributions to such persons in furtherance of the Foundation's exempt purposes as stated in Article THIRD, above.

SIXTH. No substantial part of the Foundation's activities shall be to carry on propaganda, to attempt otherwise to influence legislation, or to participate or intervene in (including to publish or to distribute statements) any political campaign on behalf of any candidate for public office.

SEVENTH. Each donor, grantor, or testator of any funds or other property transferred to the Foundation may express a desire through a written instrument as to the time when and the purposes for which: (i) the principal shall be distributed, and/or (ii) the income shall be used for a definite or indefinite period. Any such expressed desire shall be binding upon the Foundation; subject, however, in every case, to the condition that, if the Foundation's Board of Trustees determines that circumstances have so changed as to render the express desires of the donor, grantor or testator; unnecessary, impractical, incapable of fulfillment or inconsistent with the charitable needs of the community, the Board of Trustees by resolution adopted by an affirmative vote of a majority of all of the Trustees present may at any time (or from time to time) direct the application of the whole or any part of such gift, grant, devise, or bequest to such other public charitable uses and purposes as, in the Board's judgment, will most effectively accomplish the general purposes of the Foundation, without regard to any specific restriction, limitation, or direction contained in such instrument.

EIGHTH. The Foundation may be dissolved upon the affirmative vote of a majority of all the Trustees at a meeting held for the purpose of adopting a resolution of dissolution or, without a meeting, by the written consent of all the Trustees. Upon the Foundation's dissolution and after paying or providing for the payment of all its liabilities, the Foundation's Board of Trustees shall (in its sole discretion) dispose of all the Foundation's assets exclusively either in furtherance of the Foundation's exempt purposes designated in Article THIRD or to any other organization or organizations which then qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code (as may be amended).

NINTH. All references in these Articles to Sections of the Internal Revenue Code shall include the Internal Revenue Code of 1986 (as periodically amended), corresponding provisions of any similar law subsequently enacted, and all regulations issued under such Sections and provisions.



Prescribed by:

The Ohio Secretary of State
Central Ohio: (614) 466-3910
Toll Free: 1-877-SOS-FILE (1-877-767-3453)

www.sos.state.oh.us
e-mail: busserv@sos.state.oh.us

Expedite this Form: (Select One)	
Mail Form to one of the Following:	
<input type="radio"/> Yes	PO Box 1390 Columbus, OH 43216 *** Requires an additional fee of \$100 ***
<input checked="" type="radio"/> No	PO Box 1329 Columbus, OH 43216

**Certificate of Amendment by
Shareholders or Members
(Domestic)
Filing Fee \$50.00**

(CHECK ONLY ONE (1) BOX)

(1) Domestic for Profit <input type="checkbox"/> Amended (122-AMAP)	PLEASE READ INSTRUCTIONS <input type="checkbox"/> Amendment (125-AMDS)	(2) Domestic Nonprofit <input checked="" type="checkbox"/> Amended (126-AMAN)	<input type="checkbox"/> Amendment (128-AMD)
--	---	--	---

Complete the general information in this section for the box checked above.

Name of Corporation Marion Community Foundation

Charter Number 263513

Name of Officer Jeffrey A. Nutter

Title Secretary, Board of Trustees

Please check if additional provisions attached.

The above named Ohio corporation, does hereby certify that:

A meeting of the shareholders directors (*nonprofit only*)

members was duly called and held on April 24, 2008
(Date)

at which meeting a quorum was present in person or by proxy, based upon the quorum present, an affirmative vote was cast which entitled them to exercise 100 % as the voting power of the corporation.

In a writing signed by all of the shareholders directors (*nonprofit amended articles only*)
 members who would be entitled to the notice of a meeting or such other proportion not less than a majority as the articles of regulations or bylaws permit.

Clause applies if amended box is checked.

Resolved, that the following amended articles of incorporations be and the same are hereby adopted to supercede and take the place of the existing articles of incorporation and all amendments thereto.

All of the following information must be completed if an amended box is checked.
If an amendment box is checked, complete the areas that apply.

FIRST: The name of the corporation is: Marion Community Foundation

SECOND: The place in the State of Ohio where its principal office is located is in the City of:
Marion Marion
(city, village or township) (county)

THIRD: The purposes of the corporation are as follows:

See Exhibit "A" attached hereto.

FOURTH: The number of shares which the corporation is authorized to have outstanding is: _____
(Does not apply to box (2))

REQUIRED
Must be authenticated
(signed) by an authorized
representative
(See Instructions)

Jeffrey A. Nutter
Authorized Representative
Jeffrey A. Nutter
(Print Name)
Secretary, Board of Trustees
Marion Community Foundation

April 30, 2008
Date

Bradley C. Bebout
Authorized Representative
Bradley C. Bebout
(Print Name)
President/CEO
Marion Community Foundation

April 30, 2008
Date