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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

OMB No 1545-0052

2008

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

For calendar year 2008, or tax year beginning 10/01, 2008, and ending 09/30, 20 09

G Check all that apply: Initial return Final return Amended return Address change Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation SUDBURY CHARITABLE TRUST 02-21911		A Employer identification number 20-1110773
	Number and street (or P.O. box number if mail is not delivered to street address) Room/suite THE NORTHERN TRUST COMPANY, TRUSTEE		B Telephone number (see page 10 of the instructions) (312) 630-6000
	City or town, state, and ZIP code PO BOX 803878, CHICAGO, IL 60680-3878		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			E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 3,623,120.		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)	1,539.			
2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B.				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	90,391.	90,391.		STMT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	-375,800.			
b	Gross sales price for all assets on line 6a	1,289,901.			
7	Capital gain net income (from Part IV, line 2)				
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)	379.			STMT 2
12	Total. Add lines 1 through 11	-283,491.	90,391.		
13	Compensation of officers, directors, trustees, etc.	21,412.	19,271.		2,141.
14	Other employee salaries and wages		NONE	NONE	
15	Pension plans, employee benefits		NONE	NONE	
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule) STMT 3	1,000.	500.	NONE	500.
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see page 14 of the instructions) STMT 4	7,224.	1,085.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings		NONE	NONE	
22	Printing and publications		NONE	NONE	
23	Other expenses (attach schedule) STMT 5	15.			15.
24	Total operating and administrative expenses. Add lines 13 through 23	29,651.	20,856.	NONE	2,656.
25	Contributions, gifts, grants paid	73,544.			73,544.
26	Total expenses and disbursements. Add lines 24 and 25	103,195.	20,856.	NONE	76,200.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	-386,686.			
b	Net investment income (if negative, enter -0-)		69,535.		
c	Adjusted net income (if negative, enter -0-)				

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.

Form **990-PF** (2008)

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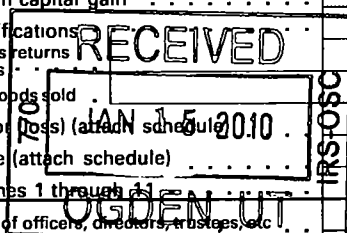
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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	48,227.	174,258.	174,258.
	3	Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶			NONE
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)	159,251.		
	b	Investments - corporate stock (attach schedule) . STMT 6	2,243,710.	2,020,142.	2,132,343.
	c	Investments - corporate bonds (attach schedule) . STMT 7	1,122,681.	978,200.	982,743.
	11	Investments - land, buildings, and equipment: basis Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)			
	14	Land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶ STMT 8)	279,204.	266,781.	333,776.	
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	3,853,073.	3,439,381.	3,623,120.	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
23	Total liabilities (add lines 17 through 22)				
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	3,853,073.	3,439,381.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
30	Total net assets or fund balances (see page 17 of the instructions)	3,853,073.	3,439,381.		
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	3,853,073.	3,439,381.		

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	3,853,073.
2	Enter amount from Part I, line 27a	2	-386,686.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	3,466,387.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 9	5	27,006.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,439,381.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr.)
1a	SEE PART IV DETAIL			
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a				
b				
c				
d				
e				
2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2 -375,800.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8. }			3

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see page 18 of the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2007	224,692.	3,947,626.	0.05691825923
2006	87,059.	3,747,087.	0.02323378133
2005	59,454.	2,714,874.	0.02189935887
2004	55,049.	948,194.	0.05805668460
2003	124,323.	66.	1883.68181818182
2	Total of line 1, column (d)		2 1883.84192626585
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		3 376.76838525317
4	Enter the net value of noncharitable-use assets for 2008 from Part X, line 5		4 3,138,990.
5	Multiply line 4 by line 3		5 1,182,672,194.
6	Enter 1% of net investment income (1% of Part I, line 27b)		6 695.
7	Add lines 5 and 6		7 1,182,672,889.
8	Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.		8 76,200.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 18 of the instructions)

Table with 11 rows and 2 columns. Rows include: 1a Exempt operating foundations, b Domestic foundations, 2 Tax under section 511, 3 Add lines 1 and 2, 4 Subtitle A (income) tax, 5 Tax based on investment income, 6 Credits/Payments (6a-6d), 7 Total credits and payments, 8 Enter any penalty, 9 Tax due, 10 Overpayment, 11 Enter the amount of line 10 to be: Credited to 2009 estimated tax.

Part VII-A Statements Regarding Activities

Table with 10 rows and 3 columns. Rows include: 1a During the tax year, did the foundation attempt to influence any national, state, or local legislation... 1b Did it spend more than \$100 during the year... 1c Did the foundation file Form 1120-POL... 2 Has the foundation engaged in any activities that have not previously been reported to the IRS? 3 Has the foundation made any changes, not previously reported to the IRS... 4a Did the foundation have unrelated business gross income of \$1,000 or more... 4b If "Yes," has it filed a tax return on Form 990-T... 5 Was there a liquidation, termination, dissolution, or substantial contraction... 6 Are the requirements of section 508(e) satisfied either: 7 Did the foundation have at least \$5,000 in assets... 8a Enter the states to which the foundation reports... 8b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF... 9 Is the foundation claiming status as a private operating foundation... 10 Did any persons become substantial contributors during the tax year?

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)(3)? If "Yes," attach schedule (see page 20 of the 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? 13 X
Website address N/A
14 The books are in care of NORTHERN TRUST COMPANY Telephone no (312) 630-6000
Located at PO BOX 803878, CHICAGO, IL ZIP + 4 60680
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year 15

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

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

1a During the year did the foundation (either directly or indirectly):
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes No X
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? X Yes 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)? Yes X 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) Yes X 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)? Organizations relying on a current notice regarding disaster assistance check here 1b X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2008? 1c X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):
a At the end of tax year 2008, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2008? Yes X 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 page 20 of the instructions) 2b X
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? Yes X No
b If "Yes," did it have excess business holdings in 2008 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 2008.) 3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2008? 4b X

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

- 5a During the year did the foundation pay or incur any amount to:
- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No
 - (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No
 - (3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No
 - (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) Yes No
 - (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No
- b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **5b**
- Organizations relying on a current notice regarding disaster assistance check here
- c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
If "Yes," attach the statement required by Regulations section 53.4945-5(d).
- 6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No
- b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No **6b** X
If you answered "Yes" to 6b, also file Form 8870.
- 7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No
- b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of 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 and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 11		21,412.	-0-	-0-

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the instructions). If none, enter "NONE."

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

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

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		NONE

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 NONE	
2	
All other program-related investments See page 24 of the instructions	
3 NONE	
Total. Add lines 1 through 3	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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	3,186,792.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see page 24 of the instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	3,186,792.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	3,186,792.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	47,802.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,138,990.
6	Minimum investment return. Enter 5% of line 5	6	156,950.

Part XI Distributable Amount (see page 25 of the 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	156,950.
2a	Tax on investment income for 2008 from Part VI, line 5	2a	1,391.
b	Income tax for 2008. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,391.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	155,559.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	155,559.
6	Deduction from distributable amount (see page 25 of the instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	155,559.

Part XII Qualifying Distributions (see page 25 of the 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	76,200.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	76,200.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	76,200.

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 page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7				155,559.
2 Undistributed income, if any, as of the end of 2007				
a Enter amount for 2007 only			66,079.	
b Total for prior years: 20 06, 20		NONE		
3 Excess distributions carryover, if any, to 2008:				
a From 2003	NONE			
b From 2004	NONE			
c From 2005	NONE			
d From 2006	NONE			
e From 2007	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2008 from Part XII, line 4: ▶ \$ 76,200.				
a Applied to 2007, but not more than line 2a			66,079.	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d Applied to 2008 distributable amount				10,121.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2008 (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions		NONE		
e Undistributed income for 2007. Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions				
f Undistributed income for 2008. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2009				145,438.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	NONE			
8 Excess distributions carryover from 2003 not applied on line 5 or line 7 (see page 27 of the instructions)	NONE			
9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9:				
a Excess from 2004	NONE			
b Excess from 2005	NONE			
c Excess from 2006	NONE			
d Excess from 2007	NONE			
e Excess from 2008	NONE			

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) **NOT APPLICABLE**

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2008, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2008	(b) 2007	(c) 2006	(d) 2005	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see page 27 of 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). (See section 507(d)(2).)

N/A

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

N/A

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

Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number of the person to whom applications should be addressed:

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> SEE STATEMENT 12				
Total ▶ 3a				73,544.
b <i>Approved for future payment</i>				
Total ▶ 3b				

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					10,388.	
24,342.00		2235.26 MFO CREDIT SUISSE COMMODITY-RETU PROPERTY TYPE: SECURITIES 25,705.00					04/11/2007 -1,363.00	10/01/2008
11,177.00		115. APPLE COMPUTER INC PROPERTY TYPE: SECURITIES 8,386.00					01/30/2006 2,791.00	10/03/2008
17,471.00		570. BANK NEW YORK MELLON CORP COM STK PROPERTY TYPE: SECURITIES 26,124.00					09/08/2008 -8,653.00	10/03/2008
10,535.00		80. GOLDMAN SACHS GROUP INC PROPERTY TYPE: SECURITIES 15,258.00					02/06/2008 -4,723.00	10/03/2008
11,976.00		1605.4 MFB NORTHERN FDS GLOBAL REAL ESTA PROPERTY TYPE: SECURITIES 14,367.00					09/10/2008 -2,391.00	10/03/2008
48,881.00		6552.38 MFB NORTHERN FDS GLOBAL REAL EST PROPERTY TYPE: SECURITIES 85,000.00					02/26/2007 -36,119.00	10/03/2008
13,659.00		1671.85 MFB NORTHN MULTI-MANAGER INTL EQ PROPERTY TYPE: SECURITIES 15,465.00					09/10/2008 -1,806.00	10/03/2008
31,062.00		3917.02 MFB NRTHN MULTIMGR SMALL"FOR NMM PROPERTY TYPE: SECURITIES 34,861.00					03/31/2008 -3,799.00	10/03/2008
6,052.00		728.28 MFB NORTHN MULTI-MANAGER MID CAP PROPERTY TYPE: SECURITIES 8,361.00					02/26/2007 -2,309.00	10/03/2008
33,460.00		3899.77 MFB NORTHERN EMERGING MARKETS EQ PROPERTY TYPE: SECURITIES 38,998.00					04/25/2006 -5,538.00	10/03/2008

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
7,377.00		240. AMERICAN EXPRESS CO PROPERTY TYPE: SECURITIES 11,051.00					09/08/2008	10/07/2008
							-3,674.00	
10,298.00		335. AMERICAN EXPRESS CO PROPERTY TYPE: SECURITIES 15,613.00					12/06/2005	10/07/2008
							-5,315.00	
4,326.00		110. ADR ARCELORMITTAL SA LUXEMBOURG N Y PROPERTY TYPE: SECURITIES 7,545.00					09/08/2008	10/07/2008
							-3,219.00	
5,702.00		145. ADR ARCELORMITTAL SA LUXEMBOURG N Y PROPERTY TYPE: SECURITIES 8,792.00					06/07/2007	10/07/2008
							-3,090.00	
9,728.00		120. MONSANTO CO COM PROPERTY TYPE: SECURITIES 16,864.00					09/08/2008	10/07/2008
							-7,136.00	
50,000.00		50000. MERRILL LYNCH & CO INC NT DTD 10/ PROPERTY TYPE: SECURITIES 50,901.00					02/01/2007	10/15/2008
							-901.00	
10,479.00		190. MCDONALDS CORP PROPERTY TYPE: SECURITIES 8,436.00					02/01/2007	10/20/2008
							2,043.00	
9,581.00		135. EXXON MOBIL CORP PROPERTY TYPE: SECURITIES 11,062.00					02/06/2008	11/13/2008
							-1,481.00	
3,327.00		145. PRUDENTIAL FINL INC PROPERTY TYPE: SECURITIES 11,362.00					02/06/2008	11/13/2008
							-8,035.00	
86,744.00		20267.28 MFB NORTHERN FDS GLOBAL REAL ES PROPERTY TYPE: SECURITIES 179,838.00					09/18/2008	11/19/2008
							-93,094.00	
54,690.00		9748.72 MFB NORTHERN EMERGING MARKETS EQ PROPERTY TYPE: SECURITIES 113,906.00					09/18/2008	11/19/2008
							-59,216.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
2,504.00		446.33 MFB NORTHERN EMERGING MARKETS EQU PROPERTY TYPE: SECURITIES 4,463.00				04/25/2006	11/19/2008 -1,959.00	
25,000.00		25000. HOUSEHOLD FIN CORP NT 4.125% DUE PROPERTY TYPE: SECURITIES 25,050.00				12/01/2004	12/15/2008 -50.00	
9,284.00		180. EXELON CORP PROPERTY TYPE: SECURITIES 13,832.00				02/06/2008	01/14/2009 -4,548.00	
5,206.00		115. RESEARCH IN MOTION LTD PROPERTY TYPE: SECURITIES 14,389.00				09/08/2008	01/14/2009 -9,183.00	
8,369.00		255. CATERPILLAR INC PROPERTY TYPE: SECURITIES 20,684.00				06/17/2008	01/27/2009 -12,315.00	
21,940.00		2062.03 MFB NORTHN FDS MULTI-MANAGER GLO PROPERTY TYPE: SECURITIES 20,664.00				12/19/2008	02/05/2009 1,276.00	
8,340.00		725.22 MFB NORTHN FDS MULTI-MANAGER EMER PROPERTY TYPE: SECURITIES 7,252.00				11/19/2008	02/05/2009 1,088.00	
1,699.00		280.83 MFB NORTHN HI YIELD FXD INC FD PROPERTY TYPE: SECURITIES 2,269.00				09/27/2005	02/05/2009 -570.00	
6,221.00		591.91 MFB NORTHN SHORT INTERMEDIATE US PROPERTY TYPE: SECURITIES 6,140.00				12/19/2008	02/05/2009 81.00	
9,000.00		926.88 MFB NORTHERN FDS FIXED INCOME FD PROPERTY TYPE: SECURITIES 9,009.00				09/18/2008	02/05/2009 -9.00	
4,344.00		587.82 MFO CREDIT SUISSE COMMODITY-RETUR PROPERTY TYPE: SECURITIES 6,767.00				12/11/2007	02/06/2009 -2,423.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
6,379.00		111. MCDONALDS CORP PROPERTY TYPE: SECURITIES 4,928.00				02/01/2007	02/10/2009 1,451.00	
2,816.00		49. MCDONALDS CORP PROPERTY TYPE: SECURITIES 2,176.00				02/01/2007	02/10/2009 640.00	
7,724.00		194. WATERS CORP PROPERTY TYPE: SECURITIES 11,720.00				02/06/2008	02/10/2009 -3,996.00	
585.00		15. WATERS CORP PROPERTY TYPE: SECURITIES 953.00				09/08/2008	02/11/2009 -368.00	
1,404.00		36. WATERS CORP PROPERTY TYPE: SECURITIES 2,175.00				02/06/2008	02/11/2009 -771.00	
7,680.00		1131.09 MFO CREDIT SUISSE COMMODITY-RETU PROPERTY TYPE: SECURITIES 12,894.00				09/10/2008	02/17/2009 -5,214.00	
10,498.00		1546.08 MFO CREDIT SUISSE COMMODITY-RETU PROPERTY TYPE: SECURITIES 17,780.00				04/11/2007	02/17/2009 -7,282.00	
100,000.00		100000. CATERPILLAR FINL SVCS CORP MEDIU PROPERTY TYPE: SECURITIES 99,389.00				09/29/2005	03/04/2009 611.00	
39,628.00		4202.33 MFB NORTHN FDS MULTI-MANAGER GLO PROPERTY TYPE: SECURITIES 42,023.00				11/19/2008	03/13/2009 -2,395.00	
79.00		5. AFLAC INC PROPERTY TYPE: SECURITIES 296.00				09/08/2008	03/16/2009 -217.00	
4,507.00		285. AFLAC INC PROPERTY TYPE: SECURITIES 16,947.00				02/06/2008	03/16/2009 -12,440.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
50,000.00		50000. FEDERAL HOME LN MTG CORP REF NT PROPERTY TYPE: SECURITIES 55,391.00					10/12/2002 -5,391.00	03/16/2009
156.00		5. ROCKWELL COLLINS INC PROPERTY TYPE: SECURITIES 264.00					09/08/2008 -108.00	03/16/2009
6,385.00		205. ROCKWELL COLLINS INC PROPERTY TYPE: SECURITIES 14,067.00					06/08/2007 -7,682.00	03/16/2009
8,747.00		170. JOHNSON & JOHNSON PROPERTY TYPE: SECURITIES 10,091.00					02/06/2008 -1,344.00	03/20/2009
15,015.00		2342.43 MFB NORTHN MULTI-MANAGER INTL EQ PROPERTY TYPE: SECURITIES 21,667.00					09/10/2008 -6,652.00	03/24/2009
15,935.00		300. PEPSICO INC PROPERTY TYPE: SECURITIES 19,218.00					02/26/2007 -3,283.00	04/02/2009
8,634.00		260. #REORG/COVIDEN LTD PLAN OF REORG TO PROPERTY TYPE: SECURITIES 13,663.00					10/03/2008 -5,029.00	04/02/2009
9,359.00		215. ABBOTT LABORATORIES PROPERTY TYPE: SECURITIES 11,640.00					06/07/2007 -2,281.00	04/17/2009
8,930.00		135. CHEVRONTEXACO CORP PROPERTY TYPE: SECURITIES 10,743.00					02/06/2008 -1,813.00	04/17/2009
9,510.00		350. ACCENTURE LTD BERMUDA CL A PROPERTY TYPE: SECURITIES 11,944.00					02/06/2008 -2,434.00	04/17/2009
4,407.00		65. CHEVRONTEXACO CORP PROPERTY TYPE: SECURITIES 5,172.00					02/06/2008 -765.00	05/14/2009

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
4,177.00		60. EXXON MOBIL CORP PROPERTY TYPE: SECURITIES 4,916.00					02/06/2008	05/14/2009 -739.00
8,682.00		170. PROCTER & GAMBLE CO PROPERTY TYPE: SECURITIES 11,097.00					05/01/2008	05/14/2009 -2,415.00
87,071.00		11594.01 MFB NORTHN MULTI-MANAGER INTL E PROPERTY TYPE: SECURITIES 107,245.00					09/10/2008	05/22/2009 -20,174.00
672.00		10. BECTON DICKINSON & CO PROPERTY TYPE: SECURITIES 805.00					06/17/2008	05/27/2009 -133.00
20,500.00		305. BECTON DICKINSON & CO PROPERTY TYPE: SECURITIES 22,764.00					06/07/2007	05/27/2009 -2,264.00
9,399.00		90. INTL BUSINESS MACHINES CORP PROPERTY TYPE: SECURITIES 11,090.00					05/01/2008	05/27/2009 -1,691.00
327.00		15. MICROCHIP TECHNOLOGY INC PROPERTY TYPE: SECURITIES 466.00					09/08/2008	05/27/2009 -139.00
8,619.00		395. MICROCHIP TECHNOLOGY INC PROPERTY TYPE: SECURITIES 13,323.00					10/16/2006	05/27/2009 -4,704.00
7,094.00		410. SCHWAB CHARLES CORP COMMON STOCK NE PROPERTY TYPE: SECURITIES 10,262.00					09/08/2008	05/27/2009 -3,168.00
50,000.00		50000. CREDIT SUISSE FIRST BOSTON USA IN PROPERTY TYPE: SECURITIES 50,366.00					07/26/2005	06/01/2009 -366.00
10,669.00		205. PROCTER & GAMBLE CO PROPERTY TYPE: SECURITIES 13,274.00					06/17/2008	08/13/2009 -2,605.00

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
75,524.00		749. MFC ISHARES TR BARCLAYS TIPS BD FD PROPERTY TYPE: SECURITIES 72,445.00					03/24/2009 3,079.00	08/18/2009
2,401.00		49. EXELON CORP PROPERTY TYPE: SECURITIES 2,824.00					10/06/2008 -423.00	09/02/2009
7,106.00		145. EXELON CORP PROPERTY TYPE: SECURITIES 11,142.00					02/06/2008 -4,036.00	09/02/2009
2,499.00		51. EXELON CORP PROPERTY TYPE: SECURITIES 2,890.00					10/06/2008 -391.00	09/02/2009
586.00		5. FIRST SOLAR INC COM PROPERTY TYPE: SECURITIES 1,235.00					09/08/2008 -649.00	09/02/2009
5,864.00		50. FIRST SOLAR INC COM PROPERTY TYPE: SECURITIES 14,337.00					06/17/2008 -8,473.00	09/02/2009
11,209.00		335. ACCENTURE PLC SHS CL A NEW PROPERTY TYPE: SECURITIES 11,992.00					10/03/2008 -783.00	09/02/2009
4,183.00		125. ACCENTURE PLC SHS CL A NEW PROPERTY TYPE: SECURITIES 4,266.00					02/06/2008 -83.00	09/02/2009
17,585.00		320. MCDONALDS CORP PROPERTY TYPE: SECURITIES 14,224.00					09/08/2008 3,361.00	09/10/2009
59,471.00		8732.92 MFB NORTHN HI YIELD FXD INC FD PROPERTY TYPE: SECURITIES 55,579.00					09/23/2009 3,892.00	09/23/2009
4,723.00		693.52 MFB NORTHN HI YIELD FXD INC FD PROPERTY TYPE: SECURITIES 5,604.00					09/27/2005 -881.00	09/23/2009

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
TOTAL GAIN (LOSS)							----- -375,800. =====	

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

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS & INTEREST	90,391.	90,391.
TOTAL	90,391.	90,391.

FORM 990PF, PART I - OTHER INCOME
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
DEFERRED INCOME	379.
TOTALS	----- 379. =====

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION	1,000.	500.		500.
TOTALS	1,000.	500.	NONE	500.

FORM 990PF, PART I - TAXES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
2007 EXCISE TAX	1,788.	
ESTIMATED EXCISE TAX	4,351.	
FOREIGN TAXES	1,085.	1,085.
	-----	-----
TOTALS	7,224.	1,085.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES

=====

REVENUE
AND
EXPENSES
PER BOOKS

CHARITABLE
PURPOSES

DESCRIPTION

IL ATTORNEY GENERAL

15.

15.

TOTALS

15.

15.

=====

=====

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

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ----
SEE ATTACHED SCHEDULE	2,020,142.	2,132,343.
TOTALS	2,020,142.	2,132,343.
	=====	=====

SUDBURY CHARITABLE TRUST 02-21911

20-1110773

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

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
SEE ATTACHED SCHEDULE	978,200.	982,743.
TOTALS	978,200.	982,743.
	=====	=====

SUDBURY CHARITABLE TRUST 02-21911
FORM 990PF, PART II - OTHER ASSETS
=====

20-1110773

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ----
SEE ATTACHED SCHEDULE	266,781.	333,776.
TOTALS	266,781.	333,776.
	=====	=====

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

DESCRIPTION

AMOUNT

PRIOR PERIOD ADJUSTMENT

27,006.

TOTAL

27,006.
=====

STATE(S) WHERE THE FOUNDATION IS REGISTERED
=====

IL

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

=====

OFFICER NAME:

THE NORTHERN TRUST COMPANY

ADDRESS:

PO BOX 803878

CHICAGO, IL 60680

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 40

COMPENSATION 21,412.

TOTAL COMPENSATION: 21,412.

=====

=====

RECIPIENT NAME:

STERLING ROCK FALLS
COMMUNITY TRUST

ADDRESS:

302 1ST AVE.
STERLING, IL 61081-3600

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

AMOUNT OF GRANT PAID 49,032.

RECIPIENT NAME:

KNOX COLLEGE

ADDRESS:

2 EAST SOUTH STREET
GALESBURG, IL 61401-4986

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

AMOUNT OF GRANT PAID 24,512.

TOTAL GRANTS PAID:

73,544.

=====

Asset Detail

30 SEP 09

Account number 0221911

SUDBURY CHARITABLE TRUST

Page 1 of 13

◆ Asset Detail - Base Currency

Description / Asset ID	Investment Mgr ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
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Equity Securities

Common stock

Australia - USD

ADR BHP BILLITON LTD SPONSORED ADR CUSIP 088606108

190 000	66 01	0 00	12,541 90	9,465 10	3,076 80	0 00	3,076 80
---------	-------	------	-----------	----------	----------	------	----------

Total USD

		0 00	12,541 90	9,465 10	3,076 80	0 00	3,076 80
--	--	------	-----------	----------	----------	------	----------

Total Australia

		0 00	12,541 90	9,465 10	3,076 80	0 00	3,076 80
--	--	------	-----------	----------	----------	------	----------

Canada - USD

SUNCOR ENERGY INC NEW COM STK CUSIP 867224107

325 000	34 56	0 00	11,232 00	13,168 41	-1,936 41	0 00	-1,936 41
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Total USD

		0 00	11,232 00	13,168 41	-1,936 41	0 00	-1,936 41
--	--	------	-----------	-----------	-----------	------	-----------

Total Canada

		0 00	11,232 00	13,168 41	-1,936 41	0 00	-1,936 41
--	--	------	-----------	-----------	-----------	------	-----------

Ireland - USD

COVIDIEN PLC USD0 20 CUSIP G2554F 105

260 000	43 26	0 00	11,247 60	13,663 13	-2,415 53	0 00	-2,415 53
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Total USD

		0 00	11,247 60	13,663 13	-2,415 53	0 00	-2,415 53
--	--	------	-----------	-----------	-----------	------	-----------

Total Ireland

		0 00	11,247 60	13,663 13	-2,415 53	0 00	-2,415 53
--	--	------	-----------	-----------	-----------	------	-----------

Israel - USD

ADR TEVA PHARMACEUTICAL INDS CUSIP 881624209

455 000	50 56	0 00	23,004 80	19,383 28	3,621 52	0 00	3,621 52
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Total USD

		0 00	23,004 80	19,383 28	3,621 52	0 00	3,621 52
--	--	------	-----------	-----------	----------	------	----------

Total Israel

		0 00	23,004 80	19,383 28	3,621 52	0 00	3,621 52
--	--	------	-----------	-----------	----------	------	----------

United States - USD

Northern Trust

*Generated by Northern Trust from reviewed periodic data on 4 Jan 10 B003

Asset Detail

Account number 0221911

30 SEP 09

SUDBURY CHARITABLE TRUST

Page 2 of 13

◆ Asset Detail - Base Currency

Description / Asset ID	Investment Mgr ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
Equity Securities								
Common stock								
United States - USD								
ABBOTT LAB COM	CUSIP 002824100							
370 000		49 47	0 00	18,303 90	19,979 15	-1,675 25	0 00	-1,675 25
ADOBE SYS INC COM CUSIP 00724F101								
615 000		33 04	0 00	20,319 60	20,878 15	-558 55	0 00	-558 55
AIR PROD & CHEM INC COM CUSIP 009158106								
275 000		77 58	123 75	21,334 50	25,046 06	-3,711 56	0 00	-3,711 56
ALTERA CORP COM CUSIP 021441100								
490 000		20 51	0 00	10,049 90	8,572 99	1,476 91	0 00	1,476 91
AMAZON COM INC COM CUSIP 023135106								
245 000		93 36	0 00	22,873 20	19,189 93	3,683 27	0 00	3,683 27
APPLE INC CUSIP 037833100								
180 000		185 37	0 00	33,366 60	19,765 17	13,601 43	0 00	13,601 43
BAXTER INTL INC COM CUSIP 071813109								
375 000		57 01	97 50	21,378 75	20,348 63	1,030 12	0 00	1,030 12
CHEVRON CORP COM CUSIP 166764100								
340 000		70 43	0 00	23,946 20	25,396 15	-1,449 95	0 00	-1,449 95
CISCO SYSTEMS INC CUSIP 17275R102								
1,530 000		23 54	0 00	36,016 20	38,238 90	-2,222 70	0 00	-2,222 70

111

Northern Trust

*Generated by Northern Trust from reviewed periodic data on 4 Jan 10 B003

Asset Detail

30 SEP 09

Account number 0221911

SUDBURY CHARITABLE TRUST

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◆ Asset Detail - Base Currency

Description / Asset ID	Investment Mgr ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
Equity Securities								
Common stock								
United States - USD								
COSTCO WHOLESALE CORP NEW COM CUSIP 22160K105								
	240 000	56 46	0 00	13,550 40	15,545 19	-1,994 79	0 00	-1,994 79
CUMMINS INC CUSIP 231021106								
	410 000	44 81	0 00	18,372 10	18,447 91	-75 81	0 00	-75 81
CVS CAREMARK CORP COM STK CUSIP 126650100								
	305 000	35 74	0 00	10,900 70	10 629 62	271 08	0 00	271 08
DANAHER CORP COM CUSIP 235851102								
	365 000	67 32	10 95	24,571 80	20,634 48	3,937 32	0 00	3,937 32
DARDEN RESTAURANTS INC COM CUSIP 237194105								
	325 000	34 13	0 00	11,092 25	9,038 54	2,053 71	0 00	2,053 71
EMERSON ELECTRIC CO COM CUSIP 291011104								
	510 000	40 08	0 00	20,440 80	25,959 42	-5,518 62	0 00	-5,518 62
EXXON MOBIL CORP COM CUSIP 30231G102								
	540 000	68 61	0 00	37,049 40	3,253 10	33,796 30	0 00	33,796 30
F P L GROUP INC COM CUSIP 302571104								
	285 000	55 23	0 00	15,740 55	16,239 30	-498 75	0 00	-498 75
GENERAL ELECTRIC CO CUSIP 369604103								
	710 000	16 42	71 00	11,658 20	24,258 45	-12,600 25	0 00	-12 600 25

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◆ Asset Detail - Base Currency

Description / Asset ID	Investment Mgr ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
Equity Securities								
Common stock								
United States - USD								
GOLDMAN SACHS GROUP INC COM CUSIP 38141G104								
	215 000	184 35	0 00	39,635 25	22,823 66	16,811 59	0 00	16,811 59
GOOGLE INC CL A CL A CUSIP 38259P508								
	50 000	495 85	0 00	24,792 50	20,021 90	4,770 60	0 00	4,770 60
HEWLETT PACKARD CO COM CUSIP 428236103								
	585 000	47 21	46 80	27,617 85	24,060 69	3,557 16	0 00	3,557 16
INTERNATIONAL BUSINESS MACHS CORP COM CUSIP 459200101								
	275 000	119 61	0 00	32,892 75	33,506 94	-614 19	0 00	-614 19
ITT CORP INC COM CUSIP 450911102								
	375 000	52 15	79 68	19,556 25	22,367 18	-2,810 93	0 00	-2,810 93
JACOBS ENGR GROUP INC COM CUSIP 469814107								
	320 000	45 95	0 00	14,704 00	24,033 59	-9,329 59	0 00	-9,329 59
JOHNSON & JOHNSON COM CUSIP 478160104								
	370 000	60 89	0 00	22,529 30	21,735 60	793 70	0 00	793 70
JOHNSON CTL INC COM CUSIP 478366107								
	685 000	25 56	0 00	17,508 60	18 237 30	-728 70	0 00	-728 70
JPMORGAN CHASE & CO COM CUSIP 46625H100								
	1,210 000	43 82	0 00	53,022 20	48,530 45	4,491 75	0 00	4,491 75

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◆ Asset Detail - Base Currency

Description / Asset ID	Investment Mgr ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
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Equity Securities

Common stock

United States - USD

KELLOGG CO COM	CUSIP 487836108	49.23	0.00	22,399.65	24,460.25	-2,060.60	0.00	-2,060.60
KOHL'S CORP COM	CUSIP 500255104							
215 000		57.05	0.00	12,265.75	8,078.02	4,187.73	0.00	4,187.73
MEDCO HEALTH SOLUTIONS INC COM	CUSIP 58405U102							
500 000		55.31	0.00	27,655.00	16,587.77	11,067.23	0.00	11,067.23
MICROSOFT CORP COM	CUSIP 594918104							
1,005 000		25.89	0.00	26,019.45	27,856.66	-1,839.21	0.00	-1,839.21
MOSAIC CO COM	CUSIP 61945A107							
205 000		48.07	0.00	9,854.35	11,552.59	-1,698.24	0.00	-1,698.24
NATIONAL OILWELL VARCO COM STK	CUSIP 637071101							
325 000		43.13	0.00	14,017.25	11,615.31	2,401.94	0.00	2,401.94
NOBLE ENERGY INC COM	CUSIP 655044105							
160 000		65.96	0.00	10,553.60	9,881.17	672.43	0.00	672.43
PEPSICO INC COM	CUSIP 713448108							
300 000		58.66	0.00	17,598.00	15,863.10	1,734.90	0.00	1,734.90
PG&E CORP COM	CUSIP 69331C108							
450 000		40.49	189.00	18,220.50	17,771.48	449.02	0.00	449.02

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Description / Asset ID	Investment Mgr ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
Equity Securities								
Common stock								
United States - USD								
PROCTER & GAMBLE CO COM CUSIP 742718109								
	320 000	57 92	0 00	18,534 40	17,490 90	1,043 50	0 00	1,043 50
QUALCOMM INC COM CUSIP 747525103								
	330 000	44 98	0 00	14,843 40	15,024 34	-180 94	0 00	-180 94
SCHLUMBERGER LTD COM STK CUSIP 806857108								
	270 000	59 60	56 70	16,092 00	12,161 02	3,930 98	0 00	3,930 98
SCHWAB CHARLES CORP COM NEW CUSIP 808513105								
	995 000	19 15	0 00	19,054 25	22,581 16	-3,526 91	0 00	-3,526 91
SIGMA-ALDRICH CORP COM CUSIP 826552101								
	265 000	53 98	0 00	14,304 70	13,253 71	1,050 99	0 00	1,050 99
SPECTRA ENERGY CORP COM STK CUSIP 847560109								
	1,100 000	18 94	0 00	20,834 00	27,255 69	-6,421 69	0 00	-6,421 69
TJX COS INC COM NEW CUSIP 872540109								
	485 000	37 15	0 00	18,017 75	16,075 23	1,942 52	0 00	1,942 52
TRANSOCEAN LTD CUSIP H8817H100								
	135 000	85 53	0 00	11,546 55	16,599 25	-5,052 70	0 00	-5,052 70
UNITED TECHNOLOGIES CORP COM CUSIP 913017109								
	205 000	60 93	0 00	12,490 65	5,722 95	6,767 70	0 00	6,767 70

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Description / Asset ID	Investment Mgr ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
Equity Securities								
Common stock								
United States - USD								
US BANCORP CUSIP 902973304		21 86	37 75	16,504 30	26,260 43	-9,756 13	0 00	-9,756 13
VERIZON COMMUNICATIONS COM CUSIP 92343V104		30 27	0 00	27,243 00	31,401 13	-4,158 13	0 00	-4 158 13
WAL-MART STORES INC COM CUSIP 931142103		49 09	0 00	26,508 60	32,308 08	-5,799 48	0 00	-5,799 48
WALT DISNEY CO CUSIP 254687106		27 46	0 00	14,416 50	16,810 35	-2,393 85	0 00	-2,393 85
WELLS FARGO & CO NEW COM STK CUSIP 949746101		28 18	0 00	34,379 60	36,508 30	-2,128 70	0 00	-2,128 70
Total USD			713 13	1,046,577 00	1,009,859 34	36,717 66	0 00	36,717 66
Total United States			713 13	1,046,577 00	1,009,859 34	36,717 66	0 00	36,717 66
Total Common Stock			713 13	1,104,603 30	1,065,539 26	39,064 04	0 00	39,064 04
Equity funds								
Emerging Markets Region - USD								
MFB NORTHN FDS MULTI-MANAGER EMERGING MKTS EQTY FD CUSIP 665162483		19 60	0 00	233,517 14	131,782 80	101,734 34	0 00	101,734 34
Total USD			0 00	233,517 14	131,782 80	101,734 34	0 00	101,734 34
Total Emerging Markets Region			0 00	233,517 14	131,782 80	101,734 34	0 00	101,734 34

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Description / Asset ID	Investment Mgr ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
Equity Securities								
Equity funds								
International Region - USD								
MFB NORTHN MULTI-MANAGER INTL EQTY FD	CUSIP 665162558							
60,807 570	8 81	0 00	535,714 69	537,743 50	-2,028 81	0 00		-2,028 81
Total USD		0 00	535,714 69	537,743 50	-2,028 81	0 00		-2,028 81
Total International Region								
535,714 69		0 00	535,714 69	537,743 50	-2,028 81	0 00		-2,028 81
United States - USD								
MFB NORTHN MULTI-MANAGER MID CAP FD	CUSIP 665162574							
18,942 720	8 76	0 00	165,938 22	184,341 77	-18,403 55	0 00		-18,403 55
Total United States								
165,938 22		0 00	165,938 22	184,341 77	-18,403 55	0 00		-18,403 55
Total Equity Funds								
103,264,590		0 00	1,027,739 32	954,602 87	73,136.45	0 00		73,136.45
Total Equity Securities								
128,349,590		713.13	2,132,342 62	2,020,142 13	112,200.49	0 00		112,200.49
Fixed Income Securities								
Corporate/government								
United States - USD								

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◆ Asset Detail - Base Currency

Description / Asset ID	Investment Mgr ID	Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market Translation	Unrealized gain/loss	Total
Fixed Income Securities									
Corporate/government									
United States - USD									
ABBOTT LABS NT 4 35% DUE 03-15-2014/03-18-2004 BEO CUSIP 002824AQ3									
		50,000 000	105 2785	96 66	52,639 25	49,787 50	2,851 75	0 00	2,851 75
Issue Date	18 Mar 04	Rate	4 35%	Yield to Maturity	2 763%	Maturity Date	15 Mar 14		
ABBOTT LABS NT 5 6% DUE 05-15-2011 BEO CUSIP 002824AS9									
		50,000 000	107 0036	1,057 77	53,501 80	50,676 00	2,825 80	0 00	2,825 80
Issue Date	12 May 06	Rate	5 60%	Yield to Maturity	0 743%	Maturity Date	15 May 11		
AMERN EXPRESS CR CORP MEDIUM TERM NTS TRANCHE # TR 00047 5 DUE 12-02-2010 BEO CUSIP 0256M0BY4									
		50,000 000	103 0061	826 38	51,503 05	49,879 50	1,623 55	0 00	1,623 55
Issue Date	02 Dec 05	Rate	5 00%	Yield to Maturity	1 385%	Maturity Date	02 Dec 10		
ANHEUSER BUSCH COS INC NT 4 7 DUE 04-15-2012/04-22-2004 CUSIP 035229CX9									
		100,000 000	103 7834	2,167 22	103,783 40	100,389 00	3,394 40	0 00	3,394 40
Issue Date	22 Apr 04	Rate	4 70%	Yield to Maturity	2 33%	Maturity Date	15 Apr 12		
BANK AMER CORP SR NT DTD 09/25/2002 4 875% DUE 09-15-2012 BEO CUSIP 060505ARS									
		50,000 000	102 6781	108 33	51,339 05	50,593 50	745 55	0 00	745 55
Issue Date	25 Sep 02	Rate	4 875%	Yield to Maturity	2 857%	Maturity Date	15 Sep 12		
GENERAL ELEC CAP CORP MEDIUM TERM NTS BOOK ENTRY MTN 4 375% DUE 11-21-2011 CUSIP 36962GM68									
		50,000 000	103 2834	789 93	51,641 70	49,366 00	2,275 70	0 00	2,275 70
Issue Date	19 Nov 04	Rate	4 375%	Yield to Maturity	1 773%	Maturity Date	21 Nov 11		
GOLDMAN SACHS GROUP INC SR NT 5 7 DUE 09-01-2012 BEO CUSIP 38141GCG7									
		50,000 000	107 8974	237 50	53,948 70	50,566 50	3,382 20	0 00	3,382 20
Issue Date	27 Aug 02	Rate	5 70%	Yield to Maturity	2 278%	Maturity Date	01 Sep 12		

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Description / Asset ID	Investment Mgr ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market Translation	Unrealized gain/loss	Total
Fixed Income Securities								
Corporate/government								
United States - USD								
KIMBERLY CLARK CORP NT 5% DUE 08-15-2013/08-14-2013 BEO CUSIP 494368AX1								
100,000 000	108 8799	108 8799	638 88	108,879 90	98,086 00	10,793 90	0 00	10,793 90
Issue Date 05 Aug 03	Rate 5 00%	Call Date 14 Aug 13	Call Price 100 00	Yield to Maturity 2 001%	Maturity Date 15 Aug 13			
LEHMAN BROS HLDGS INC MEDIUM TERM NTS BOOK ENTRY 5 75 5-17-2013 IN DEFAULTED CUSIP 52517PH61								
50,000 000	17 00		0 00	8,500 00	50,525 50	-42,025 50	0 00	-42,025 50
Issue Date 16 May 06	Rate 5 75%	Yield to Maturity 25 442%	Maturity Date 17 May 13					
MERRILL LYNCH & CO INC MEDIUM TERM NTS BOOK ENTRY FEB 03 2014 5 DUE 02-03-2014 CUSIP 59018YSU6								
100 000 000	100 512		805 55	100,512 00	98,033 00	2,479 00	0 00	2,479 00
Issue Date 03 Feb 04	Rate 5 00%	Yield to Maturity 4 109%	Maturity Date 03 Feb 14					
MFB NORTHERN FUNDS FIXED INCOME FD CUSIP 665162806								
2,541 070	10 16		0 00	25,817 27	24,914 73	902 54	0 00	902 54
Issue Date 25 Aug 08								
MFB NORTHERN FUNDS MULTI MANAGER HIGH YIELD OPPORTUNITY FUND CUSIP 665162442								
6,135 000	9 97		0 00	61,165 95	61,350 00	-184 05	0 00	-184 05
Issue Date 25 Aug 08								
MFB NORTHN SHORT INTERMEDIATE US GOVT CUSIP 665162756								
1,952 630	10 62		0 00	20,736 93	20,425 58	311 35	0 00	311 35
Issue Date 25 Aug 08								
NATL RURAL UTILS COOP FIN CORP COLL TR BD 4 375 DUE 10-01-2010/09-30-2003 BEO CUSIP 637432DA0								
25,000 000	103 2725		546 87	25,818 12	25,107 00	711 12	0 00	711 12
Issue Date 30 Sep 03	Rate 4 375%	Yield to Maturity 0 619%	Maturity Date 01 Oct 10					

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Description / Asset ID	Investment Mgr ID	Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss		Total	
								Translation	Translation		
Fixed Income Securities											
Corporate/government											
United States - USD											
SBC COMMUNICATIONS INC GLOBAL NT 5 875 DUE 02-01-2012/01-31-2012 BEO CUSIP 78387GAH6											
		50,000 000	108 4853	489 58	54,242 65	51,581 50	2,661 15	0 00	0 00	2,661 15	
Issue Date	01 Feb 02	Rate	5 875%	Call Date	31 Jan 12	Call Price	100 00	Yield to Maturity	1 831%	Maturity Date	01 Feb 12
SBC COMMUNICATIONS INC NT 5 625% DUE 06-15-2016/08-16-2004 BEO CUSIP 78387GAL7											
		50,000 000	107 5757	828 12	53,787 85	48,663 50	5,124 35	0 00	0 00	5,124 35	
Issue Date	18 Aug 04	Rate	5 625%	Yield to Maturity	3 903%	Maturity Date	15 Jun 16				
WACHOVIA CORP NEW WACHOVIA CORP 5 75% DUE 06-15-2017 CUSIP 929903DT6											
		50,000 000	105 6474	846 52	52,823 70	49,215 50	3,608 20	0 00	0 00	3,608 20	
Issue Date	08 Jun 07	Rate	5 75%	Yield to Maturity	4 918%	Maturity Date	15 Jun 17				
WAL-MART STORES INC WAL-MART STORES 4 125% DUE 02-15-2011 BEO CUSIP 931142BV4											
		50,000 000	104 2031	263 54	52,101 55	49,040 00	3,061 55	0 00	0 00	3,061 55	
Issue Date	18 Feb 04	Rate	4 125%	Yield to Maturity	1 023%	Maturity Date	15 Feb 11				
Total USD				9,702 85	982,742 87	978,200 31	4,542 56	0 00	0 00	4,542 56	
Total United States				9,702 85	982,742 87	978,200 31	4,542 56	0 00	0 00	4,542 56	
Total Corporate/Government				9,702 85	982,742 87	978,200 31	4,542 56	0 00	0 00	4,542 56	
885,628.700				9,702 85	982,742 87	978,200 31	4,542 56	0 00	0 00	4,542 56	
Total Fixed Income Securities				9,702 85	982,742 87	978,200 31	4,542 56	0 00	0 00	4,542 56	
885,628.700				9,702 85	982,742 87	978,200 31	4,542 56	0 00	0 00	4,542 56	
Real Estate											
Direct real estate											
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Description / Asset ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market Translation	Unrealized gain/loss Translation	Total
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Real Estate

Direct real estate

Global Region - USD

MFB NORTHN FDS MULTI-MANAGER GLOBAL REALESTATE FD CUSIP 665162475

7,843,610	16.30	0.00	127,850.84	78,436.10	49,414.74	0.00	49,414.74
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Total USD

			127,850.84	78,436.10	49,414.74	0.00	49,414.74
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Total Global Region

			127,850.84	78,436.10	49,414.74	0.00	49,414.74
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Total Direct Real Estate

7,843,610		0.00	127,850.84	78,436.10	49,414.74	0.00	49,414.74
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Total Real Estate

7,843,610		0.00	127,850.84	78,436.10	49,414.74	0.00	49,414.74
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Commodities

Commodities

United States - USD

MFC SPDR GOLD TR GOLD SHS CUSIP 78463V107

310,000	98.85	0.00	30,643.50	28,309.32	2,334.18	0.00	2,334.18
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MFO CREDIT SUISSE COMMODITY-RETURN PLUS STRATEGY FD COM CL CUSIP 22544R305

10,366,290	8.36	0.00	86,662.18	88,052.55	-1,390.37	0.00	-1,390.37
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MFO PIMCO FDS PAC INVT MGMT SER COMMODITY REALRETURN STRATEGY FD INSTL CUSIP 722005667

11,523,970	7.69	0.00	88,619.32	71,983.00	16,636.32	0.00	16,636.32
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Total USD

			205,925.00	188,344.87	17,580.13	0.00	17,580.13
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Total United States

			205,925.00	188,344.87	17,580.13	0.00	17,580.13
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Description / Asset ID	Investment Mgr ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
Commodities								
Total Commodities								
	22,200,260		0.00	205,925 00	188,344.87	17,580.13	0.00	17,580.13
Total Commodities								
	22,200,260		0.00	205,925 00	188,344.87	17,580.13	0.00	17,580.13

Cash and Short Term Investments

Short term								
USD - United States dollar		1.00	1.50	174,257.69	174,257.69	0.00	0.00	0.00
Total short term - all currencies								
			1.50	174,257.69	174,257.69	0.00	0.00	0.00
Total short term - all countries								
			1.50	174,257.69	174,257.69	0.00	0.00	0.00
Total Short Term								
	174,257,690		1.50	174,257.69	174,257.69	0.00	0.00	0.00
Total Cash and Short Term Investments								
	174,257,690		1.50	174,257.69	174,257.69	0.00	0.00	0.00
Total								
	1,218,279,850		10,417.48	3,623,119.02	3,439,381.10	183,737.92	0.00	183,737.92

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