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

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

OMB No 1545-0052

2009

For calendar year 2009, or tax year beginning , 2009, and ending , 20

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

Use the IRS label. Otherwise, print or type. See Specific Instructions.

Name of foundation: THOMAS B EARLE FOUNDATION 02-44068

Number and street (or P O box number if mail is not delivered to street address): NORTHERN TRUST NA, AS TRUSTEE

Room/suite:

City or town, state, and ZIP code: P.O. BOX 803878 - CHICAGO, IL 60680

A Employer identification number: 59-6784786

B Telephone number (see page 10 of the instructions): (312) 630-6000

C If exemption application is pending, check here ▶ [ ]

D 1. Foreign organizations, check here ▶ [ ]

2 Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 1,497,123.

J Accounting method: [X] Cash [ ] Accrual
[ ] Other (specify) ____
(Part I, column (d) must be on cash basis.)

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)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ▶ [ ] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	47,790.	47,790.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-58,738.			
	b Gross sales price for all assets on line 6a 729,181.				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	-1,222.			STMT 2
	12 **Total.** Add lines 1 through 11	-12,170.	47,790.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	8,599.	7,739.		860.
	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)	1,000.	500.		500.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) STMT 3	347.	347.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings		NONE	NONE	
	22 Printing and publications		NONE	NONE	
	23 Other expenses (attach schedule)				
	24 **Total operating and administrative expenses.** Add lines 13 through 23	9,946.	8,586.	NONE	1,360.
	25 Contributions, gifts, grants paid	75,182.			75,182.
	26 **Total expenses and disbursements** Add lines 24 and 25	85,128.	8,586.	NONE	76,542.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	-97,298.			
	b **Net investment income** (if negative, enter -0-)		39,204.		
	c **Adjusted net income** (if negative, enter -0-)				

SCANNED MAY 27 2010

ENVELOPE POSTMARK DATE MAY 12 2010

RECEIVED MAY 18 2010 OGDEN, UT IRS-OSC

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	192,759.	106,003.	106,003.
	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 16 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)			
	b Investments - corporate stock (attach schedule)	612,568.	585,531.	695,714.
	c Investments - corporate bonds (attach schedule)	553,942.	544,990.	559,199.
	11 Investments - land, buildings, and equipment: basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule)	62,905.	28,259.	46,026.
	14 Land, buildings, and equipment: basis ▶			
	Less. accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)	21,510.	78,999.	90,181.
	16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	1,443,684.	1,343,782.	1,497,123.
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 ▶ ☐ 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. ▶ [X]			
	27 Capital stock, trust principal, or current funds	1,443,684.	1,343,782.	
	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)	1,443,684.	1,343,782.	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	1,443,684.	1,343,782.	

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	1,443,684.
2	Enter amount from Part I, line 27a	2	-97,298.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,346,386.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 4	5	2,604.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,343,782.

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col. (j), if any	(l) Gains (Col (h) gain minus col. (k), but not less than -0-) or Losses (from col (h))
a				
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** -58,738.

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))
2008	84,386.	1,542,911.	0.05469272045
2007	75,340.	1,730,129.	0.04354588588
2006	76,251.	1,627,813.	0.04684260416
2005	76,692.	1,571,877.	0.04879007709
2004	72,545.	1,560,560.	0.04648651766

2	**Total** of line 1, column (d)	2	0.24035780524
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	0.04807156105
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	1,359,880.
5	Multiply line 4 by line 3	5	65,372.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	392.
7	Add lines 5 and 6	7	65,764.
8	Enter qualifying distributions from Part XII, line 4	8	76,542.

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.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter ______ (attach copy of ruling letter if necessary - see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b		1	392.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	
3	Add lines 1 and 2		3	392.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-		5	392.
6	Credits/Payments:			
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a 360.		
b	Exempt foreign organizations-tax withheld at source	6b NONE		
c	Tax paid with application for extension of time to file (Form 8868)	6c NONE		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d		7	360.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	32.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ **Refunded** ▶		11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ▶$ ______ (2) On foundation managers. ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ STMT 5			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see 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, NA 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.

				Yes	No
1a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ 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 ☒ 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 ☒ 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)?		1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐				
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?		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 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?	☐ Yes ☒ 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 ☒ No			
b	If "Yes," did it have excess business holdings in 2009 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)*		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 2009?		4b		X

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

		Yes	No
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? **6b**		X
	If "Yes" to 6b, file Form 8870.		
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**		

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 6		8,599.	-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	1,380,589.
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	1,380,589.
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	1,380,589.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	20,709.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,359,880.
6	**Minimum investment return.** Enter 5% of line 5	6	67,994.

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	67,994.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	392.		
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	392.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	67,602.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	67,602.
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	67,602.

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	76,542.
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	76,542.
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	392.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	76,150.

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 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7					67,602.
2 Undistributed income, if any, as of the end of 2009					
a Enter amount for 2008 only				75,182.	
b Total for prior years 20 07 ,20____,20____			NONE		
3 Excess distributions carryover, if any, to 2009					
a From 2004	NONE				
b From 2005	NONE				
c From 2006	NONE				
d From 2007	NONE				
e From 2008	NONE				
f **Total** of lines 3a through e		NONE			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 76,542.					
a Applied to 2008, but not more than line 2a				75,182.	
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 2009 distributable amount					1,360.
e Remaining amount distributed out of corpus		NONE			
5 Excess distributions carryover applied to 2009 *(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 2008. Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions					
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010					66,242.
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 2004 not applied on line 5 or line 7 (see page 27 of the instructions)		NONE			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a		NONE			
10 Analysis of line 9:					
a Excess from 2005	NONE				
b Excess from 2006	NONE				
c Excess from 2007	NONE				
d Excess from 2008	NONE				
e Excess from 2009	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 2009, enter the date of the ruling . . . . ▶

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

	Tax year (a) 2009	Prior 3 years (b) 2008	(c) 2007	(d) 2006	(e) Total
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 28 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 ▶ [X] 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 *Paid during the year*				
SEE STATEMENT 7				
Total . . . . ▶ **3a**				75,182.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue·					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	47,790.	
5 Net rental income or (loss) from real estate·					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	-58,738.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b DEFERRED INCOME			14	-2,182.	
c EXCISE TAX REFUND			14	960.	
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				-12,170.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 -12,170.

(See worksheet in line 13 instructions on page 28 to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See page 29 of the instructions)
	NOT APPLICABLE

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

			Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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 taxpayer or fiduciary) is based on all information of which preparer has any knowledge

[signature] NORTHERN TRUST, NA | 04/29/2010 | VICE PRESIDENT

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's signature	Date	Check if self-employed ☐	Preparer's identifying number (See Signature on page 30 of the instructions)
Firm's name (or yours if self-employed), address, and ZIP code		EIN	
		Phone no.	

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					849.	
		55. EXELON CORP PROPERTY TYPE: SECURITIES					04/24/2006	01/14/2009
2,837.00		3,010.00					-173.00	
		30. RESEARCH IN MOTION LTD PROPERTY TYPE: SECURITIES					04/25/2008	01/14/2009
1,358.00		3,593.00					-2,235.00	
		50000. ANHEUSER BUSCH MTN DTD 10/03/2001 PROPERTY TYPE: SECURITIES					01/24/2002	01/26/2009
50,820.00		49,742.00					1,078.00	
		70. CATERPILLAR INC PROPERTY TYPE: SECURITIES					05/28/2008	01/27/2009
2,297.00		5,802.00					-3,505.00	
		1037.64 MFO CREDIT SUISSE COMMODITY-RETU PROPERTY TYPE: SECURITIES					12/11/2007	02/05/2009
7,554.00		10,896.00					-3,342.00	
		1320.68 MFB NORTHN FDS MULTI-MANAGER GLO PROPERTY TYPE: SECURITIES					12/19/2008	02/05/2009
14,052.00		13,226.00					826.00	
		330.35 MFB NORTHN FDS MULTI-MANAGER EMER PROPERTY TYPE: SECURITIES					11/19/2008	02/05/2009
3,799.00		3,304.00					495.00	
		112.4 MFB NORTHN HI YIELD FXD INC FD PROPERTY TYPE: SECURITIES					09/28/2005	02/05/2009
680.00		907.00					-227.00	
		50. MCDONALDS CORP PROPERTY TYPE: SECURITIES					11/27/2006	02/10/2009
2,873.00		2,060.00					813.00	
		59. WATERS CORP PROPERTY TYPE: SECURITIES					03/02/2007	02/10/2009
2,349.00		3,274.00					-925.00	

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)	
		16. WATERS CORP PROPERTY TYPE: SECURITIES					03/02/2007	02/11/2009
624.00		888.00					-264.00	
		1263.31 MFB NORTHN FDS MULTI-MANAGER GLO PROPERTY TYPE: SECURITIES					11/19/2008	03/13/2009
11,913.00		12,633.00					-720.00	
		123.18 MFB NORTHN MULTI-MANAGER INTL EQT PROPERTY TYPE: SECURITIES					12/19/2007	03/13/2009
728.00		1,442.00					-714.00	
		56.91 MFB NORTHERN FDS U S GOVT FD PROPERTY TYPE: SECURITIES					03/13/2009	03/13/2009
600.00		607.00					-7.00	
		15190.4 MFB NORTHERN FDS U S GOVT FD PROPERTY TYPE: SECURITIES					11/02/2005	03/13/2009
160,259.00		149,537.00					10,722.00	
		20. AFLAC INC PROPERTY TYPE: SECURITIES					02/17/2009	03/16/2009
316.00		384.00					-68.00	
		85. AFLAC INC PROPERTY TYPE: SECURITIES					10/19/2007	03/16/2009
1,344.00		4,853.00					-3,509.00	
		15. ROCKWELL COLLINS INC PROPERTY TYPE: SECURITIES					02/17/2009	03/16/2009
467.00		533.00					-66.00	
		60. ROCKWELL COLLINS INC PROPERTY TYPE: SECURITIES					06/08/2007	03/16/2009
1,869.00		4,123.00					-2,254.00	
		65. JOHNSON & JOHNSON PROPERTY TYPE: SECURITIES					04/24/1996	03/20/2009
3,345.00		1,450.00					1,895.00	
		3123.42 MFB NORTHN MULTI-MANAGER INTL EQ PROPERTY TYPE: SECURITIES					12/19/2007	03/23/2009
20,271.00		35,054.00					-14,783.00	

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)	
		65. PEPSICO INC PROPERTY TYPE: SECURITIES					08/01/2001	04/02/2009
3,453.00		2,852.00					601.00	
		75. #REORG/COVIDEN LTD PLAN OF REORG TO PROPERTY TYPE: SECURITIES					09/30/2008	04/02/2009
2,491.00		3,996.00					-1,505.00	
		75. ABBOTT LABORATORIES PROPERTY TYPE: SECURITIES					04/03/2008	04/16/2009
3,194.00		3,608.00					-414.00	
		55. CHEVRONTEXACO CORP PROPERTY TYPE: SECURITIES					01/12/2007	04/16/2009
3,611.00		3,809.00					-198.00	
		90. ACCENTURE LTD BERMUDA CL A PROPERTY TYPE: SECURITIES					01/12/2007	04/16/2009
2,464.00		3,219.00					-755.00	
		25. CHEVRONTEXACO CORP PROPERTY TYPE: SECURITIES					01/12/2007	05/14/2009
1,695.00		1,731.00					-36.00	
		30. EXXON MOBIL CORP PROPERTY TYPE: SECURITIES					07/23/1997	05/14/2009
2,089.00		838.00					1,251.00	
		60. PROCTER & GAMBLE CO PROPERTY TYPE: SECURITIES					12/15/2003	05/14/2009
3,064.00		2,191.00					873.00	
		100000. UNITED STATES TREAS NTS DTD 0012 PROPERTY TYPE: SECURITIES					11/28/2006	05/15/2009
100,000.00		100,637.00					-637.00	
		5316.85 MFB NORTHN MULTI-MANAGER INTL EQ PROPERTY TYPE: SECURITIES					11/27/2006	05/21/2009
39,770.00		58,964.00					-19,194.00	
		105. BECTON DICKINSON & CO PROPERTY TYPE: SECURITIES					11/27/2006	05/27/2009
7,057.00		7,372.00					-315.00	

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)	
		30. INTL BUSINESS MACHINES CORP PROPERTY TYPE: SECURITIES					04/25/2008	05/27/2009
3,133.00		3,682.00					-549.00	
		130. MICROCHIP TECHNOLOGY INC PROPERTY TYPE: SECURITIES					09/27/2006	05/27/2009
2,837.00		4,211.00					-1,374.00	
		35. CHARLES SCHWAB CORP NEW PROPERTY TYPE: SECURITIES					09/04/2008	05/27/2009
606.00		831.00					-225.00	
		185. CHARLES SCHWAB CORP NEW PROPERTY TYPE: SECURITIES					05/15/2008	05/27/2009
3,201.00		4,159.00					-958.00	
		6670.3 MFB NORTHN HI YIELD FXD INC FD PROPERTY TYPE: SECURITIES					10/25/2006	06/22/2009
42,223.00		53,806.00					-11,583.00	
		70. PROCTER & GAMBLE CO PROPERTY TYPE: SECURITIES					12/15/2003	08/13/2009
3,643.00		2,556.00					1,087.00	
		330. MFC ISHARES TR BARCLAYS TIPS BD FD PROPERTY TYPE: SECURITIES					05/18/2009	08/17/2009
33,204.00		31,943.00					1,261.00	
		15. EXELON CORP PROPERTY TYPE: SECURITIES					10/06/2008	09/02/2009
735.00		850.00					-115.00	
		60. EXELON CORP PROPERTY TYPE: SECURITIES					04/24/2006	09/02/2009
2,940.00		3,283.00					-343.00	
		5. FIRST SOLAR INC COM PROPERTY TYPE: SECURITIES					02/17/2009	09/02/2009
586.00		689.00					-103.00	
		15. FIRST SOLAR INC COM PROPERTY TYPE: SECURITIES					05/28/2008	09/02/2009
1,759.00		4,026.00					-2,267.00	

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)	
		95. ACCENTURE PLC SHS CL A NEW PROPERTY TYPE: SECURITIES					09/30/2008	09/02/2009
3,179.00		3,543.00					-364.00	
		65. ACCENTURE PLC SHS CL A NEW PROPERTY TYPE: SECURITIES					11/02/2005	09/02/2009
2,175.00		1,733.00					442.00	
		95. MCDONALDS CORP PROPERTY TYPE: SECURITIES					11/27/2006	09/10/2009
5,220.00		3,913.00					1,307.00	
		20. ABBOTT LABORATORIES PROPERTY TYPE: SECURITIES					11/27/2006	10/01/2009
979.00		930.00					49.00	
		35. ADOBE SYS INC PROPERTY TYPE: SECURITIES					01/04/2008	10/01/2009
1,129.00		1,415.00					-286.00	
		15. AIR PRODUCTS & CHEMICALS INC PROPERTY TYPE: SECURITIES					12/13/2007	10/01/2009
1,149.00		1,538.00					-389.00	
		25. ALTERA CORP PROPERTY TYPE: SECURITIES					03/20/2009	10/01/2009
502.00		437.00					65.00	
		15. AMAZON COM INC PROPERTY TYPE: SECURITIES					05/27/2009	10/01/2009
1,370.00		1,179.00					191.00	
		10. APPLE COMPUTER INC PROPERTY TYPE: SECURITIES					11/27/2006	10/01/2009
1,827.00		898.00					929.00	
		15. BAXTER INTL INC PROPERTY TYPE: SECURITIES					03/02/2007	10/01/2009
840.00		743.00					97.00	
		10. BHP LTD SPONSORED ADR PROPERTY TYPE: SECURITIES					05/14/2009	10/01/2009
631.00		498.00					133.00	

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)	
		20. CVS CORP PROPERTY TYPE: SECURITIES					08/13/2009	10/01/2009
718.00		697.00					21.00	
		15. CHEVRONTEXACO CORP PROPERTY TYPE: SECURITIES					01/12/2007	10/01/2009
1,039.00		1,039.00						
		105. CISCO SYS INC PROPERTY TYPE: SECURITIES					11/27/2006	10/01/2009
2,436.00		1,717.00					719.00	
		15. COSTCO WHSL CORP NEW PROPERTY TYPE: SECURITIES					01/17/2008	10/01/2009
846.00		974.00					-128.00	
		20. CUMMINS ENGINE INC PROPERTY TYPE: SECURITIES					09/02/2009	10/01/2009
871.00		900.00					-29.00	
		25. DANAHER CORP PROPERTY TYPE: SECURITIES					11/27/2006	10/01/2009
1,650.00		1,813.00					-163.00	
		5. DARDEN RESTAURANTS INC PROPERTY TYPE: SECURITIES					02/10/2009	10/01/2009
167.00		139.00					28.00	
		25. WALT DISNEY CO PROPERTY TYPE: SECURITIES					11/27/2006	10/01/2009
684.00		805.00					-121.00	
		40. EMERSON ELECTRIC CO PROPERTY TYPE: SECURITIES					01/12/2007	10/01/2009
1,560.00		1,765.00					-205.00	
		30. EXXON MOBIL CORP PROPERTY TYPE: SECURITIES					07/23/1997	10/01/2009
2,023.00		838.00					1,185.00	
		15. FPL GROUP INC PROPERTY TYPE: SECURITIES					07/28/2008	10/01/2009
812.00		958.00					-146.00	

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)	
		60. GENERAL ELECTRIC CO PROPERTY TYPE: SECURITIES					05/02/1994	10/01/2009
964.00		477.00					487.00	
		10. GOLDMAN SACHS GROUP INC PROPERTY TYPE: SECURITIES					04/02/2009	10/01/2009
1,801.00		1,141.00					660.00	
		35. HEWLETT PACKARD CO COM PROPERTY TYPE: SECURITIES					07/11/2003	10/01/2009
1,619.00		796.00					823.00	
		20. ITT INDS INC PROPERTY TYPE: SECURITIES					11/27/2006	10/01/2009
1,009.00		1,078.00					-69.00	
		15. INTL BUSINESS MACHINES CORP PROPERTY TYPE: SECURITIES					08/07/2008	10/01/2009
1,779.00		1,937.00					-158.00	
		60. J P MORGAN CHASE & CO PROPERTY TYPE: SECURITIES					01/31/2008	10/01/2009
2,536.00		2,842.00					-306.00	
		25. JACOBS ENGR GROUP INC PROPERTY TYPE: SECURITIES					07/11/2007	10/01/2009
1,115.00		1,538.00					-423.00	
		15. JOHNSON & JOHNSON PROPERTY TYPE: SECURITIES					04/24/1996	10/01/2009
899.00		335.00					564.00	
		40. JOHNSON CONTROLS INC PROPERTY TYPE: SECURITIES					09/10/2009	10/01/2009
996.00		1,065.00					-69.00	
		25. KELLOGG CO PROPERTY TYPE: SECURITIES					11/27/2006	10/01/2009
1,220.00		1,248.00					-28.00	
		5. KOHLS CORP PROPERTY TYPE: SECURITIES					01/27/2009	10/01/2009
278.00		188.00					90.00	

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)	
		35. MEDCO HEALTH SOLUTIONS INC PROPERTY TYPE: SECURITIES					11/27/2006	10/01/2009
1,902.00		853.00					1,049.00	
		55. MICROSOFT CORP COM PROPERTY TYPE: SECURITIES					12/13/2007	10/01/2009
1,372.00		1,944.00					-572.00	
		10. MOSAIC CO COM PROPERTY TYPE: SECURITIES					05/27/2009	10/01/2009
468.00		564.00					-96.00	
		20. NATIONAL-OILWELL INC PROPERTY TYPE: SECURITIES					03/02/2007	10/01/2009
834.00		703.00					131.00	
		10. NOBLE ENERGY INC PROPERTY TYPE: SECURITIES					04/16/2009	10/01/2009
642.00		593.00					49.00	
		10. PG&E CORP PROPERTY TYPE: SECURITIES					05/31/2007	10/01/2009
402.00		496.00					-94.00	
		20. PEPSICO INC PROPERTY TYPE: SECURITIES					08/01/2001	10/01/2009
1,172.00		877.00					295.00	
		15. PROCTER & GAMBLE CO PROPERTY TYPE: SECURITIES					12/15/2003	10/01/2009
851.00		548.00					303.00	
		20. QUALCOMM INC PROPERTY TYPE: SECURITIES					09/02/2009	10/01/2009
857.00		911.00					-54.00	
		25. SCHLUMBERGER LTD ISIN #AN8068571086 PROPERTY TYPE: SECURITIES					11/27/2006	10/01/2009
1,447.00		1,615.00					-168.00	
		60. CHARLES SCHWAB CORP NEW PROPERTY TYPE: SECURITIES					09/04/2008	10/01/2009
1,121.00		1,424.00					-303.00	

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)	
		15. SIGMA ALDRICH CORP PROPERTY TYPE: SECURITIES					01/17/2008	10/01/2009
788.00		786.00					2.00	
		70. SPECTRA ENERGY CORP COM STK PROPERTY TYPE: SECURITIES					08/13/2008	10/01/2009
1,314.00		1,819.00					-505.00	
		15. SUNCOR ENERGY INC NEW COM STK PROPERTY TYPE: SECURITIES					07/11/2007	10/01/2009
499.00		687.00					-188.00	
		30. TJX COS INC NEW PROPERTY TYPE: SECURITIES					04/25/2008	10/01/2009
1,112.00		974.00					138.00	
		90. US BANCORP-DEL NEW PROPERTY TYPE: SECURITIES					04/25/2008	10/01/2009
1,919.00		3,109.00					-1,190.00	
		15. UNITED TECHNOLOGIES CORP PROPERTY TYPE: SECURITIES					02/18/2003	10/01/2009
907.00		472.00					435.00	
		60. VERIZON COMMUNICATIONS PROPERTY TYPE: SECURITIES					11/27/2006	10/01/2009
1,802.00		2,051.00					-249.00	
		10. WAL MART STORES INC PROPERTY TYPE: SECURITIES					09/04/2008	10/01/2009
491.00		605.00					-114.00	
		65. WELLS FARGO & CO NEW PROPERTY TYPE: SECURITIES					03/17/2003	10/01/2009
1,752.00		1,505.00					247.00	
		15. COVIDIEN PLC USD0.20 PROPERTY TYPE: SECURITIES					09/30/2008	10/01/2009
640.00		799.00					-159.00	
		5. TRANSOCEAN LTD PROPERTY TYPE: SECURITIES					11/27/2006	10/01/2009
418.00		372.00					46.00	

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)	
		1004.15 MFB NORTHN FDS MULTI-MANAGER GLO PROPERTY TYPE: SECURITIES					11/19/2008	10/05/2009
15,956.00		10,042.00					5,914.00	
		1996.68 MFB NRTHN MULTIMGR SMALL"FOR NMM PROPERTY TYPE: SECURITIES					12/19/2006	10/05/2009
15,614.00		21,804.00					-6,190.00	
		5312.46 MFB NORTHN MULTI-MANAGER MID CAP PROPERTY TYPE: SECURITIES					08/18/2008	10/05/2009
46,059.00		56,606.00					-10,547.00	
		101.45 PIMCO COMMODITY REALRETURN STRATE PROPERTY TYPE: SECURITIES					06/22/2009	10/05/2009
769.00		712.00					57.00	
		115. VERIZON COMMUNICATIONS PROPERTY TYPE: SECURITIES					11/27/2006	10/22/2009
3,350.00		3,932.00					-582.00	
		95. DARDEN RESTAURANTS INC PROPERTY TYPE: SECURITIES					02/10/2009	11/09/2009
3,112.00		2,642.00					470.00	
		125. WELLS FARGO & CO NEW PROPERTY TYPE: SECURITIES					10/06/2008	11/09/2009
3,450.00		4,132.00					-682.00	
		25. AMAZON COM INC PROPERTY TYPE: SECURITIES					05/27/2009	12/08/2009
3,360.00		1,965.00					1,395.00	
		25. BAXTER INTL INC PROPERTY TYPE: SECURITIES					02/17/2009	12/08/2009
1,382.00		1,444.00					-62.00	
		85. BAXTER INTL INC PROPERTY TYPE: SECURITIES					03/02/2007	12/08/2009
4,698.00		4,094.00					604.00	
		20. JACOBS ENGR GROUP INC PROPERTY TYPE: SECURITIES					02/17/2009	12/08/2009
680.00		759.00					-79.00	

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)	
		70. JACOBS ENGR GROUP INC PROPERTY TYPE: SECURITIES					07/11/2007	12/08/2009
2,380.00		4,305.00					-1,925.00	
		30. SCHLUMBERGER LTD ISIN #AN8068571086 PROPERTY TYPE: SECURITIES					02/17/2009	12/15/2009
1,872.00		1,180.00					692.00	
		45. SCHLUMBERGER LTD ISIN #AN8068571086 PROPERTY TYPE: SECURITIES					11/27/2006	12/15/2009
2,807.00		2,907.00					-100.00	
TOTAL GAIN(LOSS)		....					-58,738.	

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

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDEND & INTEREST		47,790.	47,790.
	TOTAL	47,790.	47,790.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS
DEFERRED INCOME		-2,182.
EXCISE TAX REFUND		960.
	TOTALS	-1,222.

STATEMENT 2

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAX	347.	347.
TOTALS	347.	347.

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

DESCRIPTION		AMOUNT
COST ADJUSTMENT		2,604.
	TOTAL	2,604.

STATE(S) WHERE THE FOUNDATION IS REGISTERED
FL

STATEMENT 5

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

OFFICER NAME:
NORTHERN TRUST, N.A.
ADDRESS:

SARASOTA, FLORIDA,
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 40
COMPENSATION .... 8,599.

OFFICER NAME:
RAY PAULIF
ADDRESS:

TOMAH, WISCONSIN,
TITLE:
BOARD MEMBER

OFFICER NAME:
ANTHONY HINDON
ADDRESS:

TOMAH, WISCONSIN,
TITLE:
BOARD MEMBER

OFFICER NAME:
DR R W AHLSTROM
ADDRESS:

TOMAH, WISCONSIN,
TITLE:
BOARD MEMBER

TOTAL COMPENSATION: 8,599.

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

RECIPIENT NAME:
VAROUS-SEE ATTACHED
ADDRESS:
VARIOUS-SEE ATTACHED

RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
P
AMOUNT OF GRANT PAID .... 75,182.

TOTAL GRANTS PAID: 75,182.

2009 Thomas Earle Awards			$ 75,182 00
Group	Request	Amount of Request	Amount Granted
Area Community Theatre, Inc. (A.C T.)	Construct wall to aid handicapped and other occupants to egress safely (4,500), construction of a handicapped ramp (745), install lever sets and locks to secure the building (5,000), make second floor restrooms and entryways handicapped accessible (2,945), resurface grass area for outdoor performances and activities (5,375), outdoor wiring (1,115) and "What Women Want" and "Children's Community Campus (summer program" (1,000).	$ 20,680 00	$ 4,500.00
City of Tomah - Fire Department	Purchase traffic safety equipment (collapsible lighted cones, roadside safety turbo flares, emergency signs and portable generator with halogen light to light up a dark scene).	$ 3,412.00	$ 3,412 00
City of Tomah - Tomah Ambulance Service	Purchase 6 Motorola pagers for Emergency Medical Technicians	$ 1,914.00	$ 1,914.00
City of Tomah - Tomah Area Veterans Memorial Committee	Aid in the cost of procuring monument for Veterans Memorial.	$ 5,000.00	$ 5,000.00
City of Tomah - Tomah Police Dept.	Purchase laptop computer and software and programs to use in the Internet Crimes Against Children investigations.	$ 2,000 00	$ 2,000 00
City of Tomah - Tomah Public Library	Purchase Rosetta Stone Spanish language software and license due to increase in Spanish speaking patrons and the number of English speaking patrons who wish to learn Spanish.	$ 1,595 00	$ 1,595.00
Faith In Action Volunteers of Monroe County	Training for caregivers of people with Alzheimer's/Dementia, volunteer driver training, mileage assistance for volunteer drivers, parish nurses support materials and grocery delivery program materials, assistance to offset cost of materials and food for Lunch and Learn series, and computer program	$ 1,529.00	$ 1,054 49
Families First of Monroe County, Inc	Telephone (2,800), audit (1,200), insurance (500), brochures/stationary (500), office supplies (1,040)	$ 6,040.00	$ 1,000.00
Handishop Industries, Inc	New cardboard baler (Priority #3)	$ 8,966.44	$ 8,966 44
Head Start Child & Family Development Centers, Inc (Tomah Head Start)	Purchase curriculum materials to better serve the children in our program, all of whom come from low income familes and several of their students have disabilities	$ 2,560 00	$ 2,560 00

RECEIVED: Robert T. Fasbender 7/14/2009
ROBERT T. FASBENDER, DIST.ADMIN. DATE

RECEIVED - NTB

City of Tomah - Kupper Ratsch Senior & Disabled Center	Purchase energy saver coffee brewer and four stainless steel carafes for Senior Center.	$ 1,500.00	$ 1,500 00
Learning Independent Future Environments (L I.F.E.)	Help students with cognitive, physical and/or emotional disability with the opportunity to acquire independent skills In a "real life" setting	$ 20,000 00	$ 20,000 00
Monroe County Sheltercare, Inc /Brighter Tomorrows (Monroe County Domestic Abuse/Sexual Assault Project)	Provide direct services and financial assistance to victims of domestic abuse and sexual assault in the Tomah area. Purchase classroom supplies/curriculum for use in education program in Tomah Schools	$ 3,638 00	$ 3,638 00
Neighbor for Neighbor, Inc.	Handicap accessibility/safety improvements to the building to include a new handicap accessible door and replacing carpet in entry way (4,189.98). Install new "safewalk" floor in walkin cooler to prevent slips and falls (1,335).	$ 5,424 98	$ 5,424 98
Riverfront Activity Center, Inc	(This is a continuation of the Tomah Adult Day Program). Funding would enable the program to offer more opportunities to more local seniors. Funds would be used for transportation and activity fees for individuals with limited incomes. Provide additional staffing for day trips, provide free program trial periods for individuals interested in enrolling	$ 6,000 00	$ 1,000.00
Tomah Area Historical Society, Inc. Museum	Preservation materials and boxes	$ 250 00	$ 250 00
Tomah Area School District	Purchase handicap accessible playground equipment for new Timber PUPS 4K Learning Center	$ 5,000 00	$ 5,000 00
Tomah School of Childhood	Purchase furniture and educational materials for Discovery Time classrooms	$ 2,367 09	$ 2,367 09
Tomah Youth Hockey	Additional set of bleachers in the multipurpose building at Recreation Park	$ 15,000 00	$ 2,000.00
Western Technical College	New barrier free parking at front of building for easier accessibility to building (2,000), ADA revisions to first floor restrooms (5,000).	$ 7,000 00	$ 2,000 00
		$ 119,876.51	$ 75,182.00
			$ -

RECEIVED: Robert T. Fasbender 7/14/09

ROBERT T. FASBENDER, DIST. ADMIN. DATE

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equity Securities							
Common stock							
Australia - USD							
ADR BHP BILLITON LTD SPONSORED ADR CUSIP 088606108							
55 000	76 58	0 00	4,211 90	2,739 90	1,472 00	0 00	1,472 00
Total USD		0 00	4,211 90	2,739 90	1,472 00	0 00	1,472 00
Total Australia		0 00	4,211 90	2,739 90	1,472 00	0 00	1,472 00
Canada - USD							
SUNCOR ENERGY INC NEW COM STK CUSIP 867224107							
95 000	35 31	0 00	3,354 45	2,989 94	364 51	0 00	364 51
Total USD		0 00	3,354 45	2,989 94	364 51	0 00	364 51
Total Canada		0 00	3,354 45	2,989 94	364 51	0 00	364 51
Ireland - USD							
COVIDIEN PLC USD0 20 CUSIP G2554F105							
65 000	47 89	0 00	3,112 85	3,462 95	-350 10	0 00	-350 10
Total USD		0 00	3,112 85	3,462 95	-350 10	0 00	-350 10
Total Ireland		0 00	3,112 85	3,462 95	-350 10	0 00	-350 10
Israel - USD							
ADR TEVA PHARMACEUTICAL INDS CUSIP 881624209							
135 000	56 18	0 00	7,584 30	5,751 09	1,833 21	0 00	1,833 21
Total USD		0 00	7,584 30	5,751 09	1,833 21	0 00	1,833 21
Total Israel		0 00	7,584 30	5,751 09	1,833 21	0 00	1,833 21
Switzerland - USD							

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equity Securities							
Common stock							
Switzerland - USD							
ADR ABB LTD SPONSORED ADR CUSIP 000375204							
155 000	19 10	0 00	2,960 50	3,303 79	-343 29	0 00	-343 29
TRANSOCEAN LTD CUSIP H8817H100							
40 000	82 80	0 00	3,312 00	2,978 40	333 60	0 00	333 60
Total USD		0 00	6,272 50	6,282 19	-9 69	0 00	-9 69
Total Switzerland		0 00	6,272 50	6,282 19	-9 69	0 00	-9 69
United States - USD							
ABBOTT LAB COM CUSIP 002824100							
105 000	53 99	0 00	5,668 95	5,223 85	445 10	0 00	445 10
ADOBE SYS INC COM CUSIP 00724F101							
175 000	36 78	0 00	6,436 50	5,948 10	488 40	0 00	488 40
AIR PROD & CHEM INC COM CUSIP 009158106							
80 000	81 06	36 00	6,484 80	6,810 80	-326 00	0 00	-326 00
ALTERA CORP COM CUSIP 021441100							
145 000	22 63	0 00	3,281 35	2,536 90	744 45	0 00	744 45
AMAZON COM INC COM CUSIP 023135106							
45 000	134 52	0 00	6,053 40	3,441 35	2,612 05	0 00	2,612 05
APPLE INC CUSIP 037833100							
50 000	210 86	0 00	10 543 00	5,584 26	4,958 74	0 00	4,958 74

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equity Securities							
Common stock							
United States - USD							
BAXTER INTL INC COM CUSIP 071813109							
0 000	58 68	31 90	0 00	0 00	0 00	0 00	0 00
CHEVRON CORP COM CUSIP 166764100							
100 000	76 99	0 00	7,699 00	6,874 48	824 52	0 00	824 52
CISCO SYSTEMS INC CUSIP 17275R102							
435 000	23 94	0 00	10,413 90	6,357 85	4,056 05	0 00	4,056 05
COSTCO WHOLESALE CORP NEW COM CUSIP 22160K105							
70 000	59 17	0 00	4,141 90	3,983 66	158 24	0 00	158 24
CUMMINS INC CUSIP 231021106							
120 000	45 86	0 00	5,503 20	5,399 39	103 81	0 00	103 81
CVS CAREMARK CORP COM STK CUSIP 126650100							
85 000	32 21	0 00	2,737 85	2,962 36	-224 51	0 00	-224 51
DANAHER CORP COM CUSIP 235851102							
105 000	75 20	4 20	7,896 00	6,416 79	1,479 21	0 00	1,479 21
EMERSON ELECTRIC CO COM CUSIP 291011104							
145 000	42 60	0 00	6,177 00	5,918 68	258 32	0 00	258 32
EXXON MOBIL CORP COM CUSIP 30231G102							
155 000	68 19	0 00	10,569 45	3,352 70	7,216 75	0 00	7,216 75

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equity Securities							
Common stock							
United States - USD							
F P L GROUP INC COM CUSIP 302571104							
80 000	52 82	0 00	4,225 60	5,110 74	-885 14	0 00	-885 14
FEDEX CORP COM CUSIP 31428X106							
35 000	83 45	3 85	2,920 75	3,148 43	-227 68	0 00	-227 68
GENERAL ELECTRIC CO CUSIP 369604103							
200 000	15 13	20 00	3,026 00	1,815 75	1,210 25	0 00	1 210 25
GOLDMAN SACHS GROUP INC COM CUSIP 38141G104							
55 000	168 84	0 00	9,286 20	5,706 35	3,579 85	0 00	3 579 85
GOOGLE INC CL A CL A CUSIP 38259P508							
15 000	619 98	0 00	9,299 70	5,912 88	3,386 82	0 00	3,386 82
HEWLETT PACKARD CO COM CUSIP 428236103							
170 000	51 51	13 60	8,756 70	4,576 62	4,180 08	0 00	4,180 08
INTERNATIONAL BUSINESS MACHS CORP COM CUSIP 459200101							
80 000	130 90	0 00	10,472 00	9,040 73	1,431 27	0 00	1,431 27
ITT CORP INC COM CUSIP 450911102							
105 000	49 74	22 31	5,222 70	5 659 02	-436 32	0 00	-436 32
JOHNSON & JOHNSON COM CUSIP 478160104							
110 000	64 41	0 00	7 085 10	2,453 69	4 631 41	0 00	4 631 41

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Unrealized gain/loss Translation	Total
Equity Securities							
Common stock							
United States - USD							
JOHNSON CTL INC COM CUSIP 478366107							
195 000	27.24	25 35	5,311 80	5,191 64	120 16	0 00	120 16
JPMORGAN CHASE & CO COM CUSIP 46625H100							
310 000	41 67	0 00	12,917 70	11,041 24	1,876 46	0 00	1,876 46
KELLOGG CO COM CUSIP 487836108							
130 000	53.20	0 00	6,916 00	6,489 60	426 40	0 00	426 40
KOHLS CORP COM CUSIP 500255104							
60 000	53 93	0 00	3,235 80	2,254 33	981 47	0 00	981 47
MCKESSON CORP CUSIP 58155Q103							
100 000	62 50	0 00	6,250 00	6,114 14	135 86	0 00	135 86
MEDCO HEALTH SOLUTIONS INC COM CUSIP 58405U102							
145 000	63 91	0 00	9,266 95	3,534 37	5,732 58	0 00	5,732 58
MICROSOFT CORP COM CUSIP 594918104							
290 000	30 49	0 00	8,842 10	3,816 58	5,025 52	0 00	5,025 52
MOSAIC CO COM CUSIP 61945A107							
60 000	59 73	0 00	3,583 80	3,381 25	202 55	0 00	202 55
NATIONAL OILWELL VARCO COM STK CUSIP 637071101							
90 000	44 09	0 00	3,968 10	2,889 22	1,078 88	0 00	1,078 88

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	 Translation	 Total
Equity Securities							
Common stock							
United States - USD							
NIKE INC CL B CUSIP 654106103							
50 000	66 07	0 00	3,303 50	3,190 99	112 51	0 00	112 51
NOBLE ENERGY INC COM CUSIP 655044105							
45 000	71 22	0 00	3,204 90	2 667 38	537 52	0 00	537 52
PEPSICO INC COM CUSIP 713448108							
125 000	60 80	56 25	7,600 00	5,483 75	2,116 25	0 00	2,116 25
PG& E CORP COM CUSIP 69331C108							
130 000	44 65	54 60	5,804 50	5,696 29	108 21	0 00	108 21
PROCTER & GAMBLE CO COM CUSIP 742718109							
90 000	60 63	0 00	5,456 70	3,286 15	2,170 55	0 00	2,170 55
QUALCOMM INC COM CUSIP 747525103							
95 000	46 26	0 00	4,394 70	4,325 18	69 52	0 00	69 52
SCHLUMBERGER LTD COM STK CUSIP 806857108							
0 000	65 09	15 75	0 00	0 00	0 00	0 00	0 00
SCHWAB CHARLES CORP COM NEW CUSIP 808513105							
280 000	18 82	0 00	5,269 60	5,315 56	-45 96	0 00	-45 96
SIGMA-ALDRICH CORP COM CUSIP 826552101							
75 000	50 53	0 00	3,789 75	3 623 47	166 28	0 00	166 28

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equity Securities							
Common stock							
United States - USD							
SPECTRA ENERGY CORP COM STK CUSIP 847560109							41 75
320 000	20 51	0 00	6 563 20	6,521 45	41 75	0 00	
TJX COS INC COM NEW CUSIP 872540109							1,024 28
140 000	36 55	0 00	5,117 00	4,092 72	1,024 28	0 00	
TRAVELERS COS INC COM STK CUSIP 89417E109							-455 23
125 000	49 86	0 00	6 232 50	6,687 73	-455 23	0 00	
UNITED TECHNOLOGIES CORP COM CUSIP 913017109							1,995 64
60 000	69 41	0 00	4,164 60	2,168 96	1,995 64	0 00	
UNITEDHEALTH GROUP INC COM CUSIP 91324P102							-115 13
155 000	30 48	0 00	4,724 40	4,839 53	-115 13	0 00	
US BANCORP CUSIP 902973304							-71 46
225 000	22 51	11 25	5 064 75	5,136 21	-71 46	0 00	
VERIZON COMMUNICATIONS COM CUSIP 92343V104							328 07
145 000	33 13	0 00	4,803 85	4 475 78	328 07	0 00	
WAL-MART STORES INC COM CUSIP 931142103							-979 21
175 000	53 45	47 68	9,353 75	10,332 96	-979 21	0 00	
WALT DISNEY CO CUSIP 254687106							4 55
150 000	32 25	52 50	4,837 50	4,832 95	4 55	0 00	

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equity Securities							
Common stock							
United States - USD							
WELLS FARGO & CO NEW COM STK CUSIP 949746101							
230 000	26 99	0 00	6,207 70	5,034 67	1,173 03	0 00	1,173 03
Total USD		395 24	310,086 20	246,659 48	63,426 72	0 00	63,426 72
Total United States		395 24	310,086 20	246,659 48	63,426 72	0 00	63,426 72
Total Common Stock **7,205.000**		**395 24**	**334,622.20**	**267,885.55**	**66,736 65**	**0.00**	**66,736.65**
Equity funds							
Emerging Markets Region - USD							
MFB NORTHN FDS MULTI-MANAGER EMERGING MKTS EQTY FD CUSIP 665162483							
6,054 120	20 37	0 00	123,322 42	82,961 34	40,361 08	0 00	40,361 08
Total USD		0 00	123,322 42	82,961 34	40,361 08	0 00	40,361 08
Total Emerging Markets Region		0 00	123,322 42	82,961 34	40,361 08	0 00	40,361 08
International Region - USD							
MFB NORTHN MULTI-MANAGER INTL EQTY FD CUSIP 665162558							
23,088 000	8 93	0 00	206,175 84	207,987 00	1,811 16	0 00	-1,811 16
Total USD		0 00	206,175 84	207,987 00	-1,811 16	0 00	-1,811 16
Total International Region		0 00	206,175 84	207,987 00	-1,811 16	0 00	-1,811 16
United States - USD							
MFB NORTHN MULTI-MANAGER MID CAP FD CUSIP 665162574							
1,732 650	9 38	0 00	16,252 25	11,307 09	4,945 16	0 00	4,945 16

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equity Securities							
Equity funds							
United States - USD							
MFB NORTHN MULTI-MANAGER SMALL CAP FD CUSIP 665162566							
1,857 250	8 26	0 00	15,340 88	15,390 45	-49 57	0 00	-49 57
Total USD		0 00	31,593 13	26,697 54	4,895 59	0 00	4,895 59
Total United States		0 00	31,593 13	26,697 54	4,895 59	0 00	4,895 59
Total Equity Funds **32,732.020**		**0.00**	**361,091.39**	**317,645.88**	**43,445 51**	**0.00**	**43,445 51**
Total Equity Securities **39,937.020**		**395.24**	**695,713 59**	**585,531.43**	**110,182.16**	**0.00**	**110,182.16**
Fixed Income Securities							
Corporate/government							
United States - USD							
BANK AMER CORP SR NT 4 875% DUE 01-15-2013 BEO CUSIP 060505AX2							
25,000 000	103 9958	561 97	25,998 95	25,159 25	839 70	0 00	839 70
Issue Date 23 Jan 03 Rate 4 875% Yield to Maturity 3 113% Maturity Date 15 Jan 13							
LILLY ELI & CO 6% DUE 03-15-2012 CUSIP 532457AU2							
50,000 000	109 2225	883 33	54,611 25	50 665 00	3,946 25	0 00	3,946 25
Issue Date 18 Mar 02 Rate 6 00% Yield to Maturity 1 132% Maturity Date 15 Mar 12							
MFB NORTHERN FUNDS FIXED INCOME FD CUSIP 665162806							
23,216 020	10 14	0 00	235 410 44	226,786 37	8,624 07	0 00	8,624 07
Issue Date 25 Aug 08							

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Fixed Income Securities							
Corporate/government							
United States - USD							
MFB NORTHN HI YIELD FXD INC FD CUSIP 665162699							
20,959 300	6 97	0 00	146,086 32	142,711 83	3,374 49	0 00	3,374 49
Issue Date 25 Aug 08							
MFB NORTHN SHORT INTERMEDIATE US GOVT CUSIP 665162756							
9,426 460	10 30	0 00	97,092 53	99,667 44	-2,574 91	0 00	-2,574 91
Issue Date 25 Aug 08							
Total USD		1,445 30	559,199 49	544,989 89	14,209 60	0 00	14,209 60
Total United States		1,445 30	559,199 49	544,989 89	14,209 60	0 00	14,209 60
Total Corporate/Government **128,601.780**		**1,445 30**	**559,199.49**	**544,989 89**	**14,209.60**	**0.00**	**14,209.60**
Total Fixed Income Securities **128,601.780**		**1,445.30**	**559,199.49**	**544,989 89**	**14,209.60**	**0.00**	**14,209.60**
Real Estate							
Real estate funds							
Global Region - USD							
MFB NORTHN FDS MULTI-MANAGER GLOBAL REALESTATE FD CUSIP 665162475							
2,777 660	16 57	0 00	46,025 82	28,259 39	17,766 43	0 00	17,766 43
Total USD		0 00	46,025 82	28,259 39	17,766 43	0 00	17,766 43
Total Global Region		0 00	46,025 82	28,259 39	17,766 43	0 00	17,766 43

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Real Estate							
Total Real Estate Funds							
2,777.660		**0.00**	**46,025 82**	**28,259.39**	**17,766 43**	**0 00**	**17,766.43**
Total Real Estate							
2,777.660		**0.00**	**46,025.82**	**28,259 39**	**17,766.43**	**0 00**	**17,766.43**
Commodities							
Commodities							
United States - USD							
MFC SPDR GOLD TR GOLD SHS CUSIP 78463V107							
130 000	107 31	0 00	13,950 30	11,927 94	2,022 36	0 00	2,022 36
MFO CREDIT SUISSE COMMODITY-RETURN PLUS STRATEGY FD COM CL CUSIP 22544R305							
4,311 590	8 59	0 00	37,036 55	36,217 96	818 59	0 00	818 59
MFO PIMCO FDS PAC INVT MGMT SER COMMODITY REALRETURN STRATEGY FD INSTL CUSIP 722005667							
4,733 590	8 28	0 00	39,194 12	30,853 13	8,340 99	0 00	8,340 99
Total USD		0 00	90,180 97	78,999 03	11,181 94	0 00	11,181 94
Total United States		0 00	90,180 97	78,999 03	11,181 94	0 00	11,181 94
Total Commodities							
9,175.180		**0 00**	**90,180.97**	**78,999.03**	**11,181.94**	**0 00**	**11,181 94**
Total Commodities							
9,175.180		**0.00**	**90,180 97**	**78,999.03**	**11,181.94**	**0.00**	**11,181.94**

Cash and Short Term Investments

asset detail

31 DEC 09

EARLE CHAR FDTN THOMAS B.

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Unrealized gain/loss Translation	Total
Cash and Short Term Investments							
Short term							
USD - United States dollar							
	1 00	0 93	106,002 76	106,002 76	0 00	0 00	0 00
Total short term - all currencies		0 93	106,002 76	106,002 76	0 00	0 00	0 00
Total short term - all countries		0 93	106,002 76	106,002 76	0 00	0 00	0 00
Total Short Term 106,002 760		0.93	106,002 76	106,002.76	0.00	0.00	0.00
Total Cash and Short Term Investments 106,002.760		0.93	106,002.76	106,002.76	0 00	0 00	0.00
Total 286,494.400		1,841.47	1,497,122.63	1,343,782.50	153,340.13	0.00	153,340.13