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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.

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: **NESBITT FOUNDATION 02-61178**

Room/suite: _____

Number and street (or P O box number if mail is not delivered to street address): **NORTHERN TRUST, N.A., TRUSTEE**

City or town, state, and ZIP code: **PO BOX 803878, CHICAGO, IL 60680**

A Employer identification number: **95-6092682**

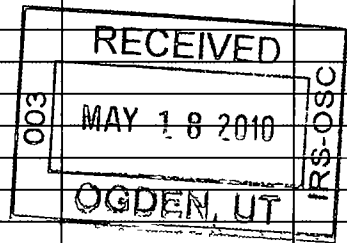
B Telephone number (see page 10 of the instructions): **(312) 630-6000**

H Check type of organization: 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) ▶ \$ **7,101,703.**

J Accounting method: 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)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check <input type="checkbox"/> if the foundation is not required to attach Sch B.				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	217,502.	217,502.		STMT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	-348,036.			
b	Gross sales price for all assets on line 6a	3,488,333.			
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)	424.			STMT 2
12	Total. Add lines 1 through 11	-130,110.	217,502.		
13	Compensation of officers, directors, trustees, etc.	32,255.	29,029.	NONE	3,226.
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	2,127.	1,627.		
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	10.			10.
24	Total operating and administrative expenses. Add lines 13 through 23	35,392.	31,156.	NONE	3,736.
25	Contributions, gifts, grants paid	500,000.			500,000.
26	Total expenses and disbursements. Add lines 24 and 25	535,392.	31,156.	NONE	503,736.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	-665,502.			
b	Net investment income (if negative, enter -0-)		186,346.		
c	Adjusted net income (if negative, enter -0-)				



ENVELOPE POSTMARK DATE MAY 12 2010
 SCANNED MAY 20 2010
 Revenue
 Operating and Administrative Expenses

4 GTF Bone

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		253,336.	578,482.	578,482.
	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) STMT 6		3,102,019.	2,814,627.	3,253,425.
	c	Investments - corporate bonds (attach schedule) STMT 7		3,338,231.	2,543,971.	2,618,728.
	11	Investments - land, buildings, and equipment basis				
	Less: accumulated depreciation (attach schedule)					
12	Investments - mortgage loans					
13	Investments - other (attach schedule) STMT 8		430,009.	507,331.	651,068.	
14	Land, buildings, and equipment basis					
	Less: accumulated depreciation (attach schedule)					
15	Other assets (describe)					
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		7,123,595.	6,444,411.	7,101,703.	
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. <input type="checkbox"/>					
	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		7,123,595.	6,444,411.	
	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)		7,123,595.	6,444,411.		
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)		7,123,595.	6,444,411.		

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	7,123,595.
2	Enter amount from Part I, line 27a	2	-665,502.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	6,458,093.
5	Decreases not included in line 2 (itemize) SEE STATEMENT 9	5	13,682.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	6,444,411.

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) Gains (Col (h) gain minus col. (k), but not less than -0-) or Losses (from col (h))		
(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			
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	-348,036.	
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.					

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	404,686.	7,602,360.	0.05323162807
2007	365,510.	8,558,304.	0.04270822817
2006	10,552.	223,243.	0.04726687959
2005	9,725.	216,459.	0.04492767683
2004	10,410.	217,329.	0.04789972806
2 Total of line 1, column (d)			2 0.23603414072
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 0.04720682814
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			4 6,632,798.
5 Multiply line 4 by line 3			5 313,113.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 1,863.
7 Add lines 5 and 6			7 314,976.
8 Enter qualifying distributions from Part XII, line 4			8 503,736.

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)

Table with 11 rows for excise tax calculations. Includes sub-rows for credits and payments (6a-6d). Total tax due is 637, with 637 refunded.

Part VII-A Statements Regarding Activities

Table with 10 rows of activity statements and Yes/No columns. Includes questions about political campaigns, expenditures, and state reporting.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see 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 THE NORTHERN TRUST COMPANY Telephone no (312) 630-6000
Located at PO BOX 803878, CHICAGO, IL ZIP + 4 60680-3878
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 No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No 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 No 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 No 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)? 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 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 No X 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)

- 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)? Yes No
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
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? Yes No

5b		
6b		X
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		32,255.	-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 Yes No **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	6,733,805.
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	6,733,805.
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	6,733,805.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	101,007.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,632,798.
6	Minimum investment return. Enter 5% of line 5	6	331,640.

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	331,640.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	1,863.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,863.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	329,777.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	329,777.
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	329,777.

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	503,736.
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	503,736.
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	1,863.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	501,873.

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				329,777.
2 Undistributed income, if any, as of the end of 2009:				
a Enter amount for 2008 only			9,969.	
b Total for prior years 20 07, 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: ▶ \$ 503,736.				
a Applied to 2008, but not more than line 2a			9,969.	
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				329,777.
e Remaining amount distributed out of corpus	163,990.			
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	163,990.			
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.				NONE
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	163,990.			
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	163,990.			

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	Prior 3 years			(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
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 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 15				
Total				500,000.
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					4,797.	
11,605.00		225. EXELON CORP PROPERTY TYPE: SECURITIES 12,594.00					02/14/2006 -989.00	01/14/2009
7,243.00		160. RESEARCH IN MOTION LTD PROPERTY TYPE: SECURITIES 19,164.00					04/25/2008 -11,921.00	01/14/2009
12,635.00		385. CATERPILLAR INC PROPERTY TYPE: SECURITIES 31,912.00					05/28/2008 -19,277.00	01/27/2009
78,565.00		7328.83 MFB NORTHN FDS MULTI-MANAGER GLO PROPERTY TYPE: SECURITIES 73,288.00					11/19/2008 5,277.00	02/04/2009
29,112.00		2576.28 MFB NORTHN FDS MULTI-MANAGER EME PROPERTY TYPE: SECURITIES 25,763.00					11/19/2008 3,349.00	02/04/2009
40,544.00		6712.58 MFB NORTHN HI YIELD FXD INC FD PROPERTY TYPE: SECURITIES 55,849.00					10/26/2004 -15,305.00	02/04/2009
387,401.00		36895.33 MFB NORTHN SHORT INTERMEDIATE U PROPERTY TYPE: SECURITIES 377,070.00					05/06/2008 10,331.00	02/04/2009
393,142.00		40530.1 MFB NORTHERN FDS FIXED INCOME FD PROPERTY TYPE: SECURITIES 394,358.00					05/06/2008 -1,216.00	02/04/2009
8,332.00		145. MC DONALDS CORP. COMMON STOCK, NO P PROPERTY TYPE: SECURITIES 5,072.00					05/16/2006 3,260.00	02/10/2009
4,597.00		80. MC DONALDS CORP. COMMON STOCK, NO PA PROPERTY TYPE: SECURITIES 2,798.00					05/16/2006 1,799.00	02/10/2009

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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)	
10,870.00		273. WATERS CORP PROPERTY TYPE: SECURITIES 14,969.00				03/01/2007	02/10/2009 -4,099.00	
2,808.00		72. WATERS CORP PROPERTY TYPE: SECURITIES 3,948.00				03/01/2007	02/11/2009 -1,140.00	
38,898.00		5771.22 MFO CREDIT SUISSE COMMODITY-RETU PROPERTY TYPE: SECURITIES 64,753.00				03/01/2007	02/20/2009 -25,855.00	
63,790.00		6764.58 MFB NORTHN FDS MULTI-MANAGER GLO PROPERTY TYPE: SECURITIES 67,646.00				11/19/2008	03/13/2009 -3,856.00	
186,612.00		17688.34 MFB NORTHN SHORT INTERMEDIATE U PROPERTY TYPE: SECURITIES 180,775.00				05/06/2008	03/13/2009 5,837.00	
7,037.00		445. AFLAC INC PROPERTY TYPE: SECURITIES 25,408.00				10/19/2007	03/16/2009 -18,371.00	
9,656.00		310. ROCKWELL COLLINS INC COM PROPERTY TYPE: SECURITIES 21,276.00				06/08/2007	03/16/2009 -11,620.00	
10,291.00		200. JOHNSON & JOHNSON PROPERTY TYPE: SECURITIES 3,785.00				10/05/1995	03/20/2009 6,506.00	
95,254.00		14677.02 MFB NORTHN MULTI-MANAGER INTL E PROPERTY TYPE: SECURITIES 174,803.00				05/06/2008	03/23/2009 -79,549.00	
10,889.00		205. PEPSICO INC PROPERTY TYPE: SECURITIES 9,694.00				12/18/2001	04/02/2009 1,195.00	
13,283.00		400. #REORG/COVIDEN LTD PLAN OF REORG TO PROPERTY TYPE: SECURITIES 21,310.00				09/30/2008	04/02/2009 -8,027.00	

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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)	
691.00		10. CHEVRONTEXACO CORP COM PROPERTY TYPE: SECURITIES 680.00				03/01/2007	04/09/2009 11.00	
700.00		10. EXXON MOBIL CORP PROPERTY TYPE: SECURITIES 23.00				03/31/1975	04/09/2009 677.00	
773.00		15. JOHNSON & JOHNSON PROPERTY TYPE: SECURITIES 284.00				10/05/1995	04/09/2009 489.00	
9,924.00		866.76 MFB NORTHN FDS MULTI-MANAGER GLOB PROPERTY TYPE: SECURITIES 8,668.00				11/19/2008	04/09/2009 1,256.00	
2,016.00		331.03 MFB NRTHN MULTIMGR SMALL"FOR NMMS PROPERTY TYPE: SECURITIES 3,108.00				05/06/2008	04/09/2009 -1,092.00	
11,114.00		1629.63 MFB NORTHN MULTI-MANAGER MID CAP PROPERTY TYPE: SECURITIES 17,763.00				05/06/2008	04/09/2009 -6,649.00	
2,157.00		25. MFC SPDR GOLD TR GOLD SHS PROPERTY TYPE: SECURITIES 2,284.00				03/13/2009	04/09/2009 -127.00	
14,903.00		350. ABBOTT LABORATORIES PROPERTY TYPE: SECURITIES 19,075.00				04/03/2008	04/16/2009 -4,172.00	
14,774.00		225. CHEVRONTEXACO CORP COM PROPERTY TYPE: SECURITIES 15,296.00				03/01/2007	04/16/2009 -522.00	
14,920.00		545. ACCENTURE LTD BERMUDA CL A PROPERTY TYPE: SECURITIES 12,960.00				06/10/2005	04/16/2009 1,960.00	
7,458.00		110. CHEVRONTEXACO CORP COM PROPERTY TYPE: SECURITIES 7,478.00				03/01/2007	05/14/2009 -20.00	

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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)	
7,658.00		110. EXXON MOBIL CORP PROPERTY TYPE: SECURITIES 258.00				03/31/1975	05/14/2009	
15,321.00		300. PROCTER & GAMBLE CO PROPERTY TYPE: SECURITIES 13,170.00				01/06/2003	05/14/2009	
14,583.00		1191.41 MFB NORTHN FDS MULTI-MANAGER GLO PROPERTY TYPE: SECURITIES 11,914.00				11/19/2008	05/21/2009	
144,274.00		19287.99 MFB NORTHN MULTI-MANAGER INTL E PROPERTY TYPE: SECURITIES 229,720.00				05/06/2008	05/21/2009	
141.00		22.15 MFB NRTHN MULTIMGR SMALL"FOR NMMSX PROPERTY TYPE: SECURITIES 208.00				05/06/2008	05/21/2009	
221.00		31.35 MFB NORTHN MULTI-MANAGER MID CAP F PROPERTY TYPE: SECURITIES 342.00				05/06/2008	05/21/2009	
365.00		58.34 MFB NORTHN HI YIELD FXD INC FD PROPERTY TYPE: SECURITIES 485.00				10/26/2004	05/21/2009	
508.00		48.02 MFB NORTHN SHORT INTERMEDIATE US G PROPERTY TYPE: SECURITIES 491.00				05/06/2008	05/21/2009	
838.00		85.03 MFB NORTHERN FDS FIXED INCOME FD PROPERTY TYPE: SECURITIES 827.00				05/06/2008	05/21/2009	
3,361.00		50. BECTON DICKINSON & CO PROPERTY TYPE: SECURITIES 3,363.00				04/09/2009	05/27/2009	
31,590.00		470. BECTON DICKINSON & CO PROPERTY TYPE: SECURITIES 35,560.00				03/01/2007	05/27/2009	

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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)	
15,664.00		150. INTL BUSINESS MACHINES CORP PROPERTY TYPE: SECURITIES 18,412.00					04/25/2008	05/27/2009
							-2,748.00	
1,636.00		75. MICROCHIP TECHNOLOGY INC PROPERTY TYPE: SECURITIES 1,739.00					04/09/2009	05/27/2009
							-103.00	
13,092.00		600. MICROCHIP TECHNOLOGY INC PROPERTY TYPE: SECURITIES 21,762.00					02/23/2006	05/27/2009
							-8,670.00	
15,225.00		880. SCHWAB CHARLES CORP COMMON STOCK NE PROPERTY TYPE: SECURITIES 19,781.00					05/15/2008	05/27/2009
							-4,556.00	
23,394.00		1530. MFB NORTHN FDS MULTI-MANAGER EMERG PROPERTY TYPE: SECURITIES 20,969.00					05/21/2009	06/22/2009
							2,425.00	
209,112.00		33035. MFB NORTHN HI YIELD FXD INC FD PROPERTY TYPE: SECURITIES 273,534.00					03/01/2007	06/22/2009
							-64,422.00	
18,216.00		350. PROCTER & GAMBLE CO PROPERTY TYPE: SECURITIES 15,364.00					01/06/2003	08/13/2009
							2,852.00	
151,653.00		1504. MFC ISHARES TR BARCLAYS TIPS BD FD PROPERTY TYPE: SECURITIES 145,378.00					07/24/2009	08/18/2009
							6,275.00	
7,035.00		145. EXELON CORP PROPERTY TYPE: SECURITIES 8,156.00					07/24/2009	09/03/2009
							-1,121.00	
13,827.00		285. EXELON CORP PROPERTY TYPE: SECURITIES 15,952.00					02/14/2006	09/03/2009
							-2,125.00	
1,804.00		15. FIRST SOLAR INC COM PROPERTY TYPE: SECURITIES 2,405.00					07/24/2009	09/03/2009
							-601.00	

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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)	
9,621.00		80. FIRST SOLAR INC COM PROPERTY TYPE: SECURITIES 21,472.00				05/28/2008	09/03/2009	-11,851.00
20,194.00		595. ACCENTURE PLC SHS CL A NEW PROPERTY TYPE: SECURITIES 21,969.00				07/24/2009	09/03/2009	-1,775.00
6,958.00		205. ACCENTURE PLC SHS CL A NEW PROPERTY TYPE: SECURITIES 4,875.00				06/10/2005	09/03/2009	2,083.00
3,572.00		65. MC DONALDS CORP. COMMON STOCK, NO PA PROPERTY TYPE: SECURITIES 3,663.00				07/24/2009	09/10/2009	-91.00
27,476.00		500. MC DONALDS CORP. COMMON STOCK, NO P PROPERTY TYPE: SECURITIES 17,490.00				05/16/2006	09/10/2009	9,986.00
9,295.00		50. APPLE COMPUTER INC PROPERTY TYPE: SECURITIES 4,370.00				03/01/2007	09/30/2009	4,925.00
10,548.00		445. CISCO SYS INC PROPERTY TYPE: SECURITIES 4,798.00				02/06/1998	09/30/2009	5,750.00
10,661.00		155. EXXON MOBIL CORP PROPERTY TYPE: SECURITIES 364.00				03/31/1975	09/30/2009	10,297.00
10,171.00		55. GOLDMAN SACHS GROUP INC PROPERTY TYPE: SECURITIES 7,281.00				07/24/2009	09/30/2009	2,890.00
8,310.00		175. HEWLETT PACKARD CO COM PROPERTY TYPE: SECURITIES 6,864.00				03/01/2007	09/30/2009	1,446.00
9,572.00		80. INTL BUSINESS MACHINES CORP PROPERTY TYPE: SECURITIES 10,331.00				08/07/2008	09/30/2009	-759.00

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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)	
14,989.00		340. J P MORGAN CHASE & CO PROPERTY TYPE: SECURITIES 16,106.00				01/31/2008	09/30/2009 -1,117.00	
8,287.00		150. MEDCO HEALTH SOLUTIONS INC PROPERTY TYPE: SECURITIES 5,066.00				03/01/2007	09/30/2009 3,221.00	
7,518.00		290. MICROSOFT CORP COM PROPERTY TYPE: SECURITIES 10,248.00				12/13/2007	09/30/2009 -2,730.00	
8,025.00		265. VERIZON COMMUNICATIONS PROPERTY TYPE: SECURITIES 11,347.00				01/04/2008	09/30/2009 -3,322.00	
8,344.00		170. WAL MART STORES INC PROPERTY TYPE: SECURITIES 10,288.00				09/04/2008	09/30/2009 -1,944.00	
10,729.00		380. WELLS FARGO & CO NEW PROPERTY TYPE: SECURITIES 5,476.00				08/28/1997	09/30/2009 5,253.00	
38,940.00		2485. MFB NORTHN FDS MULTI-MANAGER GLOBA PROPERTY TYPE: SECURITIES 26,822.00				08/19/2009	10/02/2009 12,118.00	
65,242.00		8495. MFB NRTHN MULTIMGR SMALL"FOR NMMSX PROPERTY TYPE: SECURITIES 79,768.00				05/06/2008	10/02/2009 -14,526.00	
202,708.00		23820. MFB NORTHN MULTI-MANAGER MID CAP PROPERTY TYPE: SECURITIES 259,638.00				05/06/2008	10/02/2009 -56,930.00	
7,621.00		125. PEPSICO INC PROPERTY TYPE: SECURITIES 5,911.00				12/18/2001	10/02/2009 1,710.00	
7,431.00		145. ABBOTT LABORATORIES PROPERTY TYPE: SECURITIES 7,854.00				03/01/2007	10/23/2009 -423.00	

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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)	
8,682.00		250. ADOBE SYS INC PROPERTY TYPE: SECURITIES 10,109.00					01/04/2008 -1,427.00	10/23/2009
8,121.00		100. AIR PRODUCTS & CHEMICALS INC PROPERTY TYPE: SECURITIES 10,252.00					12/13/2007 -2,131.00	10/23/2009
4,058.00		195. ALTERA CORP COM PROPERTY TYPE: SECURITIES 3,506.00					07/24/2009 552.00	10/23/2009
11,804.00		100. AMAZON COM INC PROPERTY TYPE: SECURITIES 8,053.00					07/24/2009 3,751.00	10/23/2009
3,063.00		15. APPLE COMPUTER INC PROPERTY TYPE: SECURITIES 1,311.00					03/01/2007 1,752.00	10/23/2009
7,698.00		140. BAXTER INTL INC PROPERTY TYPE: SECURITIES 6,962.00					03/01/2007 736.00	10/23/2009
5,114.00		70. BHP LTD SPONSORED ADR PROPERTY TYPE: SECURITIES 3,718.00					07/24/2009 1,396.00	10/23/2009
4,454.00		120. CVS CORP COM STK PROPERTY TYPE: SECURITIES 4,182.00					08/13/2009 272.00	10/23/2009
9,953.00		130. CHEVRONTEXACO CORP COM PROPERTY TYPE: SECURITIES 8,837.00					03/01/2007 1,116.00	10/23/2009
3,264.00		135. CISCO SYS INC PROPERTY TYPE: SECURITIES 1,455.00					02/06/1998 1,809.00	10/23/2009
5,492.00		95. COSTCO WHSL CORP NEW PROPERTY TYPE: SECURITIES 6,170.00					01/17/2008 -678.00	10/23/2009

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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)	
8,299.00		170. CUMMINS ENGINE INC PROPERTY TYPE: SECURITIES 7,733.00					09/03/2009	10/23/2009
							566.00	
9,861.00		140. DANAHER CORP PROPERTY TYPE: SECURITIES 7,920.00					10/20/2008	10/23/2009
							1,941.00	
4,227.00		135. DARDEN RESTAURANTS INC COM PROPERTY TYPE: SECURITIES 4,177.00					07/24/2009	10/23/2009
							50.00	
6,215.00		215. WALT DISNEY CO PROPERTY TYPE: SECURITIES 7,309.00					03/01/2007	10/23/2009
							-1,094.00	
7,740.00		195. EMERSON ELECTRIC CO PROPERTY TYPE: SECURITIES 8,393.00					03/01/2007	10/23/2009
							-653.00	
3,674.00		50. EXXON MOBIL CORP PROPERTY TYPE: SECURITIES 117.00					03/31/1975	10/23/2009
							3,557.00	
6,053.00		115. FPL GROUP INC PROPERTY TYPE: SECURITIES 7,347.00					07/28/2008	10/23/2009
							-1,294.00	
4,012.00		265. GENERAL ELECTRIC CO PROPERTY TYPE: SECURITIES 1,204.00					07/17/1989	10/23/2009
							2,808.00	
3,594.00		20. GOLDMAN SACHS GROUP INC PROPERTY TYPE: SECURITIES 2,282.00					04/02/2009	10/23/2009
							1,312.00	
8,316.00		15. GOOGLE INC CL A PROPERTY TYPE: SECURITIES 6,131.00					05/27/2009	10/23/2009
							2,185.00	
2,676.00		55. HEWLETT PACKARD CO COM PROPERTY TYPE: SECURITIES 2,157.00					03/01/2007	10/23/2009
							519.00	

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8,238.00		150. ITT INDS INC PROPERTY TYPE: SECURITIES 8,799.00					03/01/2007	10/23/2009
							-561.00	
3,612.00		30. INTL BUSINESS MACHINES CORP PROPERTY TYPE: SECURITIES 3,874.00					08/07/2008	10/23/2009
							-262.00	
5,860.00		130. J P MORGAN CHASE & CO PROPERTY TYPE: SECURITIES 6,158.00					01/31/2008	10/23/2009
							-298.00	
5,873.00		125. JACOBS ENGR GROUP INC PROPERTY TYPE: SECURITIES 7,938.00					07/12/2007	10/23/2009
							-2,065.00	
8,758.00		145. JOHNSON & JOHNSON PROPERTY TYPE: SECURITIES 2,744.00					10/05/1995	10/23/2009
							6,014.00	
6,934.00		260. JOHNSON CONTROLS INC PROPERTY TYPE: SECURITIES 6,922.00					09/10/2009	10/23/2009
							12.00	
9,276.00		185. KELLOGG CO PROPERTY TYPE: SECURITIES 9,168.00					03/01/2007	10/23/2009
							108.00	
5,932.00		100. KOHLS CORP PROPERTY TYPE: SECURITIES 4,049.00					07/24/2009	10/23/2009
							1,883.00	
2,582.00		45. MEDCO HEALTH SOLUTIONS INC PROPERTY TYPE: SECURITIES 1,520.00					03/01/2007	10/23/2009
							1,062.00	
2,242.00		80. MICROSOFT CORP COM PROPERTY TYPE: SECURITIES 2,827.00					12/13/2007	10/23/2009
							-585.00	
3,882.00		75. MOSAIC CO COM PROPERTY TYPE: SECURITIES 4,227.00					05/27/2009	10/23/2009
							-345.00	

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6,087.00		130. NATIONAL-OILWELL INC PROPERTY TYPE: SECURITIES 5,226.00					05/06/2008	10/23/2009
						861.00		
4,492.00		65. NOBLE ENERGY INC COM PROPERTY TYPE: SECURITIES 3,872.00					07/24/2009	10/23/2009
						620.00		
14,480.00		865. MFB NORTHN FDS MULTI-MANAGER GLOBAL PROPERTY TYPE: SECURITIES 8,650.00					11/19/2008	10/23/2009
						5,830.00		
39,401.00		1940. MFB NORTHN FDS MULTI-MANAGER EMERG PROPERTY TYPE: SECURITIES 37,345.00					10/02/2009	10/23/2009
						2,056.00		
68,383.00		7615. MFB NORTHN MULTI-MANAGER INTL EQTY PROPERTY TYPE: SECURITIES 90,695.00					05/06/2008	10/23/2009
						-22,312.00		
4,738.00		590. MFB NRTHN MULTIMGR SMALL"FOR NMMSX PROPERTY TYPE: SECURITIES 5,540.00					05/06/2008	10/23/2009
						-802.00		
4,894.00		545. MFB NORTHN MULTI-MANAGER MID CAP FD PROPERTY TYPE: SECURITIES 5,941.00					05/06/2008	10/23/2009
						-1,047.00		
47,850.00		6965. MFB NORTHN HI YIELD FXD INC FD PROPERTY TYPE: SECURITIES 57,017.00					03/01/2007	10/23/2009
						-9,167.00		
60,314.00		5690. MFB NORTHN SHORT INTERMEDIATE US G PROPERTY TYPE: SECURITIES 58,152.00					05/06/2008	10/23/2009
						2,162.00		
74,146.00		7305. MFB NORTHERN FDS FIXED INCOME FD PROPERTY TYPE: SECURITIES 71,078.00					05/06/2008	10/23/2009
						3,068.00		
7,089.00		170. PG&E CORP PROPERTY TYPE: SECURITIES 8,335.00					05/30/2007	10/23/2009
						-1,246.00		

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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)	
2,439.00		40. PEPSICO INC PROPERTY TYPE: SECURITIES 1,892.00					12/18/2001	10/23/2009
							547.00	
7,202.00		125. PROCTER & GAMBLE CO PROPERTY TYPE: SECURITIES 5,487.00					01/06/2003	10/23/2009
							1,715.00	
5,084.00		125. QUALCOMM INC PROPERTY TYPE: SECURITIES 5,600.00					09/03/2009	10/23/2009
							-516.00	
5,176.00		50. MFC SPDR GOLD TR GOLD SHS PROPERTY TYPE: SECURITIES 4,716.00					10/02/2009	10/23/2009
							460.00	
7,123.00		110. SCHLUMBERGER LTD ISIN #AN8068571086 PROPERTY TYPE: SECURITIES 3,893.00					06/08/2005	10/23/2009
							3,230.00	
7,711.00		430. SCHWAB CHARLES CORP COMMON STOCK NE PROPERTY TYPE: SECURITIES 10,205.00					09/04/2008	10/23/2009
							-2,494.00	
5,695.00		105. SIGMA ALDRICH CORP PROPERTY TYPE: SECURITIES 5,499.00					01/17/2008	10/23/2009
							196.00	
8,275.00		415. SPECTRA ENERGY CORP COM STK PROPERTY TYPE: SECURITIES 10,781.00					08/13/2008	10/23/2009
							-2,506.00	
4,401.00		120. SUNCOR ENERGY INC NEW COM STK PROPERTY TYPE: SECURITIES 5,608.00					07/12/2007	10/23/2009
							-1,207.00	
7,583.00		190. TJX COS INC NEW PROPERTY TYPE: SECURITIES 6,172.00					04/25/2008	10/23/2009
							1,411.00	
9,300.00		185. TEVA PHARMACEUTICALS INDS LTD ADR PROPERTY TYPE: SECURITIES 8,483.00					07/24/2009	10/23/2009
							817.00	

**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)	
8,456.00		340. US BANCORP PROPERTY TYPE: SECURITIES 11,746.00				04/25/2008	10/23/2009 -3,290.00	
5,596.00		85. UNITED TECHNOLOGIES CORP PROPERTY TYPE: SECURITIES 2,867.00				06/03/2002	10/23/2009 2,729.00	
17,555.00		610. VERIZON COMMUNICATIONS PROPERTY TYPE: SECURITIES 20,325.00				01/04/2008	10/23/2009 -2,770.00	
3,280.00		65. WAL MART STORES INC PROPERTY TYPE: SECURITIES 3,934.00				09/04/2008	10/23/2009 -654.00	
4,805.00		165. WELLS FARGO & CO NEW PROPERTY TYPE: SECURITIES 5,523.00				10/06/2008	10/23/2009 -718.00	
4,116.00		95. COVIDIEN PLC USD0.20 PROPERTY TYPE: SECURITIES 5,061.00				09/30/2008	10/23/2009 -945.00	
4,944.00		55. TRANSOCEAN LTD PROPERTY TYPE: SECURITIES 4,612.00				04/26/2006	10/23/2009 332.00	
12,656.00		1430. MFO CREDIT SUISSE COMMODITY-RETURN PROPERTY TYPE: SECURITIES 16,045.00				03/01/2007	10/26/2009 -3,389.00	
13,047.00		1595. MFO PIMCO FDS PAC INVT MGMT SER CO PROPERTY TYPE: SECURITIES 12,095.00				10/06/2009	10/26/2009 952.00	
14,412.00		440. DARDEN RESTAURANTS INC COM PROPERTY TYPE: SECURITIES 12,237.00				02/10/2009	11/09/2009 2,175.00	
14,627.00		530. WELLS FARGO & CO NEW PROPERTY TYPE: SECURITIES 14,309.00				10/06/2008	11/09/2009 318.00	

**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)	
15,456.00		115. AMAZON COM INC PROPERTY TYPE: SECURITIES 9,041.00				05/27/2009	12/08/2009	
						6,415.00		
4,974.00		90. BAXTER INTL INC PROPERTY TYPE: SECURITIES 4,647.00				07/24/2009	12/08/2009	
						327.00		
23,214.00		420. BAXTER INTL INC PROPERTY TYPE: SECURITIES 20,887.00				03/01/2007	12/08/2009	
						2,327.00		
2,720.00		80. JACOBS ENGR GROUP INC PROPERTY TYPE: SECURITIES 3,468.00				07/24/2009	12/08/2009	
						-748.00		
12,072.00		355. JACOBS ENGR GROUP INC PROPERTY TYPE: SECURITIES 22,544.00				07/12/2007	12/08/2009	
						-10,472.00		
3,743.00		60. SCHLUMBERGER LTD ISIN #AN8068571086 PROPERTY TYPE: SECURITIES 3,027.00				07/24/2009	12/15/2009	
						716.00		
18,717.00		300. SCHLUMBERGER LTD ISIN #AN8068571086 PROPERTY TYPE: SECURITIES 10,618.00				06/08/2005	12/15/2009	
						8,099.00		
TOTAL GAIN(LOSS)					----- -348,036. =====	

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
DIVIDENDS & INTEREST	217,502.	217,502.
TOTAL	217,502.	217,502.
	=====	=====

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
DEFERRED INCOME	-10,269.
FEDERAL TAX REFUND	10,693.

TOTALS	424.
	=====

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 -----
ESTIMATED EXCISE TAX	500.	
FOREIGN TAXES	1,627.	1,627.
	-----	-----
TOTALS	2,127.	1,627.
	=====	=====

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	CHARITABLE PURPOSES -----
CA FRANCHISE TAX BD.	10.	10.
TOTALS	10.	10.
	=====	=====

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED SCHEDULE	2,814,627.	3,253,425.
TOTALS	2,814,627.	3,253,425.

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

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
SEE ATTACHED SCHEDULE	2,543,971.	2,618,728.
TOTALS	2,543,971.	2,618,728.
	=====	=====

FORM 990PF, PART II - OTHER INVESTMENTS
=====

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED SCHEDULE	C	507,331.	651,068.
TOTALS		507,331.	651,068.

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

DESCRIPTION -----	AMOUNT -----
PRIOR PERIOD ADJUSTMENT	13,682.

TOTAL	13,682.
	=====

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

CA

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

=====

OFFICER NAME:

NORTHERN TRUST, N.A.

ADDRESS:

LOS ANGELES, CA

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 40

COMPENSATION 32,255.

TOTAL COMPENSATION: 32,255.

=====

RECIPIENT NAME:

THE LOS ANGELES OPERA
COMPANY

ADDRESS:

135 NORTH GRAND AVENUE
LOS ANGELES, CA 90012

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

AMOUNT OF GRANT PAID 15,000.

RECIPIENT NAME:

WOODCRAFT RANGERS, INC.

ADDRESS:

2111 PARK GROVE AVENUE
LOS ANGELES, CA 90007

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

AMOUNT OF GRANT PAID 50,000.

RECIPIENT NAME:

ALL PEOPLES CHRISTIAN
CENTER

ADDRESS:

822 EAST 20TH STREET
LOS ANGELES, CA 90011

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

AMOUNT OF GRANT PAID 55,000.

RECIPIENT NAME:
FULFILLMENT FUND
ADDRESS:
LOS ANGELES, CA

RELATIONSHIP:
NONE

PURPOSE OF GRANT:
GENERAL

FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY

AMOUNT OF GRANT PAID 60,000.

RECIPIENT NAME:
OJAI FESTIVAL LTD.
ADDRESS:
OJAI, CA 93024

RELATIONSHIP:
NONE

PURPOSE OF GRANT:
GENERAL

FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY

AMOUNT OF GRANT PAID 30,000.

RECIPIENT NAME:
LOS ANGELES REGIONAL
FOOD BANK
ADDRESS:
LOS ANGELES, CA

RELATIONSHIP:
NONE

PURPOSE OF GRANT:
GENERAL

FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY

AMOUNT OF GRANT PAID 100,000.

RECIPIENT NAME:

FIND THE CHILDREN

ADDRESS:

SANTA MONICA, CA 90405

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

AMOUNT OF GRANT PAID 60,000.

RECIPIENT NAME:

JEWISH BIG BROTHERS

BIG SISTERS FOUNDATION

ADDRESS:

LOS ANGELES, CA

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

AMOUNT OF GRANT PAID 50,000.

RECIPIENT NAME:

UNITED FRIENDS OF THE

CHILDREN

ADDRESS:

1055 WILSHIRE BLVD.

LOS ANGELES, CA 90017

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

AMOUNT OF GRANT PAID 60,000.

=====

RECIPIENT NAME:

WESTSIDE FAMILY YMCA

ADDRESS:

LOS ANGELES, CA

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

AMOUNT OF GRANT PAID 20,000.

TOTAL GRANTS PAID: 500,000.

=====

Asset Detail

31 DEC 09

Account number 0261178

NESBITT FOUNDATION

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◆ Asset Detail - Base Currency

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

Equity Securities

Common stock

Australia - USD

ADR BHP BILLITON LTD SPONSORED ADR CUSIP 088606108

260 000	76.58	0.00	19,910.80	12,952.24	6,958.56	0.00	6,958.56
---------	-------	------	-----------	-----------	----------	------	----------

Total USD

		0.00	19,910.80	12,952.24	6,958.56	0.00	6,958.56
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Total Australia

		0.00	19,910.80	12,952.24	6,958.56	0.00	6,958.56
--	--	------	-----------	-----------	----------	------	----------

Canada - USD

SUNCOR ENERGY INC NEW COM STK CUSIP 867224107

445 000	35.31	0.00	15,712.95	15,403.89	309.06	0.00	309.06
---------	-------	------	-----------	-----------	--------	------	--------

Total USD

		0.00	15,712.95	15,403.89	309.06	0.00	309.06
--	--	------	-----------	-----------	--------	------	--------

Total Canada

		0.00	15,712.95	15,403.89	309.06	0.00	309.06
--	--	------	-----------	-----------	--------	------	--------

Ireland - USD

COVIDIEN PLC USDD 20 CUSIP G2554F105

315 000	47.89	0.00	15,085.35	16,380.32	-1,294.97	0.00	-1,294.97
---------	-------	------	-----------	-----------	-----------	------	-----------

Total USD

		0.00	15,085.35	16,380.32	-1,294.97	0.00	-1,294.97
--	--	------	-----------	-----------	-----------	------	-----------

Total Ireland

		0.00	15,085.35	16,380.32	-1,294.97	0.00	-1,294.97
--	--	------	-----------	-----------	-----------	------	-----------

Israel - USD

ADR TEVA PHARMACEUTICAL INDS CUSIP 881624209

620 000	56.18	0.00	34,831.60	26,411.17	8,420.43	0.00	8,420.43
---------	-------	------	-----------	-----------	----------	------	----------

Total USD

		0.00	34,831.60	26,411.17	8,420.43	0.00	8,420.43
--	--	------	-----------	-----------	----------	------	----------

Total Israel

		0.00	34,831.60	26,411.17	8,420.43	0.00	8,420.43
--	--	------	-----------	-----------	----------	------	----------

Switzerland - USD

*Generated by Northern Trust from reviewed periodic data on 3 May 10 B003

Northern Trust

Asset Detail

Account number 0261178

NESBITT FOUNDATION

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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	Unrealized gain/loss		Total
					Market	Translation	
Equity Securities							
Common stock							
Switzerland - USD							
ADR ABB LTD SPONSORED ADR CUSIP 000375204							
730 000	19.10	0.00	13,943.00	15,664.78	-1,721.78	0.00	-1,721.78
TRANSOCEAN LTD CUSIP H8817H100							
185 000	87.80	0.00	15,318.00	15,101.20	216.80	0.00	216.80
Total USD		0.00	29,261.00	30,765.98	-1,504.98	0.00	-1,504.98
Total Switzerland		0.00	29,261.00	30,765.98	-1,504.98	0.00	-1,504.98
United States - USD							
ABBOTT LAB COM CUSIP 002824100							
505 000	53.99	0.00	27,264.95	25,830.01	1,434.94	0.00	1,434.94
ADOBE SYS INC COM CUSIP 00724F101							
835 000	36.78	0.00	30,711.30	30,589.98	121.32	0.00	121.32
AIR PROD & CHEM INC COM CUSIP 009158106							
375 000	61.06	168.75	30,397.50	32,680.98	-2,283.48	0.00	-2,283.48
ALTERA CORP COM CUSIP 021441100							
660 000	72.63	0.00	14,935.80	11,547.30	3,388.50	0.00	3,388.50
AMAZON COM INC COM CUSIP 023135106							
215 000	134.52	0.00	28,921.80	16,420.59	12,501.21	0.00	12,501.21
APPLE INC CUSIP 037833100							
250 000	210.86	0.00	52,715.00	28,855.37	23,859.63	0.00	23,859.63

Northern Trust

*Generated by Northern Trust from reviewed periodic data on 3 May 10 B003

Asset Detail

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NESBITT FOUNDATION

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◆ Asset Detail - Base Currency

Description / Asset ID		Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
Investment Mgr ID	Shares/PAR value							
Equity Securities								
Common stock								
United States - USD								
BAXTER INTL INC COM CUSIP 071813109	0.000	58.68	147.90	0.00	0.00	0.00	0.00	0.00
CHEVRON CORP COM CUSIP 168764100	460.000	76.99	0.00	35,415.40	31,944.69	3,470.71	0.00	3,470.71
CISCO SYSTEMS INC CUSIP 17275R102	2,085.000	23.94	0.00	49,914.90	25,573.82	24,341.08	0.00	24,341.08
COSTCO WHOLESALE CORP NEW COM CUSIP 22160K105	325.000	59.17	0.00	19,230.25	19,983.59	-753.34	0.00	-753.34
CUMMINS INC CUSIP 231021106	555.000	45.86	0.00	25,452.30	25,245.45	206.85	0.00	206.85
CVS CAREMARK CORP COM STK CUSIP 126650100	405.000	32.21	0.00	13,045.05	14,114.74	-1,069.69	0.00	-1,069.69
DANAHER CORP COM CUSIP 235851102	505.000	75.20	20.20	37,976.00	21,988.29	16,007.71	0.00	16,007.71
EMERSON ELECTRIC CO COM CUSIP 291011104	695.000	42.60	0.00	29,607.00	29,018.37	588.63	0.00	588.63
EXXON MOBIL CORP COM CUSIP 30231G102	730.000	68.19	0.00	49,778.70	-7,658.03	57,436.73	0.00	57,436.73

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◆ Asset Detail - Base Currency

Description / Asset 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							
F P L GROUP INC COM CUSIP 302571104							
385 000	52.82	0.00	20,335.70	24,027.02	-3,691.32	0.00	-3,691.32
FEDEX CORP COM CUSIP 31428X106							
170 000	83.45	18.70	14,186.50	15,292.37	-1,105.87	0.00	-1,105.87
GENERAL ELECTRIC CO CUSIP 369604103							
965 000	15.13	96.50	14,600.45	5,489.39	9,111.06	0.00	9,111.06
GOLDMAN SACHS GROUP INC COM CUSIP 38141G104							
250 000	168.84	0.00	42,210.00	25,679.49	16,530.51	0.00	16,530.51
GOOGLE INC CL A CL A CUSIP 38259P508							
64 000	613.98	0.00	39,678.72	25,286.57	14,392.15	0.00	14,392.15
HEWLETT PACKARD CO COM CUSIP 428236103							
790 000	51.51	63.20	40,692.90	29,967.16	10,725.74	0.00	10,725.74
INTERNATIONAL BUSINESS MACHS CORP COM CUSIP 459200101							
370 000	130.90	0.00	48,433.00	45,126.86	3,306.14	0.00	3,306.14
ITT CORP INC COM CUSIP 450911102							
505 000	49.74	107.31	25,118.70	27,296.98	-2,178.28	0.00	-2,178.28
JOHNSON & JOHNSON COM CUSIP 478160104							
500 000	64.41	0.00	32,205.00	10,940.26	21,264.74	0.00	21,264.74

Northern Trust

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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	Unrealized gain/loss		Total
					Market	Translation	
Equity Securities							
Common stock							
United States - USD							
JOHNSON CTL INC COM CUSIP 478366107							
940 000	27 24	122 20	25,605 60	25,026 37	579 23	0 00	579 23
JPMORGAN CHASE & CO COM CUSIP 46625H100							
1,450 000	41 67	0 00	60,421 50	54,903 54	5,517 96	0 00	5,517 96
KELLOGG CO COM CUSIP 487836108							
615 000	51 20	0 00	32,718 00	29,837 68	2,880 32	0 00	2,880 32
KOHLS CORP COM CUSIP 500255104							
285 000	53 93	0 00	15,370 05	10,708 08	4,661 97	0 00	4,661 97
MCKESSON CORP CUSIP 58155Q103							
465 000	62 50	0 00	29,062 50	28,430 75	631 75	0 00	631 75
MEDCO HEALTH SOLUTIONS INC COM CUSIP 58405U102							
680 000	63 91	0 00	43,458 80	24,184 17	19,274 63	0 00	19,274 63
MICROSOFT CORP COM CUSIP 594918104							
1,380 000	30 49	0 00	42,076 20	35,824 08	6,252 12	0 00	6,252 12
MOSAIC CO COM CUSIP 61945A107							
285 000	59 73	0 00	17,023 05	15,959 81	1,063 24	0 00	1,063 24
NATIONAL OILWELL VARCO COM STK CUSIP 637071101							
440 000	44 09	0 00	19,399 60	15,184 97	4,214 63	0 00	4,214 63

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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	Unrealized gain/loss Translation	Total
Equity Securities							
Common stock							
United States - USD							
NIKE INC CL B CUSIP 654106103							
240 000	66.07	0.00	15,856.80	15,316.75	540.05	0.00	540.05
NOBLE ENERGY INC COM CUSIP 655044105							
210 000	71.22	0.00	14,956.20	12,447.77	2,508.43	0.00	2,508.43
PEPSICO INC COM CUSIP 713448108							
585 000	60.80	263.25	35,568.00	27,725.85	7,842.15	0.00	7,842.15
PG & E CORP COM CUSIP 69331C108							
615 000	44.65	258.30	27,459.75	25,987.08	1,472.67	0.00	1,472.67
PROCTER & GAMBLE CO COM CUSIP 742718109							
415 000	60.63	0.00	25,161.45	19,221.28	5,940.17	0.00	5,940.17
QUALCOMM INC COM CUSIP 747525103							
460 000	46.26	0.00	21,279.60	20,608.83	670.77	0.00	670.77
SCHLUMBERGER LTD COM STK CUSIP 806857108							
0 000	65.09	75.60	0.00	0.00	0.00	0.00	0.00
SCHWAB CHARLES CORP COM NEW CUSIP 808513105							
1,335 000	18.82	0.00	25,124.70	27,790.27	-2,665.57	0.00	-2,665.57
SIGMA-ALDRICH CORP COM CUSIP 826552101							
365 000	50.53	0.00	18,443.45	19,021.15	-577.70	0.00	-577.70

Asset Detail

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NESBITT FOUNDATION

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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	Unrealized gain/loss		Total
					Market	Translation	
Equity Securities							
Common stock							
United States - USD							
SPECTRA ENERGY CORP COM STK CUSIP 847560109							
1,510,000	20.51	0.00	30,970.10	34,470.50	-3,500.40	0.00	-3,500.40
TJX COS INC COM NEW CUSIP 872540109							
660,000	35.55	0.00	24,123.00	21,552.39	2,570.61	0.00	2,570.61
TRAVELERS COS INC COM STK CUSIP 89417E109							
575,000	49.86	0.00	28,669.50	30,763.54	-2,094.04	0.00	-2,094.04
UNITED TECHNOLOGIES CORP COM CUSIP 913017109							
275,000	69.41	0.00	19,087.75	9,737.62	9,350.13	0.00	9,350.13
UNITEDHEALTH GROUP INC COM CUSIP 91324P102							
725,000	30.48	0.00	22,098.00	22,636.53	-538.53	0.00	-538.53
US BANCORP CUSIP 902973304							
1,000,000	22.51	50.00	22,510.00	31,588.99	-9,078.99	0.00	-9,078.99
VERIZON COMMUNICATIONS COM CUSIP 92343V104							
700,000	33.13	0.00	23,191.00	22,852.81	338.19	0.00	338.19
WAL-MART STORES INC COM CUSIP 93114Z103							
795,000	53.45	216.63	42,492.75	45,730.96	-3,238.21	0.00	-3,238.21
WALT DISNEY CO CUSIP 254687106							
705,000	32.25	246.75	22,736.25	22,189.56	546.69	0.00	546.69

Asset Detail

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Account number 0261178

NESBITT FOUNDATION

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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	Unrealized gain/loss		Total
					Market	Translation	
Equity Securities							
Common stock							
United States - USD							
WELLS FARGO & CO NEW COM STK CUSIP 949746101							
1,085,000	26.99	0.00	29,284.15	24,247.36	5,036.79	0.00	5,036.79
Total USD		1,855.29	1,456,974.67	1,189,169.94	267,804.73	0.00	267,804.73
Total United States		1,855.29	1,456,974.67	1,189,169.94	267,804.73	0.00	267,804.73
Total Common Stock		1,855.29	1,571,776.37	1,291,083.54	280,692.83	0.00	280,692.83

Equity funds

Emerging Markets Region - USD

MFB NORTHN FDS MULTI-MANAGER EMERGING MKTS EQTY FD CUSIP 665162483							
27,998,830	20.37	0.00	570,336.16	385,766.04	184,570.12	0.00	184,570.12
Total USD		0.00	570,336.16	385,766.04	184,570.12	0.00	184,570.12
Total Emerging Markets Region		0.00	570,336.16	385,766.04	184,570.12	0.00	184,570.12

International Region - USD

MFB NORTHN MULTI-MANAGER INTL EQTY FD CUSIP 665162558							
108,214,510	8.93	0.00	966,355.57	994,896.27	-28,540.70	0.00	-28,540.70
Total USD		0.00	966,355.57	994,896.27	-28,540.70	0.00	-28,540.70
Total International Region		0.00	966,355.57	994,896.27	-28,540.70	0.00	-28,540.70

United States - USD

MFB NORTHN MULTI-MANAGER MID CAP FD CUSIP 665162574							
7,862,840	9.38	0.00	73,753.43	68,793.60	4,959.83	0.00	4,959.83

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Asset Detail

Account number 0261178

NESBITT FOUNDATION

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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	Unrealized gain/loss		Total
					Market	Translation	
Equity Securities							
Equity funds							
United States - USD							
MFB NORTHN MULTI-MANAGER SMALL CAP FD CUSIP 665162566	8.26	0.00	71,203.26	74,087.22	-2,883.96	0.00	-2,883.96
Total USD		0.00	144,956.69	142,880.82	2,075.87	0.00	2,075.87
Total United States		0.00	144,956.69	142,880.82	2,075.87	0.00	2,075.87
Total Equity Funds		0.00	1,681,648.42	1,523,543.13	158,105.29	0.00	158,105.29
Total Equity Securities		1,855.29	3,253,424.79	2,814,626.67	438,798.12	0.00	438,798.12

Fixed Income Securities

Corporate/government

United States - USD

MFB NORTHERN FUNDS FIXED INCOME FD CUSIP 665162806	10.14	0.00	1,076,470.20	1,034,297.23	42,172.97	0.00	42,172.97
Issue Date 25 Aug 08							
MFB NORTHN HI YIELD FXD INC FD CUSIP 665162699	6.97	0.00	690,653.32	657,776.00	32,877.32	0.00	32,877.32
Issue Date 25 Aug 08							
MFB NORTHN SHORT INTERMEDIATE US GOVT CUSIP 665162756	10.30	0.00	851,604.92	851,898.50	-293.58	0.00	-293.58
Issue Date 25 Aug 08							

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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	Unrealized gain/loss	
						Translation	Total
Fixed Income Securities							
Corporate/government							
Total USD		0.00	2,618,728.44	2,543,971.73	74,756.71	0.00	74,756.71
Total United States		0.00	2,618,728.44	2,543,971.73	74,756.71	0.00	74,756.71
Total Corporate/Government		0.00	2,618,728.44	2,543,971.73	74,756.71	0.00	74,756.71
Total Fixed Income Securities							
287,930.290		0.00	2,618,728.44	2,543,971.73	74,756.71	0.00	74,756.71

Real Estate

Real estate funds

Global Region - USD

MFB NORTHN FDS MULTI-MANAGER GLOBAL REALESTATE FD CUSIP 665162475

12,589.630	16.57	0.00	208,610.16	125,896.30	82,713.86	0.00	82,713.86
Total USD		0.00	208,610.16	125,896.30	82,713.86	0.00	82,713.86
Total Global Region		0.00	208,610.16	125,896.30	82,713.86	0.00	82,713.86
Total Real Estate Funds							
12,589.630		0.00	208,610.16	125,896.30	82,713.86	0.00	82,713.86
Total Real Estate		0.00	208,610.16	125,896.30	82,713.86	0.00	82,713.86

Commodities

Commodities

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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	Unrealized gain/loss		Total
						Market	Translation	
Commodities								
United States - USD								
MFC SPDR GOLD TR GOLD SHS CUSIP 78463V107								
694 000	107 31		0 00	74,473 14	63,315 05	11,158 09	0 00	11,158 09
MFO CREDIT SUISSE COMMODITY-RETURN PLUS STRATEGY FD COM CL CUSIP 2254 IR30								
20,901 240	8 59		0 00	179,541 65	172,271 29	7,270 36	0 00	7,270 36
MFO PIMCO FDS PAC INVT MGMT SER COMMODITY REALRETURN STRATEGY FD INSTL CUSIP 722005667								
22,758 850	8 28		0 00	188,443 27	145,848 00	42,595 27	0 00	42,595 27
Total USD			0 00	442,458 06	381,434 34	61,023 72	0 00	61,023 72
Total United States			0 00	442,458 06	381,434 34	61,023 72	0 00	61,023 72
Total Commodities			0 00	442,458 06	381,434 34	61,023 72	0 00	61,023 72
44,354,090			0 00	442,458 06	381,434 34	61,023 72	0 00	61,023 72
44,354,090			0 00	442,458 06	381,434 34	61,023 72	0 00	61,023 72

Cash and Short Term Investments

Short term								
USD - United States dollar								
	1 00		155 28	578,482 00	578,482 00	0 00	0 00	0 00
Total short term - all currencies			155 28	578,482 00	578,482 00	0 00	0 00	0 00
Total short term - all countries			155 28	578,482 00	578,482 00	0 00	0 00	0 00

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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	Unrealized gain/loss		Total
					Market	Translation	

Cash and Short Term Investments

Total Short Term								
578,482.000		155.28	578,482.00	578,482.00	0.00	0.00	0.00	0.00
Total Cash and Short Term Investments								
578,482.000		155.28	578,482.00	578,482.00	0.00	0.00	0.00	0.00
Total								
1,110,001.440		2,010.57	7,101,703.45	6,444,411.04	657,292.41	0.00	0.00	657,292.41

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