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

2010

For calendar year 2010, or tax year beginning 10/01, **2010, and ending** 09/30, 20 11

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

Name of foundation: THE RIZLEY FAMILY FOUNDATION, INC. 23-71740

A Employer identification number: 26-2801175

Number and street (or P O box number if mail is not delivered to street address): P.O. BOX 803878

Room/suite:

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

City or town, state, and ZIP code: CHICAGO, IL 60680

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)* ▶ $ 2,024,432.

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	64,538.	64,534.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	52,629.			
	b Gross sales price for all assets on line 6a 637,055.				
	7 Capital gain net income (from Part IV, line 2)		52,629.		
	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)	602.			STMT 2
	12 **Total.** Add lines 1 through 11	117,769.	117,163.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.				
	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) STMT 4	7,344.	7,344.		
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) STMT 5	620.	620.		
	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	8,964.	8,464.	NONE	500.
	25 Contributions, gifts, grants paid	100,000.			100,000.
	26 **Total expenses and disbursements** Add lines 24 and 25	108,964.	8,464.	NONE	100,500.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	8,805.			
	b **Net investment income** (if negative, enter -0-)		108,699.		
	c **Adjusted net income** (if negative, enter -0-).				

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets 1	Cash - non-interest-bearing	568,147.	103,490.	103,490.
2	Savings and temporary cash investments			
3	Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
4	Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
7	Other notes and loans receivable (attach schedule) ▶			
	Less: allowance for doubtful accounts ▶ NONE			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10 a	Investments - U.S. and state government obligations (attach schedule)			
b	Investments - corporate stock (attach schedule) STMT 6	652,415.	1,004,503.	994,912.
c	Investments - corporate bonds (attach schedule) STMT 7	621,069.	740,405.	750,099.
11	Investments - land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation (attach schedule) ▶			
12	Investments - mortgage loans			
13	Investments - other (attach schedule) STMT 8	150,591.	152,629.	175,931.
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)	1,992,222.	2,001,027.	2,024,432.
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. ▶ ☒			
27	Capital stock, trust principal, or current funds	1,992,222.	2,001,027.	
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)	1,992,222.	2,001,027.	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	1,992,222.	2,001,027.	

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	1,992,222.
2	Enter amount from Part I, line 27a	2	8,805.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	2,001,027.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,001,027.

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** 52,629.

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))
2009	66,220.	2,089,999.	0.03168422569
2008	NONE	1,657,369.	NONE
2007			
2006			
2005			

2	**Total** of line 1, column (d)	2	0.03168422569
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	0.01584211285
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	2,224,685.
5	Multiply line 4 by line 3	5	35,244.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,087.
7	Add lines 5 and 6	7	36,331.
8	Enter qualifying distributions from Part XII, line 4	8	100,500.

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	1,087.
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	1,087.
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	1,087.
6	Credits/Payments:		
a	2010 estimated tax payments and 2009 overpayment credited to 2010 — 6a: 532.		
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	532.
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	555.
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 2011 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 9			
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 2010 or the taxable year beginning in 2010 (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 ▶ NA			
14	The books are in care of ▶ THE NORTHERN TRUST COMPANY Telephone no. ▶ (312)630-6000 Located at ▶ P.O. 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			
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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 22 of the instructions)?	1b		
	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 2010?	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 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? ☐ 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 22 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 2010 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 2010.)*	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 2010?	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 10		-0-	-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

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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 24 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	2,258,563.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see page 25 of the instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	2,258,563.
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	2,258,563.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	33,878.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,224,685.
6	**Minimum investment return.** Enter 5% of line 5	6	111,234.

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	111,234.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	1,087.		
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	1,087.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	110,147.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	110,147.
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	110,147.

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	100,500.
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	100,500.
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	1,087.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	99,413.

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 2009	(c) 2009	(d) 2010
1	Distributable amount for 2010 from Part XI, line 7				110,147.
2	Undistributed income, if any, as of the end of 2010:				
a	Enter amount for 2009 only			99,499.	
b	Total for prior years: 20____, 20____, 20____		NONE		
3	Excess distributions carryover, if any, to 2010:				
a	From 2005 — NONE				
b	From 2006 — NONE				
c	From 2007 — NONE				
d	From 2008 — NONE				
e	From 2009 — NONE				
f	**Total** of lines 3a through e	NONE			
4	Qualifying distributions for 2010 from Part XII, line 4: ▶ $ 100,500.				
a	Applied to 2009, but not more than line 2a			99,499.	
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 2010 distributable amount				1,001.
e	Remaining amount distributed out of corpus	NONE			
5	Excess distributions carryover applied to 2010 *(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 2009. Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions				
f	Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				109,146.
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 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	NONE			
9	**Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a	NONE			
10	Analysis of line 9:				
a	Excess from 2006 — NONE				
b	Excess from 2007 — NONE				
c	Excess from 2008 — NONE				
d	Excess from 2009 — NONE				
e	Excess from 2010 — 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 2010, 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			
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	(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).)

JOHN STEPHEN RIZLEY

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 14				
Total ▶ 3a				100,000.
b *Approved for future payment*				
Total ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See page 28 of the instructions.)
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	64,538.	
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	52,629.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b TAX REFUND			14	594.	
c ACCU/DEF INCOME			14	8.	
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				117,769.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 117,769.

(See worksheet in line 13 instructions on page 29 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

			Yes	No
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?			
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 of officer or trustee | Date: 15 Dec 2011 | Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
YUERU GIL		12/07/2011		
Firm's name ▶ THE NORTHERN TRUST COMPANY			Firm's EIN ▶	
Firm's address ▶ P.O. BOX 803878 CHICAGO, IL 60680			Phone no. 312-630-6000	

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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					16,113.	
		35. ADOBE SYS INC PROPERTY TYPE: SECURITIES					01/12/2010	10/04/2010
903.00		1,242.00					-339.00	
		85. ADOBE SYS INC PROPERTY TYPE: SECURITIES					06/25/2009	10/04/2010
2,192.00		2,411.00					-219.00	
		110. HEWLETT PACKARD CO COM PROPERTY TYPE: SECURITIES					06/01/2009	10/04/2010
4,459.00		3,841.00					618.00	
		146. SCHWAB CHARLES CORP COMMON STOCK NE PROPERTY TYPE: SECURITIES					06/25/2009	11/02/2010
2,246.00		2,600.00					-354.00	
		20. SCHWAB CHARLES CORP COMMON STOCK NEW PROPERTY TYPE: SECURITIES					10/15/2010	11/03/2010
306.00		289.00					17.00	
		24. SCHWAB CHARLES CORP COMMON STOCK NEW PROPERTY TYPE: SECURITIES					06/25/2009	11/03/2010
367.00		426.00					-59.00	
		110.85 MFO CREDIT SUISSE COMMODITY RETUR PROPERTY TYPE: SECURITIES					10/15/2010	11/18/2010
1,005.00		1,000.00					5.00	
		1021.61 MFO CREDIT SUISSE COMMODITY RETU PROPERTY TYPE: SECURITIES					06/26/2009	11/18/2010
9,266.00		8,073.00					1,193.00	
		205. MFB NORTHN FDS MULTI-MANAGER GLOBAL PROPERTY TYPE: SECURITIES					06/01/2009	11/18/2010
3,817.00		2,813.00					1,004.00	
		50. MFB NRTHN MULTIMGR MID" FOR NMMCX MI PROPERTY TYPE: SECURITIES					06/25/2009	11/18/2010
547.00		367.00					180.00	

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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)	
		2355. MFB NORTHN HI YIELD FXD INC FD PROPERTY TYPE: SECURITIES					10/02/2009	11/18/2010
17,262.00		15,873.00					1,389.00	
		24. AMAZON COM INC PROPERTY TYPE: SECURITIES					06/01/2009	11/19/2010
3,938.00		1,878.00					2,060.00	
		210. CISCO SYS INC PROPERTY TYPE: SECURITIES					06/01/2009	11/19/2010
4,116.00		4,028.00					88.00	
		2. SYSCO CORP PROPERTY TYPE: SECURITIES					06/11/2010	11/19/2010
57.00		62.00					-5.00	
		163. SYSCO CORP PROPERTY TYPE: SECURITIES					11/18/2010	11/19/2010
4,682.00		4,967.00					-285.00	
		375. BK AMER CORP COM PROPERTY TYPE: SECURITIES					11/18/2010	12/03/2010
4,342.00		6,139.00					-1,797.00	
		1495. MFB NRTHN MULTIMGR SMALL"FOR NMMSX PROPERTY TYPE: SECURITIES					06/25/2009	12/15/2010
15,114.00		10,148.00					4,966.00	
		31. CUMMINS ENGINE INC PROPERTY TYPE: SECURITIES					09/03/2009	12/17/2010
3,360.00		1,410.00					1,950.00	
		120. TJX COS INC NEW PROPERTY TYPE: SECURITIES					06/25/2009	12/17/2010
5,220.00		3,615.00					1,605.00	
		55. TJX COS INC NEW PROPERTY TYPE: SECURITIES					12/15/2010	12/20/2010
2,405.00		2,366.00					39.00	
		50. COLGATE PALMOLIVE CO PROPERTY TYPE: SECURITIES					12/15/2010	02/02/2011
3,767.00		4,002.00					-235.00	

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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)	
		205. MFB NORTHN FDS MULTI-MANAGER GLOBAL PROPERTY TYPE: SECURITIES					01/12/2010	02/17/2011
3,735.00		3,415.00					320.00	
		2395. MFB NORTHN FDS MULTI-MANAGER EMERG PROPERTY TYPE: SECURITIES					01/29/2010	02/17/2011
53,169.00		48,130.00					5,039.00	
		125. MFB NORTHN SHORT INTERMEDIATE US GO PROPERTY TYPE: SECURITIES					06/25/2009	02/17/2011
1,284.00		1,313.00					-29.00	
		295. MFB NORTHERN FDS FIXED INCOME FD PROPERTY TYPE: SECURITIES					01/12/2010	02/17/2011
2,980.00		3,024.00					-44.00	
		25. TEVA PHARMACEUTICALS INDS LTD ADR PROPERTY TYPE: SECURITIES					12/15/2010	02/28/2011
1,250.00		1,330.00					-80.00	
		70. TEVA PHARMACEUTICALS INDS LTD ADR PROPERTY TYPE: SECURITIES					06/01/2009	02/28/2011
3,499.00		3,280.00					219.00	
		60. ALTERA CORP COM PROPERTY TYPE: SECURITIES					01/12/2010	03/08/2011
2,604.00		1,127.00					1,477.00	
		85. PEPSICO INC PROPERTY TYPE: SECURITIES					01/12/2010	03/08/2011
5,407.00		4,691.00					716.00	
		28. FEDEX CORP PROPERTY TYPE: SECURITIES					01/12/2010	03/25/2011
2,535.00		2,491.00					44.00	
		30. FEDEX CORP PROPERTY TYPE: SECURITIES					02/17/2011	03/28/2011
2,755.00		2,799.00					-44.00	
		37. FEDEX CORP PROPERTY TYPE: SECURITIES					01/12/2010	03/28/2011
3,398.00		3,198.00					200.00	

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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)	
		150. CISCO SYS INC PROPERTY TYPE: SECURITIES					02/17/2011	04/11/2011
2,621.00		3,096.00					-475.00	
		205. CISCO SYS INC PROPERTY TYPE: SECURITIES					01/12/2010	04/11/2011
3,582.00		4,362.00					-780.00	
		37. NIKE INC CLASS B PROPERTY TYPE: SECURITIES					03/30/2010	04/26/2011
2,959.00		2,484.00					475.00	
		31. NIKE INC CLASS B PROPERTY TYPE: SECURITIES					01/12/2010	04/27/2011
2,487.00		1,992.00					495.00	
		90. MICROSOFT CORP COM PROPERTY TYPE: SECURITIES					02/17/2011	05/23/2011
2,171.00		2,400.00					-229.00	
		215. MICROSOFT CORP COM PROPERTY TYPE: SECURITIES					05/03/2010	05/23/2011
5,185.00		5,195.00					-10.00	
		40. LOWES COMPANIES INC PROPERTY TYPE: SECURITIES					12/15/2010	06/24/2011
928.00		916.00					12.00	
		120. LOWES COMPANIES INC PROPERTY TYPE: SECURITIES					04/26/2010	06/24/2011
2,783.00		3,413.00					-630.00	
		40. MEDCO HEALTH SOLUTIONS INC PROPERTY TYPE: SECURITIES					02/17/2011	06/24/2011
2,147.00		2,393.00					-246.00	
		85. MEDCO HEALTH SOLUTIONS INC PROPERTY TYPE: SECURITIES					06/25/2009	06/24/2011
4,563.00		3,923.00					640.00	
		60. BERKSHIRE HATHAWAY INC-CL B PROPERTY TYPE: SECURITIES					12/15/2010	07/06/2011
4,583.00		4,768.00					-185.00	

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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)	
		135. WALT DISNEY CO PROPERTY TYPE: SECURITIES					03/30/2010	07/15/2011
5,306.00		4,258.00					1,048.00	
		60. EMERSON ELECTRIC CO PROPERTY TYPE: SECURITIES					02/17/2011	08/10/2011
2,574.00		3,434.00					-860.00	
		140. EMERSON ELECTRIC CO PROPERTY TYPE: SECURITIES					01/12/2010	08/10/2011
6,006.00		4,937.00					1,069.00	
		80. STARWOOD HOTELS & RESORTS PROPERTY TYPE: SECURITIES					12/20/2010	08/10/2011
3,448.00		4,796.00					-1,348.00	
		160. PAYCHEX INC PROPERTY TYPE: SECURITIES					03/10/2011	08/29/2011
4,210.00		5,371.00					-1,161.00	
		15. PEPSICO INC PROPERTY TYPE: SECURITIES					10/15/2010	08/29/2011
958.00		1,002.00					-44.00	
		30. PEPSICO INC PROPERTY TYPE: SECURITIES					06/01/2009	08/29/2011
1,917.00		1,576.00					341.00	
		40. PEPSICO INC PROPERTY TYPE: SECURITIES					02/17/2011	08/30/2011
2,565.00		2,600.00					-35.00	
		37. MFC ISHARES TR BARCLAYS TIPS BD FD P PROPERTY TYPE: SECURITIES					04/27/2010	08/31/2011
4,242.00		3,855.00					387.00	
		12680. MFB NORTHN SHORT INTERMEDIATE US PROPERTY TYPE: SECURITIES					07/15/2010	08/31/2011
133,901.00		133,190.00					711.00	
		75. PIMCO COMMODITY REALRETURN STRATEGY PROPERTY TYPE: SECURITIES					06/01/2009	08/31/2011
692.00		570.00					122.00	

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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)	
		1. AMAZON COM INC PROPERTY TYPE: SECURITIES					01/12/2010	09/01/2011
212.00		128.00					84.00	
		8. MFC ISHARES TR BARCLAYS TIPS BD FD PR PROPERTY TYPE: SECURITIES					02/23/2010	09/01/2011
924.00		831.00					93.00	
		320. MFB NORTHN SHORT INTERMEDIATE US GO PROPERTY TYPE: SECURITIES					06/01/2009	09/01/2011
3,386.00		3,357.00					29.00	
		20. MFC SPDR GOLD TR GOLD SHS PROPERTY TYPE: SECURITIES					05/10/2010	09/01/2011
3,560.00		2,355.00					1,205.00	
		2. SALESFORCE COM INC COM STK PROPERTY TYPE: SECURITIES					07/15/2010	09/01/2011
256.00		191.00					65.00	
		785. MFB NORTHN HI YIELD FXD INC FD PROPERTY TYPE: SECURITIES					05/03/2010	09/06/2011
5,487.00		5,656.00					-169.00	
		675. MFB NORTHERN FDS FIXED INCOME FD PROPERTY TYPE: SECURITIES					01/12/2010	09/06/2011
7,094.00		6,919.00					175.00	
		295. MFC SPDR GOLD TR GOLD SHS PROPERTY TYPE: SECURITIES					05/10/2010	09/06/2011
53,672.00		34,739.00					18,933.00	
		222. JUNIPER NETWORKS INC PROPERTY TYPE: SECURITIES					05/23/2011	09/22/2011
4,215.00		8,602.00					-4,387.00	
		75. THE TRAVELERS COMPANIES INC. PROPERTY TYPE: SECURITIES					11/09/2009	09/22/2011
3,535.00		4,013.00					-478.00	
		63. JUNIPER NETWORKS INC PROPERTY TYPE: SECURITIES					09/01/2011	09/23/2011
1,204.00		1,788.00					-584.00	

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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)	
		10. COCA COLA CO PROPERTY TYPE: SECURITIES					08/30/2011	09/27/2011
699.00		699.00						
		5. DANAHER CORP PROPERTY TYPE: SECURITIES					01/12/2010	09/27/2011
224.00		192.00					32.00	
		5. DOMINION RES INC VA NEW PROPERTY TYPE: SECURITIES					09/14/2010	09/27/2011
255.00		220.00					35.00	
		5. E I DU PONT DE NEMOURS & CO PROPERTY TYPE: SECURITIES					04/26/2010	09/27/2011
214.00		203.00					11.00	
		10. EMC CORP MASS PROPERTY TYPE: SECURITIES					07/15/2010	09/27/2011
220.00		205.00					15.00	
		5. EATON CORP COM W/RTS EXP 07/12/2005 PROPERTY TYPE: SECURITIES					04/01/2011	09/27/2011
190.00		280.00					-90.00	
		5. EXXON MOBIL CORP COM PROPERTY TYPE: SECURITIES					06/01/2009	09/27/2011
368.00		352.00					16.00	
		20. GENERAL ELEC CO COM PROPERTY TYPE: SECURITIES					05/05/2010	09/27/2011
318.00		366.00					-48.00	
		160. MFC ISHARES TR BARCLAYS TIPS BD FD PROPERTY TYPE: SECURITIES					02/17/2011	09/27/2011
18,352.00		17,386.00					966.00	
		193. MFC ISHARES TR BARCLAYS TIPS BD FD PROPERTY TYPE: SECURITIES					02/23/2010	09/27/2011
22,138.00		20,048.00					2,090.00	
		10. J P MORGAN CHASE & CO PROPERTY TYPE: SECURITIES					05/03/2010	09/27/2011
325.00		405.00					-80.00	

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CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

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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)	
		5. JOHNSON CONTROLS INC PROPERTY TYPE: SECURITIES					09/10/2009	09/27/2011
144.00		133.00					11.00	
		85. MFB NORTHN FDS MULTI-MANAGER GLOBAL PROPERTY TYPE: SECURITIES					05/03/2010	09/27/2011
1,340.00		1,477.00					-137.00	
		175. MFB NORTHN FDS MULTI-MANAGER EMERGI PROPERTY TYPE: SECURITIES					05/03/2010	09/27/2011
3,224.00		3,630.00					-406.00	
		740. MFB NORTHN MULTI-MANAGER INTL EQTY PROPERTY TYPE: SECURITIES					01/12/2010	09/27/2011
6,194.00		6,830.00					-636.00	
		70. MFB NRTHN MULTIMGR SMALL"FOR NMMSX F PROPERTY TYPE: SECURITIES					04/26/2010	09/27/2011
638.00		668.00					-30.00	
		115. MFB NRTHN MULTIMGR MID" FOR NMMCX M PROPERTY TYPE: SECURITIES					04/26/2010	09/27/2011
1,225.00		1,244.00					-19.00	
		50. MFB NORTHN FDS SMALL CAP GROWTH FD PROPERTY TYPE: SECURITIES					02/17/2011	09/27/2011
650.00		752.00					-102.00	
		905. MFB NORTHN HI YIELD FXD INC FD PROPERTY TYPE: SECURITIES					05/03/2010	09/27/2011
6,217.00		6,442.00					-225.00	
		402.32 MFB NORTHN SHORT INTERMEDIATE US PROPERTY TYPE: SECURITIES					10/15/2010	09/27/2011
4,244.00		4,301.00					-57.00	
		6562.68 MFB NORTHN SHORT INTERMEDIATE US PROPERTY TYPE: SECURITIES					01/12/2010	09/27/2011
69,236.00		68,234.00					1,002.00	
		5. OMNICOM GRP INC COM PROPERTY TYPE: SECURITIES					02/17/2011	09/27/2011
197.00		251.00					-54.00	

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)	
		10. ORACLE CORPORATION PROPERTY TYPE: SECURITIES					02/17/2011	09/27/2011
302.00		330.00					-28.00	
		2445. PIMCO COMMODITY REALRETURN STRATEG PROPERTY TYPE: SECURITIES					10/05/2009	09/27/2011
19,047.00		17,893.00					1,154.00	
		5. PRINCIPAL FINANCIAL GROUP INC PROPERTY TYPE: SECURITIES					05/07/2010	09/27/2011
123.00		141.00					-18.00	
		5. PROCTER & GAMBLE CO PROPERTY TYPE: SECURITIES					04/08/2010	09/27/2011
317.00		313.00					4.00	
		15. MFC SPDR GOLD TR GOLD SHS PROPERTY TYPE: SECURITIES					05/10/2010	09/27/2011
2,414.00		1,766.00					648.00	
		10. SPECTRA ENERGY CORP COM STK PROPERTY TYPE: SECURITIES					05/03/2010	09/27/2011
258.00		225.00					33.00	
		5. SUNCOR ENERGY INC NEW COM STK PROPERTY TYPE: SECURITIES					06/01/2009	09/27/2011
141.00		183.00					-42.00	
		5. THE TRAVELERS COMPANIES INC. PROPERTY TYPE: SECURITIES					11/09/2009	09/27/2011
250.00		268.00					-18.00	
		10. US BANCORP DEL NEW PROPERTY TYPE: SECURITIES					06/01/2009	09/27/2011
246.00		195.00					51.00	
		5. UNITEDHEALTH GROUP INC PROPERTY TYPE: SECURITIES					02/04/2010	09/27/2011
249.00		164.00					85.00	
		10. WELLS FARGO & CO NEW PROPERTY TYPE: SECURITIES					01/12/2010	09/27/2011
256.00		279.00					-23.00	

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)	
		92. SUNCOR ENERGY INC NEW COM STK PROPERTY TYPE: SECURITIES					05/03/2010	09/28/2011
2,518.00		3,162.00					-644.00	
		75. SUNCOR ENERGY INC NEW COM STK PROPERTY TYPE: SECURITIES					09/01/2011	09/29/2011
1,975.00		2,728.00					-753.00	
		33. SUNCOR ENERGY INC NEW COM STK PROPERTY TYPE: SECURITIES					06/25/2009	09/29/2011
869.00		1,003.00					-134.00	
TOTAL GAIN(LOSS)							52,629.	

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

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS AND INTEREST		64,534.	64,534.
RETURN OF CAPITAL		4.	
	TOTAL	64,538.	64,534.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS
TAX REFUND		594.
ACCRUED/DEF INCOME		8.
	TOTALS	602.

STATEMENT 2

FORM 990PF, PART I - ACCOUNTING FEES

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

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ACCOUNT MANAGEMENT FEE	7,344.	7,344.
TOTALS	7,344.	7,344.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGNTAXES	620.	620.
TOTALS	620.	620.

THE RIZLEY FAMILY FOUNDATION, INC. 23-71740 26-2801175

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHMENTS	1,004,503.	994,912.
TOTALS	1,004,503.	994,912.

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHMENTS	740,405.	750,099.
TOTALS	740,405.	750,099.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHMENTS	C	152,629.	175,931.
TOTALS		152,629.	175,931.

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

STATEMENT 9

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

OFFICER NAME:
JOHN STEPHEN RIZLEY
ADDRESS:
24200 NORTH ALMA SCHOOL RD, LOT 2
SCOTTSDALE, AZ 85255
TITLE:
PRESIDENT

OFFICER NAME:
MARILYN M. RIZLEY
ADDRESS:
24200 NORTH ALMA SCHOOL RD, LOT 2
SCOTTSDALE, AZ 85255
TITLE:
VICE PRESIDENT

OFFICER NAME:
CASSANDRA JAYNE RIZLEY
ADDRESS:
9801 SOUTH STONEHAVEN STREET
SOUTH JORDAN, UT 84095
TITLE:
SECRETARY

OFFICER NAME:
JOHN ANDREW RIZLEY
ADDRESS:
12053 WEST MONTE LINDO LANE
SUN CITY, AZ 85373
TITLE:
TREASURER

STATEMENT 10

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

OFFICER NAME:
STEPHEN MERRILL RIZLEY
ADDRESS:
C/O 24200 N. ALMA SCHOOL RD, LOT 20
SCOTTSDALE, AZ 85255
TITLE:
DIRECTOR

OFFICER NAME:
BETH ANN RIZLEY
ADDRESS:
24200 NORTH ALMA SCHOOL RD, LOT 2
SCOTTSDALE, AZ 85255
TITLE:
DIRECTOR

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

RECIPIENT NAME:
PRIMAVERA FOUNDATION
ADDRESS:
702 SOUTH 6TH AVE
TUCSON,, AZ 85701
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 1,250.

RECIPIENT NAME:
BANNER HEALTH FOUNDATION
ADDRESS:
2025 N 3RD ST#250
PHOENIX,, AZ 85004
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
P
AMOUNT OF GRANT PAID .... 50,000.

RECIPIENT NAME:
ARIZONA HISTORICAL SOCIETY
ADDRESS:
140 N STONE AVE
TUCSON,, AZ 85701
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
P
AMOUNT OF GRANT PAID .... 1,250.

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

RECIPIENT NAME:
CENTER FOR DESERT ARCHAEOLOGY
ADDRESS:
300 N ASH ALLEY
TUCSON, AZ 85701
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
P
AMOUNT OF GRANT PAID .... 7,500.

RECIPIENT NAME:
VALLEY OF THE SUN UNITED WAY
ADDRESS:
402 E 10TH ST
CASA GRANDE, AZ 85122
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
P
AMOUNT OF GRANT PAID .... 20,000.

RECIPIENT NAME:
HOMEWARD BOUND ARIZONA
ADDRESS:
2302 W COLTER ST
PHOENIX, AZ 85015
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
P
AMOUNT OF GRANT PAID .... 5,000.

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

RECIPIENT NAME:
ARIZONA PARTNERSHIP FOR
IMMUNIZATION
ADDRESS:
320 E MCDOWELL RD
PHOENIX, AZ 85004
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
P
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
BOY SCOUTS
ADDRESS:
.
, AZ
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 5,000.

TOTAL GRANTS PAID: 100,000.

◆ Asset Detail by Account

2371740 - RIZLEY FAMILY FOUNDATION

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							
100 000	66 44	0 00	6,644 00	7,590 87	-946 87	0 00	-946 87
Total USD		0 00	6,644 00	7,590 87	-946 87	0 00	-946 87
Total Australia		0 00	6,644 00	7,590 87	-946 87	0 00	-946 87
Canada - USD							
SUNCOR ENERGY INC NEW COM STK CUSIP 867224107							
0 000	25 44	18 22	0 00	0 00	0 00	0 00	0 00
Total USD		18 22	0 00	0 00	0 00	0 00	0 00
Total Canada		18 22	0 00	0 00	0 00	0 00	0 00
Switzerland - USD							
ADR NOVARTIS AG CUSIP 66987V109							
145 000	55 77	0 00	8,086 65	8,078 93	7 72	0 00	7 72
Total USD		0 00	8,086 65	8,078 93	7 72	0 00	7 72
Total Switzerland		0 00	8,086 65	8,078 93	7 72	0 00	7 72
United States - USD							
ABBOTT LAB COM CUSIP 002824100							
110 000	51 14	0 00	5,625 40	5,355 93	269 47	0 00	269 47
ALTERA CORP COM CUSIP 021441100							
145 000	31 53	0 00	4,571 85	3,751 47	820 38	0 00	820 38
AMAZON COM INC COM CUSIP 023135106							
37 000	216 23	0 00	8,000 51	4,847 23	3,153 28	0 00	3,153 28
AMERICAN EXPRESS CO CUSIP 025816109							
230 000	44 90	0 00	10,327 00	10,765 42	-438 42	0 00	-438 42

◆ Asset Detail by Account

2371740 - RIZLEY FAMILY FOUNDATION

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							
APPLE INC COM STK CUSIP 037833100							
59 000	381 18	0 00	22,489 62	13,173 20	9,316 42	0 00	9,316 42
AUTODESK INC COM CUSIP 052769106							
140 000	27 78	0 00	3,889 20	5,691 77	-1,802 57	0 00	-1,802 57
BRISTOL MYERS SQUIBB CO COM CUSIP 110122108							
255 000	31 38	0 00	8,001 90	7,433 73	568 17	0 00	568 17
CHEVRON CORP COM CUSIP 166764100							
145 000	92 52	0 00	13,415 40	11,339 75	2,075 65	0 00	2,075 65
CITRIX SYS INC COM CUSIP 177376100							
146 000	54 53	0 00	7,961 38	8,595 30	-633 92	0 00	-633 92
COCA COLA CO COM CUSIP 191216100							
150 000	67 56	75 20	10,134 00	10,442 71	-308 71	0 00	-308 71
CONOCOPHILLIPS COM CUSIP 20825C104							
100 000	63 32	0 00	6,332 00	6,305 66	26 34	0 00	26 34
COSTCO WHOLESALE CORP NEW COM CUSIP 22160K105							
135 000	82 12	0 00	11,086 20	8,372 35	2,713 85	0 00	2,713 85
COVIDIEN PLC USD0 20(POST CONSLDTN) CUSIP G2554F113							
150 000	44 10	0 00	6,615 00	6,514 53	100 47	0 00	100 47
CUMMINS INC CUSIP 231021106							
84 000	81 66	0 00	6,859 44	5,965 68	893 76	0 00	893 76
DANAHER CORP COM CUSIP 235851102							
315 000	41 94	7 87	13,211 10	11,785 97	1,425 13	0 00	1,425 13
DOMINION RES INC VA NEW COM CUSIP 25746U109							
195 000	50 77	0 00	9,900 15	8,622 92	1,277.23	0 00	1,277.23

Asset Detail by Account

2371740 - RIZLEY FAMILY FOUNDATION

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	Unrealized gain/loss Total
Equity Securities							
Common stock							
United States - USD							
DU PONT E I DE NEMOURS & CO COM STK CUSIP 263534109							
245 000	39 97	0 00	9,792 65	10,367 28	-574 63	0 00	-574 63
EATON CORP COM CUSIP 278058102							
175 000	35 50	0 00	6,212 50	9,235 80	-3,023 30	0 00	-3,023 30
EMC CORP COM CUSIP 268648102							
480 000	20 99	0 00	10,075 20	10,006 93	68 27	0 00	68 27
EXXON MOBIL CORP COM CUSIP 30231G102							
230 000	72 63	0 00	16,704 90	16,348 42	356 48	0 00	356 48
FRKLN RES INC COM CUSIP 354613101							
92 000	95 64	23 00	8,798 88	10,855 89	-2,057 01	0 00	-2,057 01
GENERAL ELECTRIC CO CUSIP 369604103							
760 000	15 24	117 00	11,582 40	12,558 88	-976 48	0 00	-976 48
GOOGLE INC CL A CL A CUSIP 38259P508							
21 000	514 38	0 00	10,801 98	10,048 18	753 80	0 00	753 80
GRAINGER W W INC COM CUSIP 384802104							
44 000	149 54	0 00	6,579 76	5,499 31	1,080 45	0 00	1,080 45
H J HEINZ CUSIP 423074103							
170 000	50 48	81 60	8,581 60	8,171 27	410 33	0 00	410 33
INTERNATIONAL BUSINESS MACHS CORP COM CUSIP 459200101							
99 000	175 03	0 00	17,327 97	12,316 23	5,011 74	0 00	5,011 74
JOHNSON & JOHNSON COM USD1 CUSIP 478160104							
75 000	63 71	0 00	4,778 25	4,537 50	240 75	0 00	240 75
JOHNSON CTL INC COM CUSIP 478366107							
215 000	26 37	35 20	5,669 55	6,492 19	-822 64	0 00	-822 64

◆ Asset Detail by Account

2371740 - RIZLEY FAMILY FOUNDATION

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	Unrealized gain/loss Total
Equity Securities							
Common stock							
United States - USD							
JPMORGAN CHASE & CO COM CUSIP 46625H100							
325 000	30 12	0 00	9,789 00	12,136 01	-2,347 01	0 00	-2,347 01
MC DONALDS CORP COM CUSIP 580135101							
90 000	87 82	0 00	7,903 80	7,660 96	242 84	0 00	242 84
MCKESSON CORP CUSIP 58155Q103							
150 000	72 70	27 00	10,905 00	9,781 20	1,123 80	0 00	1,123 80
NATIONAL OILWELL VARCO COM STK CUSIP 637071101							
140 000	51 22	0 00	7,170 80	6,735 54	435 26	0 00	435 26
NIKE INC CL B CUSIP 654106103							
67 000	85 51	19 22	5,729 17	5,144 88	584 29	0 00	584 29
NOBLE ENERGY INC COM CUSIP 655044105							
70 000	70 80	0 00	4,956 00	4,856 16	99 84	0 00	99 84
NORFOLK SOUTHN CORP COM CUSIP 655844108							
145 000	61 02	0 00	8,847 90	9,785 77	-937 87	0 00	-937 87
OMNICOM GROUP INC COM CUSIP 681919106							
195 000	36 84	50 00	7,183 80	8,845 74	-1,661 94	0 00	-1,661 94
ORACLE CORP COM CUSIP 68389X105							
435 000	28 74	0 00	12,501 90	12,183 38	318 52	0 00	318 52
PRINCIPAL FINL GROUP INC COM STK CUSIP 74251V102							
310 000	22 67	0 00	7,027 70	8,918 43	-1,890 73	0 00	-1,890 73
PROCTER & GAMBLE COM NPV CUSIP 742718109							
185 000	63 18	0 00	11,688 30	10,875 77	812 53	0 00	812 53
QUALCOMM INC COM CUSIP 747525103							
215 000	48 63	0 00	10,455 45	11,247 93	-792 48	0 00	-792 48

◆ Asset Detail by Account

2371740 - RIZLEY FAMILY FOUNDATION

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							
SALESFORCE COM INC COM STK CUSIP 79466L302							
78 000	114 28	0 00	8,913 84	8,340 16	573 68	0 00	573 68
SCHLUMBERGER LTD COM COM CUSIP 806857108							
105 000	59 73	23 75	6,271 65	9,499 15	-3,227 50	0 00	-3,227 50
SPECTRA ENERGY CORP COM STK CUSIP 847560109							
470 000	24 53	0 00	11,529 10	9,556 57	1,972 53	0 00	1,972 53
TRAVELERS COS INC COM STK CUSIP 89417E109							
105 000	48 73	0 00	5,116 65	5,509 71	-393 06	0 00	-393 06
UNITED TECHNOLOGIES CORP COM CUSIP 913017109							
90 000	70 36	0 00	6,332 40	5,653 35	679 05	0 00	679 05
UNITEDHEALTH GROUP INC COM CUSIP 91324P102							
302 000	46 12	0 00	13,928 24	10,497 76	3,430 48	0 00	3,430 48
US BANCORP CUSIP 902973304							
350 000	23 54	43 75	8,239 00	8,102 27	136 73	0 00	136 73
V F CORP COM CUSIP 918204108							
102 000	121 52	0 00	12,395 04	10,872 39	1,522 65	0 00	1,522 65
VERIZON COMMUNICATIONS COM CUSIP 92343V104							
150 000	36 80	0 00	5,520 00	5,562 70	-42 70	0 00	-42 70
WAL-MART STORES INC COM CUSIP 931142103							
105 000	51 90	0 00	5,449 50	5,343 35	106 15	0 00	106 15
WALT DISNEY CO CUSIP 254687106							
190 000	30 16	0 00	5,730 40	6,033 68	-303 28	0 00	-303 28
WELLS FARGO & CO NEW COM STK CUSIP 949746101							
400 000	24 12	0 00	9,648 00	10,569 03	-921 03	0 00	-921 03

◆ Asset Detail by Account

2371740 - RIZLEY FAMILY FOUNDATION

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							
WHOLE FOODS MKT INC COM CUSIP 966837106							
165 000	65 31	0 00	10,776 15	7,793 94	2,982 21	0 00	2,982 21
Total USD		503 59	479,334 58	456,907 33	22,427 25	0 00	22,427 25
Total United States		503 59	479,334 58	456,907 33	22,427 25	0 00	22,427 25
Total common stock		**521.81**	**494,065.23**	**472,577.13**	**21,488.10**	**0.00**	**21,488.10**
Equity funds							
Emerging Markets Region - USD							
MFB NORTHN FDS MULTI-MANAGER EMERGING MKTS EQTY FD CUSIP 665162483							
7,187 410	17 89	0 00	128,582 76	141,331 10	-12,748 34	0 00	-12,748 34
Total USD		0 00	128,582 76	141,331 10	-12,748 34	0 00	-12,748 34
Total Emerging Markets Region		0 00	128,582 76	141,331 10	-12,748 34	0 00	-12,748 34
Global Region - USD							
MFC FLEXSHARES TR MORNINGSTAR GLOBAL UPSTREAM NAT RES INDEX FD CUSIP 33939L407							
543 000	30 57	0 00	16,599 51	17,069 19	-469 68	0 00	-469 68
Total USD		0 00	16,599 51	17,069 19	-469 68	0 00	-469 68
Total Global Region		0 00	16,599 51	17,069 19	-469 68	0 00	-469 68
International Region - USD							
MFB NORTHN MULTI-MANAGER INTL EQTY FD CUSIP 665162558							
30,117 690	8 13	0 00	244,856 82	258,907 12	-14,050 30	0 00	-14,050 30
Total USD		0 00	244,856 82	258,907 12	-14,050 30	0 00	-14,050 30
Total International Region		0 00	244,856 82	258,907 12	-14,050 30	0 00	-14,050 30
United States - USD							
MFB NORTHERN FUNDS SMALL CAP CORE FUND CUSIP 665162665							
2,014 690	12 35	0 00	24,881 42	28,712 95	-3,831 53	0 00	-3,831 53

Asset Detail by Account

2371740 - RIZLEY FAMILY FOUNDATION

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	Unrealized gain/loss Total
Equity Securities							
Equity funds							
United States - USD							
MFB NORTHN MULTI-MANAGER MID CAP FD CUSIP 665162574							
4,990 320	10 06	0 00	50,202 61	49,680 88	521 73	0 00	521 73
MFB NORTHN MULTI-MANAGER SMALL CAP FD CUSIP 665162566							
2,855 100	8 66	0 00	24,725 16	26,513 01	-1,787 85	0 00	-1,787 85
Total USD		0 00	99,809 19	104,906 84	-5,097 65	0 00	-5,097 65
Total United States		0 00	99,809 19	104,906 84	-5,097 65	0 00	-5,097 65
Total equity funds		**0.00**	**489,848.28**	**522,214.25**	**-32,365.97**	**0.00**	**-32,365.97**
Other equity							
United States - USD							
SIMON PROPERTY GROUP INC COM CUSIP 828806109							
100 000	109 98	0 00	10,998 00	9,711 83	1,286 17	0 00	1,286 17
Total USD		0 00	10,998 00	9,711 83	1,286 17	0 00	1,286 17
Total United States		0 00	10,998 00	9,711 83	1,286 17	0 00	1,286 17
Total other equity		**0.00**	**10,998.00**	**9,711.83**	**1,286 17**	**0.00**	**1,286.17**
Total equity securities		**521.81**	**994,911.51**	**1,004,503 21**	**-9,591.70**	**0.00**	**-9,591.70**
Fixed Income Securities							
Corporate/government							
United States - USD							
MFB NORTHERN FUNDS FIXED INCOME FD CUSIP 665162806							
37,269 180 Issue Date 25 Aug 08	10 45	0 00	389,462 93	377,669 49	11,793 44	0 00	11,793 44
MFB NORTHN HI YIELD FXD INC FD CUSIP 665162699							
37,063 230 Issue Date 25 Aug 08	6 77	0 00	250,918 06	253,115 39	-2,197 33	0 00	-2,197 33

◆ Asset Detail by Account

2371740 - RIZLEY FAMILY FOUNDATION

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	Unrealized gain/loss Total
Fixed Income Securities							
Corporate/government							
United States - USD							
MFB NORTHN SHORT INTERMEDIATE US GOVT CUSIP 665162756							
6,638 070	10 56	0 00	70,098 01	70,262 69	-164 68	0 00	-164 68
Issue Date 25 Aug 08							
Total USD		0 00	710,479 00	701,047 57	9,431 43	0 00	9,431 43
Total United States		0 00	710,479 00	701,047 57	9,431 43	0 00	9,431 43
Total corporate/government		**0.00**	**710,479.00**	**701,047.57**	**9,431.43**	**0 00**	**9,431.43**
Other bonds							
United States - USD							
MFC FLEXSHARES TR IBOXX 5 YR TARGET DURATION TIPS INDEX FD CUSIP 33939L605							
792 000	25 02	0 00	19,815 84	19,703 77	112 07	0 00	112 07
MFC FLEXSHARES TR TR IBOXX 3 YR TARGET DURATION TIPS INDEX FD CUSIP 33939L506							
789 000	25 10	0 00	19,803 90	19,653 20	150 70	0 00	150 70
Total USD		0 00	39,619 74	39,356 97	262 77	0 00	262 77
Total United States		0 00	39,619 74	39,356 97	262 77	0 00	262 77
Total other bonds		**0.00**	**39,619.74**	**39,356.97**	**262.77**	**0.00**	**262.77**
Total fixed income securities		**0.00**	**750,098.74**	**740,404 54**	**9,694.20**	**0.00**	**9,694.20**
Real Estate							
Real estate funds							
Global Region - USD							
MFB NORTHN FDS MULTI-MANAGER GLOBAL REALESTATE FD CUSIP 665162475							
3,671 820	15 25	0 00	55,995 25	56,687 45	-692 20	0 00	-692 20
Total USD		0 00	55,995 25	56,687 45	-692 20	0 00	-692 20

Asset Detail by Account

2371740 - RIZLEY FAMILY FOUNDATION

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							
Real estate funds							
Total Global Region		0 00	55,995 25	56,687 45	-692 20	0 00	-692 20
Total real estate funds		**0.00**	**55,995.25**	**56,687.45**	**-692.20**	**0 00**	**-692.20**
Total real estate		**0.00**	**55,995.25**	**56,687.45**	**-692.20**	**0.00**	**-692.20**
Commodities							
Commodities							
Global Region - USD							
MFC SPDR GOLD TR GOLD SHS CUSIP 78463V107							
654 000	158 08	0 00	103,384 32	77,308 77	26,075 55	0 00	26,075 55
Total USD		0 00	103,384 32	77,308 77	26,075 55	0 00	26,075 55
Total Global Region		0 00	103,384 32	77,308 77	26,075 55	0 00	26,075 55
United States - USD							
MFO PIMCO FDS PAC INVT MGMT SER COMMODITY REALRETURN STRATEGY FD INSTL CUSIP 722005667							
2,239 760	7 39	0 00	16,551 82	18,632 58	-2,080 76	0 00	-2,080 76
Total USD		0 00	16,551 82	18,632 58	-2,080 76	0 00	-2,080 76
Total United States		0 00	16,551 82	18,632 58	-2,080 76	0 00	-2,080 76
Total commodities		**0.00**	**119,936.14**	**95,941.35**	**23,994.79**	**0.00**	**23,994.79**
Total commodities		**0.00**	**119,936.14**	**95,941.35**	**23,994.79**	**0.00**	**23,994.79**
Cash and Short Term Investments							
Short term							
USD - United States dollar							
	1 00	0 92	160,116 87	160,116 87	0 00	0 00	0 00
Total short term - all currencies		0 92	160,116 87	160,116 87	0 00	0 00	0 00
Total short term - all countries		0 92	160,116 87	160,116 87	0 00	0 00	0 00

◆ Asset Detail by Account

2371740 - RIZLEY FAMILY FOUNDATION

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
Cash and Short Term Investments							
Total short term		**0.92**	**160,116.87**	**160,116.87**	**0.00**	**0.00**	**0.00**
Total cash and short term investments		**0.92**	**160,116.87**	**160,116.87**	**0.00**	**0.00**	**0.00**
Adjustments To Cash							
Pending trade purchases							
USD - United States dollar							
	1 00	0 00	-61,988 86	-61,988 86	0 00	0 00	0 00
Total pending trade purchases - all currencies		0 00	-61,988 86	-61,988 86	0 00	0 00	0 00
Total pending trade purchases - all countries		0 00	-61,988 86	-61,988 86	0 00	0 00	0 00
Total pending trade purchases		**0.00**	**-61,988.86**	**-61,988.86**	**0.00**	**0 00**	**0.00**
Pending trade sales							
USD - United States dollar							
	1 00	0 00	5,362 22	5,362 22	0 00	0 00	0 00
Total pending trade sales - all currencies		0 00	5,362 22	5,362 22	0 00	0 00	0 00
Total pending trade sales - all countries		0 00	5,362 22	5,362 22	0 00	0 00	0 00
Total pending trade sales		**0.00**	**5,362.22**	**5,362.22**	**0.00**	**0.00**	**0.00**
Total adjustments to cash		**0.00**	**-56,626.64**	**-56,626.64**	**0.00**	**0.00**	**0.00**
Total 2371740		**522.73**	**2,024,431.87**	**2,001,026.78**	**23,405.09**	**0.00**	**23,405.09**
Total 2371740 **307,228.140**		**522.73**	**2,024,431.87**	**2,001,026.78**	**23,405.09**	**0.00**	**23,405.09**