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Form 990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012, or tax year beginning 05-01-2012 , and ending 04-30-2013

Name of foundation
MAY KAY HOUCK FOUNDATION
C/O NORTHERN TRUST BANK

A Employer identification number
59-0777857

Number and street (or P O box number if mail is not delivered to street address) PO BOX 4097
Room/suite

B Telephone number (see instructions)
(813) 227-6567

City or town, state, and ZIP code
SARASOTA, FL 342304097

C If exemption application is pending, check here ☐

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

D 1. Foreign organizations, check here ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ☐

H Check type of organization ☑ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 2,638,991

J Accounting method ☐ Cash ☑ Accrual ☐ Other (specify) _
(Part I, column (d) must be on cash basis.)

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

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 instructions))*

	Line	Description	(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	39,834	39,834		
	4	Dividends and interest from securities	47,474	47,474		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	292,225			
	b	Gross sales price for all assets on line 6a 2,141,965				
	7	Capital gain net income (from Part IV, line 2)		292,225		
	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)	13	13		
	12	**Total.** Add lines 1 through 11	379,546	379,546		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)	7,604	2,281	2,281	5,323
	b	Accounting fees (attach schedule)	4,715	1,886	1,886	2,829
	c	Other professional fees (attach schedule)	18,706	16,835	16,835	1,871
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	7,203			
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings	7,326	2,930	2,930	4,396
	22	Printing and publications				
	23	Other expenses (attach schedule)				
	24	**Total operating and administrative expenses.** Add lines 13 through 23	45,554	23,932	23,932	14,419
	25	Contributions, gifts, grants paid	111,000			111,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	156,554	23,932	23,932	125,419
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	222,992			
	b	**Net investment income** (if negative, enter -0-)		355,614		
	c	**Adjusted net income** (if negative, enter -0-)				

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 (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets				
1	Cash—non-interest-bearing			
2	Savings and temporary cash investments	23,122	14,958	14,958
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 ▶			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments—U S and state government obligations (attach schedule)			
b	Investments—corporate stock (attach schedule)	1,350,940	1,850,093	1,931,346
c	Investments—corporate bonds (attach schedule)	931,632	666,597	692,687
11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)			
14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)	11,392		
16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	2,317,086	2,531,648	2,638,991
Liabilities				
17	Accounts payable and accrued expenses	20,348	11,918	
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)	20,348	11,918	
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	2,296,738	2,519,730	
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			
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)	2,296,738	2,519,730	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	2,317,086	2,531,648	

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	2,296,738
2	Enter amount from Part I, line 27a	2	222,992
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	2,519,730
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	2,519,730

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 Additional Data Table			
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	See Additional Data Table			
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	See Additional Data Table			
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	292,225
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 instructions) If (loss), enter -0- in Part I, line 8	3	17,894

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))
2011	113,504	2,509,837	0 045224
2010	121,896	2,461,778	0 049515
2009	112,283	2,318,294	0 048433
2008	119,951	2,308,716	0 051956
2007	132,010	2,732,654	0 048308

2	**Total** of line 1, column (d).	2	0 243436
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 048687
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	2,555,116
5	Multiply line 4 by line 3.	5	124,401
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	3,556
7	Add lines 5 and 6.	7	127,957
8	Enter qualifying distributions from Part XII, line 4.	8	125,419

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

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 letter if necessary–see instructions)**		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	7,112
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	7,112
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	7,112
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012 — 6a		
b	Exempt foreign organizations—tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c — 7,203		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	7,203
8	Enter any **penalty** for underpayment of estimated tax Check here ☑ if Form 2220 is attached	8	91
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
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 2013 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		
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		
	*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		
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		No
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		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
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		No
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	Yes	
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	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ FL			
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	Yes	
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 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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

		Line	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 instructions)	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶LORI SUTTON Telephone no ▶(941) 957-3660

Located at ▶1515 RINGLING BLVD SARASOTA FL ZIP+4 ▶34236

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 |

		Line	Yes	No
16	At any time during calendar year 2012, 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		No

See 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.

		Line	Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b		
	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 2012?	1c		
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 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
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 instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
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 2012 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 2012.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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 2012?	4b		No

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 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 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**		**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?	**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 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
KAREN HARGRAVE 24 GAME FARM RD DELMAR, NY 12054	TRUSTEE 1 00	0	0	0
LESLIE MOFFETT-KRAUS 20 MONROE ST HONEOYE FALLS, NY 14472	TRUSTEE 1 00	0	0	0
DAVID ROBISON 220 MALLARD LOOP WAYNESVILLE, NC 28785	TRUSTEE 1 00	0	0	0

2 Compensation of five highest-paid employees (other than those included on line 1—see 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				

Total number of other employees paid over $50,000 ▶

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 instructions). If none, enter "NONE".

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

Total number of others receiving over $50,000 for professional services. . . . . ▶

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	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments** (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See page 24 of the instructions	
3	

Total. Add lines 1 through 3. . . . . ▶

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see 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	2,519,617
b	Average of monthly cash balances	1b	74,409
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	2,594,026
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	
3	Subtract line 2 from line 1d	3	2,594,026
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	38,910
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,555,116
6	**Minimum investment return.** Enter 5% of line 5	6	127,756

Part XI Distributable Amount (see 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	127,756
2a	Tax on investment income for 2012 from Part VI, line 5	2a	7,112		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	7,112
3	Distributable amount before adjustments Subtract line 2c from line 1			3	120,644
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	120,644
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	120,644

Part XII Qualifying Distributions (see 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	125,419
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	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	125,419
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 instructions)	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	125,419

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 instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				120,644
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			117,244	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2012				
a From 2007.				
b From 2008.				
c From 2009.				
d From 2010.				
e From 2011.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 125,419				
a Applied to 2011, but not more than line 2a			117,244	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2012 distributable amount.				8,175
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
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.				
d Subtract line 6c from line 6b Taxable amount —see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				112,469
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . .				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2008. . . .				
b Excess from 2009. . . .				
c Excess from 2010. . . .				
d Excess from 2011. . . .				
e Excess from 2012. . . .				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling. . . . . . . ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2012	**(b)** 2011	**(c)** 2010	**(d)** 2009	
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 organization had $5,000 or more in assets at any time during the year—see 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))

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

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 instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number or e-mail 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

1 NAME & ADDRESS 2 501(C) LETTER FROM IRS 3 ORGANIZATION'S HISTORY & PURPOSE 4 LIST PRINCIPAL ADMINISTRATORS 5 LIST BOARD OF DIRECTORS 6 BUDGET AND PRINCIPAL SOURCES OF FUNDS 7 REASON FOR APPLICATION INCLUDING HOW SOON THE DONATION IS NEEDED, OTHER ORGANIZATIONS APPLIED TO, AND AVAILABILITY OF MATCHING FUNDS 8 INFORMATION ABOUT SPECIFIC PROJECTS THE DONATION WOULD BE USED FOR SUCH AS COMMENCEMENT AND COMPLETION DATES, SPECIFIC PROJECT GOALS, ESTIMATED PROJECT FINANCIAL REQUIREMENTS, OTHER SOURCES OF FUNDING AND HOW THE PROJECT WILL BE EVALUATED

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 Additional Data Table				
Total . . . . ▶ **3a**				111,000
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 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					39,834
4 Dividends and interest from securities. . . .					47,474
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.					13
8 Gain or (loss) from sales of assets other than inventory					292,225
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .					379,546

13 Total. Add line 12, columns (b), (d), and (e). 13 379,546

(See worksheet in line 13 instructions 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 instructions)
3	THE FOUNDATION'S SOLE SOURCE OF REVENUE IS FROM INTEREST,
4	DIVIDENDS, AND SALES OF SECURITIES THE FUNDS GENERATED
8	ARE USED TO PROVIDE GRANTS TO VARIOUS CHARITIES AND ORG- ANIZATIONS BENEFITTING THE GENERAL PUBLIC

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

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

******	2014-03-03	******
Signature of officer or trustee	Date	Title

May the IRS discuss this return with the preparer shown below (see instr)? ☐ Yes ☑ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
DOUGLAS A TIMM CPA	DOUGLAS A TIMM CPA	2014-03-03		

Firm's name ▶	TIMM & TIMM PA	Firm's EIN ▶
Firm's address ▶	7131 CURTISS AVE STE 4 SARASOTA, FL 342318002	Phone no (941) 951-2200

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
PHILLIPS 66 COM	P	2011-09-01	2012-05-07
APPLE COMPUTER INC	P	2013-03-05	2013-04-04
EXXON MOBIL CORP	P	2013-03-05	2013-04-04
NORFOLK SOUTHERN CORP	P	2013-03-05	2013-04-04
VF CORP	P	2013-03-05	2013-04-04
PHILLIPS 66 COM	P	2011-02-17	2012-05-07
AUTODESK, INC	P	2011-05-23	2012-09-18
PROCTOR & GAMBLE CO	P	2011-09-01	2012-12-04
JOHNSON CONTROLS INC	P	2011-09-01	2013-01-16
APPLE COMPUTER INC	P	2011-09-01	2013-04-04
E I DU PONT DE NEMOURS &	P	2010-03-23	2013-04-04
J P MORGAN CHASE & CO	P	2012-03-13	2013-04-04
PRECISION CASTPARTS CORP	P	2011-10-25	2013-04-04
COVIDIEN PLC USD0 20 (POST CONSLDTN	P	2010-11-18	2013-04-04
ALTERA CORP	P	2011-09-01	2012-05-08
C R BARD INC	P	2013-03-19	2013-04-04
FRANKLIN RESOURCES INC	P	2013-03-05	2013-04-04
NUCOR CORP	P	2013-03-05	2013-04-04
VERIZON COMMUNICATIONS	P	2013-03-05	2013-04-04
ALTERA CORP	P	2009-07-23	2012-05-08
AUTODESK, INC	P	2011-09-01	2012-09-19
W W GRAINGER INC	P	2010-09-13	2012-12-12
SPECTRA ENGERY CORP COM	P	2009-03-18	2013-02-22
BHP LTD SPONSORED ADR	P	2010-11-18	2013-04-04
EMC CORP MASS	P	2011-12-30	2013-04-04
J P MORGAN CHASE & CO	P	2010-12-03	2013-04-04
PROCTOR & GAMBLE CO	P	2010-04-08	2013-04-04
MFC FLEXSHARES TR IBOXX 5 YR TARGET	P	2011-12-30	2013-04-10
PRINCIPAL FINANCIAL GROUP	P	2011-12-30	2012-06-07
BHP LTD SPONSORED ADR	P	2013-03-05	2013-04-04

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GENERAL ELECTRIC CO	P	2013-03-05	2013-04-04
OMNICOM GROUP	P	2013-03-05	2013-04-04
WELLS FARGO & CO	P	2013-03-05	2013-04-04
PRINCIPAL FINANCIAL GROUP	P	2010-12-06	2012-06-05
CONOCOPHILLIPS	P	2011-09-01	2012-10-12
W W GRAINGER INC	P	2011-09-01	2012-12-12
SPECTRA ENGERY CORP COM	P	2011-12-30	2013-02-22
BHP LTD SPONSORED ADR	P	2011-09-01	2013-04-04
EMC CORP MASS	P	2010-11-18	2013-04-04
MCDONALDS CORP	P	2011-09-22	2013-04-04
QUALCOMM INC	P	2012-01-17	2013-04-04
MFB NORTHERN FDS FIXED	P	2011-12-30	2013-04-10
WALMART STORES INC	P	2011-09-01	2012-08-01
CVS CORP	P	2013-03-05	2013-04-04
GOOGLE INC CL A	P	2013-03-05	2013-04-04
ORACLE CORPORATION	P	2013-03-05	2013-04-04
COVIDIEN PLC USDO 20 (POST CONSLDTN)	P	2013-03-05	2013-04-04
PRINCIPAL FINANCIAL GROUP	P	2011-02-17	2012-06-05
CONOCOPHILLIPS	P	2010-11-19	2012-10-12
WHOLE FOODS MKT INC	P	2010-06-02	2012-12-12
SPECTRA ENGERY CORP COM	P	2009-03-18	2013-02-25
CHEVRONTEXACO CORP	P	2010-11-18	2013-04-04
EXPRESS SCRIPTS HLDG CO	P	2012-01-25	2013-04-04
NATIONAL-OILWELL INC	P	2011-09-01	2013-04-04
SCHLUMBERGER LTD ISIN AN8068571086	P	2011-09-01	2013-04-04
MFC FLEXSHARES TR MORNING STAR GLBL	P	2011-12-30	2013-04-23
HJ HEINZ CO	P	2011-09-01	2012-08-13
CHEVRONTEXACO CORP	P	2013-03-05	2013-04-04
HOME DEPOT INC	P	2013-03-05	2013-04-04
PFIZER INC	P	2013-03-05	2013-04-04

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
EATON CORP PLC COM USD 50	P	2013-03-05	2013-04-04
PRINCIPAL FINANCIAL GROUP	P	2010-11-18	2012-06-05
SIMON PPTY GROUP INC NEW	P	2010-11-03	2012-10-12
WHOLE FOODS MKT INC	P	2011-09-01	2012-12-12
SPECTRA ENGERY CORP COM	P	2009-03-18	2013-02-26
CHEVRONTEXACO CORP	P	2011-09-01	2013-04-04
EXXON MOBIL CORP	P	2011-09-01	2013-04-04
NATIONAL-OILWELL INC	P	2010-11-18	2013-04-04
SIMON PPTY GROUP INC NEW	P	2010-11-18	2013-04-04
MFC FLEXSHARES TR IBOXX 3 YR TARGET	P	2011-12-30	2013-04-23
HJ HEINZ CO	P	2011-09-01	2012-08-14
CISCO SYS INC	P	2013-03-14	2013-04-04
INTEL CORP	P	2013-03-05	2013-04-04
PRECISION CASTPARTS CORP	P	2013-03-05	2013-04-04
NOBLE CORPORATION (SWITZERLAND)	P	2013-03-05	2013-04-04
PRINCIPAL FINANCIAL GROUP	P	2010-07-15	2012-06-06
SIMON PPTY GROUP INC NEW	P	2011-09-01	2012-10-12
WHOLE FOODS MKT INC	P	2010-06-02	2012-12-13
MFB NORTHN HI YIELD FXD INC FD	P	2011-12-30	2013-02-27
CITRIX SYS INC	P	2010-07-22	2013-04-04
EXXON MOBIL CORP	P	2010-11-18	2013-04-04
NIKE INC CLASS B	P	2010-11-18	2013-04-04
US BANCORP DEL NEW	P	2011-12-30	2013-04-04
MFC FLEXSHARES TR IBOXX 5 YR TARGET	P	2011-09-29	2013-04-23
AUTOMATIC DATA PROCESSING	P	2012-01-18	2012-09-18
CITRIX SYS INC	P	2013-03-05	2013-04-04
INTERCONTINENTAL EXCHANGE INC COM	P	2013-03-05	2013-04-04
PROCTER & GAMBLE CO	P	2013-03-05	2013-04-04
MFB NOTHERN FDS FIXED	P	2013-04-10	2013-04-23
PRINCIPAL FINANCIAL GROUP	P	2010-07-15	2012-06-07

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
ABBOTT LABORATORIES	P	2010-11-18	2012-11-16
WHOLE FOODS MKT INC	P	2010-06-02	2012-12-14
PIMCO COMMODITY REALRETURN STRATEGY	P	2011-02-17	2013-02-27
CITRIX SYS INC	P	2011-09-01	2013-04-04
FRANKLIN RESOURCES INC	P	2010-01-12	2013-04-04
NIKE INC CLASS B	P	2011-09-01	2013-04-04
US BANCORP DEL NEW	P	2010-12-20	2013-04-04
MFB NORTHN MID CAP INDEX FD FD	P	2012-04-03	2013-04-23
AUTOMATIC DATA PROCESSING	P	2012-01-17	2012-09-19
COCA COLA CO	P	2013-03-05	2013-04-04
INTL BUSINESS MACHINES	P	2013-03-05	2013-04-04
QUALCOMM INC	P	2013-03-05	2013-04-04
MFB NOTHERN FUNDS ULTRA	P	2013-04-10	2013-04-23
UNITED HEALTH GROUP INC	P	2010-11-18	2012-06-20
ABBOTT LABORATORIES	P	2011-02-17	2012-11-16
DOMINION RES INC VA NEW	P	2011-09-01	2013-01-10
BRISTOL MYERS SQUIBB CO	P	2011-11-08	2013-03-14
COCA COLA CO	P	2011-10-21	2013-04-04
FRANKLIN RESOURCES INC	P	2011-09-01	2013-04-04
NOBLE ENERGY INC	P	2009-07-23	2013-04-04
UNITED TECHNOLOGIES CORP	P	2001-03-20	2013-04-04
MFB NORTHN INTL EQTY INDEX FD	P	2012-04-03	2013-04-23
AUTOMATIC DATA PROCESSING	P	2012-01-13	2012-09-20
COSTCO WHSL CORP NEW	P	2013-03-05	2013-04-04
J P MORGAN CHASE & CO	P	2013-03-05	2013-04-04
ST JUDE MEDICAL INC	P	2013-03-05	2013-04-04
MFB NOTHERN FUNDS BD INDEX FD	P	2014-04-10	2013-04-23
UNITED HEALTH GROUP INC	P	2009-12-15	2012-06-21
JOHNSON & JOHNSON	P	2010-11-18	2012-11-16
DOMINION RES INC VA NEW	P	2010-09-14	2013-01-10

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
COVIDIEN PLC USD0 20 (POST CONSLDTN	P	2010-02-04	2013-03-14
COSTCO WHSL CORP NEW	P	2011-09-01	2013-04-04
GENERAL ELECTRIC CO	P	2010-11-18	2013-04-04
NOBLE ENERGY INC	P	2011-09-01	2013-04-04
UNITED TECHNOLOGIES CORP	P	2011-09-01	2013-04-04
MFB NOTHERN FDS GLOBAL REAL ESTATE I	P	2012-04-03	2013-04-23
AMGEN INC	P	2012-01-25	2012-11-16
DAHER CORP	P	2013-03-05	2013-04-04
MCDONALDS CORP	P	2013-03-05	2013-04-04
SCHLUMBERGER LTD ISIN	P	2013-03-05	2013-04-04
MFB NOTHERN FDS STK INDEX	P	2013-04-10	2013-04-23
WAL MART STORES INC	P	2010-11-18	2012-08-01
JOHNSON & JOHNSON	P	2011-02-17	2012-11-16
DOMINION RES INC VA NEW	P	2010-09-14	2013-01-11
COVIDIEN PLC USD0 20 (POST CONSLDTN	P	2011-09-01	2013-03-14
COSTCO WHSL CORP NEW	P	2010-11-18	2013-04-04
GENERAL ELECTRIC CO	P	2011-12-30	2013-04-04
NORFOLK SOUTHERN CORP	P	2011-09-01	2013-04-04
UNITED HEALTH GROUP INC	P	2011-12-30	2013-04-04
MFB NORTHN FDS EMERGING MKTS EQTY IN	P	2012-04-03	2013-04-23
JOHNSON & JOHNSON	P	2012-04-05	2012-11-16
WALT DISNEY CO	P	2013-03-05	2013-04-04
MERCK & CO INC	P	2013-03-05	2013-04-04
SIMON PPTY GROUP INC NEW	P	2013-03-05	2013-04-04
ALTERA CORP	P	2010-11-18	2012-05-07
H J HEINZ CO	P	2010-11-18	2012-08-08
INTL BUSINESS NT 4 75 DUE 11-29-13	P	2003-07-10	2012-11-29
DOMINION RES INC VA NEW	P	2010-09-13	2013-01-14
AMERICAN EXPRESS CO	P	2010-11-18	2013-04-04
DANAHER CORP	P	2011-09-01	2013-04-04

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
GOOGLE INC CL A	P	2012-01-13	2013-04-04
NUCOR CORP	P	2012-02-06	2013-04-04
UNITED HEALTH GROUP INC	P	2009-12-15	2013-04-04
MFB NORTHIN HI YIELD FXD INC FD	P	2011-08-31	2013-04-23
BRISTOL MYERS SQUIBB CO	P	2013-03-05	2013-03-14
E I DU PONT DE NEMOURS &	P	2013-03-05	2013-04-04
METLIFE INC	P	2013-03-05	2013-04-04
STARBUCKS CORP	P	2013-03-05	2013-04-04
ALTERA CORP	P	2011-02-17	2012-05-07
H J HEINZ CO	P	2011-02-17	2012-08-08
EATON CORP	P	2011-09-01	2012-12-03
DOMINION RES INC VA NEW	P	2010-11-18	2013-01-15
AMERICAN EXPRESS CO	P	2011-09-01	2013-04-04
DANAHER CORP	P	2010-11-18	2013-04-04
GOOGLE INC CL A	P	2010-07-15	2013-04-04
OMNICOM GROUP	P	2010-12-21	2013-04-04
V F CORP	P	2011-09-01	2013-04-04
MFB NORTHN FDS SMALL CAP	P	2012-04-03	2013-04-23
AMERICAN EXPRESS CO	P	2013-03-05	2013-04-04
EMC CORP MASS	P	2013-03-05	2013-04-04
NATIONAL-OILWELL INC	P	2013-03-05	2013-04-04
US BANCORP DEL NEW	P	2013-03-05	2013-04-04
CITRIX SYS INC	P	2010-11-18	2012-05-07
H J HEINZ CO	P	2010-08-18	2012-08-09
GOOGLE INC CL A	P	2010-07-15	2012-12-04
DOMINION RES INC VA NEW	P	2010-11-18	2013-01-16
AMERICAN WTR WKS CO INC NEW COM	P	2012-01-31	2013-04-04
WALT DISNEY CO	P	2010-11-18	2013-04-04
HOME DEPOT INC	P	2012-02-06	2013-04-04
OMNICOM GROUP	P	2011-09-01	2013-04-04

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
VERIZON COMMUNICATIONS	P	2011-09-29	2013-04-04
MFC SPDR GOLD TR GOLD SHS	P	2011-12-30	2013-02-27
AMERICAN WTR WKS CO INC NEW COM	P	2013-03-05	2013-04-04
EMERSON ELECTRIC CO	P	2013-03-05	2013-04-04
NIKE INC CLASS B	P	2013-03-05	2013-04-04
UNITED TECHNOLOGYIES CORP	P	2013-03-05	2013-04-04
CITRIX SYS INC	P	2011-04-11	2012-05-07
H J HEINZ CO	P	2010-08-19	2012-08-10
GOOGLE INC CL A	P	2011-09-01	2012-12-04
INTL BUSINESS MACHINES	P	2011-09-01	2013-01-16
AMGEN INC	P	2012-03-06	2013-04-04
WALT DISNEY CO	P	2011-09-01	2013-04-04
INT BUSINESS MACHINES	P	2011-02-17	2013-04-04
ORACLE CORPORATION	P	2010-11-18	2013-04-04
WELLS FARGO & CO NEW	P	2010-12-03	2013-04-04
MFC SPDR GOLD TR GOLD SHS	P	2010-02-01	2013-03-11
AMGEN INC	P	2013-03-05	2013-04-04
EXPRESS SCRIPTS HLDG CO	P	2013-03-05	2013-04-04
NOBLEENERGY INC	P	2013-03-05	2013-04-04
UNITED HEALTH GROUP INC	P	2013-03-05	2013-04-04
PHILLIPS 66 COM	P	2010-11-19	2012-05-07
H J HEINZ CO	P	2010-08-19	2012-08-13
PROCTOR & GAMBLE CO	P	2010-11-18	2012-12-04
JOHNSON CONTROLS INC	P	2010-11-18	2013-01-16
APPLE COMPUTER INC	P	2009-07-23	2013-04-04
E I DU PONT DE NEMOURS &	P	2011-09-01	2013-04-04
INT BUSINESS MACHINES	P	2000-04-13	2013-04-04
ORACLE CORPORATION	P	2011-12-30	2013-04-04
WELLS FARGO & CO NEW	P	2012-03-13	2013-04-04

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
149		164	-15
6,415		7,205	-790
2,956		2,966	-10
1,620		1,658	-38
2,365		2,304	61
119		145	-26
2,671		3,342	-671
3,473		3,185	288
1,608		1,763	-155
6,842		5,878	964
5,154		3,925	1,229
7,728		6,531	1,197
7,164		6,624	540
7,308		3,681	3,627
497		545	-48
11,211		11,267	-56
1,783		1,746	37
823		870	-47
1,034		1,001	33
1,658		929	729
2,863		3,191	-328
6,377		3,766	2,611
3,031		1,367	1,664
6,344		6,118	226
2,034		1,965	69
14,934		10,845	4,089
8,948		2,984	5,964
10,229		9,717	512
1,351		1,376	-25
935		1,045	-110

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
6,146		6,012	134
1,653		1,629	24
2,643		2,553	90
2,317		2,929	-612
1,012		978	34
387		303	84
2,354		2,105	249
1,402		1,834	-432
11,340		9,597	1,743
10,566		8,988	1,578
22,191		18,072	4,119
511,901		498,243	13,658
1,482		1,061	421
19,934		16,464	3,470
1,583		1,677	-94
2,064		2,275	-211
1,421		1,356	65
117		171	-54
5,623		4,693	930
2,730		1,198	1,532
3,584		1,619	1,965
15,924		8,953	6,971
7,533		6,763	770
2,330		2,463	-133
9,155		11,183	-2,028
7,480		7,145	335
771		734	37
2,477		2,479	-2
3,172		3,166	6
28,924		24,557	4,367

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
13,888		12,368	1,520
725		814	-89
1,833		1,201	632
1,820		1,309	511
809		372	437
4,246		3,553	693
4,927		4,267	660
8,655		6,663	1,992
14,200		7,956	6,244
3,980		3,919	61
332		314	18
17,929		18,179	-250
9,460		12,153	-2,693
4,960		4,531	429
12,823		13,026	-203
3,389		3,525	-136
2,750		2,119	631
4,047		1,797	2,250
134,722		126,620	8,102
5,577		3,722	1,855
19,438		10,127	9,311
7,220		4,176	3,044
1,956		1,423	533
1,257		1,194	63
3,446		3,298	148
836		887	-51
12,683		10,545	2,138
1,099		1,082	17
91,827		91,397	430
958		975	-17

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
6,874		2,363	4,511
2,938		1,318	1,620
17,559		21,131	-3,572
1,743		1,492	251
10,400		7,733	2,667
2,367		1,729	638
12,139		7,263	4,876
4,735		4,260	475
2,286		2,144	142
2,102		2,011	91
1,476		1,448	28
2,626		2,719	-93
1,247		1,247	
3,875		2,065	1,810
1,261		1,042	219
1,929		1,773	156
15,562		12,136	3,426
17,627		15,115	2,512
5,646		4,893	753
7,887		4,220	3,667
7,910		3,148	4,762
17,655		15,906	1,749
1,464		1,370	94
2,017		1,957	60
2,702		2,841	-139
10,758		10,911	-153
15,056		15,001	55
1,073		562	511
5,167		3,923	1,244
1,199		1,014	185

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,100		1,625	475
7,008		4,965	2,043
9,668		4,325	5,343
1,127		881	246
1,675		1,412	263
7,051		5,823	1,228
5,300		4,300	1,000
2,735		2,808	-73
9,560		8,668	892
3,248		3,225	23
28,650		28,796	-146
7,783		5,275	2,508
689		608	81
4,600		3,876	724
2,363		1,857	506
10,087		4,398	5,689
4,167		3,244	923
12,664		11,607	1,057
3,408		2,647	761
13,632		14,136	-504
413		385	28
1,551		1,527	24
19,927		19,124	803
1,795		1,789	6
2,851		1,796	1,055
3,811		3,259	552
50,000		52,383	-2,383
1,626		1,360	266
10,651		7,336	3,315
4,315		3,312	1,003

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
6,330		4,998	1,332
6,670		6,952	-282
6,817		3,435	3,382
14,197		12,928	1,269
1,874		1,840	34
5,596		5,214	382
11,578		11,062	516
15,616		12,602	3,014
671		837	-166
387		339	48
10,744		11,022	-278
2,462		2,050	412
7,323		5,582	1,741
18,537		8,945	9,592
11,078		6,324	4,754
11,515		8,974	2,541
20,106		12,699	7,407
4,638		4,205	433
2,130		2,059	71
5,611		5,865	-254
1,398		1,415	-17
1,720		1,731	-11
2,082		1,354	728
2,315		1,968	347
4,136		2,941	1,195
315		257	58
6,456		5,244	1,212
9,476		4,060	5,416
25,802		16,400	9,402
2,126		1,605	521

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
8,864		6,675	2,189
70,331		56,124	14,207
781		770	11
13,583		12,717	866
1,065		987	78
1,210		1,184	26
3,415		3,051	364
2,198		1,870	328
3,447		2,668	779
3,266		2,879	387
14,872		9,524	5,348
3,216		2,145	1,071
843		657	186
14,351		12,158	2,193
14,702		9,226	5,476
53,499		34,274	19,225
1,793		1,588	205
9,545		8,988	557
1,014		987	27
6,073		5,128	945
1,486		1,480	6
1,046		886	160
3,890		3,518	372
6,463		5,612	851
23,092		7,905	15,187
2,651		2,702	-51
12,227		6,599	5,628
2,451		2,144	307
7,518		6,090	1,428

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) 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	
			-15
			-790
			-10
			-38
			61
			-26
			-671
			288
			-155
			964
			1,229
			1,197
			540
			3,627
			-48
			-56
			37
			-47
			33
			729
			-328
			2,611
			1,664
			226
			69
			4,089
			5,964
			512
			-25
			-110

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) 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	
			134
			24
			90
			-612
			34
			84
			249
			-432
			1,743
			1,578
			4,119
			13,658
			421
			3,470
			-94
			-211
			65
			-54
			930
			1,532
			1,965
			6,971
			770
			-133
			-2,028
			335
			37
			-2
			6
			4,367

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) 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	
			1,520
			-89
			632
			511
			437
			693
			660
			1,992
			6,244
			61
			18
			-250
			-2,693
			429
			-203
			-136
			631
			2,250
			8,102
			1,855
			9,311
			3,044
			533
			63
			148
			-51
			2,138
			17
			430
			-17

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) 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	
			4,511
			1,620
			-3,572
			251
			2,667
			638
			4,876
			475
			142
			91
			28
			-93
			1,810
			219
			156
			3,426
			2,512
			753
			3,667
			4,762
			1,749
			94
			60
			-139
			-153
			55
			511
			1,244
			185

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) 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	
			475
			2,043
			5,343
			246
			263
			1,228
			1,000
			-73
			892
			23
			-146
			2,508
			81
			724
			506
			5,689
			923
			1,057
			761
			-504
			28
			24
			803
			6
			1,055
			552
			-2,383
			266
			3,315
			1,003

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) 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	
			1,332
			-282
			3,382
			1,269
			34
			382
			516
			3,014
			-166
			48
			-278
			412
			1,741
			9,592
			4,754
			2,541
			7,407
			433
			71
			-254
			-17
			-11
			728
			347
			1,195
			58
			1,212
			5,416
			9,402
			521

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) 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	
			2,189
			14,207
			11
			866
			78
			26
			364
			328
			779
			387
			5,348
			1,071
			186
			2,193
			5,476
			19,225
			205
			557
			27
			945
			6
			160
			372
			851
			15,187
			-51
			5,628
			307
			1,428

Form 990PF Part XV Line 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*				
AIM AT MELANOMA FOUND 3217 BOB O LINK CT PLANO, TX 75093		501(C)(3)	PROGRAM SERVICES	10,000
AIM HIGH PO BOX 410715 SAN FRANCISCO, CA 941410715		501(C)(3)	PROGRAM SERVICES	2,000
ALBANY SYMPHONY 19 CLINTON AVE ALBANY, NY 12207		501(C)(3)	PROGRAM SERVICES	8,000
AM SOC PREVENTION CRUELTY ANIMALS 424 EAST 92ND AVE NEW YORK, NY 101286804		501(C)(3)	PROGRAM SERVICES	1,000
ASSC FOR BLIND VISUALLY IMPAIRED 422 S CLINTON AVE ROCHESTER, NY 14622		501(C)(3)	PROGRAM SERVICES	2,000
BOYS AND GIRLS CLUB SRQ 3100 FRUITVILLE RD SARASOTA, FL 34237		501(C)(3)	PROGRAM SERVICES	4,000
CANCER ACTION INC 255 ALEXANDER ST ROCHESTER, NY 14607		501(C)(3)	PROGRAM SERVICES	1,000
CANCER CONNECTION INC PO BOX 60452 FLORENCE, MA 01062		501(C)(3)	PROGRAM SERVICES	5,000
CENTER FOR TEEN EMPOWERMENT 392 GENESSE ST ROCHESTER, NY 14611		501(C)(3)	PROGRAM SERVICES	1,000
DOWNSTAIRS CABARET THEATRE 20 WINDSOR ST ROCHESTER, NY 14605		501(C)(3)	PROGRAM SERVICES	4,000
EMMA WILLARD SCHOOL 285 PAWLING AVE TROY, NY 12180		501(C)(3)	PROGRAM SERVICES	3,000
FINGER LAKES LAND TRUST 202 EAST COURT ST ITHICA, NY 14850		501(C)(3)	PROGRAM SERVICES	10,000
FOODLINK INC 1999 MT READ BLVD ROCHESTER, NY 14615		501(C)(3)	PROGRAM SERVICES	3,000
FRIENDS OF MENDON PUBLIC LIBRARY 22 NORTH MAIN ST HONEOYE FALLS, NY 14472		501(C)(3)	PROGRAM SERVICES	10,000
GENESSEE LAND TRUST 46 PRINCE ST STE LL005 ROCHESTER, NY 14607		501(C)(3)	PROGRAM SERVICES	4,500

Form 990PF Part XV Line 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*				
J GERMANY PUBLIC LIBRARY 900 N ASHLEY AVE TAMPA,FL 33602		501(C)(3)	PROGRAM SERVICES	6,000
LIGHTHOUSE OF MANASOTA 7318 N TAMIAMI TR SARASOTA,FL 34243		501(C)(3)	PROGRAM SERVICES	10,000
MOHAWK HUDSON LAND TRUST P O BOX 567 SLINGERLANDS,NY 12159		501(C)(3)	PROGRAM SERVICES	7,000
REACH BATTERED WOMENS HOUSE PO BOX 206 WAYNESVILLE,NC 28786		501(C)(3)	PROGRAM SERVICES	4,000
ROCHESTER PHILHARMONIC OR 108 EAST AVE ROCHESTER,NY 14604		501(C)(3)	PROGRAM SERVICES	1,500
SOUTHEASTERN GUIDE DOGS 4210 77 ST PALMETTO,FL 34221		501(C)(3)	PROGRAM SERVICES	6,000
THE OPEN DOOR 32 COMMERCE ST WAYNESVILLE,NC 28786		501(C)(3)	PROGRAM SERVICES	8,000
Total . . . . ▶ **3a**				111,000

TY 2012 Accounting Fees Schedule

Name: MAY KAY HOUCK FOUNDATION
C/O NORTHERN TRUST BANK

EIN: 59-0777857

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INDIRECT ACCOUNTING FEES	4,715	1,886	1,886	2,829

TY 2012 Compensation Explanation

Name: MAY KAY HOUCK FOUNDATION
C/O NORTHERN TRUST BANK

EIN: 59-0777857

Person Name	Explanation
KAREN HARGRAVE	
LESLIE MOFFETT-KRAUS	
DAVID ROBISON	

TY 2012 Investments Corporate Bonds Schedule

Name: MAY KAY HOUCK FOUNDATION
C/O NORTHERN TRUST BANK

EIN: 59-0777857

Name of Bond	End of Year Book Value	End of Year Fair Market Value
INTL BUSINESS MACH 4.75% 11-29-12		
GOLDMAN SACHS 5.25% 10-15-13		
MFB NORTHERN FIXED INCOME FD		
MFB NORTHERN HIGH YLD FIX INCOME FD		
MFC FLEXSHARES 3 YR TARGET TIPS		
MFC FLEXSHARES 5 YR TARGET TIPS		
GOLDMAN SACHS GRP INC BND 5.25% DUE	49,861	51,059
MFB NORTHN FDS BD INDX FD	238,028	238,901
MFB NORTHN FDS ULTR SHRT FXD INCM FD	20,481	20,501
MFB NORTHN HI YIELD FIXED INC FD	257,680	280,641
MFC FLEXSHARES IBOXX 3 YR TARGET DUR	77,132	77,409
MFC FLEXSHARES IBOXX 5 YR TARGET DUR	23,415	24,176

TY 2012 Investments Corporate Stock Schedule

Name: MAY KAY HOUCK FOUNDATION
C/O NORTHERN TRUST BANK

EIN: 59-0777857

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ABBOTT LABORATORIES		
ALTERA CORP		
AMERICAN EXPRESS CO.		
AMGEN INC		
APPLE INC.		
AUTOMATIC DATA PROCESSING		
BRISTOL MYERS SQUIBB CO		
CHEVRON CORP.		
CITRIX SYSTEMS		
COCA COLA CO		
CONOCOPHILLIPS		
COSTCO WHOLESALE CORP.		
COVIDIEN PLC		
CVS CAREMARK CO.		
DANAHER CORP.		
DOMINION RES INC.		
DUPONT DE NEMOURS & CO.		
EATON CORP.		
EMC CORP.		
EXPRESS SCRIPTS HLDG CO		
EXXON MOBIL CORP.		
EXXON MOBIL CORP.		
FRANKLIN RES INC.		
GENERAL ELECTRIC CO.		
GOOGLE INC. CLASS A		
W W GRAINGER INC.		
H J HEINZ		
HOME DEPOST		
INTERNATIONAL BUSINESS MACHINES		
JOHNSON & JOHNSON		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
JOHNSON CONTROLS INC.		
J P MORGAN CHASE & CO.		
MCDONALDS CORP		
NATIONAL OILWELL VARCO		
NIKE INC. CLASS B		
NOBLE ENERGY INC.		
NORFOLK SOUTHER CORP		
NUCOR CORP		
OMNICOM GROUP INC.		
ORACLE CORP		
PRECISION CASTPARTS CORP		
PROCTOR & GAMBLE CO.		
QUALCOMM INC		
SCHLUMBERGER LTD.		
SIMON PROPERTY GROUP INC.		
SPECTRA ENERGY CORP.		
UNITED TECHNOLOGIES CORP.		
UNITEDHEALTH GROUP INC.		
US BANCORP		
V F CORP		
VERIZON COMMUNICATIONS		
WAL-MART STORES INC.		
WALT DISNEY CO.		
WELLS FARGO & CO.		
WHOLE FOODS MKT INC.		
AMERICAN WATER WORKS CO		
AUTODESK INC.		
PRINCIPAL FINL GROUP INC.		
BHP BILLITON		
MFB NORTHERN MID CAP INDEX FD		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MFB NORTHERN SMALL CAP INDEX FD		
MFB NORTHERN MULTI-MGR INTL EQUITY		
MFB NORTHERN EMERGING MKTS EQUITY FD		
MFB NORTHERN GLOBAL REAL ESTATE		
MFC MORNINGSTAR GLBL NATURAL RESOURC		
MFC SPDR GOLD TR		
MFO PIMCO PAC INVT MGMT COMMOD		
MFB NORTHRN FDS STK INDEX FD	743,657	748,561
MFB NORTHRN MID CAP INDEX FD	88,219	98,141
MFB NORTHRN FDS SMALL CAP INDEX FD	89,392	98,197
MFB NORTHRN INTL EQTY INDEX FD	344,903	383,627
MFB NORTHRN EMRG MKTS EQTY INDEX FD	302,106	303,025
MFB NOTHRN GLOBAL REAL ESTATE INDX	130,108	148,923
MFC MRNNGSTR GLBL UPSTRM NAT RES IND	151,708	150,872

TY 2012 Legal Fees Schedule

Name: MAY KAY HOUCK FOUNDATION
C/O NORTHERN TRUST BANK

EIN: 59-0777857

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL EXPENSES	7,604	2,281	2,281	5,323

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TY 2012 Other Assets Schedule

Name: MAY KAY HOUCK FOUNDATION
C/O NORTHERN TRUST BANK

EIN: 59-0777857

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
SALE PROCEEDS RECEIVABLE	11,392		

TY 2012 Other Income Schedule

Name: MAY KAY HOUCK FOUNDATION
C/O NORTHERN TRUST BANK

EIN: 59-0777857

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
LITIGATION PROCEEDS	13	13	

TY 2012 Other Professional Fees Schedule

Name: MAY KAY HOUCK FOUNDATION
C/O NORTHERN TRUST BANK

EIN: 59-0777857

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT	18,706	16,835	16,835	1,871

TY 2012 Taxes Schedule

Name: MAY KAY HOUCK FOUNDATION
C/O NORTHERN TRUST BANK

EIN: 59-0777857

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAXES	7,203			