



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**

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

Do not enter Social Security numbers on this form as it may be made public.

Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning , 2013, and ending , 20

Name of foundation

THE THORSON FOUNDATION 23-81711

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

Room/suite

THE NORTHERN TRUST COMPANY

City or town, state or province, country, and ZIP or foreign postal code

P.O. BOX 803878 CHICAGO, IL 60680

G Check all that apply:

Initial return

Final return

Address change

Initial return of a former public charity

Amended return

Name change

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundationI Fair market value of all assets at
end of year (from Part II, col. (c), line
16) \$ 3,166,498.J Accounting method: ☒ Cash ☐ Accrual☐ Other (specify)

(Part I, column (d) must be on cash basis.)

A Employer identification number

36-6051916

B Telephone number (see instructions)

312-630-6000

C If exemption application is
pending, check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the
85% test, check here and attach
computation ☐E If private foundation status was terminated
under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination
under section 507(b)(1)(B), check here ☐**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).)(a) Revenue and
expenses per
books(b) Net investment
income(c) Adjusted net
income(d) Disbursements
for charitable
purposes
(cash basis only)

1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	79,537.	79,380.		STMT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	52,972.			
b	Gross sales price for all assets on line 6a 243,569.				
7	Capital gain net income (from Part IV, line 2)		52,972.		
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)	159.			STMT 2
12	Total. Add lines 1 through 11	132,668.	132,352.		
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	2,000.	1,000.	NONE	1,000.
c	Other professional fees (attach schedule) STMT 4	20,724.	20,724.		
17	Interest				
18	Taxes (attach schedule) (see instructions) STMT 5	3,432.	987.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings		NONE	NONE	
22	Printing and publications		NONE	NONE	
23	Other expenses (attach schedule) STMT 6	171.			171.
24	Total operating and administrative expenses. Add lines 13 through 23	26,327.	22,711.	NONE	1,171.
25	Contributions, gifts, grants paid	141,570.			141,570.
26	Total expenses and disbursements. Add lines 24 and 25	167,897.	22,711.	NONE	142,741.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	-35,229.			
b	Net investment income (if negative, enter -0-)		109,641.		
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	(c) Fair Market Value	
Assets	1 Cash - non-interest-bearing			NONE	
	2 Savings and temporary cash investments		204,333.	154,215.	154,215.
	3 Accounts receivable ▶ Less: allowance for doubtful accounts ▶			NONE	
	4 Pledges receivable ▶ Less: allowance for doubtful accounts ▶			NONE	
	5 Grants receivable			NONE	
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			NONE	
	7 Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶	NONE		NONE	
	8 Inventories for sale or use			NONE	
	9 Prepaid expenses and deferred charges			NONE	
	10 a Investments - U.S. and state government obligations (attach schedule) . .			NONE	
	b Investments - corporate stock (attach schedule)		1,280,484.	1,310,818.	2,048,498.
	c Investments - corporate bonds (attach schedule)		829,962.	884,524.	918,124.
	11 Investments - land, buildings, and equipment: basis Less: accumulated depreciation (attach schedule) ▶				
	12 Investments - mortgage loans			NONE	
	13 Investments - other (attach schedule)		125,220.	55,213.	45,661.
	14 Land, buildings, and equipment: basis Less: accumulated depreciation (attach schedule) ▶			NONE	
15 Other assets (describe ▶)			NONE		
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		2,439,999.	2,404,770.	3,166,498.	
Liabilities	17 Accounts payable and accrued expenses			NONE	
	18 Grants payable			NONE	
	19 Deferred revenue			NONE	
	20 Loans from officers, directors, trustees, and other disqualified persons .			NONE	
	21 Mortgages and other notes payable (attach schedule)			NONE	
	22 Other liabilities (describe ▶)			NONE	
23 Total liabilities (add lines 17 through 22)			NONE		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, . . . ▶ <input checked="" type="checkbox"/> check here and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds		2,439,999.	2,404,770.	
	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 instructions)		2,439,999.	2,404,770.	
	31 Total liabilities and net assets/fund balances (see instructions)		2,439,999.	2,404,770.	

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	2,439,999.
2 Enter amount from Part I, line 27a	2	-35,229.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	2,404,770.
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	2,404,770.

Form 990-PF (2013)

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 PUBLICLY TRADED SECURITIES					
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 243,569.		190,597.	52,972.		
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			52,972.		
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	52,972.	
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		

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 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))
2012	142,950.	2,895,349.	0.049372
2011	136,497.	2,877,228.	0.047440
2010	130,573.	2,775,951.	0.047037
2009	152,493.	2,611,887.	0.058384
2008	167,725.	3,073,692.	0.054568
2 Total of line 1, column (d)			2 0.256801
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 0.051360
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 3,034,149.
5 Multiply line 4 by line 3			5 155,834.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 1,096.
7 Add lines 5 and 6			7 156,930.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			8 142,741.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> 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 <input type="checkbox"/> and enter 1% of Part I, line 27b		1	2,193.
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	2,193.
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	2,193.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	2,017.	
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	2,017.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	176.	
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 2014 estimated tax <input type="checkbox"/> NONE Refunded <input type="checkbox"/> <input type="checkbox"/>	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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? 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.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ _____		
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.		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		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?	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	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> IL		
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.	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 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV.		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Form 990-PF (2013)

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
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		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address <input type="checkbox"/> N/A				
14	The books are in care of <input type="checkbox"/> NORTHERN TRUST Telephone no. <input type="checkbox"/> (312) 630-6000			
Located at <input type="checkbox"/> 50 SOUTH LA SALLE ST, CHICAGO, IL ZIP+4 <input type="checkbox"/> 60675				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here	<input type="checkbox"/>		
and enter the amount of tax-exempt interest received or accrued during the year <input type="checkbox"/> 15				
16	At any time during calendar year 2013, 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	Yes	No X
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country <input type="checkbox"/>				

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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 instructions)?	1b	
Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>		
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 2013?	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 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
If "Yes," list the years <input type="checkbox"/>		
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	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. <input type="checkbox"/>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2013 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 2013)	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 2013?	4b	X

Form 990-PF (2013)

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)?

Organizations relying on a current notice regarding disaster assistance check here

5b**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?

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

☐ Yes ☐ No**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?

If "Yes" to 6b, file Form 8870.

6b

X

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
SEE STATEMENT 7				

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		NONE	NONE	NONE

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

NONE

Form 990-PF (2013)

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		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 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 instructions	
3 NONE	
Total. Add lines 1 through 3	

Form 990-PF (2013)

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	3,080,354.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	3,080,354.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	3,080,354.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	46,205.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	3,034,149.
6	Minimum investment return. Enter 5% of line 5	6	151,707.

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	151,707.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	2,193.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,193.
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	149,514.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	149,514.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	149,514.

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	142,741.
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	142,741.
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	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	142,741.

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 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				149,514.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			141,550.	
b Total for prior years: 20 <u>11</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2013:				
a From 2008	NONE			
b From 2009	NONE			
c From 2010	NONE			
d From 2011	NONE			
e From 2012	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ <u>142,741.</u>				
a Applied to 2012, but not more than line 2a . . .			141,550.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2013 distributable amount				1,191.
e Remaining amount distributed out of corpus . .	NONE			
5 Excess distributions carryover applied to 2013 (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 instructions		NONE		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instructions				
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				148,323.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . .	NONE			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) . . .	NONE			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9:				
a Excess from 2009 . . .	NONE			
b Excess from 2010 . . .	NONE			
c Excess from 2011 . . .	NONE			
d Excess from 2012 . . .	NONE			
e Excess from 2013 . . .	NONE			

Part XIV Private Operating Foundations (see 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 2013, 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)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years				(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
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 instructions.)**1 Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

N/A

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

N/A

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

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see 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 address 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	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
Name and address (home or business)				
a Paid during the year				
SEE STATEMENT 28				141,570.
Total			▶ 3a	141,570.
b Approved for future payment				
Total			▶ 3b	

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

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
DIVIDENDS ETC.	79,537.	79,380.
	-----	-----
TOTAL	79,537.	79,380.
	=====	=====

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
DEFERRED INCOME ETC.	159.

TOTALS	159.
	=====

FORM 990PF, PART I - ACCOUNTING FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION	2,000.	1,000.		1,000.
	-----	-----	-----	-----
TOTALS	2,000.	1,000.	NONE	1,000.
	=====	=====	=====	=====

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
INVESTMENT FEES	20,724.	20,724.
	-----	-----
TOTALS	20,724.	20,724.
	=====	=====

FORM 990PF, PART I - TAXES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
EXCISE	2,445.	
FOREIGN	987.	987.
	-----	-----
TOTALS	3,432.	987.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES
=====REVENUE
AND
EXPENSES
PER BOOKS
-----CHARITABLE
PURPOSES
-----DESCRIPTION
-----ATTORNEY GENERAL
OFFICE SUPPLIES15.
156.15.
156.

TOTALS

171.
=====-----
171.
=====

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

OFFICER NAME:

JOHN C. GOODALL JR.

ADDRESS:

GLENVIEW, IL

TITLE:

TRUSTEE, PRESIDENT

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 30

OFFICER NAME:

JOHN C. GOODALL, III

ADDRESS:

GLENVIEW, IL

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 3

OFFICER NAME:

DONALD THORSON

ADDRESS:

ALEXANDRIA, VA

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 3

OFFICER NAME:

DANA DEANGLEIS

ADDRESS:

WELLESLEY, MA

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2

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

=====

OFFICER NAME:

ANDREW FOORD

ADDRESS:

POMPTON LAKES, NV

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 3

RECIPIENT NAME:
CIRCUS WORLD MUSEUM
FOUNDATION
ADDRESS:
550 WATER STREET
BARABOO, WI, WI 53913-2597
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 15,655.

RECIPIENT NAME:
JUNIOR LEAGUE
ADDRESS:
117 NEWBURY ST
BOSTON, MA 02116
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 135.

RECIPIENT NAME:
DUKE UNIVERSITY
ANNUAL FUND
ADDRESS:
2127 CAMPUS DR
DURHAM, NC 27708
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
MUSIC INSTITUTE
OF CHICAGO
ADDRESS:
517 GREENBAY RD
WILMETTE, IL 60091
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 1,500.

RECIPIENT NAME:
RAVINIA FESTIVAL
ADDRESS:
400 IRIS LANE
HIGHLAND PARK, IL 60035
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 200.

RECIPIENT NAME:
NOBLE & GREENOUGH SCHOOL
ADDRESS:
10 CAMPUS DR
DEDHAM, MA 02026
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 14,000.

RECIPIENT NAME:
OPENLANDS PROJECT
ADDRESS:
25 E WASHINGTON
CHICAGO, IL 60606
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 250.

RECIPIENT NAME:
BLINDED AMERICAN
VETERANS FOUNDATION
ADDRESS:
P.O. BOX 65900
WASHINGTON D.C., DC 20035
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 8,000.

RECIPIENT NAME:
FAMILY OF THE AMERICAS
FOUNDATION
ADDRESS:
P.O. BOX 1170
DUNKIRK, MD 20754
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 6,000.

RECIPIENT NAME:
ACCA - FRED RUFFING
SCHOLARSHIP FUND
ADDRESS:
7200 COLUMBIA PIKE
ANNANDALE, VA 22003
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 13,000.

RECIPIENT NAME:
WOLF TRAP FOUNDATION
ADDRESS:
1645 TRAP ROAD
VIENNA, VA 22182
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:
INOVA LIFE WITH CANCER
ADDRESS:
8411 PENNELL ST
FAIRFAX, VA 22031
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 2,000.

=====

RECIPIENT NAME:

MONTPELIER FOUNDATION

ADDRESS:

P.O. BOX 911

ORANGE, VA 22960

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

SACRED HEART SCHOOLS

ADDRESS:

6250 N SHERIDAN

CHICAGO, IL 60660

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

EVANS SCHOLARS FOUNDATION

ADDRESS:

1 BRIAR ROAD

GOLF, IL 60029

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 1,190.

=====

RECIPIENT NAME:

OVARIAN CANCER RESEARCH
FUND

ADDRESS:

14 PENNSYLVANIA
NEW YORK, NY 10122

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 500.

RECIPIENT NAME:

PROSTATE CANCER
RESEARCH INSTITUTE

ADDRESS:

5777 W CENTURY BLVD
LOS ANGELES, CA 90045

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 500.

RECIPIENT NAME:

HUNDRED CLUB OF
CHICAGO

ADDRESS:

135 SOUTH LASALLE #1162
CHICAGO, IL 60603

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 500.

=====

RECIPIENT NAME:

CENACLE SISTERS

ADDRESS:

513 FULLERTON PKWY

CHICAGO, IL 60614

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 1,500.

RECIPIENT NAME:

ST. ANTHONY OF PADUA

CATHOLIC CHURCH

ADDRESS:

3305 GLEN CARLYN ROAD

FALLS CHURCH, VA 22041

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 500.

RECIPIENT NAME:

FIELD MUSEUM

ADDRESS:

1400 LAKE SHORE DR

CHICAGO, IL 60605

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 1,200.

RECIPIENT NAME:
FESSENDEN SCHOOL
FOUNDATION
ADDRESS:
250 WALTHAM ST
WEST NEWTON, MA 02465
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:
MUSEUM OF SCIENCE &
INDUSTRY
ADDRESS:
57TH AND LAKE SHORE DR
CHICAGO, IL 60637
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 1,200.

RECIPIENT NAME:
LYRIC OPERA
ADDRESS:
20 N WACKER DR
CHICAGO, IL 60606
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 250.

=====

RECIPIENT NAME:

LINCOLN PARK ZOO

ADDRESS:

2001 NORTH CLARK ST

CHICAGO, IL 60614

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 1,200.

RECIPIENT NAME:

NORTHWESTERN MEMORIAL

FOUNDATION

ADDRESS:

251 EAST HURON STREET

CHICAGO, IL 60626

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 900.

RECIPIENT NAME:

INDIAN RIVER HABITAT

FOR HUMANITY

ADDRESS:

4568 N. U.S. HIGHWAY 1

VERO BEACH, FL 32963

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 400.

=====

RECIPIENT NAME:

CHICAGO BOTANIC GARDEN

ADDRESS:

1000 LAKE COOK RD

GLENCOE, IL, 60022

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

WETLANDS INITIATIVE

ADDRESS:

25 E. WASHINGTON

CHICAGO, IL 60604

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 250.

RECIPIENT NAME:

RIVERSIDE THEATER

ADDRESS:

3250 RIVERSIDE PARK DR

VERO BEACH, FL 32963

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 300.

=====

RECIPIENT NAME:

NEW JERSEY PERFORMING
ARTS CENTER

ADDRESS:

ONE CENTER ST
NEWARK, NJ 07102

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 1,250.

RECIPIENT NAME:

MAKE-A-WISH FOUNDATION
OF AMERICA

ADDRESS:

P.O. BOX 29119
PHEONIX, AZ 85038

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:

BERGEN PERFORMING ARTS
CENTER

ADDRESS:

30 N. VAN BUREN ST
ENGLEWOOD, NJ 07631

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 750.

RECIPIENT NAME:
ST. JUDE CHILDREN'S
RESEARCH HOSPITAL
ADDRESS:
501 ST JUDE PLACE
MEMPHIS, TN 38105
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
ALS ASSOCIATION
ADDRESS:
42 BROADYWAY STE 1724
NEW YORK, NY 10004
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 500.

RECIPIENT NAME:
ALS THERAPY DEVELOPMENT
FOUNDATION
ADDRESS:
215 1ST ST
CAMBRIDGE, MA 02142
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 14,940.

RECIPIENT NAME:
ACTORS FUND OF AMERICA
ADDRESS:
729 SEVENTH AVE
NEW YORK, NY 10102
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:
ENGLEWOOD HOSPITAL
& MEDICAL CENTER
ADDRESS:
350 ENGLE ST
ENGLEWOOD, NJ, NJ 07631
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
CLOSTER VOLUNTEER
AMBULANCE & RESCUE
ADDRESS:
72 RUCKERMAN ROAD
CLOSTER, NJ 07624
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 250.

RECIPIENT NAME:
FRIENDS CLOSTER PUBLIC
LIBRARY
ADDRESS:
280 HIGH ST
CLOSTER, NJ 07632
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 250.

RECIPIENT NAME:
FAIRFIELD UNIVERSITY
ADDRESS:
1073 NORTH BEASON AVENUE
FAIRFIELD, CT 06824
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 250.

RECIPIENT NAME:
OUR LADY OF MOUNT
CARMEL CHURCH
ADDRESS:
10 COUNTRY RD
TENAFLY, NJ 07670
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 500.

=====

RECIPIENT NAME:

DENISON UNIVERSITY

ANNUAL FUND

ADDRESS:

P.O BOX 716

GRANVILLE, OH, OH

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 400.

RECIPIENT NAME:

WFUV

ADDRESS:

441 E FORDHAM RD

BRONX, NY 10458

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

JOSSELYN CENTER

ADDRESS:

405 CENTRAL STREET

NORTHFIELD, IL 60611

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 300.

RECIPIENT NAME:
INDIAN RIVER MEDICAL CTR
FOUNDATION
ADDRESS:
1000 36TH ST
VERO BEACH, FL 32960
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
MOORINGS EDUCATIONAL
FOUNDATION
ADDRESS:
100 HARBOUR DRIVE
VERO BEACH, FL 32963
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 400.

RECIPIENT NAME:
GENERAL DOUGLAS MACARTHUR
FOUNDATION
ADDRESS:
MACARTHUR SQUARE
NORFOLK, VA 23510
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
PROJECT ALS
ADDRESS:
3960 BROADWAY
NEW YORK, NY 10032
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
CAL RIPKEN SR FOUNDATION
ADDRESS:
1427 CLERKVIEW ROAD
BALTIMORE, MD 31209
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
ST. JOHN THE
EVANGELIST
ADDRESS:
9 GLEN ROAD
WELLESLEY, MA 02481
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 400.

=====

RECIPIENT NAME:

NATIONAL ELEPHANT
CENTER

ADDRESS:

8225 NORTH WICKAM ROAD
MELBOURNE, FL 32940

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 250.

RECIPIENT NAME:

BLAIR HOUSE RESTORATION

ADDRESS:

P.O. BOX 27208
WASHINGTON, DC 20038

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 1,500.

RECIPIENT NAME:

SASH

ADDRESS:

P.O. BOX 433
ROYSTON, GA 30662

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 1,500.

=====

RECIPIENT NAME:

ALZHEIMER'S FOUNDATION

ADDRESS:

322 8TH AVENUE 7TH FLOOR

NEW YORK, NY 10001

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 6,500.

RECIPIENT NAME:

NATIONAL EATING DISORDER

ASSOCIATION

ADDRESS:

165 WEST 46TH STREET SUITE 402

NEW YORK, NY 10036

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:

WNET

ADDRESS:

825 8TH AVENUE 14TH FLOOR

NEW YORK, NY 10019

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 1,000.

=====

RECIPIENT NAME:

FEED THE CHILDREN

ADDRESS:

PO BOX 30

OKLAHOMA CITY, OK 73101

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 500.

RECIPIENT NAME:

UNIVERSITY OF SOUTHERN

CALIFORNIA

ADDRESS:

3502 WATT WAY SUIOTE 304

LOS ANGELES, CA 90089

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

D'YOUVILLE COLLEGE

ADDRESS:

631 NIAGRA ST

BUFFALO, NY 14201

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 1,000.

TOTAL GRANTS PAID:

141,570.

=====

**SCHEDULE D
(Form 1041)**

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041, Form 5227, or Form 990-T.

▶ Use Form 8949 to list your transactions for lines 1b, 2, 3, 8b, 9 and 10.

▶ Information about Schedule D and its separate instructions is at www.irs.gov/form1041

OMB No 1545-0092

2013

Name of estate or trust

THE THORSON FOUNDATION 23-81711

Employer identification number

36-6051916

Note: Form 5227 filers need to complete *only* Parts I and II.

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

See instructions for how to figure the amounts to enter on the lines below.

This form may be easier to complete if you round off cents to whole dollars.

	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part I, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
1a Totals for all short-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 1b				
1b Totals for all transactions reported on Form(s) 8949 with Box A checked				
2 Totals for all transactions reported on Form(s) 8949 with Box B checked				
3 Totals for all transactions reported on Form(s) 8949 with Box C checked	21,818.	16,552.		5,266.
4 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824				4
5 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts				5
6 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2012 Capital Loss Carryover Worksheet				6 ()
7 Net short-term capital gain or (loss). Combine lines 1a through 6 in column (h). Enter here and on line 17, column (3) on the back				7 5,266.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

See instructions for how to figure the amounts to enter on the lines below.

This form may be easier to complete if you round off cents to whole dollars.

	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part II, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
8a Totals for all long-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 8b				
8b Totals for all transactions reported on Form(s) 8949 with Box D checked				
9 Totals for all transactions reported on Form(s) 8949 with Box E checked				
10 Totals for all transactions reported on Form(s) 8949 with Box F checked	201,647.	174,045.		27,602.
11 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824				11
12 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts				12
13 Capital gain distributions				13 20,104.
14 Gain from Form 4797, Part I				14
15 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2012 Capital Loss Carryover Worksheet				15 ()
16 Net long-term capital gain or (loss). Combine lines 8a through 15 in column (h). Enter here and on line 18a, column (3) on the back				16 47,706.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2013

Part III Summary of Parts I and II**Caution:** Read the instructions before completing this part.

	(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
17 Net short-term gain or (loss)	17		5,266.
18 Net long-term gain or (loss):			
a Total for year	18a		47,706.
b Unrecaptured section 1250 gain (see line 18 of the wrksht.)	18b		
c 28% rate gain	18c		4,556.
19 Total net gain or (loss). Combine lines 17 and 18a ▶	19		52,972.

Note: If line 19, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 18a and 19, column (2), are net gains, go to Part V, and do not complete Part IV. If line 19, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

Part IV Capital Loss Limitation

20 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of:

a The loss on line 19, column (3) or **b** \$3,000 **20** ()

Note: If the loss on line 19, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 18a and 19 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution: Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if:

- Either line 18b, col. (2) or line 18c, col. (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.

Form 990-T trusts. Complete this part **only** if both lines 18a and 19 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 18b, col. (2) or line 18c, col. (2) is more than zero.

21 Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34). . .	21		
22 Enter the smaller of line 18a or 19 in column (2) but not less than zero	22		
23 Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T) . .	23		
24 Add lines 22 and 23	24		
25 If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- . . . ▶	25		
26 Subtract line 25 from line 24. If zero or less, enter -0-	26		
27 Subtract line 26 from line 21. If zero or less, enter -0-	27		
28 Enter the smaller of the amount on line 21 or \$2,450	28		
29 Enter the smaller of the amount on line 27 or line 28	29		
30 Subtract line 29 from line 28. If zero or less, enter -0-. This amount is taxed at 0% ▶	30		
31 Enter the smaller of line 21 or line 26	31		
32 Subtract line 30 from line 26	32		
33 Enter the smaller of line 21 or \$11,950	33		
34 Add lines 27 and 30	34		
35 Subtract line 34 from line 33. If zero or less, enter -0-	35		
36 Enter the smaller of line 32 or line 35	36		
37 Multiply line 36 by 15%. ▶	37		
38 Enter the amount from line 31	38		
39 Add lines 30 and 36	39		
40 Subtract line 39 from line 38. If zero or less, enter -0-	40		
41 Multiply line 40 by 20% ▶	41		
42 Figure the tax on the amount on line 27. Use the 2013 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	42		
43 Add lines 37, 41, and 42	43		
44 Figure the tax on the amount on line 21. Use the 2013 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	44		
45 Tax on all taxable income. Enter the smaller of line 43 or line 44 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) ▶	45		

Schedule D (Form 1041) 2013

Sales and Other Dispositions of Capital Assets► Information about Form 8949 and its separate instructions is at www.irs.gov/form8949.

► File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

Name(s) shown on return

THE THORSON FOUNDATION 23-81711

Social security number or taxpayer identification number

36-6051916

Most brokers issue their own substitute statement instead of using Form 1099-B. They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS. Before you check Box A, B, or C below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS. Brokers are required to report basis to the IRS for most stock you bought in 2011 or later.

Part I **Short-Term.** Transactions involving capital assets you held one year or less are short-term. For long-term transactions, see page 2.

Note. You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 1a; you are not required to report these transactions on Form 8949 (see instructions).

You must check Box A, B, or C below. Check only one box. If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box. If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

- ☐ (A) Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)
- ☐ (B) Short-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS
- ☒ (C) Short-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example 100 sh. XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	50. APACHE CORP	06/05/2012	05/23/2013	4,042.00	4,034.00			8.00
	150. NOBLE ENERGY INC COM	06/05/2012	05/23/2013	17,592.00	12,293.00			5,299.00
	33.12 PIMCO COMMODITY REAL STRATEGY FUND	12/12/2012	11/21/2013	184.00	225.00			-41.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 1b (if Box A above is checked), line 2 (if Box B above is checked), or line 3 (if Box C above is checked) ►				21,818.	16,552.			5,266.

Note. If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See Column (g) in the separate instructions for how to figure the amount of the adjustment.

For Paperwork Reduction Act Notice, see your tax return instructions.

Social security number or taxpayer identification number

36-6051916

Part II **Long-Term.** Transactions involving capital assets you held more than one year are long term. For short-term transactions, see page 1.

Part II **Long-Term.** Transactions involving capital assets you held more than one year are long term. For short-term transactions, see page 1.

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

You must check Box D, E, or F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

☐ (D) Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

	(E) Long-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS
--	--

X	(F) Long-term transactions not reported to you on Form 1099-B
---	---

Note. If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See *Column (g)* in the separate instructions for how to figure the amount of the adjustment.

51

Foundation

31 DEC 13

Account number 2381711

Page 1 of 12

◆ Asset Detail - Base Currency

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

Equity Securities

Common stock

Australia - USD

ADR BHP BILLITON LTD SPONSORED ADR CUSIP 088606108

BHP

150 000		68 20	0 00	10,230 00	10,224 00	6 00	0 00	6 00
Total USD			0 00	10,230 00	10,224 00	6 00	0 00	6 00
Total Australia			0 00	10,230 00	10,224 00	6 00	0 00	6 00

Israel - USD

ADR TEVA PHARMACEUTICAL INDS CUSIP 881624209

TEVA

300 000		40 08	0 00	12,024 00	12,785 16	-761 16	0 00	-761 16
Total USD			0 00	12,024 00	12,785 16	-761 16	0 00	-761 16
Total Israel			0 00	12,024 00	12,785 16	-761 16	0 00	-761 16

United States - USD

ABBOTT LAB COM CUSIP 002824100

ABBOTT

300 000		38 33	0 00	11,499 00	7,115 83	4,383 17	0 00	4,383 17
ABBVIE INC COM USD0 01 CUSIP 00287Y109								

300 000		52 81	0 00	15,843 00	7,716 51	8,126 49	0 00	8,126 49
ALTERA CORPORATION COM CUSIP 021441100								

400 000		32 53	0 00	13,012 00	10,312 00	2,700 00	0 00	2,700 00
AMERICAN EXPRESS CO CUSIP 025816109								

400 000		90 73	0 00	36,292 00	16,251 00	20,041 00	0 00	20,041 00
---------	--	-------	------	-----------	-----------	-----------	------	-----------

Northern Trust

*Generated by Northern Trust from reviewed periodic data on 7 Feb 14 B003

Foundation

31 DEC 13

Account number 2381711

Page 2 of 12

◆ Asset Detail - Base Currency

Description / Asset ID	Investment Mgr ID	Shares/PAF value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
Equity Securities									
Common stock									
United States - USD									
APPLE INC COM STK CUSIP 037833100									
		100 000	581 11	0 00	58,111 00	7,411 00	48,700 00	0 00	48,700 00
BAXTER INTL INC COM CUSIP 071813109									
		200 000	69 55	98 00	13,910 00	9,976 00	3,934 00	0 00	3,934 00
BECTON DICKINSON & CO COM CUSIP 075887109									
		200 000	110 48	0 00	22,088 00	14,364 76	7,733 24	0 00	7,733 24
CHEVRON CORP COM CUSIP 166784100									
CVX		300 000	124 81	0 00	37,473 00	21,855 00	15,618 00	0 00	15,618 00
CISCO SYSTEMS INC CUSIP 17275R102									
CSCO		1,800 000	22 45	0 00	40,410 00	42,148 54	-1,738 54	0 00	-1,738 54
CITRIX SYS INC COM CUSIP 177376100									
		300 000	63 25	0 00	18,975 00	18,981 00	14 00	0 00	14 00
COLGATE-PALMOLIVE CO COM CUSIP 194182103									
		400 000	65 21	0 00	26,084 00	9,390 00	16,694 00	0 00	16,694 00
COVIDIEN PLC USD0 20(POST CONSOLDTN) CUSIP G2554F113									
		300 000	68 10	0 00	20,430 00	10,548 44	9,881 56	0 00	9,881 56
CUMMINS INC CUSIP 231021108									
		125 000	140 97	0 00	17,621 25	10,936 05	6,685 20	0 00	6,685 20

Northern Trust

*Generated by Northern Trust from reviewed periodic data on 7 Feb 14 B003

Foundation

31 DEC 13

Account number 2381711

Page 3 of 12

◆ Asset Detail - Base Currency

Description / Asset ID	Investment Mgr ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
Equity Securities								
Common stock								
United States - USD								
DANAHER CORP COM CUSIP 235651102								
600 000		77 20	15 00	46,320 00	13,416 00	32,904 00	0 00	32,904 00
DU PONT E I DE NEMOURS & CO COM STK CUSIP 263534109								
300 000		64 97	0 00	19,491 00	11,271 00	8,220 00	0 00	8,220 00
EATON CORP PLC COM USD 50 CUSIP G29183103								
250 000		76 12	0 00	19,030 00	12,913 75	6,116 25	0 00	6,116 25
EMC CORP COM CUSIP 268648102								
600 000		25 15	0 00	15,090 00	11,424 00	3,666 00	0 00	3,666 00
EMERSON ELECTRIC CO COM CUSIP 291011104								
300 000		70 18	0 00	21,054 00	13,389 00	7,665 00	0 00	7,665 00
EXPRESS SCRIPTS HLDG CO COM CUSIP 30219G108								
324 000		70 24	0 00	22,757 76	11,928 00	10,829 76	0 00	10,829 76
EXXON MOBIL CORP COM CUSIP 30231G102								
550 000		101 20	0 00	55,660 00	24,214 50	31,445 50	0 00	31,445 50
FEDEX CORP COM CUSIP 31428X108								
200 000		143 77	30 00	28,754 00	15,563 00	13,191 00	0 00	13,191 00
FRKLN RES INC COM CUSIP 354613101								
450 000		57 73	54 00	25,978 50	14,550 00	11,428 50	0 00	11,428 50

Northern Trust

*Generated by Northern Trust from reviewed periodic data on 7 Feb 14 B003

Foundation

31 DEC 13

Account number 2381711

Page 4 of 12

◆ Asset Detail - Base Currency

Description / Asset ID		Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss		Total
Investment Mgr ID	Shares/PAR value					Market	Translation	
Equity Securities								
Common stock								
United States - USD								
GENERAL DYNAMICS CORP COM CUSIP 369550108								
	250 000	95 55	0 00	23,887 50	9,584 82	14,322 68	0 00	14,322 68
GENERAL ELECTRIC CO CUSIP 369604103								
GE								
	1,200 000	28 03	264 00	33,636 00	47,909 76	-14,273 76	0 00	-14,273 76
GOOGLE INC CL A CL A CUSIP 38259P508								
GOOG								
	50 000	1,120 71	0 00	56,035 50	22,861 50	33,174 00	0 00	33,174 00
HEWLETT PACKARD CO COM CUSIP 428238103								
	500 000	27 98	72 60	13,990 00	21,235 00	-7,245 00	0 00	-7,245 00
INTERNATIONAL BUSINESS MACHS CORP COM CUSIP 459200101								
IBM								
	175 000	187 57	0 00	32,824 75	17,395 75	15,429 00	0 00	15,429 00
JOHNSON & JOHNSON COM USD1 CUSIP 478160104								
JNJ								
	350 000	81 59	0 00	32,056 50	19,303 25	12,753 25	0 00	12,753 25
JOHNSON CTL INC COM CUSIP 478366107								
	450 000	51 30	99 00	23,085 00	13,564 50	9,520 50	0 00	9,520 50
JPMORGAN CHASE & CO COM CUSIP 46625H100								
JPM								
	500 000	59 48	0 00	29,240 00	18,153 50	11,086 50	0 00	11,086 50
KELLOGG CO COM USD0 25 CUSIP 487836108								
	300 000	61 07	0 00	18,321 00	14,513 30	3,807 70	0 00	3,807 70

Northern Trust

*Generated by Northern Trust from reviewed periodic data on 7 Feb 14 B003

Foundation

Account number 2381711

31 DEC 13

Page 5 of 12

◆ Asset Detail - Base Currency

Description / Asset ID	Investment Mgr ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
Equity Securities								
Common stock								
United States - USD								
MC DONALDS CORP COM CUSIP · 580135101								
300 000		97 03	0 00	29,109 00	13,476 00	15,633 00	0 00	15,633 00
MCKESSON CORP CUSIP 58155Q103								
MCK								
200 000		161 40	48 00	32,280 00	12,813 48	19,466 52	0 00	19,466 52
MICROSOFT CORP COM CUSIP 594918104								
MSFT								
1,100 000		37 43	0 00	41,173 00	31,950 29	9,222 71	0 00	9,222 71
NATIONAL OILWELL VARGO COM STK CUSIP · 637071101								
NOV								
400 000		79 53	0 00	31,812 00	13,708 70	18,105 30	0 00	18,105 30
NIKE INC CL B CUSIP 654108103								
400 000		78 64	96 00	31,456 00	14,879 25	16,576 75	0 00	16,576 75
NOBLE CORP PLC COMMON STOCK CUSIP G85431101								
300 000		37 47	0 00	11,241 00	10,260 00	981 00	0 00	981 00
NORTHERN TR CORP COM CUSIP 665859104								
1,000 000		61 89	310 00	61,890 00	3,287 52	58,602 48	0 00	58,602 48
ORACLE CORP COM CUSIP 68389X105								
ORCL								
400 000		38 26	0 00	15,304 00	12,310 00	2,994 00	0 00	2,994 00
PEPSICO INC COM CUSIP 713448108								
500 000		82 94	283 75	41,470 00	23,895 00	17,575 00	0 00	17,575 00

Northern Trust

*Generated by Northern Trust from reviewed periodic data on 7 Feb 14 B003

Foundation

31 DEC 13

Account number 2381711

Page 6 of 12

◆ Asset Detail - Base Currency

Description / Asset ID		Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss	
Investment Mgr ID	Shares/PAR value					Market	Translation
Equity Securities							
Common stock							
United States - USD							
PROCTER & GAMBLE COM NPV CUSIP 742718109							
	500 000	81 41	0 00	40,705 00	18,685 05	22,019 95	0 00
SALESFORCE COM INC COM STK CUSIP 79466L302							
	700 000	55 19	0 00	38,633 00	20,285 42	18,347 58	0 00
SCHLUMBERGER LTD COM COM CUSIP 806857108							
SLB	125 000	90 11	39 08	11,263 75	9,344 00	1,919 75	0 00
STARBUCKS CORP COM CUSIP 855244109							
	400 000	78 39	0 00	31,356 00	10,670 80	20,685 20	0 00
SYSCO CORP COM CUSIP 871829107							
	400 000	38 10	116 00	14,440 00	11,704 00	2,736 00	0 00
UNITED TECHNOLOGIES CORP COM CUSIP 813017109							
	200 000	113 80	0 00	22,760 00	13,426 00	9,334 00	0 00
US BANCORP CUSIP 902973304							
USB	600 000	40 40	136 00	24,240 00	9,746 00	14,494 00	0 00
WAL-MART STORES INC COM CUSIP 931142103							
WMT	300 000	78 69	141 00	23,607 00	14,817 50	8,789 50	0 00
WALT DISNEY CO CUSIP 254687106							
	700 000	76 40	602 00	53,480 00	23,873 13	29,606 87	0 00

Northern Trust

*Generated by Northern Trust from reviewed periodic data on 7 Feb 14 B003

Foundation

31 DEC 13

Account number 2381711

Page 7 of 12

◆ Asset Detail - Base Currency

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

Equity Securities

Common stock

United States - USD

WELLS FARGO & CO NEW COM STK CUSIP 949746101 WFC	500 000	45 40	0 00	22,700 00	17,605 00	5,095 00	0 00	5,095 00
WHOLE FOODS MKT INC COM CUSIP 968837106	400 000	57 83	0 00	23,132 00	7,438 00	15,694 00	0 00	15,694 00
Total USD			2,406 41	1,449,021 51	794,329 90	654,691 61	0 00	654,691 61
Total United States			2,406 41	1,449,021 51	794,329 90	654,691 61	0 00	654,691 61
Total Common Stock	22,349,000		2,406 41	1,471,275 51	817,338 06	653,936 45	0 00	653,936 45

Equity funds

Emerging Markets Region - USD

MFB NORTHN FUNDS EMERGING MKTS EQTY INDEX FD CUSIP 685162582	11,352 210	11 28	0 00	128,052 92	125,000 00	3,052 92	0 00	3,052 92
Total USD			0 00	128,052 92	125,000 00	3,052 92	0 00	3,052 92
Total Emerging Markets Region			0 00	128,052 92	125,000 00	3,052 92	0 00	3,052 92

Europe, Australia, and Far East Region - USD

MFC ISHARES TR MSCI EAFE ETF CUSIP 464287485	2,500 000	67 06	0 00	167,650 00	114,546 33	53,103 67	0 00	53,103 67
Total USD			0 00	167,650 00	114,546 33	53,103 67	0 00	53,103 67
Total Europe, Australia, and Far East Region			0 00	167,650 00	114,546 33	53,103 67	0 00	53,103 67
International Region - USD								

Northern Trust

*Generated by Northern Trust from reviewed periodic data on 7 Feb 14 B003

Foundation

Account number 2381711

31 DEC 13

Page 8 of 12

◆ Asset Detail - Base Currency

Description / Asset ID		Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss		Total
Investment Mgr ID	Shares/PAR value					Market	Translation	
Equity Securities								
Equity funds								
International Region - USD								
MFB NORTHN MULTI-MANAGER INTL EQTY FD	CUSIP 665162558							
4,518 720	10 94	0 00	49,434 79	52,938 76	-3,503 97	0 00	-3,503 97	
Total USD		0 00	49,434 79	52,938 76	-3,503 97	0 00	-3,503 97	
Total International Region		0 00	49,434 79	52,938 76	-3,503 97	0 00	-3,503 97	
United States - USD								
MFB NORTHERN MULTI MANAGER GLOBAL LISTEDINFRASTRUCTURE FUND	CUSIP 665162384							
8,933 200	12 07	0 00	107,823 72	101,710 73	6,112 99	0 00	6,112 99	
MFB NORTHN MULTI-MANAGER MID CAP FD	CUSIP 665162574							
4,070 330	13 73	0 00	55,865 63	40,703 30	15,182 33	0 00	15,182 33	
MFB NORTHN MULTI-MANAGER SMALL CAP FD	CUSIP 665162568							
4,825 000	11 50	0 00	53,187 50	46,250 00	6,937 50	0 00	6,937 50	
MFC SELECT SECTOR SPDR TR UTILS	CUSIP 81368Y886							
400 000	37 97	0 00	15,188 00	12,330 00	2,858 00	0 00	2,858 00	
Total USD		0 00	232,084 85	200,994 03	31,090 82	0 00	31,090 82	
Total United States		0 00	232,084 85	200,994 03	31,090 82	0 00	31,090 82	
Total Equity Funds								
36,399,460		0 00	577,222.56	493,479.12	83,743.44	0.00	83,743.44	
Total Equity Securities								
58,748,460		2,406.41	2,048,498.07	1,310,818.18	737,679.89	0.00	737,679.89	

Northern Trust

*Generated by Northern Trust from reviewed periodic data on 7 Feb 14 B003

Foundation

31 DEC 13

Account number 2381711

Page 9 of 12

◆ Asset Detail - Base Currency

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

Fixed Income Securities

Corporate/government

United States - USD

AMERN EXPRESS CR CORP MEDIUM TERM NTS TRANCHE # TR 00048 5 3 12-02-2015 BEO CUSIP 0258M0BZ1

50,000 000 108 502 213 47 54,251 00 49,637 50 4,613 50 0 00 4,613 50

Issue Date 02 Dec 05 Rate 5 30% Yield to Maturity 0 829% Maturity Date 02 Dec 15

CISCO SYS INC 5 5% DUE 02-22-2016 CUSIP 17275RAC8

50,000 000 110 0134 985 41 55,006 70 50,106 00 4,900 70 0 00 4,900 70

Issue Date 22 Feb 08 Rate 5 50% Yield to Maturity 0 776% Maturity Date 22 Feb 16

MERRILL LYNCH & CO INC MTN BTRANCHE # TR00432 5 45 DUE 07-15-2014 REG CUSIP 59018YTZ4

50,000 000 102 5859 1,256 52 51,297 95 49,407 00 1,890 95 0 00 1,890 95

Issue Date 19 Jul 04 Rate 5 45% Yield to Maturity 0 617% Maturity Date 15 Jul 14

MFB NORTHERN FDS BD INDEX FD CUSIP 665162533

24,190 070 10 42 252,060 52 253,811 94 -1,751 42 0 00 -1,751 42

Issue Date 25 Aug 08

MFB NORTHN HI YIELD FXD INC FD CUSIP 665162699

24,596 030 7 49 184,224 26 178,556 34 5,667 92 0 00 5,667 92

Issue Date 25 Aug 08

PROCTER & GAMBLE CO NT 3 5 DUE 02-15-2015 BEO CUSIP 742718DM8

50,000 000 103 309 51,654 50 50,688 00 966 50 0 00 966 50

Issue Date 08 Feb 09 Rate 3 50% Yield to Maturity 0 538% Maturity Date 15 Feb 15

UNITED STATES TREAS NTS NT 3 625% DUE 08-15-2018 REG CUSIP 812828LJ7

100,000 000 108 9609 1,369 22 101,074 82 7,886 28 0 00 7,886 28

Issue Date 15 Aug 08 Rate 3 625% Yield to Maturity 1 936% Maturity Date 15 Aug 19

Northern Trust

*Generated by Northern Trust from reviewed periodic data on 7 Feb 14 B003

Foundation

31 DEC 13

Account number 2381711

Page 10 of 12

◆ Asset Detail - Base Currency

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

Fixed Income Securities

Corporate/government

United States - USD

UNITED STATES TREAS NTS T-NT 3 25% DUE 06-30-2016 REG CUSIP 912828KZ2

50,000 000 108 6875 53,343 75 50,265 83 3,077 92 0 00 3,077 92

Issue Date 30 Jun 09 Rate 3 25% Yield to Maturity 0 553% Maturity Date 30 Jun 16

US OF AMER TREAS BONDS 2 625 DUE 04-30-2016 REG CUSIP 912828KR0

50,000 000 104 9062 52,453 10 49,845 51 2,507 59 0 00 2,507 59

Issue Date 30 Apr 09 Rate 2 625% Yield to Maturity 0 506% Maturity Date 30 Apr 16

US OF AMER TREAS NOTES 3 75 DUE 11-15-2018 REG CUSIP 912828JR2

50,000 000 109 7422 54,871 10 51,033 40 3,837 70 0 00 3,837 70

Issue Date 15 Nov 08 Rate 3 75% Yield to Maturity 1 66% Maturity Date 15 Nov 18

Total USD 4,958 43 918,123 78 884,524 14 33,599 64 0 00 33,599 64

Total United States 4,958 43 918,123 78 884,524 14 33,599 64 0 00 33,599 64

Total Corporate/Government

498,786.100 4,958.43 918,123.78 884,524.14 33,599.64 0.00 33,599.64

Total Fixed Income Securities

498,786.100 4,958.43 918,123.78 884,524.14 33,599.64 0.00 33,599.64

Real Estate

Real estate funds

United States - USD

MFB NORTHERN FDS GLOBAL REAL ESTATE INDEX FD CUSIP 665162541

5,034 280 9 07 45,660 92 55,212 71 -9,551 79 0 00 -9,551 79

Northern Trust

*Generated by Northern Trust from reviewed periodic data on 7 Feb 14 B003

Foundation

31 DEC 13

Account number 2381711

Page 11 of 12

◆ Asset Detail - Base Currency

Description / Asset ID	Investment Mgr ID	Exchange rate/ local market price	Accrued Income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
<i>Real Estate</i>								
Real estate funds								
United States - USD								
Total USD			0.00	45,660.92	55,212.71	-9,551.79	0.00	-9,551.79
Total United States			0.00	45,660.92	55,212.71	-9,551.79	0.00	-9,551.79
Total Real Estate Funds			0.00	45,660.92	55,212.71	-9,551.79	0.00	-9,551.79
5,034,280								
Total Real Estate			0.00	45,660.92	55,212.71	-9,551.79	0.00	-9,551.79
5,034,280								

Cash and Short Term Investments

Short term

USD - United States dollar								
	1.00		1.44	154,214.70	154,214.70	0.00	0.00	0.00
Total short term - all currencies			1.44	154,214.70	154,214.70	0.00	0.00	0.00
Total short term - all countries			1.44	154,214.70	154,214.70	0.00	0.00	0.00
Total Short Term			1.44	154,214.70	154,214.70	0.00	0.00	0.00
154,214.700								
Total Cash and Short Term Investments			1.44	154,214.70	154,214.70	0.00	0.00	0.00
154,214.700								
Total			7,366.28	3,169,497.47	2,404,769.73	761,727.74	0.00	761,727.74
716,783.540								

Northern Trust

*Generated by Northern Trust from reviewed periodic data on 7 Feb 14 B003