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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

QUARRIE CHARITABLE TRUST #1 (02-42306)

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

Initial return of a former public charity

Final return

Amended return

Address change

Name change

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation

I Fair market value of all assets at

end of year (from Part II, col. (c), line

16) ▶ \$ 5,869,820.

J Accounting method: ☒ Cash ☐ Accrual☐ Other (specify)

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

A Employer identification number

36-6558290

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)

	(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	152,434.	151,929.		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	421,187.			
b Gross sales price for all assets on line 6a	2,035,743.			
7 Capital gain net income (from Part IV, line 2)		421,187.		
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)	4,473.			STMT 2
12 Total. Add lines 1 through 11	569,148.	573,116.		
13 Compensation of officers, directors, trustees, etc.	32,151.	28,936.		3,215.
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)				
17 Interest				
18 Taxes (attach schedule) (see instructions) STMT 4	6,478.	3,545.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings		NONE	NONE	
22 Printing and publications		NONE	NONE	
23 Other expenses (attach schedule) STMT 5	15.			15.
24 Total operating and administrative expenses.				
Add lines 13 through 23	40,644.	33,481.	NONE	4,230.
25 Contributions, gifts, grants paid	261,358.			261,358.
26 Total expenses and disbursements. Add lines 24 and 25	302,002.	33,481.	NONE	265,588.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	267,146.			
b Net investment income (if negative, enter -0-)		539,635.		
c Adjusted net income (if negative, enter -0-)				

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Operating and Administrative Expenses

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	108,603.	96,962.	96,962.
	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 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			
	10 a	Investments - U S and state government obligations (attach schedule) .			
	b	Investments - corporate stock (attach schedule)	2,666,374.	3,357,175.	4,297,025.
	c	Investments - corporate bonds (attach schedule)	1,322,158.	1,135,936.	1,160,228.
	11	Investments - land, buildings, and equipment: basis Less: accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)	521,209.	295,417.	315,605.
	14	Land, buildings, and equipment: basis Less: accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	4,618,344.	4,885,490.	5,869,820.	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons .			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
23	Total liabilities (add lines 17 through 22)		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	4,618,344.	4,885,490.	
	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)	4,618,344.	4,885,490.	
31	Total liabilities and net assets/fund balances (see instructions)	4,618,344.	4,885,490.		

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	4,618,344.
2	Enter amount from Part I, line 27a	2	267,146.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	4,885,490.
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	4,885,490.

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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 2,035,743.		1,614,556.	421,187.		
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			421,187.		
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	421,187.	
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	262,718.	5,366,698.	0.048953
2011	227,995.	5,325,819.	0.042809
2010	100,708.	4,915,224.	0.020489
2009	104,917.	4,331,143.	0.024224
2008	154,979.	5,012,893.	0.030916
2 Total of line 1, column (d)			0.167391
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			0.033478
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			5,607,301.
5 Multiply line 4 by line 3			187,721.
6 Enter 1% of net investment income (1% of Part I, line 27b)			5,396.
7 Add lines 5 and 6			193,117.
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.			265,588.

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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	5,396.
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	5,396.
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	5,396.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	2,800.	
b Exempt foreign organizations - tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	13,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	15,800.	
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		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	10,404.	
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax <input checked="" type="checkbox"/> 6,000. Refunded <input type="checkbox"/>	11	4,404.	

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 checked="" type="checkbox"/> \$ _____ (2) On foundation managers. <input checked="" type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" 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 checked="" 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

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
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 checked="" type="checkbox"/> Yes <input 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)? <input type="checkbox"/>	1b	X
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? <input type="checkbox"/>	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) <input type="checkbox"/>	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.) <input type="checkbox"/>	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/>	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? <input type="checkbox"/>	4b	X

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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** ☒

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
THE NORTHERN TRUST COMPANY CHICAGO, IL, ,	TRUSTEE 40	32,151.	-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		NONE	NONE	NONE

Total number of other employees paid over \$50,000 ☐ **NONE**

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services** (see 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	

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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	5,692,691.
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	5,692,691.
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	5,692,691.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	85,390.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	5,607,301.
6	Minimum investment return. Enter 5% of line 5	6	280,365.

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	280,365.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	5,396.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	5,396.
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	274,969.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	274,969.
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	274,969.

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	265,588.
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	265,588.
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	5,396.
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	260,192.

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				274,969.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			261,358.	
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>265,588.</u>				
a Applied to 2012, but not more than line 2a			261,358.	
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				4,230.
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				270,739.
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**

<div>Recipient</div> <div>Name and address (home or business)</div>	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				
CHICAGO COMMUNITY TRUST * CHICAGO IL	NONE	PUBLIC	GENERAL	128,066.
ART INSTITUTE * CHICAGO IL	NONE	PUBLIC	GENERAL	5,227.
COLUMBIA-PRESBYTERIAN MEDICAL CENTER * NEW YORK NY	NONE	PUBLIC	GENERAL	128,065.
Total ▶ 3a				261,358.
b Approved for future payment				
Total ▶ 3b				

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

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

[illegible]

- 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) is based on all information of which preparer has any knowledge.

James H. Carlisle
Signature of officer or trustee

05/23/2014
Date

VP
Title

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

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date _____

Check <input type="checkbox"/> if self-employed	PTIN
--	------

Firm's name

Firm's EIN ▶

Firm's address ►

Phone no.

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
DIVIDENDS ETC	152,434.	151,929.
	-----	-----
TOTAL	152,434.	151,929.
	=====	=====

FORM 990PF, PART I - OTHER INCOME

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
DEFERRED INCOME ETC	-4,473.

TOTALS	-4,473.
	=====

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 - TAXES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
EXCISE	2,933.	
FOREIGN	3,545.	3,545.
	-----	-----
TOTALS	6,478.	3,545.
	=====	=====

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

REVENUE
AND
EXPENSES
PER BOOKS

CHARITABLE
PURPOSES

DESCRIPTION

ATTORNEY GENERAL

15.

15.

TOTALS

15.
=====

15.
=====

**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

Employer identification number

QUARRIE CHARITABLE TRUST #1 (02-42306)

36-6558290

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	204,056.	196,572.	262.	7,746.
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	7,746.

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	1,814,820.	1,495,169.	5,699.	325,350.
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	88,091.
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	413,441.

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		7,746.
18	Net long-term gain or (loss):			
a	Total for year	18a		413,441.
b	Unrecaptured section 1250 gain (see line 18 of the wrkst.)	18b		7.
c	28% rate gain	18c		75,558.
19	Total net gain or (loss). Combine lines 17 and 18a. ▶	19		421,187.

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

OMB No 1545-0074

Department of the Treasury
Internal Revenue Service► 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.

2013Attachment
Sequence No **12A**

Name(s) shown on return

QUARRIE CHARITABLE TRUST #1 (02-42306)

Social security number or taxpayer identification number

36-6558290

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	
38.	AMERICAN TOWER CORP	06/25/2013	07/25/2013	2,785.00	2,751.00			34.00
30.	AMERICAN TOWER CORP	09/23/2013	12/03/2013	2,331.00	2,216.00			115.00
30.	C R BARD INC	03/15/2013	07/25/2013	3,375.00	3,052.00			323.00
17.	C R BARD INC	03/15/2013	12/03/2013	2,345.00	1,729.00			616.00
232.	CISCO SYS INC	03/14/2013	07/25/2013	5,899.00	5,019.00			880.00
118.	99895 CISCO SYS INC	09/18/2013	12/03/2013	2,506.00	2,920.00			-414.00
35.	00105 CISCO SYS INC	09/18/2013	12/03/2013	737.00	859.00	W	122.00	
63.	CITIGROUP INC COM NEW	10/23/2013	12/03/2013	3,263.00	3,162.00			101.00
141.	E I DU PONT DE NEMOUR	12/12/2012	06/19/2013	7,582.00	6,287.00			1,295.00
11.	E I DU PONT DE NEMOURS	12/12/2012	06/20/2013	580.00	490.00			90.00
12.	EMERSON ELECTRIC CO	12/14/2012	01/24/2013	692.00	624.00			68.00
67.	EMERSON ELECTRIC CO	12/14/2012	07/25/2013	3,984.00	3,482.00			502.00
37.	EMERSON ELECTRIC CO	12/14/2012	12/03/2013	2,459.00	1,922.00			537.00
104.	EXELON CORP	04/24/2013	07/25/2013	3,253.00	3,861.00			-608.00

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) ►

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.

JSA
3X2615 2.000Form **8949** (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

QUARRIE CHARITABLE TRUST #1 (02-42306)

Social security number or taxpayer identification number

36-6558290

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	
60.	EXELON CORP	04/24/2013	12/03/2013	1,636.00	2,228.00			-592.00
218.00032	MFC FLEXSHARES T MORNINGSTAR GLOBAL UPST	01/24/2013	12/03/2013	7,354.00	7,995.00			-641.00
15.99968	MFC FLEXSHARES TR GLOBAL UPSTREAM NAT RES	01/24/2013	12/03/2013	540.00	587.00	W	47.00	
152.	MFC FLEXSHARES TR TR TARGET DURATION TIPS IN	03/18/2013	09/19/2013	3,792.00	3,883.00			-91.00
235.	MFC FLEXSHARES TR IBO TARGET DURATION TIPS IN	07/25/2013	09/19/2013	5,905.00	5,921.00			-16.00
40.	GILEAD SCIENCES INC	05/06/2013	07/25/2013	2,376.00	2,192.00			184.00
24.	GILEAD SCIENCES INC	05/06/2013	12/03/2013	1,737.00	1,315.00			422.00
119.	MERCK & CO INC	03/14/2013	07/25/2013	5,641.00	5,278.00			363.00
68.	MERCK & CO INC	03/14/2013	12/03/2013	3,366.00	3,016.00			350.00
85.	METLIFE INC	02/22/2013	07/25/2013	4,133.00	3,031.00			1,102.00
63.	METLIFE INC	09/23/2013	12/03/2013	3,220.00	2,988.00			232.00
71.	MONDELEZ INTL INC COM	09/18/2013	12/03/2013	2,398.00	2,301.00			97.00
38.	MONSANTO CO COM	06/19/2013	07/25/2013	3,857.00	4,026.00			-169.00
21.	MONSANTO CO COM	06/19/2013	12/03/2013	2,340.00	2,225.00			115.00

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) ►

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.

Sales and Other Dispositions of Capital Assets

OMB No 1545-0074

Department of the Treasury
Internal Revenue Service► 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.

2013Attachment
Sequence No **12A**

Name(s) shown on return

QUARRIE CHARITABLE TRUST #1 (02-42306)

Social security number or taxpayer identification number

36-6558290

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	
286.	MFB NORTHN INTL EQTY	12/03/2013	12/05/2013	3,449.00	3,486.00	W	37.00	
5.	MFB NORTHERN FUNDS ULTR FIXED INCOME FD	11/02/2012	03/14/2013	51.00	51.00			
5.	MFB NORTHERN FUNDS ULTR FIXED INCOME FD	11/02/2012	09/19/2013	51.00	51.00			
28.	PETSMART INC	11/18/2013	12/03/2013	2,034.00	2,090.00	W	56.00	
257.	PFIZER INC	12/05/2012	07/25/2013	7,399.00	6,533.00			866.00
2742.18	PIMCO COMMODITY RE STRATEGY FUND	04/20/2012	01/24/2013	18,482.00	17,989.00			493.00
417.	MFC SPDR GOLD TR GOLD	04/20/2012	03/14/2013	64,103.00	66,507.00			-2,404.00
66.	ST JUDE MEDICAL INC	09/24/2012	07/25/2013	3,425.00	2,839.00			586.00
70.	STARBUCKS CORP	08/13/2012	07/25/2013	4,683.00	3,210.00			1,473.00
61.	EATON CORP PLC COM USD	12/03/2012	07/25/2013	4,107.00	3,135.00			972.00
36.	EATON CORP PLC COM USD	12/03/2012	12/03/2013	2,551.00	1,837.00			714.00
92.	#REORG/NOBLE STOCK MER 2RIJA21 EFF 11-20-2013	11/02/2012	07/25/2013	3,635.00	3,484.00			151.00
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) ►				204,056.	196,572.		262.	7,746.

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.

Form **8949** (2013)

Name(s) shown on return (Name and SSN or taxpayer identification no. not required if shown on other side)

Social security number or taxpayer identification number

QUARRIE CHARITABLE TRUST #1 (02-42306)

36-6558290

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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

☒ (F) Long-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	
78.	AMERICAN EXPRESS CO	07/06/2011	07/25/2013	5,889.00	4,099.00			1,790.00
47.	AMERICAN EXPRESS CO	09/01/2011	12/03/2013	3,961.00	2,361.00			1,600.00
45.	AMERICAN WTR WKS CO IN	01/30/2012	07/25/2013	1,923.00	1,504.00			419.00
28.	AMERICAN WTR WKS CO IN	01/30/2012	12/03/2013	1,166.00	936.00			230.00
41.	AMGEN INC	03/01/2012	07/25/2013	4,408.00	2,784.00			1,624.00
24.	AMGEN INC	03/01/2012	12/03/2013	2,712.00	1,624.00			1,088.00
22.	APPLE COMPUTER INC	09/01/2011	07/25/2013	9,619.00	3,203.00			6,416.00
13.	APPLE COMPUTER INC	09/20/2006	12/03/2013	7,324.00	980.00			6,344.00
33.	BHP LTD SPONSORED ADR	09/01/2011	07/25/2013	2,082.00	2,494.00			-412.00
95.	BHP LTD SPONSORED ADR	02/22/2010	10/23/2013	6,777.00	7,153.00			-376.00
59.	BHP LTD SPONSORED ADR	02/22/2010	10/24/2013	4,246.00	3,194.00			1,052.00
36.	BHP LTD SPONSORED ADR	05/14/2009	10/25/2013	2,585.00	1,793.00			792.00
780.	BRISTOL MYERS SQUIBB	11/08/2011	03/14/2013	29,824.00	22,977.00			6,847.00
93.	CVS CORP	04/27/2012	07/25/2013	5,708.00	4,187.00			1,521.00
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 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶								

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.

Name(s) shown on return. (Name and SSN or taxpayer identification no. not required if shown on other side.)

Social security number or taxpayer identification number

QUARRIE CHARITABLE TRUST #1 (02-42306)

36-6558290

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 D, E, or F 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 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

☒ **(F)** Long-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	
57.	CVS CORP	04/27/2012	12/03/2013	3,790.00	2,566.00			1,224.00
50.	CHEVRONTXACO CORP	09/01/2011	07/25/2013	6,314.00	3,692.00			2,622.00
29.	CHEVRONTXACO CORP	11/13/2008	12/03/2013	3,543.00	2,021.00			1,522.00
30.	CITRIX SYS INC	09/01/2011	07/25/2013	2,088.00	1,646.00			442.00
19.	CITRIX SYS INC	07/22/2010	12/03/2013	1,104.00	884.00			220.00
125.	COCA COLA CO	08/30/2011	07/25/2013	5,080.00	4,362.00			718.00
76.	COCA COLA CO	08/29/2011	12/03/2013	3,057.00	2,641.00			416.00
47.	COSTCO WHSL CORP NEW	09/01/2011	07/25/2013	5,495.00	3,444.00			2,051.00
90.	COSTCO WHSL CORP NEW	02/02/2011	09/18/2013	10,586.00	5,848.00			4,738.00
18.	COSTCO WHSL CORP NEW	02/29/2008	12/03/2013	2,226.00	1,121.00			1,105.00
108.	DANAHER CORP	09/01/2011	07/25/2013	7,238.00	3,333.00			3,905.00
66.	DANAHER CORP	10/17/2008	12/03/2013	4,856.00	1,894.00			2,962.00
64.	WALT DISNEY CO	09/01/2011	07/25/2013	4,125.00	2,141.00			1,984.00
39.	WALT DISNEY CO	02/29/2008	12/03/2013	2,717.00	1,268.00			1,449.00
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 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶								

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

Name(s) shown on return (Name and SSN or taxpayer identification no. not required if shown on other side)

Social security number or taxpayer identification number

QUARRIE CHARITABLE TRUST #1 (02-42306)

36-6558290

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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

☒ (F) Long-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	
115.	DOMINION RES INC VA N	09/01/2011	01/10/2013	5,996.00	5,112.00			884.00
169.	DOMINION RES INC VA N	09/14/2010	01/11/2013	8,835.00	7,432.00			1,403.00
59.	DOMINION RES INC VA NE	09/15/2010	01/14/2013	3,095.00	2,587.00			508.00
90.	DOMINION RES INC VA NE	11/18/2010	01/15/2013	4,715.00	3,913.00			802.00
12.	DOMINION RES INC VA NE	11/18/2010	01/16/2013	630.00	514.00			116.00
316.	E I DU PONT DE NEMOUR	09/01/2011	06/19/2013	16,992.00	12,344.00			4,648.00
210.	E M C CORP MASS COM	09/01/2011	07/25/2013	5,544.00	4,301.00			1,243.00
126.	E M C CORP MASS COM	07/15/2010	12/03/2013	2,961.00	2,490.00			471.00
77.	EXPRESS SCRIPTS HLDG C	06/20/2012	07/25/2013	5,139.00	4,148.00			991.00
55.	EXPRESS SCRIPTS HLDG C	06/21/2012	12/03/2013	3,662.00	2,960.00			702.00
78.	EXXON MOBIL CORP	09/01/2005	07/25/2013	7,397.00	4,813.00			2,584.00
48.	EXXON MOBIL CORP	09/01/2005	12/03/2013	4,523.00	2,962.00			1,561.00
11.	MFC FLEXSHARES TR MORN GLOBAL UPSTREAM NAT RES	04/20/2012	09/19/2013	382.00	383.00			-1.00
1284.	MFC FLEXSHARES TR MO GLOBAL UPSTREAM NAT RES	09/29/2011	12/03/2013	43,314.00	40,363.00			2,951.00
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 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ►								

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.

Name(s) shown on return (Name and SSN or taxpayer identification no. not required if shown on other side)

Social security number or taxpayer identification number

QUARRIE CHARITABLE TRUST #1 (02-42306)

36-6558290

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

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

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☒ **(F)** Long-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	
	214. MFC FLEXSHARES TR MOR GLOBAL UPSTREAM NAT RES	04/20/2012	12/03/2013	7,219.00	7,451.00	W	232.00	
	2049. MFC FLEXSHARES TR TR TARGET DURATION TIPS IN	04/20/2012	09/19/2013	51,122.00	51,045.00			77.00
	1. MFC FLEXSHARES TR IBOXX DURATION TIPS INDEX FD	09/29/2011	03/14/2013	26.00	25.00			1.00
	2016. MFC FLEXSHARES TR IB TARGET DURATION TIPS IN	04/20/2012	09/19/2013	50,659.00	50,284.00			375.00
	31. FRANKLIN RESOURCES INC	07/07/2011	07/25/2013	4,529.00	4,170.00			359.00
	138. FRANKLIN RESOURCES IN	09/01/2011	09/23/2013	7,040.00	5,371.00			1,669.00
	41. FRANKLIN RESOURCES INC	01/12/2010	12/03/2013	2,241.00	1,510.00			731.00
	223. GENERAL ELECTRIC CO	05/05/2010	07/25/2013	5,478.00	3,922.00			1,556.00
	135. GENERAL ELECTRIC CO	01/12/2010	12/03/2013	3,568.00	2,252.00			1,316.00
	6. GOOGLE INC CL A	01/13/2012	07/25/2013	5,358.00	3,749.00			1,609.00
	4. GOOGLE INC CL A	01/13/2012	12/03/2013	4,205.00	2,499.00			1,706.00
	142. HOME DEPOT INC	02/06/2012	06/25/2013	10,553.00	6,422.00			4,131.00
	88. HOME DEPOT INC	02/06/2012	07/25/2013	7,001.00	3,964.00			3,037.00
	51. HOME DEPOT INC	01/23/2012	12/03/2013	4,007.00	2,269.00			1,738.00
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 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶								

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.

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Social security number or taxpayer identification number

QUARRIE CHARITABLE TRUST #1 (02-42306)

36-6558290

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☐ (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

☒ (F) Long-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	
116.	INTEL CORP COM	05/07/2012	07/25/2013	2,649.00	3,233.00			-584.00
70.	INTEL CORP COM	05/07/2012	12/03/2013	1,641.00	1,951.00			-310.00
21.	#REORG/INTERCONTINEN N INTERCONTI 2R1HAZI EFF	06/07/2012	07/25/2013	3,717.00	2,693.00			1,024.00
12.	INTERCONTINENTALEXCHAN COM COM	06/07/2012	12/03/2013	2,547.00	1,539.00			1,008.00
31.	INTL BUSINESS MACHINES	09/01/2011	01/16/2013	5,955.00	4,396.00			1,559.00
19.	INTL BUSINESS MACHINES	04/25/2008	07/25/2013	3,737.00	2,332.00			1,405.00
11.	INTL BUSINESS MACHINES	04/25/2008	12/03/2013	1,933.00	1,350.00			583.00
138.	J P MORGAN CHASE & CO	03/13/2012	07/25/2013	7,729.00	5,649.00			2,080.00
83.	J P MORGAN CHASE & CO	03/12/2012	12/03/2013	4,690.00	3,365.00			1,325.00
491.	JOHNSON CONTROLS INC	09/01/2011	01/16/2013	15,480.00	13,113.00			2,367.00
52.	MCDONALDS CORP	09/22/2011	07/25/2013	5,033.00	4,463.00			570.00
31.	MCDONALDS CORP	08/01/2012	12/03/2013	2,981.00	2,778.00			203.00
48.	NATIONAL-OILWELL INC	09/01/2011	07/25/2013	3,434.00	1,835.00			1,599.00
29.	NATIONAL-OILWELL INC	08/19/2009	12/03/2013	2,385.00	1,074.00			1,311.00
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 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶								

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.

Name(s) shown on return (Name and SSN or taxpayer identification no. not required if shown on other side)

Social security number or taxpayer identification number

QUARRIE CHARITABLE TRUST #1 (02-42306)

36-6558290

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

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☒ **(F)** Long-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	
46.	NIKE INC CLASS B	09/01/2011	07/25/2013	2,870.00	1,942.00			928.00
28.	NIKE INC CLASS B	11/18/2010	12/03/2013	2,210.00	950.00			1,260.00
103.	NOBLE ENERGY INC COM	09/01/2011	04/23/2013	11,350.00	6,502.00			4,848.00
50.	NOBLE ENERGY INC COM	04/21/2009	04/24/2013	5,617.00	2,944.00			2,673.00
50.	NORFOLK SOUTHN CORP CO	08/10/2011	07/25/2013	3,709.00	3,375.00			334.00
65.	NORFOLK SOUTHN CORP CO	08/10/2011	09/18/2013	4,997.00	4,388.00			609.00
23.	NORFOLK SOUTHN CORP CO	08/10/2011	12/03/2013	2,014.00	1,553.00			461.00
46.	MFB NORTHERN FUNDS MUL HIGH YIELD OPPORTUNITY	02/01/2010	03/14/2013	508.00	472.00			36.00
70.	MFB NORTHERN FUNDS MUL HIGH YIELD OPPORTUNITY	04/20/2012	09/19/2013	757.00	729.00			28.00
11.3	MFB NORTHERN FUNDS MU HIGH YIELD OPPORTUNITY	04/20/2012	12/24/2013	119.00	118.00			1.00
444.7	MFB NORTHERN FUNDS M HIGH YIELD OPPORTUNITY	12/19/2012	12/24/2013	4,678.00	4,803.00	W	125.00	
569.	MFB NORTHN FDS MULTI- GLOBAL REALSTATE FD	09/01/2011	01/24/2013	10,652.00	9,906.00			746.00
12.	MFB NORTHN FDS MULTI-M GLOBAL REALSTATE FD	12/21/2010	03/14/2013	228.00	209.00			19.00
357.	MFB NORTHN FDS MULTI- GLOBAL REALSTATE FD	04/20/2012	07/25/2013	6,719.00	6,210.00			509.00
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 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ►								

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Social security number or taxpayer identification number

QUARRIE CHARITABLE TRUST #1 (02-42306)

36-6558290

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☒ (F) Long-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)
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	16. MFB NORTHN FDS MULTI-M GLOBAL REALSTATE FD	04/20/2012	09/19/2013	304.00	277.00			27.00
	1621. MFB NORTHN FDS MULTI GLOBAL REALSTATE FD	12/19/2012	12/24/2013	26,212.00	28,614.00	W	2,402.00	
	31. MFB NORTHN FDS MULTI-M EMERGING MKTS EQTY FD	12/21/2010	03/14/2013	592.00	698.00			-106.00
	35. MFB NORTHN FDS MULTI-M EMERGING MKTS EQTY FD	12/21/2010	09/19/2013	676.00	788.00			-112.00
	1376.05906 MFB NORTHN FDS R EMERGING MKTS EQTY FD	09/01/2011	12/03/2013	26,118.00	28,897.00			-2,779.00
	973.94094 MFB NORTHN FDS M EMERGING MKTS EQTY FD	09/01/2011	12/03/2013	18,485.00	21,240.00	W	2,755.00	
	3125. MFB NORTHN MULTI-MAN EQTY FD FD	09/01/2011	03/14/2013	31,188.00	28,625.00			2,563.00
	3930. MFB NORTHN MULTI-MAN EQTY FD FD	04/20/2012	12/03/2013	42,208.00	35,758.00			6,450.00
	100. MFB NORTHN MULTIMGR S	11/09/2011	01/24/2013	1,028.00	1,048.00			-20.00
	9. MFB NORTHN MULTIMGR SMA	04/26/2010	03/14/2013	97.00	86.00			11.00
	3762. MFB NORTHN MULTIMGR	09/01/2011	07/25/2013	45,106.00	35,859.00			9,247.00
	6. MFB NORTHN MULTIMGR SMA	11/18/2010	09/19/2013	75.00	57.00			18.00
	496. MFB NORTHN MULTIMGR S	12/19/2011	12/03/2013	6,488.00	4,365.00			2,123.00
	848. MFB NORTHN MULTIMGR S	12/19/2012	12/24/2013	9,710.00	7,239.00			2,471.00
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 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶								

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Social security number or taxpayer identification number

QUARRIE CHARITABLE TRUST #1 (02-42306)

36-6558290

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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)
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507.	MFB NORTHN MULTIMGR M	09/01/2011	01/24/2013	6,378.00	5,592.00			786.00
12.	MFB NORTHN MULTIMGR MI	09/01/2011	03/14/2013	161.00	132.00			29.00
4.	MFB NORTHN MULTIMGR MID	09/01/2011	09/19/2013	60.00	44.00			16.00
2969.	MFB NORTHN MULTIMGR	09/01/2011	12/03/2013	46,198.00	32,149.00			14,049.00
2092.	MFB NORTHN MULTIMGR	12/19/2012	12/24/2013	28,556.00	21,172.00			7,384.00
5.	MFB NORTHN FDS SMALL CA	12/16/2010	03/14/2013	92.00	72.00			20.00
2523.	MFB NORTHN FDS SMALL	12/16/2010	07/25/2013	51,520.00	36,508.00			15,012.00
4.	MFB NORTHN FDS SMALL CA	12/16/2010	09/19/2013	83.00	58.00			25.00
232.	MFB NORTHN FDS SMALL	12/16/2010	12/03/2013	5,095.00	3,357.00			1,738.00
176.	MFB NORTHN FDS SMALL	12/19/2012	12/24/2013	3,682.00	2,567.00			1,115.00
719.	MFB NORTHERN FDS FIXE	11/04/2011	01/24/2013	7,621.00	7,585.00			36.00
50.	MFB NORTHERN FDS FIXED	11/04/2011	03/14/2013	526.00	528.00			-2.00
86.	MFB NORTHERN FDS FIXED	11/04/2011	09/19/2013	870.00	907.00			-37.00
37550.4556	MFB NORTHERN FD INCOME FD	12/19/2011	12/03/2013	383,015.00	385,966.00			-2,951.00
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 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶								

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	771.5444 MFB NORTHERN FDS FD	09/29/2011	12/03/2013	7,870.00	8,055.00	W	185.00	
	45. NUCOR CORP	02/06/2012	07/25/2013	2,070.00	2,031.00			39.00
	27. NUCOR CORP	02/06/2012	12/03/2013	1,358.00	1,219.00			139.00
	67. OMNICOM GRP INC COM	12/20/2010	07/25/2013	4,312.00	3,108.00			1,204.00
	104. OMNICOM GRP INC COM	12/17/2010	11/14/2013	7,205.00	4,779.00			2,426.00
	131. OMNICOM GRP INC COM	11/22/2010	11/15/2013	9,195.00	5,986.00			3,209.00
	116. OMNICOM GRP INC COM	09/01/2011	11/18/2013	8,119.00	5,129.00			2,990.00
	25. OMNICOM GRP INC COM	09/01/2011	11/19/2013	1,749.00	1,001.00			748.00
	231. ORACLE CORPORATION	09/01/2011	04/23/2013	7,547.00	6,299.00			1,248.00
	121. ORACLE CORPORATION	10/04/2010	07/25/2013	3,892.00	3,295.00			597.00
	69. ORACLE CORPORATION	10/04/2010	12/03/2013	2,414.00	1,879.00			535.00
	154. PFIZER INC	11/16/2012	12/03/2013	4,797.00	3,660.00			1,137.00
	5211.09 PIMCO COMMODITY RE STRATEGY FUND	02/17/2011	01/24/2013	35,123.00	33,606.00			1,517.00
	17. PRECISION CASTPARTS CO	10/25/2011	07/25/2013	3,842.00	2,923.00			919.00
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10.	PRECISION CASTPARTS CO	10/25/2011	12/03/2013	2,559.00	1,689.00			870.00
33.	PROCTER & GAMBLE CO	09/01/2005	07/25/2013	2,637.00	1,845.00			792.00
20.	PROCTER & GAMBLE CO	09/01/2005	12/03/2013	1,672.00	1,118.00			554.00
97.	QUALCOMM INC	01/17/2012	07/25/2013	6,229.00	5,539.00			690.00
59.	QUALCOMM INC	01/13/2012	12/03/2013	4,313.00	3,274.00			1,039.00
945.	MFC SPDR GOLD TR GOLD	11/19/2010	01/24/2013	152,801.00	111,853.00	C		40,948.00
600.	MFC SPDR GOLD TR GOLD	02/01/2010	03/14/2013	92,235.00	57,625.00	C		34,610.00
39.	ST JUDE MEDICAL INC	09/19/2012	12/03/2013	2,327.00	1,677.00			650.00
84.	ST JUDE MEDICAL INC	09/21/2012	12/24/2013	5,239.00	3,612.00			1,627.00
43.	SCHLUMBERGER LTD ISIN 6	02/28/2011	07/25/2013	3,568.00	3,985.00			-417.00
26.	SCHLUMBERGER LTD ISIN 6	02/28/2011	12/03/2013	2,273.00	2,410.00			-137.00
25.	SIMON PPTY GROUP INC N	11/18/2010	07/25/2013	4,077.00	2,477.00			1,600.00
38.	SIMON PPTY GROUP INC N	11/18/2010	09/23/2013	5,752.00	3,409.00			2,343.00
52.	SIMON PPTY GROUP INC N	07/23/2010	10/23/2013	8,246.00	4,463.00			3,783.00
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 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶								

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41.	SIMON PPTY GROUP INC N	07/22/2010	10/24/2013	6,517.00	3,509.00			3,008.00
11.	SIMON PPTY GROUP INC N	07/22/2010	10/25/2013	1,749.00	942.00			807.00
352.	SPECTRA ENERGY CORP C	09/01/2011	02/22/2013	10,358.00	8,324.00			2,034.00
234.	SPECTRA ENERGY CORP C	02/29/2008	02/25/2013	6,875.00	5,424.00			1,451.00
54.	SPECTRA ENERGY CORP CO	02/29/2008	02/26/2013	1,560.00	1,252.00			308.00
42.	STARBUCKS CORP	08/10/2012	12/03/2013	3,373.00	1,910.00			1,463.00
121.	US BANCORP DEL NEW	04/25/2008	07/25/2013	4,526.00	4,180.00			346.00
72.	US BANCORP DEL NEW	04/25/2008	12/03/2013	2,757.00	2,487.00			270.00
30.	UNITED TECHNOLOGIES CO	09/01/2011	07/25/2013	3,134.00	1,597.00			1,537.00
18.	UNITED TECHNOLOGIES CO	09/01/2005	12/03/2013	1,967.00	902.00			1,065.00
68.	UNITEDHEALTH GROUP INC	09/01/2011	07/25/2013	4,903.00	2,890.00			2,013.00
143.	UNITEDHEALTH GROUP IN	12/15/2009	09/18/2013	10,418.00	4,465.00			5,953.00
26.	UNITEDHEALTH GROUP INC	11/16/2012	12/03/2013	1,914.00	1,347.00			567.00
213.	UNITEDHEALTH GROUP IN	11/16/2012	12/24/2013	15,815.00	8,955.00			6,860.00
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 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶								

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.

Name(s) shown on return. (Name and SSN or taxpayer identification no. not required if shown on other side)

Social security number or taxpayer identification number

QUARRIE CHARITABLE TRUST #1 (02-42306)

36-6558290

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 D, E, or F 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 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

☒ (F) Long-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	
32.	V F CORP	04/28/2011	06/25/2013	6,012.00	3,427.00			2,585.00
31.	V F CORP	06/27/2011	07/25/2013	6,089.00	3,292.00			2,797.00
17.	V F CORP	06/27/2011	12/03/2013	3,978.00	1,793.00			2,185.00
52.	VERIZON COMMUNICATIONS	09/28/2011	07/25/2013	2,612.00	1,931.00			681.00
31.	VERIZON COMMUNICATIONS	09/28/2011	12/03/2013	1,530.00	1,151.00			379.00
172.	WELLS FARGO & CO NEW	03/13/2012	07/25/2013	7,530.00	5,442.00			2,088.00
104.	WELLS FARGO & CO NEW	03/12/2012	12/03/2013	4,530.00	3,270.00			1,260.00
114.	COVIDIEN PLC USD0.20 (CONSOLDTN)	09/01/2011	03/14/2013	7,483.00	6,055.00			1,428.00
223.	COVIDIEN PLC USD0.20 (CONSOLDTN)	09/01/2011	05/06/2013	14,544.00	11,143.00			3,401.00
55.	NOBLE CORP PLC COMMON	10/16/2012	12/03/2013	2,108.00	2,070.00			38.00
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 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶				1,814,820.	1,495,169.		5,699.	325,350.

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.

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◆ 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							
AMERICAN EXPRESS CO	CUSIP 025816109						
403 000	90 73	0 00	36,564 19	18,471 52	18,092 67	0 00	18,092 67
AMERICAN WTR WKS CO INC NEW COM CUSIP 030420103							
228 000	42 26	0 00	9,635 28	7,606 41	2,028 87	0 00	2,028 87
AMGEN INC COM CUSIP 031162100							
206 000	114 16	0 00	23,516 96	13,857 79	9,659 17	0 00	9,659 17
APPLE INC COM STK CUSIP 037833100							
113 000	561 11	0 00	63,405 43	15,805 30	47,600 13	0 00	47,600 13
BAXTER INTL INC COM CUSIP 071813109							
324 000	69 55	0 00	22,534 20	22,405 62	128 58	0 00	128 58
C R BARD CUSIP 067383109							
144 000	133 94	0 00	19,287 36	14,607 01	4,680 35	0 00	4,680 35
CHEVRON CORP COM CUSIP 166764100							
CVX	256 000	124 91	31,976 96	18,161 23	13,815 73	0 00	13,815 73
CISCO SYSTEMS INC CUSIP 17275R102							
CSCO	1,326 000	22 45	29,768 70	28,382 13	1,386 57	0 00	1,386 57
CITIGROUP INC COM NEW COM NEW CUSIP 172967424							
549 000	52 11	0 00	28,608 39	27,559 41	1,048 98	0 00	1,048 98

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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							
CITRIX SYS INC COM	CUSIP 177376100						
152 000		63.25	0.00	9,614.00	7,072.39	2,541.61	2,541.61
COCA COLA CO COM CUSIP 191216100							
651 000		41.31	0.00	26,892.81	22,569.18	4,323.63	4,323.63
COSTCO WHOLESALE CORP NEW COM CUSIP 22160K105							
153 000		119.01	0.00	18,208.53	9,524.88	8,683.65	8,683.65
CVS CAREMARK CORP COM STK CUSIP 126650100							
482 000		71.57	0.00	34,496.74	21,880.37	12,616.37	12,616.37
DANAHER CORP COM CUSIP 235851102							
561 000		77.20	14.02	43,309.20	16,344.80	26,964.40	26,964.40
EATON CORP PLC COM USD0 50 CUSIP G29183103							
312 000		76.12	0.00	23,749.44	16,310.64	7,438.80	7,438.80
EMC CORP COM CUSIP 268648102							
1,083 000		25.15	0.00	27,237.45	22,841.24	4,396.21	4,396.21
EMERSON ELECTRIC CO COM CUSIP 291011104							
316 000		70.18	0.00	22,176.88	16,369.47	5,807.41	5,807.41
EXELON CORP COM CUSIP 30161N101							
502 000		27.39	0.00	13,749.78	18,466.66	-4,716.88	-4,716.88

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◆ 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								
EXPRESS SCRIPTS HLDG CO COM	CUSIP 30219G108	70.24	0.00	33,855.68	26,461.57	7,394.11	0.00	7,394.11
EXXON MOBIL CORP COM	CUSIP 30231G102	101.20	0.00	41,188.40	26,118.79	15,069.61	0.00	15,069.61
FRKLN RES INC COM	CUSIP 354613101	57.73	41.52	19,974.58	12,741.19	7,233.39	0.00	7,233.39
GENERAL ELECTRIC CO	CUSIP 369604103	28.03	247.94	32,430.71	21,225.56	11,205.15	0.00	11,205.15
GILEAD SCIENCES INC	CUSIP 375558103	75.15	0.00	14,654.25	10,683.78	3,970.47	0.00	3,970.47
GOOGLE INC CL A CL A	CUSIP 38259P508	1,120.71	0.00	35,862.72	14,810.48	21,052.24	0.00	21,052.24
HOME DEPOT INC COM	CUSIP 437076102	82.34	0.00	35,653.22	19,667.70	15,985.52	0.00	15,985.52
INTEL CORP COM	CUSIP 458140100	25.96	0.00	15,108.72	16,108.43	-999.71	0.00	-999.71
INTERCONTINENTAL EXCHANGE GROUP INC COM	CUSIP 45866F104	224.92	0.00	23,616.60	13,222.87	10,393.73	0.00	10,393.73

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◆ 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								
INTERNATIONAL BUSINESS MACHS CORP COM	CUSIP 459200101							
IBM		187 57	0 00	16,881 30	11,047 45	5,833 85	0 00	5,833 85
JPMORGAN CHASE & CO COM CUSIP 46625H100								
JPM		58 48	0 00	41,754 72	22,916 83	18,837 89	0 00	18,837 89
MC DONALDS CORP COM CUSIP 580135101								
		97 03	0 00	25,809 98	23,172 82	2,637 16	0 00	2,637 16
MERCCK & CO INC NEW COM CUSIP 58933Y105								
		50 05	251 68	29,379 35	25,427 64	3,951 71	0 00	3,951 71
METLIFE INC COM STK USD0 01 CUSIP 59156R108								
		53 92	0 00	29,709 92	20,780 35	8,929 57	0 00	8,929 57
MONDELEZ INTL INC COM CUSIP 609207105								
		35 30	83 30	21,003 50	19,283 53	1,719 97	0 00	1,719 97
MONSANTO CO NEW COM CUSIP 61166W101								
		116 55	0 00	21,212 10	19,255 31	1,956 79	0 00	1,956 79
NATIONAL OILWELL VARCO COM STK CUSIP 637071101								
NOV		79 53	0 00	19,246 26	8,800 57	10,445 69	0 00	10,445 69
NIKE INC CL B CUSIP 654106103								
		78 64	56 16	18,401 76	7,466 92	10,934 84	0 00	10,934 84

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Description / Asset ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
Shares/PAR value							
<i>Equity Securities</i>							
<i>Common stock</i>							
United States - USD							
NOBLE CORP PLC COMMON STOCK CUSIP G65431101	37 47	0.00	17,311 14	16,756 15	554 99	0 00	554 99
NORFOLK SOUTHN CORP COM CUSIP 655844108							
193 000	92 83	0.00	17,916 19	13,022 40	4,893 79	0 00	4,893 79
NUCOR CORP COM CUSIP 670346105							
224 000	53 38	82 88	11,957 12	10,111 45	1,845 67	0 00	1,845 67
ORACLE CORP COM CUSIP 68389X105							
580 000	38 26	0.00	22,190 80	15,795 08	6,395 72	0 00	6,395 72
PETSMART INC COM CUSIP 716768106							
PETM	72 75	0.00	17,823 75	18,186 59	-362 84	0 00	-362 84
PFIZER INC COM CUSIP 717081103							
1,327 000	30 63	0.00	40,646 01	32,221 57	8,424 44	0 00	8,424 44
PRECISION CASTPARTS CORP COM CUSIP 740189105							
85 000	269 30	0.00	22,890 50	13,910 94	8,979 56	0 00	8,979 56
PROCTER & GAMBLE COM NPV CUSIP 742718109							
166 000	81 41	0.00	13,514 06	9,279 40	4,234 66	0 00	4,234 66
QUALCOMM INC COM CUSIP 747525103							
QCOM	74 25	0.00	37,422 00	26,371 76	11,050 24	0 00	11,050 24

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◆ Asset Detail - Base Currency

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

Equity Securities

Common stock

United States - USD

SCHLUMBERGER LTD COM COM CUSIP 806857108									
SLB		218 000	90 11	76 25	19,643 98	18,833 12	810 86	0 00	810 86
ST JUDE MED INC COM CUSIP 790849103									
STJ		248 000	61 95	62 00	15,363 60	10,603 95	4,759 65	0 00	4,759 65
STARBUCKS CORP COM CUSIP 855244109									
		360 000	78 39	0 00	28 220 40	16,610 95	11 609 45	0 00	11 609 45
UNITED TECHNOLOGIES CORP COM CUSIP 913017109									
		150 000	113 80	0 00	17,070 00	7,519 50	9,550 50	0 00	9,550 50
US BANCORP CUSIP 902973304									
USB		625 000	40 40	143 75	25,250 00	16,602 27	8,647 73	0 00	8,647 73
V F CORP COM CUSIP 918204108									
		606 000	62 34	0 00	37,778 04	16,352 91	21,425 13	0 00	21,425 13
VERIZON COMMUNICATIONS COM CUSIP 92343V104									
VZ		261 000	49 14	0 00	12,825 54	9,671 78	3,153 76	0 00	3,153 76
WALT DISNEY CO CUSIP 254687106									
		331 000	76 40	276 92	25,288 40	11,127 58	14,160 82	0 00	14,160 82
WELLS FARGO & CO NEW COM STK CUSIP 949746101									
WFC		891 000	45 40	0 00	40,451 40	23,722 14	16,729 26	0 00	16,729 26
Total USD				1,336 42	1,384,039 00	924,127 38	459,911 62	0 00	459,911 62

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◆ Asset Detail - Base Currency

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

Equity Securities

Common stock								
Total United States			1,336.42	1,384,039.00	924,127.38	459,911.62	0.00	459,911.62
Total Common Stock			1,336.42	1,384,039.00	924,127.38	459,911.62	0.00	459,911.62

Equity funds

Emerging Markets Region - USD

MFB NORTHN FDS MULTI-MANAGER EMERGING MKTS EQTY FD CUSIP 665162483

36,910,980	19.05	0.00		703,154.16	611,054.32	92,099.84	0.00	92,099.84
Total USD								
		0.00		703,154.16	611,054.32	92,099.84	0.00	92,099.84
Total Emerging Markets Region								
		0.00		703,154.16	611,054.32	92,099.84	0.00	92,099.84

Global Region - USD

MFC FLEXSHARES TR MORNINGSTAR GLOBAL UPSTREAM NAT RES INDEX FD CUSIP 33939L407

8,704,000	34.31	6,050.84		298,634.24	314,721.78	-16,087.54	0.00	-16,087.54
Total USD								
		6,050.84		298,634.24	314,721.78	-16,087.54	0.00	-16,087.54
Total Global Region								
		6,050.84		298,634.24	314,721.78	-16,087.54	0.00	-16,087.54

International Region - USD

MFB NORTHN INTL EQTY INDEX FD CUSIP 665130209

38,467,210	12.34	0.00		474,685.37	468,872.72	5,812.65	0.00	5,812.65
Total USD								
		0.00		474,685.37	468,872.72	5,812.65	0.00	5,812.65
Total International Region								
		0.00		474,685.37	468,872.72	5,812.65	0.00	5,812.65

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◆ Asset Detail - Base Currency

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

Equity Securities

Equity funds

United States - USD

MFB NORTHERN FUNDS SMALL CAP CORE FUND CUSIP 665162665

3,333,640	20.95	0.00	68,839.75	49,412.61	20,427.14	0.00	20,427.14
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MFB NORTN MULTI-MANAGER MID CAP FD CUSIP 665162574

15,201,480	13.73	0.00	208,716.32	140,489.52	68,226.80	0.00	68,226.80
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MFB NORTN MULTI-MANAGER SMALL CAP FD CUSIP 665162566

5,593,480	11.50	0.00	64,325.02	40,301.94	24,023.08	0.00	24,023.08
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Total USD

Total United States

Total Equity Funds

206,363,050	6,050.84	2,893,031.18	2,414,880.92	478,150.26	0.00	478,150.26
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Other equity

United States - USD

AMERICAN TOWER CORP CUSIP 03027X100

250,000	79.82	0.00	19,955.00	18,166.30	1,788.70	0.00	1,788.70
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Total USD

Total United States

Total Other Equity

260,000	0.00	19,955.00	18,166.30	1,788.70	0.00	1,788.70
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Total Equity Securities

229,040,050	7,387.26	4,297,026.18	3,357,174.50	939,850.58	0.00	939,850.58
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◆ Asset Detail - Base Currency

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

Fixed Income Securities

Corporate/government

United States - USD

MFB NORTHERN FDS FIXED INCOME FD CUSIP 665162806

29,105 670 10 09 0 00 293,676 21 286,953 58 6,722 63 0 00 6,722 63

Issue Date 25 Aug 08

MFB NORTHERN FUNDS MULTI MANAGER HIGH YIELD OPPORTUNITY FUND CUSIP 665162442

65,312 180 10 54 0 00 688,390 37 667,870 55 20,519 82 0 00 20,519 82

MFB NORTHN FDS ULTRA SHORT FXD INC FD CUSIP 665162467

5,804 880 10 21 0 00 59,267 82 59,370 78 -102 96 0 00 -102 96

Total USD

1,041,334 40 1,014,194 91 27,139 49 0 00 27,139 49

Total United States

1,041,334 40 1,014,194 91 27,139 49 0 00 27,139 49

Total Corporate/Government

100,222.730 0.00 1,041,334.40 1,014,194.91 27,139.49 0.00 27,139.49

Other bonds

United States - USD

MFC FLEXSHARES TR TR IBOX 3 YR TARGET DURATION TIPS INDEX FD CUSIP 33939L506

4,771 000 24 92 0 00 118,893 32 121,741 16 -2,847 84 0 00 -2,847 84

Issue Date 07 Dec 12

Total USD

118,893 32 121,741 16 -2,847 84 0 00 -2,847 84

Total United States

118,893 32 121,741 16 -2,847 84 0 00 -2,847 84

Total Other Bonds

4,771.000 0.00 118,893.32 121,741.16 -2,847.84 0.00 -2,847.84

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◆ Asset Detail - Base Currency

Description / Asset ID		Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
Investment Mgr. ID	Shares/PAR value							
Total Fixed Income Securities								
	104,993.730		0.00	1,160,227.72	1,136,936.07	24,291.65	0.00	24,291.65

Real Estate

Real estate funds

Global Region - USD

MFB NORTHN FDS MULTI-MANAGER GLOBAL REALESTATE FD CUSIP 665162475

19,326.710	16.33	0.00	315,605.17	295,417.34	20,187.83	0.00	20,187.83
Total USD							
		0.00	315,605.17	295,417.34	20,187.83	0.00	20,187.83
Total Global Region							
		0.00	315,605.17	295,417.34	20,187.83	0.00	20,187.83
Total Real Estate Funds							
19,326.710		0.00	315,605.17	295,417.34	20,187.83	0.00	20,187.83
Total Real Estate							
19,326.710		0.00	315,605.17	295,417.34	20,187.83	0.00	20,187.83

Cash and Short Term Investments

Short term

USD - United States dollar							
	1.00	12.69	96,961.75	96,961.75	0.00	0.00	0.00
Total short term - all currencies							
		12.69	96,961.75	96,961.75	0.00	0.00	0.00
Total short term - all countries							
		12.69	96,961.75	96,961.75	0.00	0.00	0.00
Total Short Term							
96,961.760		12.69	96,961.75	96,961.75	0.00	0.00	0.00

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◆ Asset Detail - Base Currency

<u>Description / Asset ID</u>		Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss	
Investment Mgr ID	Shares/PAR value					Market	Translation
Total Cash and Short Term Investments							
	96,961,750		12.69	96,961.76	96,961.75	0.00	0.00
Total	460,322,240		7,399.95	5,869,819.82	4,885,489.76	984,330.06	0.00
							984,330.06

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