Federal.

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

2014

Open to Public Inspection

For calendar year 2014 or tax year beginning , 2014, and ending , 20

Name of foundation: ALICE G HANSON FAMILY FOUNDATION

A Employer identification number: 36-3215192

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

Room/suite:

B Telephone number (see instructions): 312-630-6000

City or town, state or province, country, and ZIP or foreign postal code: CHICAGO, IL 60680

C If exemption application is pending, check here ▶ ☐

D 1 Foreign organizations, check here ▶ ☐

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

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

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

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)* ▶ $ 8,872,060.

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

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

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	183,735.	182,472.		STMT 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	614,543.			
	b	Gross sales price for all assets on line 6a 4,561,823.				
	7	Capital gain net income (from Part IV, line 2)		614,543.		
	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)	-450,812.	-450,812.		STMT 2
	12	**Total.** Add lines 1 through 11	347,466.	346,203.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	132,000.			132,000.
	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	2,500.	1,250.	NONE	1,250.
	c	Other professional fees (attach schedule) STMT 4	68,276.	68,276.		
	17	Interest				
	18	Taxes (attach schedule) (see instructions) STMT 5	12,651.	4,051.		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings	3,864.	NONE	NONE	3,864.
	22	Printing and publications		NONE	NONE	
	23	Other expenses (attach schedule) STMT 6	896.	871.		25.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	220,187.	74,448.	NONE	137,139.
	25	Contributions, gifts, grants paid	550,000.			550,000.
	26	**Total expenses and disbursements.** Add lines 24 and 25	770,187.	74,448.	NONE	687,139.
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	-422,721.			
	b	**Net investment income** (if negative, enter -0-)		271,755.		
	c	**Adjusted net income** (if negative, enter -0-)				

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		Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	*(b) Book Value*	*(c) Fair Market Value*
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	270,753.	119,109.	119,109.
	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 ▶ NONE			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) STMT 7	3,250,852.	2,725,739.	3,290,598.
	c	Investments - corporate bonds (attach schedule) STMT 8	916,330.	293,458.	288,214.
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) STMT 9	1,984,602.	3,062,395.	5,174,139.
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶ SEE ATTACHMENTS)	350,151.		
	16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	6,772,688.	6,200,701.	8,872,060.
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** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, ▶ ☒ **check here and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds	6,772,688.	6,200,701.	
	28	Paid-in or capital surplus, or land, b'dg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	6,772,688.	6,200,701.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	6,772,688.	6,200,701.	

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	6,772,688.
2	Enter amount from Part I, line 27a	2	-422,721.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	6,349,967.
5	Decreases not included in line 2 (itemize) ▶COST ADJUSTMENT - CHARLES SCHWAB,ETC	5	149,266.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	6,200,701.

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	4,561,823.		3,947,280.	614,543.
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				614,543.
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	614,543.
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))
2013	568,380.	8,706,709.	0.065281
2012	523,275.	10,463,958.	0.050007
2011	498,275.	9,788,967.	0.050902
2010	471,714.	8,210,796.	0.057450
2009	470,665.	8,108,277.	0.058047

2	**Total** of line 1, column (d)	2	0.281687
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.056337
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	8,645,775.
5	Multiply line 4 by line 3	5	487,077.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,718.
7	Add lines 5 and 6	7	489,795.
8	Enter qualifying distributions from Part XII, line 4	8	687,139.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination letter ________________ (attach copy of letter if necessary - see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b			1	2,718.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b).				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . .			2	
3	Add lines 1 and 2			3	2,718.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . .			4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	2,718.
6	Credits/Payments				
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	13,472.		
b	Exempt foreign organizations - tax withheld at source	6b	NONE		
c	Tax paid with application for extension of time to file (Form 8868)	6c	1,000.		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	14,472.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** . . . . . ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** . . . . . ▶			10	11,754.
11	Enter the amount of line 10 to be **Credited to 2015 estimated tax** ▶ 2,720. **Refunded** ▶			11	9,034.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see 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*	1b		X
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ▶ $ ____________ (2) On foundation managers ▶ $ ____________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ____________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ FL 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*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

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) STMT 10	12	X	
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ THE NORTHERN TRUST COMPANY Telephone no. ▶ (312)630-6000

Located at ▶ PO BOX 803878, CHICAGO, IL ZIP+4 ▶ 60680

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

		Yes	No
16 At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1). If "Yes," enter the name of the foreign country ▶			

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

		Yes	No
File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a During the year did the foundation (either directly or indirectly):			
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?	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 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? ☐ Yes ☒ No			
If "Yes," list the years ▶ ____, ____, ____, ____			
b Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions)	2b		X
c If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ____, ____, ____, ____			
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b If "Yes," did it have excess business holdings in 2014 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 2014.)*	3b		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b		X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required *(continued)*

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? . . . . . . ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? . . . . . ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? . . . . . ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc, organization described in section 4945(d)(4)(A)? (see instructions) . . . . . ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? . . . . . ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **5b**

Organizations relying on a current notice regarding disaster assistance check here . . . . . ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? . . . . . ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53 4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? . . . . . ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . . **6b** No: X

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? . . ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see 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
BURTON ROTTMAN 4104 PINE TREE DR. APT 1224, MIAMI BEACH, FL 33140	PRES & DIR 16	84,000.	-0-	-0-
HOWARD ROTTMAN 6732 N RICHMOND ST, CHICAGO, IL 60645	SEC & DIR 5	24,000.	-0-	-0-
MICHAEL ROTTMAN 1033 W 47TH STREET, MIAMI BEACH, FL 33140	TREAS & DIR 5	24,000.	-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

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 ▶	

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	8,777,437.
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	8,777,437.
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	8,777,437.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	131,662.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,645,775.
6	**Minimum investment return.** Enter 5% of line 5	6	432,289.

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	432,289.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	2,718.		
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	2,718.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	429,571.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	429,571.
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	429,571.

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	687,139.
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	687,139.
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	2,718.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	684,421.

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 2013	(c) 2013	(d) 2014
1	Distributable amount for 2014 from Part XI, line 7					429,571.
2	Undistributed income, if any, as of the end of 2014					
a	Enter amount for 2013 only				NONE	
b	Total for prior years 20____,20____,20____			NONE		
3	Excess distributions carryover, if any, to 2014					
a	From 2009	NONE				
b	From 2010	NONE				
c	From 2011	NONE				
d	From 2012	NONE				
e	From 2013	80,288.				
f	**Total** of lines 3a through e		80,288.			
4	Qualifying distributions for 2014 from Part XII, line 4: ▶ $ 687,139.					
a	Applied to 2013, but not more than line 2a				NONE	
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 2014 distributable amount					429,571.
e	Remaining amount distributed out of corpus		257,568.			
5	Excess distributions carryover applied to 2014 *(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		337,856.			
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 2013 Subtract line 4a from line 2a. Taxable amount - see instructions				NONE	
f	Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015					NONE
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)		NONE			
8	Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)		NONE			
9	**Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a		337,856.			
10	Analysis of line 9:					
a	Excess from 2010	NONE				
b	Excess from 2011	NONE				
c	Excess from 2012	NONE				
d	Excess from 2013	80,288.				
e	Excess from 2014	257,568.				

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 2014, enter the date of the ruling . . . . ▶

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

	Tax year	Prior 3 years			**(e) Total**
	(a) 2014	**(b)** 2013	**(c)** 2012	**(d)** 2011	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed .					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets . . .					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i).					
b "Endowment" alternative test- enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . . .					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization.					
(4) Gross investment income .					

Part XV **Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year - see instructions.)**

1 Information Regarding Foundation Managers:

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

N/A

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

N/A

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

Check here ▶ ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

b The form in which applications should be submitted and information and materials they should include:

c Any submission deadlines:

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
NATIONAL SOCIETY FOR HEBREW DAY SCHOOLS . NEW YORK NY	N/A	PUBLIC	GENERAL	375,000.
FIDELITY CHARITABLE GIFT FUND . BOSTON MA	N/A	PUBLIC	GENERAL	135,000.
AMERICAN FREINDS OF MERCAZ HATORA, INC . BROOKLYN NY	N/A	PUBLIC	GENERAL	40,000.
Total . . . . ▶ 3a				550,000.
b Approved for future payment				
Total . . . . ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	183,735.	
5 Net rental income or (loss) from real estate.					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	-450,812.	
8 Gain or (loss) from sales of assets other than inventory			18	614,543.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				347,466.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 347,466.

(See worksheet in line 13 instructions to verify calculations.)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)
	NOT APPLICABLE

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

▶ Burton Rottman | 11-13-15 ▶ PRESIDENT

Signature of officer or trustee Date 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 ☐ if self-employed	PTIN
YUERU GU		11/06/2015		P01315622

Firm's name ▶ THE NORTHERN TRUST COMPANY Firm's EIN ▶

Firm's address ▶ P.O. BOX 803878
CHICAGO, IL 60680 Phone no 312-600-3600

Form **990-PF** (2014)

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

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS AND INTEREST		122,739.	122,739.
DIVIDENDS - SINGER XENOS		59,733.	59,733.
RETURN OF CAPITAL		787.	
ACCRUED/DEFERRED INCOME		476.	
	TOTAL	183,735.	182,472.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
LANDMARK TOWER, LLC	-599,511.	-599,511.
YEDID ADVANTAGE FUND, LP	163,419.	163,419.
SKYWOODWAY, LLC	-14,720.	-14,720.
TOTALS	-450,812.	-450,812.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE	2,500.	1,250.		1,250.
TOTALS	2,500.	1,250.	NONE	1,250.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
NORTHERN TRUST INVESTMENT ADVI	35,206.	35,206.
NEUBERGER BERMAN, LLC	5,385.	5,385.
BAHL&GAYNOR INVESTMENT	7,175.	7,175.
CHARLES SCHWAB MGMT FEE	20,510.	20,510.
TOTALS	68,276.	68,276.

FORM 990PF, PART I - TAXES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ESTIMATED TAX		8,600.	
FOREIGN TAX		4,051.	4,051.
	TOTALS	12,651.	4,051.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
ADR FEE	826.	826.	
CLASS ACTION CHARGE	45.	45.	
IL AG FILING FEE	15.		15.
SECRETARY OF STATE ANNUAL REPO	10.		10.
TOTALS	896.	871.	25.

ALICE G HANSON FAMILY FOUNDATION 36-3215192

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION		ENDING BOOK VALUE	ENDING FMV
SEE ATTACHMENTS		2,725,739.	3,290,598.
	TOTALS	2,725,739.	3,290,598.

ALICE G HANSON FAMILY FOUNDATION 36-3215192

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION		ENDING BOOK VALUE	ENDING FMV
SEE ATTACHMENTS		293,458.	288,214.
	TOTALS	293,458.	288,214.

ALICE G HANSON FAMILY FOUNDATION 36-3215192

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
LANDMARK TOWER	C	-1,133,767.	667,384.
YEDID ADVANTAGE (QP) FD. LP	C	446,499.	434,171.
INVESTMENT IN SINGER XENOS	C	1,764,383.	2,072,584.
4401 WOOD WAY HOUSTON TX, LP	C	1,985,280.	2,000,000.
TOTALS		3,062,395.	5,174,139.

FORM 990PF, PART VII-A, LINE 12 EXPLANATION

THE ALICE G. HANSON FAMILY FOUNDATION ESTABLISHED A DONOR ADVISED FUND SEVERAL YEARS AGO AND HAS USED THE FUND AS A MENAS OF VERIFYING THAT THE INTENDED RECIPIENTS OF PROPOSED GRANTS ARE QUALIFIED PUBLIC CHARITIES. THE FOUNDATION'S PRACTICE IS TO TRANSFER ASSETS TOTHE DONOR ADVISED FUND AND SHORTLY THEREAFTER MAKE RECOMMEDATIONS TO THE FOUND'S ADMINISTRATOR REGARDING THE RECIPIENTS OF THOSE FUNDS. ON MORE THAN ONE OCCASION, THE FUND'S ADMINISTRATOR HAS INFOMRED THE FOUNDATION'S TRUSTEES THAT THE PROPOSED RECIPIENT WAS NOT A QUALIFIED PUBLIC CHARITY, HIGHLIGHTING THE UTILITY OF TAKING THIS EXTRA STEP. NOTABLY, THE FOUNDATION DOES NOT LEAVE THE FUNDS IN THE DONOR ADVISED FOR SIGNATRUE PERIODS OF TIME.

Custom Reporting

31 DEC 14

Account number 4803B

ALICE G. HANSON FOUNDATION

◆ 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 Market	Unrealized gain/loss Translation	Unrealized gain/loss Total
Equity Securities							
Common stock							
Australia - USD							
#REORG/BRAMBLES MANDATORY EXCH BRAMBLES LTD 281QAR1 06-15-2015 CUSIP 105105100 BMBLY							
619 000	17 21	0 00	10,652 99	9,719 25	933 74	0 00	933 74
Total USD		0 00	10,652 99	9,719 25	933 74	0 00	933 74
Total Australia		0 00	10,652 99	9,719 25	933 74	0 00	933 74
Brazil - USD							
ADR CIELO S A SPONSORED ADR CUSIP 171778202 CIOXY							
453 000	15 72	0 00	7,121 16	5,736 53	1,384 63	0 00	1,384 63
Total USD		0 00	7,121 16	5,736 53	1,384 63	0 00	1,384 63
Total Brazil		0 00	7,121 16	5,736 53	1,384 63	0 00	1,384 63
Canada - USD							
BANK N S HALIFAX COM STK CUSIP 064149107 BNS							
141 000	57 08	0 00	8,048 28	7,419 67	628 61	0 00	628 61
BCE INC COM NEW CUSIP 05534B760							
545 000	45 86	295 45	24,993 70	21,878 21	3,115 49	0 00	3,115 49
CENOVUS ENERGY INC COM CUSIP 15135U109 CVE							
290 000	20 62	0 00	5,979 80	7,165 90	-1,186 10	0 00	-1,186 10
CORUS ENTMT INC CL B NON VTG CUSIP 220874101 CJREF							
491 000	19 73	0 00	9,687 43	9,912 05	-224 62	0 00	-224 62

◆

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 Market	Translation	Total

Equity Securities

Common stock

Canada - USD

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
ENBRIDGE INC COM CUSIP 29250N105 ENB							
193 000	51 41	0 00	9,922 13	8,998 12	924 01	0 00	924 01
SUNCOR ENERGY INC NEW COM STK CUSIP 867224107 SU							
325 000	31 78	0 00	10,328 50	11,466 00	-1,137 50	0 00	-1,137 50
Total USD		295 45	68,959 84	66,839 95	2,119 89	0 00	2,119 89
Total Canada		295 45	68,959 84	66,839 95	2,119 89	0 00	2,119 89

France - USD

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
ADR ARKEMA SPONSORED ADR CUSIP 041232109 ARKAY							
127 000	66 61	293 42	8,459 47	8,351 67	107 80	0 00	107 80
ADR BNP PARIBAS SPONSORED ADR REPSTG CUSIP 05565A202 BNPQY							
349 000	29 38	0 00	10,253 62	11,197 31	-943 69	0 00	-943 69
ADR L OREAL CO ADR CUSIP 502117203 LRLCY							
317 000	33 33	0 00	10,565 61	6,896 10	3,669 51	0 00	3,669 51
ADR PERNOD RICARD S A ADR CUSIP 714264207 PDRDY							
494 000	21 96	0 00	10,848 24	9,995 74	852 50	0 00	852 50
ADR PUBLICIS S A NEW SPONSORED ADR CUSIP 74463M106 PUBGY							
738 000	17 84	0 00	13,165 92	13,584 13	-418 21	0 00	-418 21
ADR SAFRAN ADR CUSIP 786584102 SAFRY							
690 000	15 26	87 06	10,529 40	7,271 26	3,258 14	0 00	3,258 14

◆ 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 Market	Translation	Total
Equity Securities							
Common stock							
France - USD							
ADR SCHNEIDER ELECTRIC SE CUSIP 80687P106 SBGSY							
1,387 000	14 41	0 00	19,986 67	15,591 63	4,395 04	0 00	4,395 04
SANOFI SPONSORED ADR CUSIP 80105N105 SNY							
403 000	45 61	0 00	18,380 83	19,948 06	-1,567 23	0 00	-1,567 23
Total USD		380 48	102,189 76	92,835 90	9,353 86	0 00	9,353 86
Total France		380 48	102,189 76	92,835 90	9,353 86	0 00	9,353 86
Germany - USD							
ADR BAYER A G SPONSORED ADR CUSIP 072730302 BAYRY							
74 000	136 84	0 00	10,126 16	8,031 25	2,094 91	0 00	2,094 91
ADR CONTINENTAL AG SPONSORED ADR ISIN #US2107712000 CUSIP 210771200 CTTAY							
285 000	41 83	0 00	11,921 55	12,106 80	-185 25	0 00	-185 25
ADR DEUTSCHE BOERSE ADR CUSIP 251542106 DBOEY							
1,519 000	7 08	0 00	10,754 52	10,163 09	591 43	0 00	591 43
LINDE AG-SPONSORED ADR CUSIP 535223200 LNEGY							
1,097 000	18 455	0 00	20,245 13	16,273 58	3,971 55	0 00	3,971 55
SAP SE-SPONSORED ADR CUSIP 803054204 SAP							
228 000	69 65	0 00	15,880 20	14,229 30	1,650 90	0 00	1,650 90
Total USD		0 00	68,927 56	60,804 02	8,123 54	0 00	8,123 54
Total Germany		0 00	68,927 56	60,804 02	8,123 54	0 00	8,123 54

◆ 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 Market	Translation	Total
Equity Securities							
Common stock							
Hong Kong - USD							
ADR JARDINE MATHESON HLDGS LTD ADR CUSIP 471115402 JMHLY							
238 000	60 70	0 00	14,446 60	14,484 68	-38 08	0 00	-38 08
Total USD		0 00	14,446 60	14,484 68	-38 08	0 00	-38 08
Total Hong Kong		0 00	14,446 60	14,484 68	-38 08	0 00	-38 08
Israel - USD							
ADR PARTNER COMMUNICATIONS CO LTD ADR ISIN US70211M1099 CUSIP 70211M109 PTNR							
1,369 000	5 06	0 00	6,927 14	7,419 96	-492 82	0 00	-492 82
CHECK PT SOFTWARE TECHNOLOGIES ORDILS 01 CUSIP M22465104 CHKP							
345 000	78 57	0 00	27,106 65	16,480 96	10,625 69	0 00	10,625 69
Total USD		0 00	34,033 79	23,900 92	10,132 87	0 00	10,132 87
Total Israel		0 00	34,033 79	23,900 92	10,132 87	0 00	10,132 87
Japan - USD							
ADR SANTEN PHARMACEUTICAL CO LTD CUSIP 80287P100 SNPHY							
389 000	26 73	0 00	10,397 97	11,074 83	-676 86	0 00	-676 86
ADR SMC CORP JAPAN SPONSORED ADR CUSIP 78445W306 SMCAY							
805 000	13 265	0 00	10,678 32	10,950 39	-272 07	0 00	-272 07
ADR TOYOTA MTR CORP SPONSORED ADR CUSIP 892331307 TM							
165 000	125 48	0 00	20,704 20	15,108 35	5,595 85	0 00	5,595 85

◆ 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 Market	 Translation	 Total
Equity Securities							
Common stock							
Japan - USD							
FANUC CORPORATION CUSIP 307305102 FANUY							
655 000	27 53	0 00	18,032 15	18,027 54	4 61	0 00	4 61
Total USD		0 00	59,812 64	55,161 11	4,651 53	0 00	4,651 53
Total Japan		0 00	59,812 64	55,161 11	4,651 53	0 00	4,651 53
Mexico - USD							
ADR GRUPO FINANCIERO BANORTE S A B DE C CUSIP 40052P107 GBOOY							
270 000	27 545	0 00	7,437 15	7,992 00	-554 85	0 00	-554 85
Total USD		0 00	7,437 15	7,992 00	-554 85	0 00	-554 85
Total Mexico		0 00	7,437 15	7,992 00	-554 85	0 00	-554 85
Netherlands - USD							
ADR AKZO NOBEL N V SPONSORED ADR CUSIP 010199305 AKZOY							
583 000	22 80	0 00	13,292 40	8,814 96	4,477 44	0 00	4,477 44
ADR ASML HLDG NV NY REG 2012 (POST REV SPLIT) CUSIP N07059210 ASML							
191 000	107 83	0 00	20,595 53	14,446 37	6,149 16	0 00	6,149 16
Total USD		0 00	33,887 93	23,261 33	10,626 60	0 00	10,626 60
Total Netherlands		0 00	33,887 93	23,261 33	10,626 60	0 00	10,626 60
Norway - USD							
DNB NOR ASA SPONSORED ADR CUSIP 23328E106 DNHBY							
49 000	149 03	0 00	7,302 47	9,099 96	-1,797 49	0 00	-1,797 49
Total USD		0 00	7,302 47	9,099 96	-1,797 49	0 00	-1,797 49

◆ 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 Market	 Translation	 Total
Equity Securities							
Common stock							
Total Norway		0 00	7,302 47	9,099 96	-1,797 49	0 00	-1,797 49
Singapore - USD							
ADR UNITED OVERSEAS BK LTD SPONSORED ADRISIN #US9112713022 CUSIP 911271302 UOVEY							
237 000	36 97	0 00	8,761 89	6,566 03	2,195 86	0 00	2,195 86
Total USD		0 00	8,761 89	6,566 03	2,195 86	0 00	2,195 86
Total Singapore		0 00	8,761 89	6,566 03	2,195 86	0 00	2,195 86
Sweden - USD							
ERICSSON CUSIP 294821608 ERIC							
1,176 000	12 10	0 00	14,229 60	11,260 67	2,968 93	0 00	2,968 93
Total USD		0 00	14,229 60	11,260 67	2,968 93	0 00	2,968 93
Total Sweden		0 00	14,229 60	11,260 67	2,968 93	0 00	2,968 93
Switzerland - USD							
ADR COMPAGNIE FINANCIERE RICHEMONT AG SWITZ ADR CUSIP 204319107 CFRUY							
817 000	8 87	0 00	7,246 79	7,491 89	-245 10	0 00	-245 10
ADR GIVAUDAN SA ADR CUSIP 37636P108 GVDNY							
538 000	35 91	0 00	19,319 58	9,888 44	9,431 14	0 00	9,431 14
ADR JULIUS BAER GROUP LTD-UN ADR CUSIP 48137C108 JBAXY							
1,441 000	9 06	0 00	13,055 46	13,069 87	-14 41	0 00	-14 41
ADR NOVARTIS AG CUSIP 66987V109 NVS							
643 000	92 66	0 00	59,580 38	36,060 43	23,519 95	0 00	23,519 95

◆ Asset Detail - Base Currency

Equity Securities

Common stock

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss		
					Market	Translation	Total
Switzerland - USD							
ADR ROCHE HLDG LTD SPONSORED ADR ISIN #US771195104 CUSIP 771195104 RHHBY							
880 000	33 99	0 00	29,911 20	18,236 77	11,674 43	0 00	11,674 43
ADR SONOVA HLDG AG UNSP ADR CUSIP 83569C102 SONVY							
361 000	29 36	0 00	10,598 96	8,246 87	2,352 09	0 00	2,352 09
SGS SA CUSIP 818800104 SGSOY							
806 000	20 42	0 00	16,458 52	12,939 36	3,519 16	0 00	3,519 16
UBS GROUP AG COMMON STOCK CUSIP H42097107 UBS							
781 000	17 05	0 00	13,316 05	13,805 66	-489 61	0 00	-489 61
Total USD		0 00	169,486 94	119,739 29	49,747 65	0 00	49,747 65
Total Switzerland		0 00	169,486 94	119,739 29	49,747 65	0 00	49,747 65
United Kingdom - USD							
#REORG/REED ELSEVIER MANDATORY EXCHANGE ADR RELX PLC 2813AZ1 07-01-2015 CUSIP 758205207 RUK							
347 000	68 05	0 00	23,613 35	13,342 08	10,271 27	0 00	10,271 27
ADR BARCLAYS PLC A D R CUSIP 06738E204 BCS							
931 000	15 01	0 00	13,974 31	14,075 51	-101 20	0 00	-101 20
ADR BUNZL PLC SPONSORED ADR NEW CUSIP 120738406 BZLFY							
885 000	27 11	147 77	23,992 35	11,979 36	12,012 99	0 00	12,012 99
ADR COMPASS GROUP PLC SPONSORED ADR NEW JUNE 2014 CUSIP 20449X302							
381 000	17 04	0 00	6,492 24	6,326 76	165 48	0 00	165 48

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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 Market	Unrealized gain/loss Translation	Unrealized gain/loss Total
Equity Securities							
Common stock							
United Kingdom - USD							
ADR PRUDENTIAL PLC ADR ISIN #US74435K2042 CUSIP 74435K204 PUK							
320 000	46 17	0 00	14,774 40	15,168 81	-394 41	0 00	-394 41
ADR SABMILLER PLC SPONSORED ADR CUSIP 78572M105 SBMRY							
221 000	51 56	0 00	11,394 76	11,027 42	367 34	0 00	367 34
ADR UNILEVER N V NEW YORK SHS NEW CUSIP 904784709 UN							
337 000	39 04	0 00	13,156 48	11,258 09	1,898 39	0 00	1,898 39
Total USD		147 77	107,397 89	83,178 03	24,219 86	0 00	24,219 86
Total United Kingdom		147 77	107,397 89	83,178 03	24,219 86	0 00	24,219 86
United States - USD							
#REORG WISCONSIN NAME CHANGE WEC ENERGY GROUP INC 0002817A41 06/30/2015 CUSIP 976657106							
652 000	52 74	0 00	34,386 48	27,604 54	6,781 94	0 00	6,781 94
#REORG/KRAFT STOCK MERGER KRAFT HEINZ COMPANY COMMON 0002818A91 07/02/2015 CUSIP 50076Q106							
725 000	62 66	398 75	45,428 50	34,113 52	11,314 98	0 00	11,314 98
#REORG/NELSEN N V STOCK MERGER NIELSEN HLDGS PLC 241YA21 08/31/2015 CUSIP N63218106							
355 000	44 73	0 00	15,879 15	13,831 57	2,047 58	0 00	2,047 58
3M CO COM CUSIP 88579Y101							
328 000	164 32	0 00	53,896 96	43,088 81	10,808 15	0 00	10,808 15
ABBOTT LAB COM CUSIP 002824100							
378 000	45 02	0 00	17,017 56	16,628 52	389 04	0 00	389 04

◆ Asset Detail - Base Currency

Equity Securities

Common stock

United States - USD

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss		
					Market	Translation	Total
ABBVIE INC COM USD0 01 CUSIP 00287Y109							
763 000	65 44	0 00	49,930 72	27,721 51	22,209 21	0 00	22,209 21
ADR HENKEL AG & CO KGAA SPONSORED ADR REPSTG PFD SHS CUSIP 42550U208 HENOY							
163 000	106 78	0 00	17,405 14	17,674 09	-268 95	0 00	-268 95
ADR KONINKLIJKE AHOLD NV CUSIP 500467105							
950 000	17 774	0 00	16,885 30	13,080 70	3,804 60	0 00	3,804 60
ADR NORDEA BK AB SWEDEN CUSIP 65557A206 NRBAY							
1,360 000	11 55	0 00	15,708 00	10,571 11	5,136 89	0 00	5,136 89
ALTRIA GROUP INC COM CUSIP 02209S103 MO							
578 000	49 27	300 56	28,478 06	16,740 57	11,737 49	0 00	11,737 49
ANALOG DEVICES INC COM CUSIP 032654105							
680 000	55 52	0 00	37,753 60	29,690 21	8,063 39	0 00	8,063 39
AON PLC COM CUSIP G0408V102							
157 000	94 83	0 00	14,888 31	10,234 83	4,653 48	0 00	4,653 48
AUTOMATIC DATA PROCESSING INC COM CUSIP 053015103							
248 000	83 37	121 52	20,675 76	12,629 76	8,046 00	0 00	8,046 00
BAXTER INTL INC COM CUSIP 071813109							
544 000	73 29	282 88	39,869 76	34,728 86	5,140 90	0 00	5,140 90

◆ 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		
					Market	Translation	Total
Equity Securities							
Common stock							
United States - USD							
BLACKROCK INC COM STK CUSIP 09247X101							
134 000	357 56	0 00	47,913 04	32,869 93	15,043 11	0 00	15,043 11
CHEVRON CORP COM CUSIP 166764100 CVX							
367 000	112 18	0 00	41,170 06	39,858 23	1,311 83	0 00	1,311 83
CISCO SYSTEMS INC CUSIP 17275R102 CSCO							
1,620 000	27 815	0 00	45,060 30	32,804 81	12,255 49	0 00	12,255 49
COCA COLA CO COM CUSIP 191216100							
847 000	42 22	0 00	35,760 34	27,672 88	8,087 46	0 00	8,087 46
EMERSON ELECTRIC CO COM CUSIP 291011104							
721 000	61 73	0 00	44,507 33	40,147 86	4,359 47	0 00	4,359 47
GALLAGHER ARTHUR J & CO COM CUSIP 363576109							
494 000	47 08	0 00	23,257 52	17,754 78	5,502 74	0 00	5,502 74
GENERAL ELECTRIC CO CUSIP 369604103 GE							
1,669 000	25 27	383 87	42,175 63	35,961 33	6,214 30	0 00	6,214 30
GENUINE PARTS CO COM CUSIP 372460105							
244 000	106 57	140 30	26,003 08	14,487 93	11,515 15	0 00	11,515 15
HERSHEY COMPANY COM STK USD1 CUSIP 427866108							
306 000	103 93	0 00	31,802 58	28,624 53	3,178 05	0 00	3,178 05

◆ 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 Market	Translation	Total
Equity Securities							
Common stock							
United States - USD							
JOHNSON & JOHNSON COM USD1 CUSIP 478160104 JNJ							
524 000	104 57	0 00	54,794 68	35,980 24	18,814 44	0 00	18,814 44
JPMORGAN CHASE & CO COM CUSIP 46625H100 JPM							
569 000	62 58	0 00	35,608 02	34,576 26	1,031 76	0 00	1,031 76
KIMBERLY-CLARK CORP COM CUSIP 494368103 KMB							
425 000	115 54	357 00	49,104 50	30,454 09	18,650 41	0 00	18,650 41
KINDER MORGAN INC DEL COM CUSIP 49456B101							
270 000	42 31	0 00	11,423 70	10,368 84	1,054 86	0 00	1,054 86
LOCKHEED MARTIN CORP COM CUSIP 539830109							
265 000	192 57	0 00	51,031 05	32,797 69	18,233 36	0 00	18,233 36
LYONDELLBASELL IND N V COM USD0 01 CL 'A' CUSIP N53745100							
347 000	79 39	0 00	27,548 33	27,913 48	-365 15	0 00	-365 15
MARSH & MCLENNAN CO'S INC COM CUSIP 571748102							
291 000	57 24	0 00	16,656 84	15,026 98	1,629 86	0 00	1,629 86
MAXIM INTEGRATED PRODS INC COM CUSIP 57772K101							
654 000	31 87	0 00	20,842 98	18,965 15	1,877 83	0 00	1,877 83
MC DONALDS CORP COM CUSIP 580135101							
393 000	93 70	0 00	36,824 10	38,160 30	-1,336 20	0 00	-1,336 20

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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		
					Market	Translation	Total

Equity Securities

Common stock

United States - USD

MERCK & CO INC NEW COM CUSIP 58933Y105							
658 000	56 79	296 10	37,367 82	28,051 99	9,315 83	0 00	9,315 83
MICROSOFT CORP COM CUSIP 594918104 MSFT							
964 000	46 45	0 00	44,777 80	26,433 72	18,344 08	0 00	18,344 08
NEXTERA ENERGY INC COM CUSIP 65339F101							
379 000	106 29	0 00	40,283 91	30,249 33	10,034 58	0 00	10,034 58
ONEOK INC COM STK CUSIP 682680103							
270 000	49 79	0 00	13,443 30	10,098 23	3,345 07	0 00	3,345 07
PAYCHEX INC COM CUSIP 704326107							
751 000	46 17	0 00	34,673 67	30,526 87	4,146 80	0 00	4,146 80
PEPSICO INC COM CUSIP 713448108							
316 000	94 56	206 98	29,880 96	28,509 66	1,371 30	0 00	1,371 30
PHILIP MORRIS INTL COM STK NPV CUSIP 718172109 PM							
384 000	81 45	384 00	31,276 80	29,125 71	2,151 09	0 00	2,151 09
PNC FINANCIAL SERVICES GROUP COM STK CUSIP 693475105 PNC							
275 000	91 23	0 00	25,088 25	24,251 01	837 24	0 00	837 24
PROCTER & GAMBLE COM NPV CUSIP 742718109							
415 000	91 09	0 00	37,802 35	26,802 03	11,000 32	0 00	11,000 32

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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 Market	Translation	Total
Equity Securities							
Common stock							
United States - USD							
QUALCOMM INC COM CUSIP 747525103 QCOM							
465 000	74 33	0 00	34,563 45	29,761 01	4,802 44	0 00	4,802 44
SENSATA TECHNOLOGIES HLDG NV CUSIP N7902X106 ST							
319 000	52 41	0 00	16,718 79	12,564 96	4,153 83	0 00	4,153 83
SODEXO CUSIP 833792104 SDXAY							
197 000	97 935	0 00	19,293 19	13,963 02	5,330 17	0 00	5,330 17
SOFTBANK GROUP CORPORATION ADR CUSIP 83404D109 SFTBY							
555 000	29 70	0 00	16,483 50	10,885 98	5,597 52	0 00	5,597 52
SPECTRA ENERGY CORP COM STK CUSIP 847560109							
1,022 000	36 30	0 00	37,098 60	34,451 57	2,647 03	0 00	2,647 03
TUPPERWARE BRANDS CORPORATION CUSIP 899896104 TUP							
0 000	63 00	109 48	0 00	0 00	0 00	0 00	0 00
US BANCORP CUSIP 902973304 USB							
988 000	44 95	242 06	44,410 60	34,659 63	9,750 97	0 00	9,750 97
WILLIAMS CO INC COM CUSIP 969457100							
616 000	44 94	0 00	27,683 04	18,260 99	9,422 05	0 00	9,422 05
Total USD		3,223 50	1,540,533 41	1,211,359 62	329,173 79	0 00	329,173 79
Total United States		3,223 50	1,540,533 41	1,211,359 62	329,173 79	0 00	329,173 79

◆ 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 Market	 Translation	 Total
Equity Securities							
Total Common Stock							
53,521.000		**4,047.20**	**2,255,181.62**	**1,801,939.29**	**453,242.33**	**0.00**	**453,242.33**
Preferred stock							
Germany - USD							
ADR VOLKSWAGEN A G SPONSORED ADR REPSTG PREF SH CUSIP 928662402 VLKPY							
282 000	44 02	0 00	12,413 64	12,938 16	-524 52	0 00	-524 52
Total USD		0 00	12,413 64	12,938 16	-524 52	0 00	-524 52
Total Germany		0 00	12,413 64	12,938 16	-524 52	0 00	-524 52
Total Preferred Stock							
282.000		**0.00**	**12,413.64**	**12,938.16**	**-524.52**	**0.00**	**-524.52**
Equity funds							
Emerging Markets Region - USD							
MFB NORTHN FDS MULTI-MANAGER EMERGING MKTS EQTY FD CUSIP 665162483							
15,742 420	18 05	0 00	284,150 68	289,968 42	-5,817 74	0 00	-5,817 74
Total USD		0 00	284,150 68	289,968 42	-5,817 74	0 00	-5,817 74
Total Emerging Markets Region		0 00	284,150 68	289,968 42	-5,817 74	0 00	-5,817 74
International Region - USD							
MFO RS INVT TR GLOBAL NATURAL RES FD CL Y CUSIP 74972H648							
7,056 060	25 48	0 00	179,788 40	180,000 00	-211 60	0 00	-211 60
Total USD		0 00	179,788 40	180,000 00	-211 60	0 00	-211 60
Total International Region		0 00	179,788 40	180,000 00	-211 60	0 00	-211 60
United States - USD							

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Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID	Exchange rate/	Accrued			Unrealized gain/loss		
Shares/PAR value	local market price	income/expense	Market Value	Cost	Market	Translation	Total
Equity Securities							
Equity funds							
United States - USD							
MFB NORTHERN FDS STK INDEX FD CUSIP 665162772							
7,943 910	25 28	0 00	200,822 04	105,423 33	95,398 71	0 00	95,398 71
MFB NORTHN MULTI-MANAGER SMALL CAP FD CUSIP 665162566							
10,020 820	9 74	0 00	97,602 78	99,638 34	-2,035 56	0 00	-2,035 56
MFC ISHARES TR GLOBAL INFRASTRUCTURE ETFINDEX FD CUSIP 464288372							
1,890 000	42 15	0 00	79,663 50	79,688 45	-24 95	0 00	-24 95
MFC ISHARES TR RUSSELL MID-CAP ETF CUSIP 464287499							
660 000	167 04	0 00	110,246 40	98,220 14	12,026 26	0 00	12,026 26
Total USD		0 00	488,334 72	382,970 26	105,364 46	0 00	105,364 46
Total United States		0 00	488,334 72	382,970 26	105,364 46	0 00	105,364 46
Total Equity Funds							
43,313.210		**0.00**	**952,273.80**	**852,938.68**	**99,335.12**	**0.00**	**99,335.12**
Other equity							
United States - USD							
#REORG/HEALTH CARE REIT NAME CHANGE WELLTOWER INC 261MAC1 09-30-2015 CUSIP 42217K106							
496 000	75 67	0 00	37,532 32	25,381 49	12,150 83	0 00	12,150 83
VENTAS INC REIT CUSIP 92276F100							
463 000	71 70	0 00	33,197 10	32,541 82	655 28	0 00	655 28
Total USD		0 00	70,729 42	57,923 31	12,806 11	0 00	12,806 11
Total United States		0 00	70,729 42	57,923 31	12,806 11	0 00	12,806 11

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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 Market	Translation	Total
Equity Securities							
Total Other Equity							
959.000		**0.00**	**70,729.42**	**57,923.31**	**12,806.11**	**0.00**	**12,806.11**
Total Equity Securities							
98,075.210		**4,047.20**	**3,290,598.48**	**2,725,739.44**	**564,859.04**	**0.00**	**564,859.04**
Fixed Income Securities							
Corporate/government							
United States - USD							
MFB NORTHN HI YIELD FXD INC FD CUSIP 665162699							
40,708 240	7 08	0 00	288,214 33	293,457 99	-5,243 66	0 00	-5,243 66
Issue Date 25 Aug 08							
Total USD		0 00	288,214 33	293,457 99	-5,243 66	0 00	-5,243 66
Total United States		0 00	288,214 33	293,457 99	-5,243 66	0 00	-5,243 66
Total Corporate/Government							
40,708.240		**0.00**	**288,214.33**	**293,457.99**	**-5,243.66**	**0.00**	**-5,243.66**
Total Fixed Income Securities							
40,708.240		**0.00**	**288,214.33**	**293,457.99**	**-5,243.66**	**0.00**	**-5,243.66**
Other Assets							
Other assets							
United States - USD							
&&& 4401 WOOD WAY HOUSTON, TX, LP CUSIP 000810705							
2,000,000 000	1 00	0 00	2,000,000 00	2,000,000 00	0 00	0 00	0 00

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Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Other Assets							
Other assets							
United States - USD							
INVESTMENT IN SINGER XENOS FUND - DIRECTED BY BURT ROTTMAN ON 3/16/2006 CUSIP 000415638							
1,650,000 000	2,072,584 00	0 00	2,072,584 00 *	1,400,000 00	672,584 00	0 00	672,584 00
		* *Market value based on prices received from an external manager or other client-directed pricing source*					
LANDMARK TOWER, LP 1 UNIT CUSIP 000367755							
1 000	667,384 00	0 00	667,384 00 *	434,360 00	233,024 00	0 00	233,024 00
		* *Market value based on prices received from an external manager or other client-directed pricing source*					
YEDID ADVANTAGE QP FUND LP CUSIP 000499681							
1 000	434,171 00	0 00	434,171 00 *	75,000 00	359,171 00	0 00	359,171 00
		* *Market value based on prices received from an external manager or other client-directed pricing source*					
Total USD		0 00	5,174,139 00	3,909,360 00	1,264,779 00	0 00	1,264,779 00
Total United States		0 00	5,174,139 00	3,909,360 00	1,264,779 00	0 00	1,264,779 00
Total Other Assets **3,650,002.000**		**0.00**	**5,174,139.00**	**3,909,360.00**	**1,264,779.00**	**0.00**	**1,264,779.00**
Total Other Assets **3,650,002.000**		**0.00**	**5,174,139.00**	**3,909,360.00**	**1,264,779.00**	**0.00**	**1,264,779.00**

Cash and Short Term Investments

Short term

◆ 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 Market	 Translation	 Total
Cash and Short Term Investments							
Short term							
USD - United States dollar							
	1 00	1 08	119,108 57	119,108 57	0 00	0 00	0 00
Total short term - all currencies		1 08	119,108 57	119,108 57	0 00	0 00	0 00
Total short term - all countries		1 08	119,108 57	119,108 57	0 00	0 00	0 00
Total Short Term							
119,108.570		**1.08**	**119,108.57**	**119,108.57**	**0.00**	**0.00**	**0.00**
Total Cash and Short Term Investments							
119,108.570		**1.08**	**119,108.57**	**119,108.57**	**0.00**	**0.00**	**0.00**
Total							
3,907,894.020		**4,048.28**	**8,872,060.38**	**7,047,666.00**	**1,824,394.38**	**0.00**	**1,824,394.38**