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Return of Private Foundation

Department of the Treasury
Internal Revenue Service

or Section 4947(a)(1) Trust Treated as Private Foundation
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2014

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

Open to Public Inspection

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

POSTMARK DATE

NOV 7 9 40Z '14

Name of foundation
WAVERING FAMILY CHARITABLE FOUNDATION

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

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

A Employer identification number
36-6940417

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

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

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

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

Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ **14,193,233.**

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	387,256	372,668		STMT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	454,189			
b	Gross sales price for all assets on line 6a	3,692,980			
7	Capital gain, net income (from Part IV, line 2)		454,189		
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)				
12	Total. Add lines 1 through 11	841,445	826,857		
13	Compensation of officers, directors, trustees, etc.	34,616	31,154		3,462
14	Other employee salaries and wages		NONE	NONE	
15	Pension plans, employee benefits		NONE	NONE	
16a	Legal fees (attach schedule) STMT 2	817	817	NONE	NONE
b	Accounting fees (attach schedule) STMT 3	2,000	1,000	NONE	1,000
c	Other professional fees (attach schedule) STMT 4	12,570	12,570		
17	Interest				
18	Taxes (attach schedule) (see instructions) STMT 5	13,949	3,944		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings		NONE	NONE	
22	Printing and publications		NONE	NONE	
23	Other expenses (attach schedule) STMT 6	51	36		15
24	Total operating and administrative expenses. Add lines 13 through 23	64,003	49,521	NONE	4,477
25	Contributions, gifts, grants paid	644,800			644,800
26	Total expenses and disbursements. Add lines 24 and 25	708,803	49,521	NONE	649,277
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	132,642			
b	Net investment income (if negative, enter -0-)		777,336		
c	Adjusted net income (if negative, enter -0-)				

SCANNED JUL 10 2015

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	186,380.	462,263.	462,263.	
	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	7,582,796.	7,846,541.	11,155,769.	
	c	Investments - corporate bonds (attach schedule) STMT 8	2,843,947.	2,413,368.	2,390,943.	
	11	Investments - land, buildings, and equipment, basis				
	Less accumulated depreciation (attach schedule)					
12	Investments - mortgage loans					
13	Investments - other (attach schedule) STMT 9	164,593.	183,941.	184,258.		
14	Land, buildings, and equipment basis					
	Less accumulated depreciation (attach schedule)					
15	Other assets (describe SEE ATTACHMENTS)					
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	10,777,716.	10,906,113.	14,193,233.		
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.		<input type="checkbox"/>			
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.		<input checked="" type="checkbox"/>			
	27	Capital stock, trust principal, or current funds	10,777,716.	10,906,113.		
	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)	10,777,716.	10,906,113.			
31	Total liabilities and net assets/fund balances (see instructions)	10,777,716.	10,906,113.			

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	10,777,716.
2	Enter amount from Part I, line 27a	2	132,642.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	10,910,358.
5	Decreases not included in line 2 (itemize) COST ADJUSTMENT	5	4,245.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	10,906,113.

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 3,692,980.		3,238,791.	454,189.			
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			454,189.			
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	454,189.		
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	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		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	585,179.	13,106,141.	0.044649
2012	593,964.	11,968,687.	0.049626
2011	573,378.	12,289,219.	0.046657
2010	537,651.	11,613,053.	0.046297
2009	624,791.	10,798,288.	0.057860
2 Total of line 1, column (d)			2 0.245089
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 0.049018
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5			4 14,093,417.
5 Multiply line 4 by line 3			5 690,831.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 7,773.
7 Add lines 5 and 6			7 698,604.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			8 649,277.

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

Table with 11 rows for excise tax calculations. Includes categories like 'Exempt operating foundations', 'Domestic foundations', 'Tax under section 511', and 'Credits/Payments'. Total tax due is 1,029.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political influence, political expenditures, unrelated business income, and substantial contributors. Includes Yes/No columns.

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? Website address N/A 13 X
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 15
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 Yes No 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

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 X
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No X
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No X
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? X 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 X
(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 X
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 X
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 X
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 propoganda, 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? Yes No **6b** X
If "Yes" to 6b, file Form 8870.

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No **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 P.O. BOX 803878, CHICAGO, IL 60680	TRUSTEE 40	34,616.	-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	14,308,038.
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	14,308,038.
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	14,308,038.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	214,621.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	14,093,417.
6	Minimum investment return. Enter 5% of line 5	6	704,671.

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	704,671.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	15,547.
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	15,547.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	689,124.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	689,124.
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	689,124.

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	649,277.
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	649,277.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	649,277.

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				689,124.
2 Undistributed income, if any, as of the end of 2014:				
a Enter amount for 2013 only			640,376.	
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				NONE
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2014 from Part XII, line 4: ▶ \$ 649,277.				
a Applied to 2013, but not more than line 2a			640,376.	
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				8,901.
e Remaining amount distributed out of corpus	NONE			
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	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 2013. Subtract line 4a from line 2a. Taxable amount - see instructions				
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				680,223.
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	NONE			
10 Analysis of line 9:				
a Excess from 2010				NONE
b Excess from 2011				NONE
c Excess from 2012				NONE
d Excess from 2013				NONE
e Excess from 2014				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 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:

SEE STATEMENT 10

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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				
CONSERVANCY OF SOUTHWEST FLORIDA FLORIDA 1450 MERRITTUE DR. NAPLES FL 34102	N/A	PUBLIC	GENERAL	385,700.
NORTH SHORE COUNTRY DAY SCHOOL 310 GREEN BAY ROAD WINNETKA IL 60096	N/A	PUBLIC	GENERAL	200,000.
THE BLUE GAVEL SOCIETY . NAPLE FL 34102	N/A	PUBLIC	GENERAL	5,000.
NAPLES BOTANICAL GARDEN 4820 BAYSHORE DRIVE NAPLES FL 34112	N/A	PUBLIC	GENERAL	23,600.
HUMANE SOCIETY NAPLES 370 AIRPORT PULLING RD N NAPLES FL 34104	N/A	PUBLIC	GENERAL	10,000.
SAFE & HEALTHY CHILDREN'S COALITION 1008 GOODLETTE-FRANK RD NAPLES FL 34102	N/A	PUBLIC	GENERAL	2,500.
NEIGHBORHOOD HEALTH CLINIC 121 GOODLETTE-FRANK RD. NAPLES FL 34102	N/A	PUBLIC	GENERAL	8,000.
NAMI OF COLLIER COUNTY 5020 TAMiami TRAIL N #110 NAPLES FL 34103	N/A	PUBLIC	GENERAL	5,000.
JULIE & MICHAEL TRACY FAMILY FOUNDATION P O BOX 2579 GLENVIEW IL 60026	N/A	PUBLIC	GENERAL	5,000.
Total			▶ 3a	644,800.
b Approved for future payment				
Total			▶ 3b	

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

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS AND INTEREST	372,668.	372,668.
MUNICIPAL INTEREST	8,899.	
ACCRUED/DEFERRED INCOME	3,880.	
RETURN OF CAPITAL	1,809.	
TOTAL	387,256.	372,668.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TRIBUNE BANKRUPTCY LITIGATION	817.	817.		
TOTALS	817.	817.	NONE	NONE

FORM 990PF, PART I - ACCOUNTING FEES

=====

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

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
BAHL & GAYNOR INVESTMENT ADVIS	6,466.	6,466.
HERNDON CAPITAL MANAGEMENT FEE	6,104.	6,104.
TOTALS	12,570.	12,570.

FORM 990PF, PART I - TAXES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
ESTIMATED TAX	10,005.	
FOREIGN TAX	3,944.	3,944.
	-----	-----
TOTALS	13,949.	3,944.
	=====	=====

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

REVENUE
AND
EXPENSES
PER BOOKS

NET
INVESTMENT
INCOME

CHARITABLE
PURPOSES

DESCRIPTION

CLASS ACTION CHARGE
IL AG FILING FEE
ADR FEE

30.
15.
6.

30.
6.

15.

TOTALS

51.

36.

15.

WAVERING FAMILY CHARITABLE FOUNDATION
FORM 990PF, PART II - CORPORATE STOCK
=====

36-6940417

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
SEE ATTACHMENTS	7,846,541.	11,155,769.
	-----	-----
TOTALS	7,846,541.	11,155,769.
	=====	=====

WAVERING FAMILY CHARITABLE FOUNDATION
FORM 990PF, PART II - CORPORATE BONDS
=====

36-6940417

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
SEE ATTACHMENTS	2,413,368.	2,390,943.
	-----	-----
TOTALS	2,413,368.	2,390,943.
	=====	=====

WAVERING FAMILY CHARITABLE FOUNDATION

36-6940417

FORM 990PF, PART II - OTHER INVESTMENTS

=====

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHMENTS	C	183,941.	184,258.
TOTALS		183,941.	184,258.

=====

RECIPIENT NAME:

WAVERING FAMILY FOUNDATION

ADDRESS:

P.O.BOX 803878
CHICAGO, IL 60680

FORM, INFORMATION AND MATERIALS:

NO FORMAL POLICY

SUBMISSION DEADLINES:

NONE

RESTRICTIONS OR LIMITATIONS ON AWARDS:

NONE

**SCHEDULE D
(Form 1041)**

Capital Gains and Losses

OMB No 1545-0092

Department of the Treasury
Internal Revenue Service

▶ 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

2014

Name of estate or trust

Employer identification number

WAVERING FAMILY CHARITABLE FOUNDATION

36-6940417

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	1,105,243.	1,136,647.	2,455.	-28,949.
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 2013 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 -28,949.

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	2,647,322.	2,234,315.	1,528.	414,535.
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 68,603.
14 Gain from Form 4797, Part I				14
15 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2013 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 ▶				16 483,138.

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

Schedule D (Form 1041) 2014

JSA
4F1210 1 000

Part III Summary of Parts I and II

Caution: Read the instructions before completing this part.

Table with 4 columns: Line number, Description, (1) Beneficiaries' (see instr.), (2) Estate's or trust's, (3) Total. Rows include Net short-term gain or (loss), Net long-term gain or (loss) (Total for year, Unrecaptured section 1250 gain, 28% rate gain), and Total net gain or (loss).

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

Line 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.

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.

Main tax computation table with 4 columns: Line number, Description, (1) Beneficiaries' (see instr.), (2) Estate's or trust's, (3) Total. Rows include taxable income, qualified dividends, tax calculations (lines 21-45).

Sales and Other Dispositions of Capital Assets

► Information about Form 8949 and its separate instructions is at www.irs.gov/form8949.

2014

Department of the Treasury
Internal Revenue Service

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

Attachment
Sequence No **12A**

Name(s) shown on return

WAVERING FAMILY CHARITABLE FOUNDATION

Social security number or taxpayer identification number

36-6940417

Before you check Box A, B, or C below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker. A substitute statement will have the same information as Form 1099-B. Either may show your basis (usually your cost) even if your broker did not report it to the IRS. Brokers must report basis to the IRS for most stock you bought in 2011 or later (and for certain debt instruments you bought in 2014 or later).

Part I Short-Term. Transactions involving capital assets you held 1 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	
	12. AT&T INC	09/18/2013	02/10/2014	388.00	432.00			-44.00
	1405. AMERICAN CAP AGY COR	03/20/2014	09/26/2014	29,999.00	30,904.00			-905.00
	393. AMERISOURCE BERGEN CO	08/11/2014	10/20/2014	29,639.00	29,900.00			-261.00
	496. AMERISOURCE BERGEN CO	08/11/2014	12/15/2014	45,094.00	32,217.00			12,877.00
	7. APPLE COMPUTER INC	03/28/2014	12/16/2014	759.00	535.00			224.00
	428. BAXTER INTL INC	01/14/2014	09/26/2014	30,842.00	30,006.00			836.00
	19. BRISTOL MYERS SQUIBB C	09/18/2013	03/20/2014	1,022.00	811.00			211.00
	1.33 CDK GLOBAL INC COM	03/28/2014	11/03/2014	45.00	39.00			6.00
	267. CHEVRONTXACO CORP	02/27/2014	08/01/2014	34,290.00	30,894.00			3,396.00
	726. COACH INC	05/02/2014	10/20/2014	25,269.00	32,172.00			-6,903.00
	20. CONTINENTAL RES INC CO	11/13/2013	05/16/2014	2,657.00	2,066.00			591.00
	78. CULLEN FROST BANKERS I	04/25/2014	05/13/2014	5,934.00	5,905.00			29.00
	87. CULLEN FROST BANKERS I	08/26/2013	05/14/2014	6,469.00	6,565.00			-96.00
	29. CULLEN FROST BANKERS I	08/26/2013	05/15/2014	2,111.00	2,187.00			-76.00

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.

► Information about Form 8949 and its separate instructions is at www.irs.gov/form8949.

2014

Department of the Treasury
Internal Revenue Service

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

Attachment
Sequence No **12A**

Name(s) shown on return

WAVERING FAMILY CHARITABLE FOUNDATION

Social security number or taxpayer identification number

36-6940417

Before you check Box A, B, or C below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker. A substitute statement will have the same information as Form 1099-B. Either may show your basis (usually your cost) even if your broker did not report it to the IRS. Brokers must report basis to the IRS for most stock you bought in 2011 or later (and for certain debt instruments you bought in 2014 or later).

Part I Short-Term. Transactions involving capital assets you held 1 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	
122.	CULLEN FROST BANKERS	08/26/2013	06/05/2014	9,323.00	9,163.00			160.00
94.	CULLEN FROST BANKERS I	08/27/2013	06/18/2014	7,394.00	6,928.00			466.00
27.	CULLEN FROST BANKERS I	08/21/2013	06/19/2014	2,116.00	1,984.00			132.00
43.	ENDO PHARMACEUTICALS H	04/16/2013	01/16/2014	3,013.00	1,503.00			1,510.00
87.	ENDO PHARMACEUTICALS H	04/16/2013	01/22/2014	5,867.00	3,040.00			2,827.00
89.	ENDO PHARMACEUTICALS H	04/16/2013	01/23/2014	5,826.00	3,110.00			2,716.00
136.	ENDO PHARMACEUTICALS	04/16/2013	01/24/2014	8,906.00	4,753.00			4,153.00
140.	GILEAD SCIENCES INC	08/01/2014	12/15/2014	14,462.00	12,797.00			1,665.00
228.	GLAXO PLC	04/16/2014	08/01/2014	10,862.00	12,026.00			-1,164.00
24.	HCP, INC	04/25/2014	11/19/2014	1,041.00	931.00			110.00
1.25	HALYARD HEALTH INC CO	04/25/2014	11/19/2014	48.00	45.00			3.00
13.	INTEL CORP	04/25/2014	11/03/2014	444.00	343.00			101.00
78.	INTL BUSINESS MACHINES	08/01/2014	11/17/2014	12,807.00	14,768.00			-1,961.00
78.	INTL BUSINESS MACHINES	08/01/2014	12/01/2014	12,630.00	14,768.00			-2,138.00

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

Information about Form 8949 and its separate instructions is at www.irs.gov/form8949.

Department of the Treasury
Internal Revenue Service

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 WAVERING FAMILY CHARITABLE FOUNDATION	Social security number or taxpayer identification number 36-6940417
---	---

Before you check Box A, B, or C below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker. A substitute statement will have the same information as Form 1099-B. Either may show your basis (usually your cost) even if your broker did not report it to the IRS. Brokers must report basis to the IRS for most stock you bought in 2011 or later (and for certain debt instruments you bought in 2014 or later).

Part I Short-Term. Transactions involving capital assets you held 1 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	
	284. KELLOGG CO	10/09/2013	03/19/2014	17,558.00	16,984.00			574.00
	447. KELLOGG CO	10/31/2013	03/19/2014	27,635.00	28,309.00	W	674.00	
	217.99852 KELLOGG CO	11/26/2013	04/30/2014	14,507.00	14,610.00			-103.00
	13.00148 KELLOGG CO	11/26/2013	04/30/2014	865.00	871.00	W	6.00	
	233. KELLOGG CO	11/26/2013	05/06/2014	15,235.00	15,565.00			-330.00
	405. KELLOGG CO	07/15/2014	10/20/2014	24,841.00	26,543.00			-1,702.00
	567. KELLOGG CO	08/26/2014	10/21/2014	34,965.00	36,903.00			-1,938.00
	510. LANDSTAR SYSTEM INC	10/18/2013	03/07/2014	31,114.00	29,604.00			1,510.00
	50. LANDSTAR SYSTEM INC	08/28/2013	03/18/2014	3,006.00	2,840.00			166.00
	51. LANDSTAR SYSTEM INC	08/28/2013	03/19/2014	3,044.00	2,893.00			151.00
	50. LANDSTAR SYSTEM INC	08/27/2013	03/20/2014	2,958.00	2,836.00			122.00
	102. LANDSTAR SYSTEM INC	08/27/2013	03/24/2014	6,036.00	5,759.00			277.00
	51. LANDSTAR SYSTEM INC	08/21/2013	03/25/2014	3,017.00	2,865.00			152.00
	52. LANDSTAR SYSTEM INC	08/21/2013	03/26/2014	3,036.00	2,921.00			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

► Information about Form 8949 and its separate instructions is at www.irs.gov/form8949.

2014

Department of the Treasury
Internal Revenue Service

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

Attachment
Sequence No **12A**

Name(s) shown on return

Social security number or taxpayer identification number

WAVERING FAMILY CHARITABLE FOUNDATION

36-6940417

Before you check Box A, B, or C below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker. A substitute statement will have the same information as Form 1099-B. Either may show your basis (usually your cost) even if your broker did not report it to the IRS. Brokers must report basis to the IRS for most stock you bought in 2011 or later (and for certain debt instruments you bought in 2014 or later).

Part I Short-Term. Transactions involving capital assets you held 1 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	
87.	LANDSTAR SYSTEM INC	08/21/2013	03/28/2014	5,019.00	4,769.00			250.00
22.	MATTEL INC	03/28/2014	04/16/2014	838.00	920.00			-82.00
211.	MURPHY OIL CORP	12/04/2013	04/30/2014	13,352.00	13,708.00			-356.00
219.	MURPHY OIL CORP	12/04/2013	05/02/2014	13,395.00	14,132.00			-737.00
226.	MURPHY OIL CORP	11/25/2013	05/05/2014	13,831.00	14,249.00			-418.00
225.	MURPHY OIL CORP	09/13/2013	05/06/2014	13,730.00	14,084.00			-354.00
1116.	NAVIENT CORP COM	01/16/2014	06/02/2014	17,664.00	19,440.00			-1,776.00
242.	NEUSTAR INC CL A	03/26/2014	04/30/2014	6,190.00	8,381.00			-2,191.00
231.	NEUSTAR INC CL A	03/26/2014	05/02/2014	6,159.00	7,958.00			-1,799.00
235.	NEUSTAR INC CL A	03/24/2014	05/05/2014	6,028.00	8,083.00			-2,055.00
175.	NEUSTAR INC CL A	03/24/2014	05/06/2014	4,513.00	6,019.00			-1,506.00
48.	OASIS PETE INC NEW COM	12/06/2013	05/16/2014	2,290.00	2,158.00			132.00
739.	OASIS PETE INC NEW CO	10/20/2014	12/31/2014	12,056.00	31,550.00			-19,494.00
4.25	ONE GAS INC COM	09/18/2013	02/10/2014	137.00	111.00			26.00

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.

Name(s) shown on return: **WAVERING FAMILY CHARITABLE FOUNDATION**
Social security number or taxpayer identification number: **36-6940417**

Before you check Box A, B, or C below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker. A substitute statement will have the same information as Form 1099-B. Either may show your basis (usually your cost) even if your broker did not report it to the IRS. Brokers must report basis to the IRS for most stock you bought in 2011 or later (and for certain debt instruments you bought in 2014 or later).

Part I Short-Term. Transactions involving capital assets you held 1 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	
1029.	PBF ENERGY INC CL A	06/19/2014	08/11/2014	26,202.00	31,782.00			-5,580.00
18.	PATTERSON UTI ENERGY I	08/27/2013	03/05/2014	514.00	355.00			159.00
36.	RPC INC	08/27/2013	03/07/2014	666.00	522.00			144.00
12.	RLTY INC CORP COM	04/25/2014	09/08/2014	539.00	491.00			48.00
1116.	SLM CORPORATION SECU	01/16/2014	05/30/2014	9,584.00	10,826.00			-1,242.00
196.	SM ENERGY CO COM	12/11/2013	04/15/2014	14,352.00	16,786.00			-2,434.00
201.	SM ENERGY CO COM	03/07/2014	04/16/2014	15,064.00	16,024.00			-960.00
495.	SM ENERGY CO COM	03/07/2014	08/11/2014	39,657.00	37,102.00			2,555.00
675.	SOUTHWESTERN ENERGY C	06/18/2014	08/11/2014	26,698.00	31,608.00			-4,910.00
6.	TUPPERWARE CORP	04/25/2014	12/17/2014	353.00	491.00			-138.00
288.	UTD THERAPEUTICS CORP	01/16/2014	02/04/2014	28,238.00	26,513.00			1,725.00
268.	UTD THERAPEUTICS CORP	10/31/2013	02/11/2014	26,670.00	19,288.00			7,382.00
138.	UTD THERAPEUTICS CORP	05/16/2014	06/02/2014	13,171.00	14,369.00			-1,198.00
455.	UTD THERAPEUTICS CORP	04/30/2014	11/04/2014	57,356.00	43,946.00			13,410.00

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.

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► Information about Form 8949 and its separate instructions is at www.irs.gov/form8949.

2014

Department of the Treasury
Internal Revenue Service

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

Attachment
Sequence No **12A**

Name(s) shown on return

Social security number or taxpayer identification number

WAVERING FAMILY CHARITABLE FOUNDATION

36-6940417

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Part I Short-Term. Transactions involving capital assets you held 1 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	
899.	WESTERN UNION CO	07/17/2013	01/13/2014	14,756.00	15,681.00			-925.00
904.	WESTERN UNION CO	11/29/2013	01/14/2014	14,829.00	15,577.00			-748.00
345.	WESTERN UNION CO	11/27/2013	04/11/2014	5,476.00	5,795.00			-319.00
1336.	WESTERN UNION CO	03/04/2014	04/15/2014	20,758.00	22,351.00			-1,593.00
501.	WESTERN UNION CO	12/02/2013	04/30/2014	7,908.00	8,374.00	W	466.00	
381.	ACCENTURE PLC SHS CL	06/18/2014	07/15/2014	30,226.00	31,535.00	W	1,309.00	
394.	ACCENTURE PLC SHS CL	08/04/2014	08/11/2014	31,105.00	32,445.00			-1,340.00
480.	ENDO INTL LTD COM STK	05/05/2014	08/26/2014	31,144.00	31,234.00			-90.00
406.	HERBALIFE LTD COM STK	01/14/2014	02/04/2014	27,085.00	32,493.00			-5,408.00
349.	HERBALIFE LTD COM STK	12/06/2013	03/18/2014	18,544.00	26,025.00			-7,481.00
129.	COPA HOLDINGS SA COM	07/21/2014	08/27/2014	16,085.00	19,900.00			-3,815.00
129.	COPA HOLDINGS SA COM	07/17/2014	08/28/2014	15,987.00	19,277.00			-3,290.00
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) ►				1,105,243.	1,136,647.		2,455.	-28,949.

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.

Name(s) shown on return Name and SSN or taxpayer identification no. not required if shown on other side WAVERING FAMILY CHARITABLE FOUNDATION	Social security number or taxpayer identification number 36-6940417
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Part II Long-Term. Transactions involving capital assets you held more than 1 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	
	365. AT&T INC	10/31/2012	01/09/2014	12,322.00	7,830.00			4,492.00
	562. AT&T INC	11/22/2004	02/10/2014	18,167.00	11,681.00			6,486.00
	80. ALTRIA GROUP INC	02/01/2011	01/16/2014	2,977.00	1,887.00			1,090.00
	389. ALTRIA GROUP INC	09/18/2013	12/16/2014	19,423.00	11,358.00			8,065.00
	142. AMERICAN CAP AGY CORP	01/24/2013	05/16/2014	3,277.00	4,347.00			-1,070.00
	1469. AMERICAN CAP AGY COR	03/21/2012	06/18/2014	34,282.00	42,971.00			-8,689.00
	212. AMERICAN CAP AGY CORP	08/27/2013	09/26/2014	4,527.00	5,759.00			-1,232.00
	23. APACHE CORP	11/01/2011	05/16/2014	2,032.00	2,178.00			-146.00
	4. APPLE COMPUTER INC	01/24/2013	05/16/2014	2,385.00	1,610.00			775.00
	316. APPLE COMPUTER INC	07/02/2013	09/08/2014	31,137.00	18,824.00			12,313.00
	272. APPLE COMPUTER INC	07/02/2013	12/16/2014	29,480.00	16,203.00			13,277.00
	170. AUTOMATIC DATA PROCES	03/15/2013	04/16/2014	12,737.00	10,998.00			1,739.00
	360. BAXTER INTL INC	04/26/2013	09/26/2014	25,942.00	24,950.00			992.00
	250000. BELLSOUTH CORP 5.2 09-15-2014 20140915 5.2	01/12/2009	07/15/2014	252,060.00	257,390.00			-5,330.00
<p>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) ▶</p>								

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 WAVERING FAMILY CHARITABLE FOUNDATION	Social security number or taxpayer identification number 36-6940417
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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	
	299. BRISTOL MYERS SQUIBB	01/12/2012	02/10/2014	15,333.00	10,177.00			5,156.00
	465. BRISTOL MYERS SQUIBB	10/31/2012	03/20/2014	25,016.00	15,811.00			9,205.00
	.33 CDK GLOBAL INC COM	09/18/2013	10/01/2014	9.00	9.00			
	147.67 CDK GLOBAL INC COM	09/18/2013	11/03/2014	4,943.00	3,342.00			1,601.00
	143. CAMPBELL SOUP CO	01/08/2013	12/01/2014	6,438.00	5,047.00			1,391.00
	547. CAMPBELL SOUP CO	08/27/2013	12/01/2014	24,626.00	25,319.00	W	693.00	
	682. CAMPBELL SOUP CO	08/27/2013	12/16/2014	29,404.00	29,895.00			-491.00
	23. CHEVRONTXACO CORP	02/01/2011	05/16/2014	2,832.00	2,204.00			628.00
	402. CHEVRONTXACO CORP	02/01/2011	08/01/2014	51,627.00	38,514.00			13,113.00
	250000. CISCO SYS INC 1.62 03-14-2014	04/14/2011	03/14/2014	250,000.00	250,083.00			-83.00
	733. COACH INC	02/01/2011	06/18/2014	28,889.00	39,821.00			-10,932.00
	303. COACH INC	08/27/2013	10/20/2014	10,546.00	16,369.00			-5,823.00
	170. CULLEN FROST BANKERS	07/08/2013	08/01/2014	12,972.00	12,230.00			742.00
	306. CULLEN FROST BANKERS	09/18/2013	12/16/2014	21,119.00	21,378.00			-259.00
<p>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) ▶</p>								

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 WAVERING FAMILY CHARITABLE FOUNDATION	Social security number or taxpayer identification number 36-6940417
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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	
	5987. MFC FLEXSHARES TR MO GLOBAL UPSTREAM NAT RES	03/26/2013	12/17/2014	182,476.00	209,595.00			-27,119.00
	132. GENERAL ELECTRIC CO	10/02/2012	06/05/2014	3,502.00	3,027.00			475.00
	808. GLAXO PLC	04/26/2013	08/01/2014	38,493.00	35,983.00			2,510.00
	353. HCP, INC	04/26/2013	06/18/2014	14,252.00	16,408.00			-2,156.00
	101. HCP, INC	01/12/2012	06/19/2014	4,123.00	4,020.00			103.00
	421. HCP, INC	09/18/2013	11/03/2014	18,396.00	16,757.00			1,639.00
	357. HCP, INC	01/12/2012	11/19/2014	15,479.00	14,194.00			1,285.00
	.13 HALYARD HEALTH INC COM	04/26/2013	11/03/2014	5.00	4.00			1.00
	94.75 HALYARD HEALTH INC C	09/13/2013	11/19/2014	3,623.00	2,390.00			1,233.00
	335. HOLLYFRONTIER CORP CO	01/10/2013	04/30/2014	17,594.00	12,636.00			4,958.00
	341. HOLLYFRONTIER CORP CO	02/22/2012	05/02/2014	17,732.00	11,520.00			6,212.00
	358. HOLLYFRONTIER CORP CO	05/17/2011	05/05/2014	18,554.00	9,983.00			8,571.00
	256. HOLLYFRONTIER CORP CO	05/17/2011	05/06/2014	13,189.00	7,139.00			6,050.00
	1218.99214 INTEL CORP	10/02/2012	03/20/2014	30,815.00	26,917.00			3,898.00
<p>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) ▶</p>								

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 WAVERING FAMILY CHARITABLE FOUNDATION	Social security number or taxpayer identification number 36-6940417
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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	
	24.00786 INTEL CORP	01/12/2012	03/20/2014	607.00	618.00	W	11.00	
	660. INTEL CORP	04/26/2013	06/05/2014	18,162.00	13,527.00			4,635.00
	1239. INTEL CORP	09/18/2013	11/03/2014	42,349.00	26,395.00			15,954.00
	7. INTL BUSINESS MACHINES	01/24/2013	07/15/2014	1,321.00	1,434.00	W	113.00	
	156. INTL BUSINESS MACHINE	07/23/2008	07/15/2014	29,448.00	20,168.00			9,280.00
	113. INTL BUSINESS MACHINE	08/27/2013	11/17/2014	18,554.00	14,144.00			4,410.00
	111. INTL BUSINESS MACHINE	11/20/2013	12/01/2014	17,973.00	20,561.00			-2,588.00
	35. JOHNSON & JOHNSON	04/26/2013	06/05/2014	3,596.00	2,622.00			974.00
	68. JOY GLOBAL INC	05/22/2012	01/16/2014	3,844.00	4,348.00			-504.00
	1253. JOY GLOBAL INC	07/17/2013	08/06/2014	74,221.00	70,167.00			4,054.00
	159. KELLOGG CO	10/09/2013	10/20/2014	9,752.00	9,509.00			243.00
	51. KIMBERLY CLARK CORP	10/31/2012	01/09/2014	5,283.00	3,781.00			1,502.00
	17. LOCKHEED MARTIN CORP	06/14/2011	01/16/2014	2,601.00	1,359.00			1,242.00
	1282. MATTEL INC	01/12/2012	04/16/2014	48,822.00	34,801.00			14,021.00
<p>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) ▶</p>								

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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

WAVERING FAMILY CHARITABLE FOUNDATION

36-6940417

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- (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	
	237. MCDONALDS CORP	01/12/2012	01/09/2014	22,667.00	23,761.00			-1,094.00
	1192. NAVIENT CORP COM	05/20/2013	05/30/2014	18,689.00	17,376.00			1,313.00
	1. NAVIENT CORP COM	05/15/2013	06/02/2014	16.00	14.00			2.00
	10. NEWMARKET CORP COM	12/05/2012	01/16/2014	3,333.00	2,699.00			634.00
	600. NOBLE ENERGY INC	03/04/2002	04/07/2014	41,633.00	5,561.00			36,072.00
	1900. NOBLE ENERGY INC	03/04/2002	07/09/2014	142,981.00	17,608.00			125,373.00
	955.11 MFB NORTHN FDS SHOR EXMP FD	08/02/2012	04/07/2014	10,000.00	10,210.00	W	210.00	
	2385.5 MFB NORTHN FDS SHOR EXMP FD	08/02/2012	07/07/2014	25,000.00	25,501.00	W	501.00	
	19047.62 MFB NORTHN FDS SH EXMP FD	08/24/2012	10/22/2014	200,000.00	203,550.00			-3,550.00
	3714.04 MFB NORTHN FDS SHO EXMP FD	08/24/2012	11/13/2014	38,886.00	39,629.00			-743.00
	600. OASIS PETE INC NEW CO	12/06/2013	12/31/2014	9,788.00	26,980.00			-17,192.00
	.75 ONE GAS INC COM	10/31/2012	02/03/2014	25.00	18.00			7.00
	332.75 ONE GAS INC COM	10/31/2012	02/10/2014	10,731.00	7,445.00			3,286.00
	345. ONEOK INC NEW	10/31/2012	02/26/2014	20,263.00	13,354.00			6,909.00
<p>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) ▶</p>								

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Name(s) shown on return Name and SSN or taxpayer identification no not required if shown on other side WAVERING FAMILY CHARITABLE FOUNDATION	Social security number or taxpayer identification number 36-6940417
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- (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	
	535. ONEOK INC NEW	09/18/2013	12/16/2014	23,846.00	20,760.00			3,086.00
	142. PATTERSON UTI ENERGY	01/24/2013	02/27/2014	4,113.00	2,574.00			1,539.00
	103. PATTERSON UTI ENERGY	09/21/2012	02/28/2014	2,993.00	1,799.00			1,194.00
	514. PATTERSON UTI ENERGY	09/21/2012	03/03/2014	14,603.00	8,976.00			5,627.00
	515. PATTERSON UTI ENERGY	09/21/2012	03/04/2014	14,930.00	8,993.00			5,937.00
	1533. PATTERSON UTI ENERGY	09/24/2012	03/05/2014	43,737.00	26,601.00			17,136.00
	33. PHILIP MORRIS INTERNAT	02/01/2011	01/16/2014	2,779.00	1,913.00			866.00
	900. PROCTER & GAMBLE CO	02/04/2000	04/07/2014	72,304.00	39,978.00			32,326.00
	632. RPC INC	01/24/2013	02/04/2014	10,283.00	7,655.00			2,628.00
	209. RPC INC	07/06/2012	02/05/2014	3,401.00	2,464.00			937.00
	697. RPC INC	07/06/2012	02/07/2014	11,529.00	8,154.00			3,375.00
	245. RPC INC	07/06/2012	02/27/2014	4,484.00	2,761.00			1,723.00
	164. RPC INC	05/09/2012	02/28/2014	3,018.00	1,790.00			1,228.00
	163. RPC INC	05/09/2012	03/03/2014	2,944.00	1,779.00			1,165.00
<p>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) ▶</p>								

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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
WAVERING FAMILY CHARITABLE FOUNDATION	36-6940417

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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)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	163. RPC INC	05/15/2012	03/04/2014	2,960.00	1,756.00			1,204.00
	505. RPC INC	06/01/2012	03/05/2014	9,125.00	5,383.00			3,742.00
	1056. RPC INC	06/01/2012	03/07/2014	19,523.00	11,047.00			8,476.00
	472. RLTY INC CORP COM	04/26/2013	09/08/2014	21,187.00	16,046.00			5,141.00
	1193. SLM CORPORATION SECU	05/20/2013	05/30/2014	10,245.00	9,684.00			561.00
	183. SOUTHN COPPER CORP DE	11/26/2012	08/01/2014	5,912.00	6,670.00			-758.00
	212. SOUTHN COPPER CORP DE	11/26/2012	08/04/2014	6,979.00	7,727.00			-748.00
	2700. STAPLES INC	02/05/2002	11/13/2014	36,141.00	32,076.00			4,065.00
	104. TUPPERWARE CORP	09/18/2013	12/16/2014	6,386.00	8,168.00			-1,782.00
	180. TUPPERWARE CORP	02/20/2013	12/17/2014	10,579.00	14,092.00			-3,513.00
	144. ULTRA PETE CORP	11/07/2012	04/10/2014	4,103.00	3,689.00			414.00
	162. ULTRA PETE CORP	11/07/2012	04/11/2014	4,419.00	4,139.00			280.00
	162. ULTRA PETE CORP	11/09/2012	04/14/2014	4,478.00	4,136.00			342.00
	160. ULTRA PETE CORP	11/09/2012	04/15/2014	4,393.00	4,082.00			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) ▶								

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Name(s) shown on return Name and SSN or taxpayer identification no not required if shown on other side **WAWERING FAMILY CHARITABLE FOUNDATION** Social security number or taxpayer identification number **36-6940417**

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						(f) Code(s) from instructions	(g) Amount of adjustment	
331.	ULTRA PETE CORP	11/09/2012	04/16/2014	9,233.00	8,445.00			788.00
655.	ULTRA PETE CORP	03/01/2013	04/17/2014	19,026.00	12,624.00			6,402.00
696.	ULTRA PETE CORP	03/01/2013	04/21/2014	20,766.00	11,512.00			9,254.00
162.	UTD THERAPEUTICS CORP	05/02/2013	05/30/2014	15,466.00	10,575.00			4,891.00
25.	UTD THERAPEUTICS CORP	04/26/2013	06/02/2014	2,386.00	1,563.00			823.00
340.	WESTERN DIGITAL CORP	02/01/2011	01/13/2014	28,733.00	11,739.00			16,994.00
576.	WILLIAMS COS INC	10/31/2012	02/26/2014	23,657.00	17,157.00			6,500.00
278.	WILLIAMS COS INC	04/26/2013	06/18/2014	15,989.00	8,356.00			7,633.00
37.	YUM BRANDS INC	05/08/2012	01/16/2014	2,681.00	2,640.00			41.00
138.	LYONDELLBASELL IND N USDO.01 CL 'A'	05/15/2013	08/01/2014	14,711.00	8,914.00			5,797.00
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) ▶				2,647,322.	2,234,315.		1,528.	414,535.

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Custom Reporting

31 DEC 14

Account number V0018

WAVERING FAMILY CHAR FDTN

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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
Equity Securities								
Common stock								
Canada - USD								
BCE INC COM NEW	CUSIP 055348780							
985 000		45 86	533 97	45,172 10	40,691 49	4,480 61	0 00	4,480 61
Total USD			533 97	45,172 10	40,691 49	4,480 61	0 00	4,480 61
Total Canada			533 97	45,172 10	40,691 49	4,480 61	0 00	4,480 61
Israel - USD								
ADR TEVA PHARMACEUTICAL INDS	CUSIP 881624209							
2,200 000		57 51	0 00	126,522 00	54,378 83	72,143 17	0 00	72,143 17
Total USD			0 00	126,522 00	54,378 83	72,143 17	0 00	72,143 17
Total Israel			0 00	126,522 00	54,378 83	72,143 17	0 00	72,143 17
Switzerland - USD								
ADR NOVARTIS AG	CUSIP 68987V109							
753 000		92 86	0 00	69,772 98	43,129 85	26,643 13	0 00	26,643 13
Total USD			0 00	69,772 98	43,129 85	26,643 13	0 00	26,643 13
Total Switzerland			0 00	69,772 98	43,129 85	26,643 13	0 00	26,643 13
United States - USD								
#REORGIMEDTRONIC MANDATORY EXCH MEDTRONIC HLDG LTD 291SAC1 01-27-2015	CUSIP 585055106							
1,100 000		72 20	335 50	79,420 00	24,209 50	55,210 50	0 00	55,210 50
#REORGIMYLAN INC STOCK MERGER MYLAN N V 271HAU1 03-02-2015	CUSIP 628530107							
1,616 000		56 37	0 00	91,093 92	52,815 18	38,278 74	0 00	38,278 74

Northern Trust

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Custom Reporting

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Account number V0018

WAVERING FAMILY CHAR FDTN

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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
Equity Securities								
Common stock								
United States - USD								
3M CO COM CUSIP · 88579Y101								
594 000		184.32	0.00	97,808.08	78,047.00	19,559.08	0.00	19,559.08
ABBOTT LAB COM CUSIP 002824100								
1,284 000		45.02	0.00	57,805.68	39,398.81	18,408.87	0.00	18,408.87
ABBVIE INC COM USD00 01 CUSIP 00287Y109								
1,880 000		65.44	0.00	129,571.20	60,828.94	68,644.26	0.00	68,644.26
AES CORP COM CUSIP 00130H105								
1,938 000		13.77	0.00	26,658.72	29,502.25	-2,843.53	0.00	-2,843.53
AFLAC INC COM CUSIP 001055102								
1,338 000		61.09	0.00	81,616.24	84,129.41	17,486.83	0.00	17,486.83
ALTRIA GROUP INC COM CUSIP 02209S103								
2,857 000		49.27	1,485.84	140,764.39	73,431.24	67,333.15	0.00	67,333.15
AMERICAN EXPRESS CO CUSIP 025816109								
750 000		93.04	0.00	69,780.00	39,870.00	29,910.00	0.00	29,910.00
ANALOG DEVICES INC COM CUSIP 032854105								
1,230 000		55.52	0.00	68,289.60	54,051.57	14,238.03	0.00	14,238.03
APACHE CORP COM CUSIP 037411105								
1,098 000		62.67	0.00	68,811.66	86,630.91	-19,819.25	0.00	-19,819.25

Northern Trust

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Custom Reporting

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Account number V0018

WAVERING FAMILY CHAR FDTN

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◆ Asset Detail - Base Currency

<u>Description / Asset ID</u>	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
Equity Securities							
Common stock							
United States - USD							
APPLE INC COM STK CUSIP 037833100 AAPL	110.38	0.00	118,989.64	58,929.27	60,060.37	0.00	60,060.37
ATWOOD OCEANICS INC COM CUSIP 050095108							
2,312,000	28.37	0.00	65,591.44	94,381.88	-28,790.44	0.00	-28,790.44
AUTOMATIC DATA PROCESSING INC COM CUSIP 053015103							
448,000	83.37	219.52	37,349.76	23,428.52	13,921.24	0.00	13,921.24
BAXTER INTL INC COM CUSIP 071813109							
885,000	73.29	512.20	72,190.65	62,977.14	9,213.51	0.00	9,213.51
BLACKROCK INC COM STK CUSIP 09247X101							
241,000	357.56	0.00	86,171.96	59,639.55	26,532.41	0.00	26,532.41
C H ROBINSON WORLDWIDE INC COM NEW COM NEW CUSIP 12541W209							
875,000	74.89	0.00	65,528.75	41,235.69	24,293.06	0.00	24,293.06
CAMPBELL SOUP CO COM CUSIP 134428109							
585,000	44.00	0.00	25,740.00	22,420.75	3,319.25	0.00	3,319.25
CATERPILLAR INC COM CUSIP 148123101 CAT							
1,238,000	91.53	0.00	113,131.08	110,630.51	2,500.57	0.00	2,500.57
CBOE HOLDINGS INC COM CUSIP 12503M108							
1,618,000	63.42	0.00	102,613.56	48,645.33	53,968.23	0.00	53,968.23

Northern Trust

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Custom Reporting

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Account number V0018

WAVERING FAMILY CHAR FDTN

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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
Equity Securities								
Common stock								
United States - USD								
CF INDS HLDGS INC COM	CUSIP 125269100							
CF		272 54	0 00	69,225 16	35,727 41	33,497 75	0 00	33,497 75
CHEVRON CORP COM	CUSIP 168764100							
CVX		112 18	0 00	74,487 52	72,183 06	2,304 46	0 00	2,304 46
CISCO SYSTEMS INC	CUSIP 17275R102							
CSCO		27 815	0 00	81,525 76	59,376 76	22,149 00	0 00	22,149 00
COCA COLA CO COM	CUSIP 191216100							
		42 22	0 00	84,681 04	54,614 54	10,066 50	0 00	10,066 50
COLGATE-PALMOLIVE CO COM	CUSIP 194182103							
		69 19	0 00	79,499 31	70,290 16	9,209 15	0 00	9,209 15
CONOCOPHILLIPS COM	CUSIP 20825C104							
		69 08	0 00	160,840 74	113,558 04	47,282 70	0 00	47,282 70
CONTINENTAL RES INC COM	CUSIP 212015101							
		38 38	0 00	75,876 08	81,858 37	-5,982 29	0 00	-5,982 29
COPA HOLDINGS SA COM STK	CUSIP P31076105							
CPA		103 64	0 00	16,271 48	22,822 21	-6,550 73	0 00	-6,550 73
DENTSPLY INTL INC NEW COM	CUSIP 249030107							
		53 27	79 50	63,924 00	29,719 92	34,204 08	0 00	34,204 08

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Description / Asset ID	Investment Mgr ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss	
							Translation	Total
Equity Securities								
Common stock								
United States - USD								
DISCOVER FINL SVCS COM STK CUSIP 254709108		65 49	0 00	90,245 22	43,181 79	47,053 43	0 00	47,053 43
EATON VANCE CORP COM NON VTG CUSIP 278265103		40 93	0 00	60,412 68	43,247 80	17,164 88	0 00	17,164 88
EMERSON ELECTRIC CO COM CUSIP 281011104		61 73	0 00	130,065 11	90,751 45	39,313 66	0 00	39,313 66
EXXON MOBIL CORP COM CUSIP 30231G102		92 45	0 00	227,334 55	120,291 92	107,042 63	0 00	107,042 63
XOM								
GALLAGHER ARTHUR J & CO COM CUSIP 363578109		47 08	0 00	42,089 52	32,258 25	9,831 27	0 00	9,831 27
GENERAL DYNAMICS CORP COM CUSIP 369550108		137 62	0 00	82,572 00	27,630 00	54,942 00	0 00	54,942 00
GENERAL ELECTRIC CO CUSIP 369604103		25 27	692 53	76,087 97	64,901 12	11,186 85	0 00	11,186 85
GE								
GENUINE PARTS CO COM CUSIP 372460105		106 57	253 00	46,890 80	27,906 67	18,984 13	0 00	18,984 13
GILEAD SCIENCES INC CUSIP 375558103		94 26	0 00	56,650 26	49,353 98	7,296 28	0 00	7,296 28
GILD								

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Equity Securities								
Common stock								
United States - USD								
HERSHEY COMPANY COM STK USD1 CUSIP 427866108								
553 000		103 93	0 00	57,473 29	51,730 18	5,743 11	0 00	5,743 11
HOME DEPOT INC COM CUSIP 437076102								
1,350 000		104 97	0 00	141,709 50	31,986 00	109,723 50	0 00	109,723 50
HOSPIRA INC COM CUSIP 441060100								
1,720 000		61 25	0 00	105,350 00	46,872 59	58,477 41	0 00	58,477 41
INTERNATIONAL BUSINESS MACHS CORP COM CUSIP 459200101								
650 000		160 44	0 00	104,286 00	80,464 80	23,821 20	0 00	23,821 20
IBM								
JOHNSON & JOHNSON COM USD1 CUSIP 478160104								
946 000		104 57	0 00	98,923 22	65,243 79	33,679 43	0 00	33,679 43
JNU								
JPMORGAN CHASE & CO COM CUSIP 46625H100								
2,528 000		62 56	0 00	158,264 62	123,651 80	34,613 02	0 00	34,613 02
JPM								
KIMBERLY-CLARK CORP COM CUSIP 484368103								
768 000		115 54	645 96	88,850 26	56,733 67	32,116 59	0 00	32,116 59
KMB								
KINDER MORGAN INC DEL COM CUSIP 49456B101								
490 000		42 31	0 00	20,731 90	18,817 52	1,914 38	0 00	1,914 38
KOHLS CORP COM CUSIP 500255104								
1,100 000		61 04	0 00	67,144 00	15,015 45	52,128 55	0 00	52,128 55

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Equity Securities								
Common stock								
United States - USD								
KRAFT FOODS GROUP INC COM	CUSIP 50076Q106							
1,311,000	62.66	721.05	82,147.26	61,752.61	20,394.65	0.00	20,394.65	
LOCKHEED MARTIN CORP COM CUSIP 539830109								
1,031,000	192.57	0.00	198,539.67	103,562.03	94,977.64	0.00	94,977.64	
LYONDELBASELL IND N V COM USD 01 CL 'A' CUSIP N53745100								
1,659,000	79.39	0.00	131,708.01	127,809.66	3,898.35	0.00	3,898.35	
MARATHON PETE CORP COM CUSIP 56585A102								
990,000	90.26	0.00	89,357.40	48,014.10	41,343.30	0.00	41,343.30	
MARSH & MCLENNAN CO'S INC COM CUSIP 571748102								
528,000	57.24	0.00	30,108.24	27,162.17	2,946.07	0.00	2,946.07	
MAXIM INTEGRATED PRODS INC COM CUSIP 57772K101								
1,178,000	31.87	0.00	37,542.86	39,259.95	-1,717.09	0.00	-1,717.09	
MC DONALDS CORP COM CUSIP 580135101								
707,000	93.70	0.00	66,245.90	70,740.14	-4,494.24	0.00	-4,494.24	
MCGRAW HILL FINANCIAL INC CUSIP 580645109								
794,000	88.98	0.00	70,650.12	37,213.72	33,436.40	0.00	33,436.40	
MERCK & CO INC NEW COM CUSIP 58933Y105								
1,191,000	58.78	535.95	67,836.89	52,596.97	15,039.92	0.00	15,039.92	

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Equity Securities								
Common stock								
United States - USD								
MICROSOFT CORP COM MSFT	CUSIP · 594918104	46 45	0 00	248,646 85	139,409 40	109,237 45	0 00	109,237 45
MOODY'S CORP COM	CUSIP · 615369105							
		95 81	0 00	68,867 39	62,792 03	6,095 36	0 00	6,095 36
NATIONSTAR MTG HLDGS INC COM STK CUSIP · 63861C109								
		28 18	0 00	50,206 39	61,928 04	-11,721 65	0 00	-11,721 65
NEWMARKET CORP COM CUSIP · 651587107								
		403 53	245 00	70,617 75	44,423 77	26,193 98	0 00	26,193 98
NEXTERA ENERGY INC COM CUSIP · 65339F101								
		106 29	0 00	72,808 65	52,527 48	20,281 17	0 00	20,281 17
OASIS PETE INC NEW COM STK CUSIP · 674215108								
		16 54	0 00	15,663 38	29,339 39	-13,676 01	0 00	-13,676 01
OIL STS INTL INC COM /SIN US6780261052 CUSIP · 678026105								
OIS		48 90	0 00	84,450 30	92,006 18	-7,555 88	0 00	-7,555 88
ONEOK INC COM STK CUSIP · 682880103								
		49 78	0 00	24,397 10	19,335 61	5,061 49	0 00	5,061 49
ORACLE CORP COM CUSIP · 68389X105								
ORCL		44 97	0 00	40,473 00	30,172 50	10,300 50	0 00	10,300 50

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<u>Description / Asset ID</u>	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
Equity Securities							
Common stock							
United States - USD							
PAYCHEX INC COM CUSIP 704326107	48 17	0 00	164,180 52	122,350 02	41,830 50	0 00	41,830 50
PEPSICO INC COM CUSIP 713448108							
1,220 000	94 56	799 10	115,363 20	80,016 06	25,347 14	0 00	25,347 14
PG&E CORP COM CUSIP 69331C108							
1,400 000	53 24	637 00	74,536 00	50,234 94	24,301 06	0 00	24,301 06
PHILIP MORRIS INTL COM STK NPV CUSIP 718172109							
PM							
1,359 000	81 45	1,359 00	110,690 55	85,388 68	25,301 87	0 00	25,301 87
PNC FINANCIAL SERVICES GROUP COM STK CUSIP 693475105							
PNC							
498 000	91 23	0 00	45,432 54	43,917 07	1,515 47	0 00	1,515 47
PRAXAIR INC COM CUSIP 74005P104							
750 000	129 56	0 00	97,170 00	35,161 50	62,008 50	0 00	62,008 50
PROCTER & GAMBLE COM NPV CUSIP 742718109							
3,015 000	91 09	0 00	274,636 35	124,801 09	149,835 26	0 00	149,835 26
QUALCOMM INC COM CUSIP 747525103							
QCOM							
840 000	74 33	0 00	62,437 20	53,828 12	8,608 08	0 00	8,608 08
ROCKWELL COLLINS INC COM CUSIP 774341101							
742 000	84 48	0 00	62,684 16	54,637 32	8,046 84	0 00	8,046 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
Equity Securities							
Common stock							
United States - USD							
ROSS STORES INC COM CUSIP 778296103 ROST	94.26	0.00	75,030.96	56,846.96	18,184.00	0.00	18,184.00
SM ENERGY CO COM CUSIP 78454L100							
935.000	38.58	0.00	36,072.30	79,006.17	-42,933.87	0.00	-42,933.87
SPECTRA ENERGY CORP COM STK CUSIP 847560109							
1,848.000	36.30	0.00	67,082.40	62,321.99	4,760.41	0.00	4,760.41
STATE STR CORP COM CUSIP 857477103							
1,200.000	78.50	380.00	94,200.00	65,093.00	29,107.00	0.00	29,107.00
STRYKER CORP CUSIP 863667101							
500.000	94.33	172.50	47,185.00	18,929.55	28,235.45	0.00	28,235.45
TARGET CORP COM STK CUSIP 87612E106							
1,100.000	75.91	0.00	83,501.00	41,252.00	42,249.00	0.00	42,249.00
TJX COS INC COM NEW CUSIP 872540109 TJX							
1,538.000	68.58	0.00	105,338.88	37,808.55	67,530.33	0.00	67,530.33
TRAVELERS COS INC COM STK CUSIP 89417E109							
750.000	105.85	0.00	79,387.50	44,826.63	34,560.87	0.00	34,560.87
TUPPERWARE BRANDS CORPORATION CUSIP 899898104 TUP							
0.000	63.00	197.20	0.00	0.00	0.00	0.00	0.00

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Equity Securities								
Common stock								
United States - USD								
UNITED PARCEL SVC INC CL B CUSIP 911312106								
598 000	111 17		0 00	66,479 66	50,387 07	16,092 59	0 00	16,092 59
UNITED TECHNOLOGIES CORP COM CUSIP 913017109								
800 000	115 00		0 00	92,000 00	30,160 00	61,840 00	0 00	61,840 00
US BANCORP CUSIP 902973304								
1,786 000	44 85		437 57	80,280 70	62,707 52	17,573 18	0 00	17,573 18
VALERO ENERGY CORP COM STK NEW CUSIP 91913Y100								
1,334 000	49 50		0 00	66,033 00	62,130 92	3,902 08	0 00	3,902 08
VERISK ANALYTICS INC COM STK CUSIP 92345Y106								
515 000	64 05		0 00	32,985 75	31,205 91	1,779 84	0 00	1,779 84
VERIZON COMMUNICATIONS COM CUSIP 92343V104								
663 000	48 78		0 00	31,015 14	31,084 38	-69 24	0 00	-69 24
WADDELL & REED FINL INC CL A COM CUSIP 930059100								
1,242 000	49 82		0 00	61,876 44	46,097 84	15,778 50	0 00	15,778 50
WALGREENS BOOTS ALLIANCE INC COM CUSIP 931427108								
1,600 000	76 20		0 00	121,920 00	21,479 50	100,440 50	0 00	100,440 50
WELLS FARGO & CO NEW COM STK CUSIP 949746101								
2,200 000	54 82		0 00	120,604 00	72,876 18	47,727 82	0 00	47,727 82

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Description / Asset ID	Investment Mgr ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
Equity Securities								
Common stock								
United States - USD								
WESTERN UNION CO	CUSIP 959802109							
3,908,000	17 91	0.00	69,992.28	64,627.44	5,384.84	0.00		5,384.84
WESTN DIGITAL CORP COM CUSIP 958102105								
927,000	110 70	370.80	102,618.90	32,786.82	69,832.08	0.00		69,832.08
WILLIAMS CO INC COM CUSIP 969457100								
1,114,000	44 94	0.00	50,063.16	33,119.07	16,944.09	0.00		16,944.09
WIS ENERGY COM CUSIP 976657106								
1,180,000	52 74	0.00	82,233.20	49,974.97	12,258.23	0.00		12,258.23
YUM BRANDS INC COM CUSIP 988498101								
763,000	72 85	0.00	55,584.55	44,548.69	11,035.86	0.00		11,035.86
Total USD		10,059.02	7,998,819.02	5,457,151.51	2,541,667.51	0.00		2,541,667.51
Total United States		10,059.02	7,998,819.02	5,457,151.51	2,541,667.51	0.00		2,541,667.51
Total Common Stock		10,592.99	8,240,286.10	5,595,351.68	2,644,934.42	0.00		2,644,934.42
Equity funds								
Emerging Markets Region - USD								
MPB NORTHN FUNDS EMERGING MKTS EQTY INDEX FD CUSIP 685162562								
20,955,840	10 61	0.00	222,341.46	191,487.00	30,854.46	0.00		30,854.46
Total USD		0.00	222,341.46	191,487.00	30,854.46	0.00		30,854.46
Total Emerging Markets Region		0.00	222,341.46	191,487.00	30,854.46	0.00		30,854.46

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<u>Description / Asset ID</u>		Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
Equity Securities								
Equity funds								
International Region - USD								
MFB NORTN INTL EQTY INDEX FD CUSIP 665130209								
	66,797,160	11.18	0.00	746,792.24	627,665.97	119,126.27	0.00	119,126.27
Total USD				746,792.24	627,665.97	119,126.27	0.00	119,126.27
Total International Region								
119,126.27								
United States - USD								
MFB NORTHERN FDS SMALL CAP VALUE FD CUSIP 665162400								
	12,849,880	21.12	0.00	271,385.24	211,620.72	59,764.52	0.00	59,764.52
MFB NORTHERN MULTI-MANAGER GLOBAL LISTED INFRASTRUCTURE FUND CUSIP 665162384								
	9,819,320	12.29	0.00	120,679.44	125,000.00	-4,320.56	0.00	-4,320.56
MFB NORTN MID CAP INDEX FD CUSIP 665130100								
	26,681,280	17.51	0.00	467,189.21	245,365.84	221,823.37	0.00	221,823.37
SPDR S&P 500 ETF TRUST CUSIP 78462F103								
	4,288,000	205.50	4,866.53	881,184.00	685,158.04	196,025.96	0.00	196,025.96
Total USD			4,866.53	1,740,437.89	1,267,144.60	473,293.29	0.00	473,293.29
Total United States								
			4,866.53	1,740,437.89	1,267,144.60	473,293.29	0.00	473,293.29
Total Equity Funds								
	141,391,280		4,866.53	2,709,571.59	2,086,297.57	623,274.02	0.00	623,274.02
Other equity								
United States - USD								

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							Translation	Total
Equity Securities								
Other equity								
United States - USD								
APARTMENT INVT & MGMT CO CL A	CUSIP 03748R101							
2,108,000	37 15		0 00	78,237 90	56,351 12	21,886 78	0 00	21,886 78
HEALTH CARE REIT INC COM CUSIP 42217K108								
897,000	75 67		0 00	67,875 99	49,526 70	18,349 29	0 00	18,349 29
VENTAS INC REIT CUSIP 92276F100								
834,000	71 70		0 00	59,797 80	59,013 89	783 91	0 00	783 91
Total USD			0 00	205,911 69	164,891 71	41,019 98	0 00	41,019 98
Total United States			0 00	205,911 69	164,891 71	41,019 98	0 00	41,019 98
Total Other Equity			0 00	205,911 69	164,891 71	41,019 98	0 00	41,019 98
Total Equity Securities								
272,431,280			15,459.52	11,155,769.38	7,846,540.96	3,309,228.42	0.00	3,309,228.42
Fixed Income Securities								
Corporate/government								
France - USD								
TOTAL CAP 3% DUE 06-24-2015 CUSIP 89152UAC8								
250,000,000	101 1684		145 83	252,921 00	255,325 00	-2,404 00	0 00	-2,404 00
Issue Date 24 Jun 10	Rate 3 00%	Yield to Maturity 0 686%	Maturity Date 24 Jun 15					
Total USD			145 83	252,921 00	255,325 00	-2,404 00	0 00	-2,404 00

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Description / Asset ID	Investment Mgr ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
Fixed Income Securities								
Corporate/government								
Total France			145.83	252,921 00	255,325 00	-2,404 00	0 00	-2,404 00
United States - USD								
ANHEUSER BUSCH COS 4 625% DUE 02-01-2015 CUSIP 035229CR2								
150,000 000		100 298	2,880 62	150,447 00	154,980 00	-4,533 00	0 00	-4,533 00
Rate 4 625% Maturity Date 01 Feb 15								
MFB NORTHN FDS SHORT BD FD CUSIP 665162368								
25,177 280		18 96	0 00	477,361 41	480,223 00	-2,861 59	0 00	-2,861 59
MFB NORTHN HI YIELD FXD INC FD CUSIP 665162699								
126,317 480		7 08	0 00	894,327 82	898,438 02	-4,110 20	0 00	-4,110 20
Issue Date 25 Aug 08								
MFO FRKLN INVS SECS TR FLTG RATE DAILY ACCESS FD ADVISOR CUSIP 353612781								
12,551 960		8 91	496 06	111,837 96	115,227 00	-3,389 04	0 00	-3,389 04
Total USD			3,386 68	1,633,974 19	1,648,868 02	-14,893 83	0 00	-14,893 83
Total United States			3,386 68	1,633,974 19	1,648,868 02	-14,893 83	0 00	-14,893 83
Total Corporate/Government								
564,046.740			3,532.51	1,886,895.19	1,904,193.02	-17,297.83	0.00	-17,297.83
Municipal issues								
United States - USD								
MFB NORTHN FDS SHORT INTER TX EXMP FD CUSIP 665162525								
48,234 240		10 45	0 00	504,047 80	509,174 56	-5,126 76	0 00	-5,126 76
Issue Date 25 Aug 08								

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Fixed Income Securities								
Municipal issues								
Total USD			0.00	504,047.80	509,174.56	-5,126.76	0.00	-5,126.76
Total United States			0.00	504,047.80	509,174.56	-5,126.76	0.00	-5,126.76
Total Municipal Issues								
48,234,240			0.00	504,047.80	509,174.56	-5,126.76	0.00	-5,126.76
Total Fixed Income Securities								
612,280,980			3,532.51	2,390,942.99	2,413,367.58	-22,424.59	0.00	-22,424.59

Real Estate

Real estate funds

Global Region - USD

MFB NORTHN FDS MULTI-MANAGER GLOBAL REALESTATE FD CUSIP 665182475

11,487.410	16.04	0.00	184,258.05	183,940.71	317.34	0.00	0.00	317.34
Total USD		0.00	184,258.05	183,940.71	317.34	0.00	0.00	317.34
Total Global Region		0.00	184,258.05	183,940.71	317.34	0.00	0.00	317.34

Total Real Estate Funds

11,487.410		0.00	184,258.05	183,940.71	317.34	0.00	0.00	317.34
Total Real Estate		0.00	184,258.05	183,940.71	317.34	0.00	0.00	317.34
11,487.410		0.00	184,258.05	183,940.71	317.34	0.00	0.00	317.34

Cash and Short Term Investments

Short term

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Cash and Short Term Investments								
Short term								
USD - United States dollar								
		1.00	2.68	440,418.01	440,418.01	0.00	0.00	0.00
Total short term - all currencies								
			2.68	440,418.01	440,418.01	0.00	0.00	0.00
Total short term - all countries								
			2.68	440,418.01	440,418.01	0.00	0.00	0.00
Total Short Term								
			2.68	440,418.01	440,418.01	0.00	0.00	0.00
Total Cash and Short Term Investments								
			2.68	440,418.01	440,418.01	0.00	0.00	0.00

Adjustments To Cash

Pending trade sales								
USD - United States dollar								
		1.00	0.00	21,844.50	21,844.50	0.00	0.00	0.00
Total pending trade sales - all currencies								
			0.00	21,844.50	21,844.50	0.00	0.00	0.00
Total pending trade sales - all countries								
			0.00	21,844.50	21,844.50	0.00	0.00	0.00
Total Pending trade sales								
			0.00	21,844.50	21,844.50	0.00	0.00	0.00
Total Adjustments To Cash								
			0.00	21,844.50	21,844.50	0.00	0.00	0.00

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Custom Reporting

31 DEC 14

Account number V0018

WAVERING FAMILY CHAR FDTN

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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
Total	1,336,617.680		18,994.71	14,193,232.93	10,906,111.76	3,287,121.17	0.00	3,287,121.17

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