Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.

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

OMB No 1545-0052

2014

Open to Public Inspection

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

Name of foundation: AGL FOUNDATION

A Employer identification number: 65-0098771

Number and street (or P.O. box number if mail is not delivered to street address): NORTHERN TRUST COMPANY AS AGENT

Room/suite:

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

City or town, state or province, country, and ZIP or foreign postal code: P. O. BOX 803878, CHICAGO, IL 60680

C If exemption application is pending, check here ▶ ☐

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

D 1 Foreign organizations, check here ▶ ☐

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 12,435,074.

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

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

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc., received (attach schedule)				
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch. B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	303,864.	300,999.		STMT 1
	5a	Gross rents	52,232.	52,232.		
	b	Net rental income or (loss) -22,955.				
	6a	Net gain or (loss) from sale of assets not on line 10	156,367.			
	b	Gross sales price for all assets on line 6a 1,323,604.				
	7	Capital gain net income (from Part IV, line 2)		156,367.		
	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	512,463.	509,598.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.				
	14	Other employee salaries and wages		NONE	NONE	
	15	Pension plans, employee benefits		NONE	NONE	
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule) STMT 2	3,000.	1,500.	NONE	1,500.
	c	Other professional fees (attach schedule) STMT 3	79,164.	79,164.		
	17	Interest				
	18	Taxes (attach schedule) (see instructions) STMT 4	15,380.	3,880.		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings		NONE	NONE	
	22	Printing and publications		NONE	NONE	
	23	Other expenses (attach schedule) STMT 5	76,075.	75,196.		879.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	173,619.	159,740.	NONE	2,379.
	25	Contributions, gifts, grants paid	594,049.			594,049.
	26	**Total expenses and disbursements.** Add lines 24 and 25	767,668.	159,740.	NONE	596,428.
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	-255,205.			
	b	**Net investment income** (if negative, enter -0-)		349,858.		
	c	**Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets

		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	279,727.	194,405.	194,405.
	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 6	6,068,060.	6,233,448.	7,914,309.
	c	Investments - corporate bonds (attach schedule) STMT 7	2,693,456.	2,416,368.	2,362,155.
	11	Investments - land, buildings, and equipment: basis ▶ 326,723. Less: accumulated depreciation (attach schedule) ▶	326,723.	326,723.	1,389,650.
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) STMT 8	32,555.	32,555.	38,824.
	14	Land, buildings, and equipment: basis ▶ Less: accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶ SEE ATTACHMENTS)	843,662.	776,958.	535,731.
	16	**Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	10,244,183.	9,980,457.	12,435,074.
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 ▶ UNSETTLED TRADE @ YEAR END)			
	23	**Total liabilities** (add lines 17 through 22)		NONE	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, ▶ ☒ **check here and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds	10,244,183.	9,980,457.	
	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)	10,244,183.	9,980,457.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	10,244,183.	9,980,457.	

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	10,244,183.
2	Enter amount from Part I, line 27a	2	-255,205.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	9,988,978.
5	Decreases not included in line 2 (itemize) ▶ COST ADJUSTMENT	5	8,521.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	9,980,457.

Form **990-PF** (2014)

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	1,323,604.		1,167,237.	156,367.
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				156,367.
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** 156,367.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 . . . . **3**

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col. (c))
2013	528,023.	12,090,978.	0.043671
2012	72,425.	11,392,090.	0.006357
2011	160,784.	4,092,249.	0.039290
2010	11,328.	266,272.	0.042543
2009	51,071.	283,315.	0.180262

2	**Total** of line 1, column (d)	2	0.312123
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	0.062425
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	12,450,936.
5	Multiply line 4 by line 3	5	777,250.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	3,499.
7	Add lines 5 and 6	7	780,749.
8	Enter qualifying distributions from Part XII, line 4	8	596,428.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. . . . Date of ruling or determination letter: _________________ (attach copy of letter if necessary - see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	6,997.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . .			2	
3	Add lines 1 and 2			3	6,997.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . .			4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	6,997.
6	Credits/Payments:				
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	8,108.		
b	Exempt foreign organizations - tax withheld at source	6b	NONE		
c	Tax paid with application for extension of time to file (Form 8868)	6c	NONE		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d			7	8,108.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	1,111.
11	Enter the amount of line 10 to be: **Credited to 2015 estimated tax** ▶ 1,111. **Refunded** ▶			11	

Part VII-A Statements Regarding Activities

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

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

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

Located at ▶ P.O. BOX 803878, CHICAGO, IL ZIP+4 ▶ 60680

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

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

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

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2014 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b		X

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

			Yes	No
5a	During the year did the foundation pay or incur any amount to:			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No			
	(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No			
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) ☐ Yes ☒ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No			
b	If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	5b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No *If "Yes," attach the statement required by Regulations section 53.4945-5(d).*			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? *If "Yes" to 6b, file Form 8870.*	6b		X
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
RICHARD E. GORDON 143 OLD MORRIS TRAIL, WHITEFISH, MT 59937	PRESIDENT 1	-0-	-0-	-0-
PATTI E. PASTOR P.O. BOX 243, BIGFORK, MT 59911	VICE PRESIDENT 1	-0-	-0-	-0-

2 Compensation of five highest-paid employees (other than those included on line 1 - see instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE		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
THE NORTHERN TRUST COMPANY CHICAGO, IL 60680	INVESTMENT ADVISORY	60,591.

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	12,640,544.
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	12,640,544.
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	12,640,544.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)			4	189,608.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4			5	12,450,936.
6	**Minimum investment return.** Enter 5% of line 5			6	622,547.

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	622,547.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	6,997.		
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	6,997.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	615,550.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	615,550.
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	615,550.

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	596,428.
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	596,428.
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	596,428.

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					615,550.
2	Undistributed income, if any, as of the end of 2014:					
a	Enter amount for 2013 only				591,997.	
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: ▶ $ 596,428.					
a	Applied to 2013, but not more than line 2a				591,997.	
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					4,431.
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					611,119.
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			
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	(e) Total
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).)

ADELYN LUTHER (DECEASED)

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.

NONE

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

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

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

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

c Any submission deadlines:

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

65-0098771

Part XV **Supplementary Information** (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 13				594,049.
Total ▶ **3a**				594,049.
b *Approved for future payment*				
Total ▶ **3b**				

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Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	303,864.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property				-22,955.	
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	156,367.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				437,276.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . . 13 437,276.

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

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

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

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

▶ Pattie E. [illegible] | 5-5-15 ▶ trustee

Signature of officer or trustee Date Title

5-5-15 Trustee

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
YUERU GU		04/16/2015		P01315622

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

Firm's address ▶ P.O. BOX 803878
CHICAGO, IL 60680

Phone no 312-630-6000

Form 990-PF (2014)

RENT AND ROYALTY INCOME

Taxpayer's Name AGL FOUNDATION

Identifying Number 65-0098771

DESCRIPTION OF PROPERTY
100 LEVI COURT BIGFORK, MONTANA 59911

☐ Yes ☐ No Did you actively participate in the operation of the activity during the tax year?

TYPE OF PROPERTY: 3 - VACATION/SHORT-TERM RESIDENCE

OTHER INCOME:			
TOTAL GROSS INCOME			
OTHER EXPENSES:			
CLEANING		4,229.	
INSURANCE		3,990.	
TAXES		6,065.	
UTILITIES		6,959.	
OTHER EXPENSES		792.	
DEPRECIATION (SHOWN BELOW)			
LESS: Beneficiary's Portion			
AMORTIZATION			
LESS: Beneficiary's Portion			
DEPLETION			
LESS: Beneficiary's Portion			
TOTAL EXPENSES			22,035.
TOTAL RENT OR ROYALTY INCOME (LOSS)			-22,035.
Less Amount to			
Rent or Royalty			
Depreciation			
Depletion			
Investment Interest Expense			
Other Expenses			
Net Income (Loss) to Others			
Net Rent or Royalty Income (Loss)			-22,035.
Deductible Rental Loss (if Applicable)			

SCHEDULE FOR DEPRECIATION CLAIMED

(a) Description of property	(b) Cost or unadjusted basis	(c) Date acquired	(d) ACRS des.	(e) Bus. %	(f) Basis for depreciation	(g) Depreciation in prior years	(h) Method	(i) Life or rate	(j) Depreciation for this year
Totals									

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SUPPLEMENT TO RENT AND ROYALTY SCHEDULE

OTHER DEDUCTIONS

EAGLE BEND NORTH HOA	792.
	792.

RENT AND ROYALTY INCOME

Taxpayer's Name AGL FOUNDATION

Identifying Number 65-0098771

DESCRIPTION OF PROPERTY
68-1399 MAUNA LANI DRIVE, UNIT D102

☐ Yes ☐ No Did you actively participate in the operation of the activity during the tax year?

TYPE OF PROPERTY: 3 - VACATION/SHORT-TERM RESIDENCE

RENTAL INCOME		52,232.	
OTHER INCOME:			
TOTAL GROSS INCOME			52,232.
OTHER EXPENSES:			
CLEANING		4,369.	
MANAGEMENT FEES		13,583.	
TAXES		16,517.	
UTILITIES		531.	
OTHER EXPENSES		18,152.	
DEPRECIATION (SHOWN BELOW)			
LESS: Beneficiary's Portion			
AMORTIZATION			
LESS: Beneficiary's Portion			
DEPLETION			
LESS: Beneficiary's Portion			
TOTAL EXPENSES			53,152.
TOTAL RENT OR ROYALTY INCOME (LOSS)			-920.
Less Amount to			
Rent or Royalty			
Depreciation			
Depletion			
Investment Interest Expense			
Other Expenses			
Net Income (Loss) to Others			
Net Rent or Royalty Income (Loss)			-920.
Deductible Rental Loss (if Applicable)			

SCHEDULE FOR DEPRECIATION CLAIMED

(a) Description of property	(b) Cost or unadjusted basis	(c) Date acquired	(d) ACRS des.	(e) Bus %	(f) Basis for depreciation	(g) Depreciation in prior years	(h) Method	(i) Life or rate	(j) Depreciation for this year
Totals									

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SUPPLEMENT TO RENT AND ROYALTY SCHEDULE

OTHER DEDUCTIONS

ASSOCIATION FEE	17,699.
OTHER	453.
	18,152.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS AND INTEREST	300,999.	300,999.
MUNICIPAL INTEREST	815.	
RETURN OF CAPITAL	2,050.	
TOTAL	303,864.	300,999.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE	3,000.	1,500.		1,500.
TOTALS	3,000.	1,500.	NONE	1,500.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
NORTHERN TRUST INVESTMENT ADVI	60,591.	60,591.
BAHL & GAYNOR AND NTGI	18,573.	18,573.
TOTALS	79,164.	79,164.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
2013 EXTENSION TAX	4,500.	
ESTIMTAED TAX	7,000.	
FOREIGN TAX	3,880.	3,880.
TOTALS	15,380.	3,880.

AGL FOUNDATION 65-0098771

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
RENT AND ROYALTY EXPENSES	75,187.		
RENT EXPENSES		75,187.	
CSC FEE	879.		879.
ADR FEE	9.	9.	
TOTALS	76,075.	75,196.	879.

AGL FOUNDATION 65-0098771

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION		ENDING BOOK VALUE	ENDING FMV
SEE ATTACHMENTS		6,233,448.	7,914,309.
	TOTALS	6,233,448.	7,914,309.

AGL FOUNDATION 65-0098771

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION		ENDING BOOK VALUE	ENDING FMV
SEE ATTACHMENTS		2,416,368.	2,362,155.
	TOTALS	2,416,368.	2,362,155.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHMENTS	C	32,555.	38,824.
TOTALS		32,555.	38,824.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
BLAINE COUNTY EDUCATION
FOUNDATION
ADDRESS:
.
HAILEY, ID
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 31,525.

RECIPIENT NAME:
WHITEFISH LEGACY PARTNERS
ADDRESS:
525 RAILWAY ST.
WHITEFISH, MT 59937
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
FRIENDS OF MONTANA PBS
ADDRESS:
VIAUAL COMMU ICATION BLDG. 183
BOZEMAN, MT 59717
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 10,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
FLATHEAD LAKE BIOLOGICAL STATION
ADDRESS:
32125 BIO STATION LN
POLSON, MT 59860
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 7,500.

RECIPIENT NAME:
KALISPELL REGIONAL HEALTHCARE FOUNDATION
ADDRESS:
310 SUNNYVIEW LANE
KALISPELL, MT 59901
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
WHITEFISH COMMUNITY FOUNDATION
ADDRESS:
214 2ND ST W # W
WHITEFISH, MT 59937
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 295,024.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
FRIENDS OF BIGFORK FIRE DEPARTMENT
ADDRESS:
.
BIGFORK, MT
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 12,500.

RECIPIENT NAME:
BIGFORK DEVELOPMENT COMPANY
ADDRESS:
P.O. BOX 486
BIGFORK, MT 59911
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 7,500.

RECIPIENT NAME:
UNIVERSITY OF MONTANA
ADDRESS:
32 CAMPUS DR.
MISSOULA, MT 59812
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 25,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

==

RECIPIENT NAME:
DUKE UNIVERSITY
ADDRESS:
450 RESEARCH DRIVE
DURHAM, NC 27710
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 75,000.

RECIPIENT NAME:
FLATHEAD LAND TRUST
ADDRESS:
33 2ND STREET EAST
KALISPELL, MT 59901
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
BIGFORK CENTER FOR THE PERFORMING
ARTS FOUNDATION
ADDRESS:
526 ELECTRIC AVE
BIGFORK, MT 59911
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 5,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
MAYO CLINIC
ADDRESS:
200 1ST ST, SW # W4
ROCHESTER, MN 55905
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 75,000.

RECIPIENT NAME:
HUNGER COALITION-BELLEVUE
ADDRESS:
121 HONEYSUCKLE STREET
BELLEVUE, ID 83313
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
HAWAII ISLAND HUMANE SOCIETY
ADDRESS:
74-5225 QUEEN KAAHUMANU HWY.
KAILUA KONA, HI 96740
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 5,000.

TOTAL GRANTS PAID: 594,049.

RENT AND ROYALTY SUMMARY

PROPERTY	TOTAL INCOME	DEPLETION/ DEPRECIATION	OTHER EXPENSES	ALLOWABLE NET INCOME
100 LEVI COURT BIGFO			22,035.	-22,035.
68-1399 MAUNA LANI D	52,232.		53,152.	-920.
TOTALS	52,232.		75,187.	-22,955.

SCHEDULE D (Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041, Form 5227, or Form 990-T.
▶ Use Form 8949 to list your transactions for lines 1b, 2, 3, 8b, 9 and 10.
▶ Information about Schedule D and its separate instructions is at *www.irs.gov/form1041*

OMB No 1545-0092

2014

Name of estate or trust: AGL FOUNDATION

Employer identification number: 65-0098771

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	62,258.	62,833.		-575.

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	-575.

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

See instructions for how to figure the amounts to enter on the lines below. This form may be easier to complete if you round off cents to whole dollars.	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part II, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
8a Totals for all long-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 8b ·				
8b Totals for all transactions reported on Form(s) 8949 with **Box D** checked				
9 Totals for all transactions reported on Form(s) 8949 with **Box E** checked				
10 Totals for all transactions reported on Form(s) 8949 with **Box F** checked	1,248,133.	1,104,404.		143,729.

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	13,213.
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	156,942.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041. **Schedule D (Form 1041) 2014**

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Part III Summary of Parts I and II

Caution: *Read the instructions **before** completing this part.*

			(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
17	**Net short-term gain or (loss)**	17			-575.
18	**Net long-term gain or (loss):**				
a	Total for year	18a			156,942.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	18b			619.
c	28% rate gain	18c			3,159.
19	**Total net gain or (loss).** Combine lines 17 and 18a ▶	19			156,367.

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

Part IV Capital Loss Limitation

20	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of: a The loss on line 19, column (3) **or** b $3,000	20	( )

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

Part V Tax Computation Using Maximum Capital Gains Rates

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

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

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

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

21	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)			21			
22	Enter the **smaller** of line 18a or 19 in column (2) but not less than zero	22					
23	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	23					
24	Add lines 22 and 23	24					
25	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- ▶	25					
26	Subtract line 25 from line 24. If zero or less, enter -0-			26			
27	Subtract line 26 from line 21. If zero or less, enter -0-			27			
28	Enter the **smaller** of the amount on line 21 or $2,500			28			
29	Enter the **smaller** of the amount on line 27 or line 28			29			
30	Subtract line 29 from line 28. If zero or less, enter -0-. This amount is taxed at 0% ▶					30	
31	Enter the **smaller** of line 21 or line 26			31			
32	Subtract line 30 from line 26			32			
33	Enter the **smaller** of line 21 or $12,150			33			
34	Add lines 27 and 30			34			
35	Subtract line 34 from line 33. If zero or less, enter -0-			35			
36	Enter the **smaller** of line 32 or line 35			36			
37	Multiply line 36 by 15% ▶					37	
38	Enter the amount from line 31			38			
39	Add lines 30 and 36			39			
40	Subtract line 39 from line 38. If zero or less, enter -0-			40			
41	Multiply line 40 by 20% ▶					41	
42	Figure the tax on the amount on line 27. Use the 2014 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)			42			
43	Add lines 37, 41, and 42			43			
44	Figure the tax on the amount on line 21. Use the 2014 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)			44			
45	**Tax on all taxable income.** Enter the **smaller** of line 43 or line 44 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) ▶					45	

Form **8949**

Department of the Treasury
Internal Revenue Service

Sales and Other Dispositions of Capital Assets

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

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

OMB No 1545-0074

2014

Attachment Sequence No **12A**

Name(s) shown on return: AGL FOUNDATION

Social security number or taxpayer identification number: 65-0098771

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 your 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. (f) Code(s) from instructions	(g) Amount of adjustment	(h) **Gain or (loss).** Subtract column (e) from column (d) and combine the result with column (g)
111. CULLEN FROST BANKERS	08/23/2013	05/13/2014	8,445.00	8,379.00			66.00
124. CULLEN FROST BANKERS	08/26/2013	05/14/2014	9,220.00	9,355.00			-135.00
41. CULLEN FROST BANKERS I	08/26/2013	05/15/2014	2,985.00	3,092.00			-107.00
176. CULLEN FROST BANKERS	08/26/2013	06/05/2014	13,449.00	13,212.00			237.00
136. CULLEN FROST BANKERS	08/27/2013	06/18/2014	10,698.00	10,002.00			696.00
38. CULLEN FROST BANKERS I	08/21/2013	06/19/2014	2,979.00	2,786.00			193.00
304. GLAXO PLC	04/16/2014	08/01/2014	14,482.00	16,007.00			-1,525.00
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) ▶			62,258.	62,833.			-575.

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

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

Form **8949** (2014)

JSA
4X2615 2.000

Form 8949 (2014) Attachment Sequence No **12A** Page **2**

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**
AGL FOUNDATION	65-0098771

Before you check Box D, E, or F 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 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.** (f) Code(s) from instructions	(g) Amount of adjustment	(h) **Gain or (loss).** Subtract column (e) from column (d) and combine the result with column (g)
538. AT&T INC	08/23/2012	01/09/2014	18,163.00	19,958.00			-1,795.00
829. AT&T INC	08/23/2012	02/10/2014	26,798.00	27,543.00			-745.00
573. ALTRIA GROUP INC	07/27/2012	12/16/2014	28,611.00	20,600.00			8,011.00
464. APPLE COMPUTER INC	07/02/2013	09/08/2014	45,720.00	27,639.00			18,081.00
397. APPLE COMPUTER INC	07/02/2013	12/16/2014	43,027.00	23,648.00			19,379.00
249. AUTOMATIC DATA PROCES	03/15/2013	04/16/2014	18,656.00	16,109.00			2,547.00
439. BRISTOL MYERS SQUIBB	07/27/2012	02/10/2014	22,513.00	15,383.00			7,130.00
699. BRISTOL MYERS SQUIBB	08/23/2012	03/20/2014	37,604.00	22,806.00			14,798.00
214. CDK GLOBAL INC COM	03/15/2013	11/03/2014	7,163.00	4,789.00			2,374.00
15000. CARROLLTON TEX FMRS SCH DIST 4% 02-15-2014	06/23/2010	02/18/2014	15,000.00	15,000.00			
244. CULLEN FROST BANKERS	07/08/2013	08/01/2014	18,618.00	17,556.00			1,062.00
436. CULLEN FROST BANKERS	08/20/2013	12/16/2014	30,091.00	30,425.00			-334.00
.46 GNMAII POOL #000529 SE DUE 04-20-2016 REG	08/31/1989	02/20/2014		1.00			-1.00
.46 GNMAII POOL #000529 SE DUE 04-20-2016 REG	08/31/1989	05/20/2014		1.00			-1.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶							

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

Form **8949** (2014)

Form 8949 (2014) Attachment Sequence No **12A** Page **2**

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**
AGL FOUNDATION	65-0098771

Before you check Box D, E, or F 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 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.** (f) Code(s) from instructions	(g) Amount of adjustment	(h) **Gain or (loss).** Subtract column (e) from column (d) and combine the result with column (g)
.46 GNMAII POOL #000529 SE DUE 04-20-2016 REG	08/31/1989	07/21/2014		1.00			-1.00
.46 GNMAII POOL #000529 SE DUE 04-20-2016 REG	08/31/1989	08/20/2014		1.00			-1.00
.46 GNMAII POOL #000529 SE DUE 04-20-2016 REG	08/31/1989	09/22/2014		1.00			-1.00
.48 GNMAII POOL #000529 SE DUE 04-20-2016 REG	08/31/1989	10/20/2014		1.00			-1.00
.47 GNMAII POOL #000529 SE DUE 04-20-2016 REG	08/31/1989	11/20/2014		1.00			-1.00
.47 GNMAII POOL #000529 SE DUE 04-20-2016 REG	08/31/1989	12/22/2014		1.00			-1.00
4.52 GNMA POOL #256963 9% BEO	11/30/1988	01/15/2014	5.00	5.00			
4.56 GNMA POOL #256963 9% BEO	11/30/1988	02/18/2014	5.00	5.00			
4.6 GNMA POOL #256963 9% 0 BEO	11/30/1988	03/17/2014	5.00	5.00			
4.63 GNMA POOL #256963 9% BEO	11/30/1988	04/15/2014	5.00	5.00			
4.67 GNMA POOL #256963 9% BEO	11/30/1988	05/15/2014	5.00	5.00			
4.71 GNMA POOL #256963 9% BEO	11/30/1988	06/16/2014	5.00	5.00			
4.74 GNMA POOL #256963 9% BEO	11/30/1988	07/15/2014	5.00	5.00			
4.78 GNMA POOL #256963 9% BEO	11/30/1988	08/15/2014	5.00	5.00			
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶							

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

Form **8949** (2014)

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

AGL FOUNDATION

Social security number or taxpayer identification number

65-0098771

Before you check Box D, E, or F 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 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.** (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
4.82 GNMA POOL #256963 9% BEO	11/30/1988	09/15/2014	5.00	5.00			
4.86 GNMA POOL #256963 9% BEO	11/30/1988	10/15/2014	5.00	5.00			
4.9 GNMA POOL #256963 9% 0 BEO	11/30/1988	11/17/2014	5.00	6.00			-1.00
4.93 GNMA POOL #256963 9% BEO	11/30/1988	12/15/2014	5.00	6.00			-1.00
6.58 GOVERNMENT NATIONAL M #331868X DTD 06/01/93 7	01/01/1970	01/15/2014	7.00	7.00			
6.62 GOVERNMENT NATIONAL M #331868X DTD 06/01/93 7	01/01/1970	02/18/2014	7.00	7.00			
6.66 GOVERNMENT NATIONAL M #331868X DTD 06/01/93 7	01/01/1970	03/17/2014	7.00	7.00			
6.7 GOVERNMENT NATIONAL MT #331868X DTD 06/01/93 7	01/01/1970	04/15/2014	7.00	7.00			
6.74 GOVERNMENT NATIONAL M #331868X DTD 06/01/93 7	01/01/1970	05/15/2014	7.00	7.00			
6.78 GOVERNMENT NATIONAL M #331868X DTD 06/01/93 7	01/01/1970	06/16/2014	7.00	7.00			
6.83 GOVERNMENT NATIONAL M #331868X DTD 06/01/93 7	01/01/1970	07/15/2014	7.00	7.00			
6.87 GOVERNMENT NATIONAL M #331868X DTD 06/01/93 7	01/01/1970	08/15/2014	7.00	7.00			
6.91 GOVERNMENT NATIONAL M #331868X DTD 06/01/93 7	01/01/1970	09/15/2014	7.00	7.00			
6.95 GOVERNMENT NATIONAL M #331868X DTD 06/01/93 7	01/01/1970	10/15/2014	7.00	7.00			
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶							

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

Form 8949 (2014) Attachment Sequence No **12A** Page **2**

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**
AGL FOUNDATION	65-0098771

Before you check Box D, E, or F 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 II **Long-Term.** Transactions involving capital assets you held more than 1 year are long term. For short-term transactions, see page 1.

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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.** (f) Code(s) from instructions	(g) Amount of adjustment	(h) **Gain or (loss).** Subtract column (e) from column (d) and combine the result with column (g)
7. GOVERNMENT NATIONAL MTG #331868X DTD 06/01/93 7	01/01/1970	11/17/2014	7.00	7.00			
7.04 GOVERNMENT NATIONAL M #331868X DTD 06/01/93 7	01/01/1970	12/15/2014	7.00	7.00			
177. GENERAL ELECTRIC CO	10/02/2012	06/05/2014	4,695.00	4,059.00			636.00
1182. GLAXO PLC	08/23/2012	08/01/2014	56,310.00	54,231.00			2,079.00
25000. GLENVIEW ILL 4% 12-	07/21/2004	12/01/2014	25,000.00	25,000.00			
504. HCP, INC	03/15/2013	06/18/2014	20,349.00	24,311.00			-3,962.00
144. HCP, INC	07/27/2012	06/19/2014	5,878.00	6,728.00			-850.00
607. HCP, INC	08/23/2012	11/03/2014	26,524.00	26,976.00			-452.00
539. HCP, INC	06/26/2012	11/19/2014	23,371.00	21,674.00			1,697.00
.25 HALYARD HEALTH INC COM	09/13/2013	11/03/2014	9.00	8.00			1.00
137. HALYARD HEALTH INC CO	09/13/2013	11/19/2014	5,239.00	3,771.00			1,468.00
1824. INTEL CORP	07/27/2012	03/20/2014	46,109.00	47,789.00			-1,680.00
940. INTEL CORP	07/27/2012	06/05/2014	25,867.00	24,033.00			1,834.00
1793. INTEL CORP	06/07/2013	11/03/2014	61,284.00	43,595.00			17,689.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶							

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

Name(s) shown on return Name and SSN or taxpayer identification no not required if shown on other side	**Social security number or taxpayer identification number**
AGL FOUNDATION	65-0098771

Before you check Box D, E, or F 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 II Long-Term. Transactions involving capital assets you held more than 1 year are long term. For short-term transactions, see page 1.

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

☐ **(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.** (f) Code(s) from instructions	(g) Amount of adjustment	(h) **Gain or (loss).** Subtract column (e) from column (d) and combine the result with column (g)
48. JOHNSON & JOHNSON	01/17/2013	06/05/2014	4,932.00	3,493.00			1,439.00
84. KIMBERLY CLARK CORP	07/27/2012	01/09/2014	8,702.00	7,331.00			1,371.00
1881. MATTEL INC	08/23/2012	04/16/2014	71,634.00	58,232.00			13,402.00
352. MCDONALDS CORP	05/16/2012	01/09/2014	33,666.00	34,828.00			-1,162.00
25. NOW INC COM	02/03/2011	06/24/2014	899.00	636.00			263.00
.75 ONE GAS INC COM	07/27/2012	02/03/2014	25.00	17.00			8.00
491. ONE GAS INC COM	08/23/2012	02/10/2014	15,834.00	10,880.00			4,954.00
501. ONEOK INC NEW	07/27/2012	02/26/2014	29,426.00	19,812.00			9,614.00
775. ONEOK INC NEW	08/23/2012	12/16/2014	34,543.00	29,999.00			4,544.00
250000. PEPSICO INC .8 DUE REG	08/23/2011	08/25/2014	250,000.00	249,698.00			302.00
691. RLTY INC CORP COM	08/23/2012	09/08/2014	31,017.00	25,679.00			5,338.00
570. MFC SPDR GOLD TR GOLD	02/15/2011	08/21/2014	69,863.00	66,704.00	C		3,159.00
148. TUPPERWARE CORP	02/19/2013	12/16/2014	9,088.00	11,595.00			-2,507.00
266. TUPPERWARE CORP	02/20/2013	12/17/2014	15,633.00	20,825.00			-5,192.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶							

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

Name(s) shown on return. Name and SSN or taxpayer identification no. not required if shown on other side	**Social security number or taxpayer identification number**
ÀGL FOUNDATION	65-0098771

Before you check Box D, E, or F 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 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.** (f) Code(s) from instructions	(g) Amount of adjustment	(h) **Gain or (loss).** Subtract column (e) from column (d) and combine the result with column (g)
100. #REORG WP GLIMCHER NA GLIMCHER INC 0002916AB1	11/07/2011	06/24/2014	1,922.00	1,384.00			538.00
834. WILLIAMS COS INC	08/23/2012	02/26/2014	34,253.00	26,446.00			7,807.00
398. WILLIAMS COS INC	07/27/2012	06/18/2014	22,890.00	12,594.00			10,296.00
15. MALLINCKRODT PLC COMMO	02/03/2011	08/21/2014	1,063.00	466.00			597.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶			1,248,133.	1,104,404.			143,729.

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.

Form **8949** (2014)

JSA
4X2616 2 000

Custom Reporting

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Account number U3847

AGL FOUNDATION

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Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equity Securities							
Common stock							
Australia - USD							
ADR BHP BILLITON LTD SPONSORED ADR CUSIP 088606108 BHP							
300 000	47 32	0 00	14,196 00	22,844 93	-8,648 93	0 00	-8,648 93
Total USD		0 00	14,196 00	22,844 93	-8,648 93	0 00	-8,648 93
Total Australia		0 00	14,196 00	22,844 93	-8,648 93	0 00	-8,648 93
Canada - USD							
BCE INC COM NEW CUSIP 05534B760							
1,411 000	45 86	764 91	64,708 46	58,468 13	6,240 33	0 00	6,240 33
SUNCOR ENERGY INC NEW COM STK CUSIP 867224107 SU							
180 000	31 78	0 00	5,720 40	6,832 95	-1,112 55	0 00	-1,112 55
Total USD		764 91	70,428 86	65,301 08	5,127 78	0 00	5,127 78
Total Canada		764 91	70,428 86	65,301 08	5,127 78	0 00	5,127 78
Switzerland - USD							
ADR NOVARTIS AG CUSIP 66987V109 NVS							
1,211 000	92 66	0 00	112,211 26	68,971 63	43,239 63	0 00	43,239 63
Total USD		0 00	112,211 26	68,971 63	43,239 63	0 00	43,239 63
Total Switzerland		0 00	112,211 26	68,971 63	43,239 63	0 00	43,239 63
United States - USD							
#REORG/COVIDIEN PLC CASH & STK MERGER MEDTRONIC HLDG 291SAC1 1-27-2015 CUSIP G2554F113							
125 000	102 28	45 00	12,785 00	5,104 79	7,680 21	0 00	7,680 21

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Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Unrealized gain/loss Translation	Unrealized gain/loss Total
Equity Securities							
Common stock							
United States - USD							
3M CO COM CUSIP 88579Y101							
849 000	164 32	0 00	139,507 68	111,517 31	27,990 37	0 00	27,990 37
ABBOTT LAB COM CUSIP 002824100							
1,366 000	45 02	0 00	61,497 32	52,464 93	9,032 39	0 00	9,032 39
ABBVIE INC COM USD0 01 CUSIP 00287Y109							
2,377 000	65 44	0 00	155,550 88	87,993 78	67,557 10	0 00	67,557 10
ALTERA CORP COM CUSIP 021441100							
400 000	36 94	0 00	14,776 00	11,162 02	3,613 98	0 00	3,613 98
ALTRIA GROUP INC COM CUSIP 02209S103 MO							
1,480 000	49 27	769 60	72,919 60	47,302 50	25,617 10	0 00	25,617 10
AMAZON COM INC COM CUSIP 023135106							
37 000	310 35	0 00	11,482 95	2,846 50	8,636 45	0 00	8,636 45
AMERICAN EXPRESS CO CUSIP 025816109							
550 000	93 04	0 00	51,172 00	30,556 80	20,615 20	0 00	20,615 20
AMERICAN WTR WKS CO INC NEW COM CUSIP 030420103							
300 000	53 30	0 00	15,990 00	10,242 00	5,748 00	0 00	5,748 00
AMGEN INC COM CUSIP 031162100 AMGN							
450 000	159 29	0 00	71,680 50	31,815 00	39 865 50	0 00	39,865 50

◆ Asset Detail - Base Currency

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

Equity Securities

Common stock

United States - USD

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Translation	Total
ANALOG DEVICES INC COM CUSIP 032654105							
1,758 000	55 52	0 00	97,604 16	76,717 98	20,886 18	0 00	20,886 18
APPLE INC COM STK CUSIP 037833100 AAPL							
280 000	110 38	0 00	30,906 40	2,955 80	27,950 60	0 00	27,950 60
AT&T INC COM CUSIP 00206R102 T							
750 000	33 59	0 00	25,192 50	21,870 00	3,322 50	0 00	3,322 50
AUTOMATIC DATA PROCESSING INC COM CUSIP 053015103							
642 000	83 37	314 58	53,523 54	33,096 10	20,427 44	0 00	20,427 44
BAXTER INTL INC COM CUSIP 071813109							
1,408 000	73 29	732 16	103,192 32	89,503 69	13,688 63	0 00	13,688 63
BERKSHIRE HATHAWAY INC-CL B CUSIP 084670702 BRK–B							
150 000	150 15	0 00	22,522 50	11,960 00	10,562 50	0 00	10,562 50
BLACKROCK INC COM STK CUSIP 09247X101							
346 000	357 56	0 00	123,715 76	84,736 09	38,979 67	0 00	38,979 67
BRISTOL MYERS SQUIBB CO COM CUSIP 110122108							
800 000	59 03	296 00	47,224 00	25,046 00	22,178 00	0 00	22,178 00
CHEVRON CORP COM CUSIP 166764100 CVX							
1,252 000	112 18	0 00	140,449 36	133,176 91	7,272 45	0 00	7,272 45

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	 Translation	 Total
Equity Securities							
Common stock							
United States - USD							
CISCO SYSTEMS INC CUSIP 17275R102 CSCO							
5,086 000	27 815	0 00	141,467 09	106,681 35	34,785 74	0 00	34,785 74
CITRIX SYS INC COM CUSIP 177376100							
400 000	63 80	0 00	25,520 00	33,220 49	-7,700 49	0 00	-7,700 49
COCA COLA CO COM CUSIP 191216100							
2,797 000	42 22	0 00	118,089 34	104,682 45	13,406 89	0 00	13,406 89
CONOCOPHILLIPS COM CUSIP 20825C104							
300 000	69 06	0 00	20,718 00	16,023 92	4,694 08	0 00	4,694 08
COSTCO WHOLESALE CORP NEW COM CUSIP 22160K105							
250 000	141 75	0 00	35,437 50	19,202 08	16,235 42	0 00	16,235 42
DANAHER CORP COM CUSIP 235851102							
500 000	85 71	50 00	42,855 00	24,047 64	18,807 36	0 00	18,807 36
DEERE & CO COM CUSIP 244199105 DE							
500 000	88 47	300 00	44,235 00	43,676 00	559 00	0 00	559 00
DOMINION RES INC VA NEW COM CUSIP 25746U109							
350 000	76 90	0 00	26,915 00	16,922 12	9,992 88	0 00	9,992 88
DU PONT E I DE NEMOURS & CO COM STK CUSIP 263534109 DD							
500 000	73 94	0 00	36,970 00	23,264 90	13,705 10	0 00	13,705 10

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Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	 Translation	 Total
Equity Securities							
Common stock							
United States - USD							
EMC CORP COM CUSIP 268648102 EMC 800 000	29 74	92 00	23,792 00	20,277 02	3,514 98	0 00	3,514 98
EMERSON ELECTRIC CO COM CUSIP 291011104 2,246 000	61 73	0 00	138,645 58	114,545 46	24,100 12	0 00	24,100 12
EXXON MOBIL CORP COM CUSIP 30231G102 400 000	92 45	0 00	36,980 00	21,848 78	15,131 22	0 00	15,131 22
FREEPORT-MCMORAN INC CUSIP 35671D857 FCX 1,200 000	23 36	0 00	28,032 00	41,976 00	-13,944 00	0 00	-13,944 00
FRKLN RES INC COM CUSIP 354613101 165 000	55 37	107 25	9,136 05	6,326 78	2,809 27	0 00	2,809 27
GALLAGHER ARTHUR J & CO COM CUSIP 363576109 1,277 000	47 08	0 00	60,121 16	45,636 86	14,484 30	0 00	14,484 30
GENERAL ELECTRIC CO CUSIP 369604103 GE 6,412 000	25 27	1,474 76	162,031 24	127,003 46	35,027 78	0 00	35,027 78
GENUINE PARTS CO COM CUSIP 372460105 631 000	106 57	362 82	67,245 67	39,471 65	27,774 02	0 00	27,774 02
GOOGLE INC CL A CUSIP 38259P508 GOOG 15 000	530 66	0 00	7,959 90	2,955 67	5,004 23	0 00	5,004 23

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Asset Detail - Base Currency

Equity Securities

Common stock

United States - USD

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Unrealized gain/loss Translation	Unrealized gain/loss Total
GOOGLE INC COM USD0 001 CL'C' CUSIP 38259P706							
15 000	526 40	0 00	7,896 00	2,946 23	4,949 77	0 00	4,949 77
GRAINGER W W INC COM CUSIP 384802104 GWW							
200 000	254 89	0 00	50,978 00	33,110 98	17,867 02	0 00	17,867 02
HERSHEY COMPANY COM STK USD1 CUSIP 427866108							
784 000	103 93	0 00	81,481 12	73,332 44	8,148 68	0 00	8,148 68
INTEL CORP COM CUSIP 458140100 INTC							
1,000 000	36 29	0 00	36,290 00	23,748 50	12,541 50	0 00	12,541 50
INTERNATIONAL BUSINESS MACHS CORP COM CUSIP 459200101 IBM							
200 000	160 44	0 00	32,088 00	33,052 64	-964 64	0 00	-964 64
JOHNSON & JOHNSON COM USD1 CUSIP 478160104 JNJ							
1,704 000	104 57	0 00	178,187 28	115,174 44	63,012 84	0 00	63,012 84
JOHNSON CTL INC COM CUSIP 478366107							
300 000	48 34	78 00	14,502 00	9,189 26	5,312 74	0 00	5,312 74
JPMORGAN CHASE & CO COM CUSIP 46625H100 JPM							
2,258 000	62 58	0 00	141,305 64	118,774 69	22,530 95	0 00	22,530 95
JUNIPER NETWORKS INC COM CUSIP 48203R104							
75 000	22 32	0 00	1,674 00	2,775 09	-1,101 09	0 00	-1,101 09

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Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Unrealized gain/loss Translation	Total
Equity Securities							
Common stock							
United States - USD							
KIMBERLY-CLARK CORP COM CUSIP 494368103 KMB							
1,098 000	115 54	922 32	126,862 92	87,866 13	38,996 79	0 00	38,996 79
KINDER MORGAN INC DEL COM CUSIP 49456B101							
692 000	42 31	0 00	29,278 52	26,574 95	2,703 57	0 00	2,703 57
KRAFT FOODS GROUP INC COM CUSIP 50076Q106							
1,872 000	62 66	1,029 60	117,299 52	87,664 54	29,634 98	0 00	29,634 98
LOCKHEED MARTIN CORP COM CUSIP 539830109							
686 000	192 57	0 00	132,103 02	84,505 37	47,597 65	0 00	47,597 65
LOWES COS INC COM CUSIP 548661107 LOW							
1,050 000	68 80	0 00	72,240 00	28,982 40	43,257 60	0 00	43,257 60
LYONDELLBASELL IND N V COM USD0 01 CL 'A' CUSIP N53745100							
897 000	79 39	0 00	71,212 83	72,069 38	-856 55	0 00	-856 55
MARSH & MCLENNAN CO'S INC COM CUSIP 571748102							
752 000	57 24	0 00	43,044 48	38,832 60	4,211 88	0 00	4,211 88
MAXIM INTEGRATED PRODS INC COM CUSIP 57772K101							
1,677 000	31 87	0 00	53,445 99	55,925 87	-2,479 88	0 00	-2,479 88
MC DONALDS CORP COM CUSIP 580135101							
1,010 000	93 70	0 00	94,637 00	90,148 85	4,488 15	0 00	4,488 15

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Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equity Securities							
Common stock							
United States - USD							
MERCK & CO INC NEW COM CUSIP 58933Y105							
1,699 000	56 79	764 55	96,486 21	76,870 10	19,616 11	0 00	19,616 11
MICROSOFT CORP COM CUSIP 594918104 MSFT							
3,564 000	46 45	0 00	165,547 80	98,323 71	67,224 09	0 00	67,224 09
NATIONAL OILWELL VARCO COM STK CUSIP 637071101 NOV							
100 000	65 53	0 00	6,553 00	5,851 36	701 64	0 00	701 64
NEXTERA ENERGY INC COM CUSIP 65339F101							
971 000	106 29	0 00	103,207 59	80,733 89	22,473 70	0 00	22,473 70
NIKE INC CL B CUSIP 654106103							
230 000	96 15	64 40	22,114 50	7,869 79	14,244 71	0 00	14,244 71
NOBLE ENERGY INC COM CUSIP 655044105							
700 000	47 43	0 00	33,201 00	32,959 95	241 05	0 00	241 05
NORFOLK SOUTHN CORP COM CUSIP 655844108 NSC							
450 000	109 61	0 00	49,324 50	33,070 50	16,254 00	0 00	16,254 00
OMNICOM GROUP INC COM CUSIP 681919106							
450 000	77 47	225 00	34,861 50	22,383 82	12,477 68	0 00	12,477 68
ONEOK INC COM STK CUSIP 682680103							
691 000	49 79	0 00	34,404 89	25,434 91	8,969 98	0 00	8,969 98

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Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Unrealized gain/loss Translation	Unrealized gain/loss Total
Equity Securities							
Common stock							
United States - USD							
ORACLE CORP COM CUSIP 68389X105 ORCL							
1,000 000	44 97	0 00	44,970 00	30,523 64	14,446 36	0 00	14,446 36
PAYCHEX INC COM CUSIP 704326107							
1,931 000	46 17	0 00	89,154 27	78,474 38	10,679 89	0 00	10,679 89
PEPSICO INC COM CUSIP 713448108							
1,012 000	94 56	662 86	95,694 72	85,455 63	10,239 09	0 00	10,239 09
PHILIP MORRIS INTL COM STK NPV CUSIP 718172109 PM							
994 000	81 45	994 00	80,961 30	84,608 62	-3,647 32	0 00	-3,647 32
PNC FINANCIAL SERVICES GROUP COM STK CUSIP 693475105 PNC							
703 000	91 23	0 00	64,134 69	61,995 28	2,139 41	0 00	2,139 41
PRINCIPAL FINL GROUP INC COM STK CUSIP 74251V102							
225 000	51 94	0 00	11,686 50	6,799 36	4,887 14	0 00	4,887 14
PROCTER & GAMBLE COM NPV CUSIP 742718109							
1,471 000	91 09	0 00	133,993 39	93,368 56	40,624 83	0 00	40,624 83
QUALCOMM INC COM CUSIP 747525103 QCOM							
1,205 000	74 33	0 00	89,567 65	76,870 44	12,697 21	0 00	12,697 21
SCHLUMBERGER LTD COM COM CUSIP 806857108 SLB							
250 000	85 41	100 00	21,352 50	19,642 79	1,709 71	0 00	1,709 71

◆ Asset Detail - Base Currency

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

Equity Securities

Common stock

United States - USD

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
SPECTRA ENERGY CORP COM STK CUSIP 847560109							
3,148 000	36 30	0 00	114,272 40	102,261 54	12,010 86	0 00	12,010 86
TRAVELERS COS INC COM STK CUSIP 89417E109							
300 000	105 85	0 00	31,755 00	16,908 90	14,846 10	0 00	14,846 10
TUPPERWARE BRANDS CORPORATION CUSIP 899896104 TUP							
0 000	63 00	281 52	0 00	0 00	0 00	0 00	0 00
UNITED TECHNOLOGIES CORP COM CUSIP 913017109							
400 000	115 00	0 00	46,000 00	28,034 62	17,965 38	0 00	17,965 38
UNITEDHEALTH GROUP INC COM CUSIP 91324P102 UNH							
400 000	101 09	0 00	40,436 00	17,598 80	22,837 20	0 00	22,837 20
US BANCORP CUSIP 902973304 USB							
3,155 000	44 95	772 97	141,817 25	106,439 26	35,377 99	0 00	35,377 99
V F CORP COM CUSIP 918204108							
800 000	74 90	0 00	59,920 00	27,152 00	32,768 00	0 00	32,768 00
VERIZON COMMUNICATIONS COM CUSIP 92343V104 VZ							
600 000	46 78	0 00	28,068 00	22,200 00	5,868 00	0 00	5,868 00
WAL-MART STORES INC COM CUSIP 931142103 WMT							
200 000	85 88	96 00	17,176 00	11,213 39	5,962 61	0 00	5,962 61

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Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equity Securities							
Common stock							
United States - USD							
WALT DISNEY CO CUSIP 254687106 DIS							
550 000	94 19	632 50	51,804 50	19,594 91	32,209 59	0 00	32,209 59
WELLS FARGO & CO NEW COM STK CUSIP 949746101 WFC							
900 000	54 82	0 00	49,338 00	26,012 87	23,325 13	0 00	23,325 13
WILLIAMS CO INC COM CUSIP 969457100							
1,592 000	44 94	0 00	71,544 48	47,009 26	24,535 22	0 00	24,535 22
WIS ENERGY COM CUSIP 976657106							
1,684 000	52 74	0 00	88,814 16	71,204 53	17,609 63	0 00	17,609 63
Total USD		11,167 89	5,480,531 12	4,079,372 00	1,401,159 12	0 00	1,401,159 12
Total United States		11,167 89	5,480,531 12	4,079,372 00	1,401,159 12	0 00	1,401,159 12
Total Common Stock							
89,896.000		**11,932.80**	**5,677,367.24**	**4,236,489.64**	**1,440,877.60**	**0.00**	**1,440,877.60**
Equity funds							
Emerging Markets Region - USD							
MFB NORTHN FUNDS EMERGING MKTS EQTY EQTY INDEX FD CUSIP 665162582							
19,670 680	10 61	0 00	208,705 91	223,883 27	-15,177 36	0 00	-15,177 36
MFC VANGUARD FTSE EMERGING MKTS ETF CUSIP 922042858 VWO							
5,000 000	40 02	0 00	200,100 00	213,102 00	-13,002 00	0 00	-13,002 00
Total USD		0 00	408,805 91	436,985 27	-28,179 36	0 00	-28,179 36
Total Emerging Markets Region		0 00	408,805 91	436,985 27	-28,179 36	0 00	-28,179 36

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Unrealized gain/loss Translation	Unrealized gain/loss Total
Equity Securities							
Equity funds							
International Region - USD							
MFB NORTHN INTL EQTY FD CUSIP 665162509							
2,781 060	8 96	0 00	24,918 29	27,373 01	-2,454 72	0 00	-2,454 72
MFB NORTHN INTL EQTY INDEX FD CUSIP 665130209							
49,691 500	11 18	0 00	555,550 97	584,365 30	-28,814 33	0 00	-28,814 33
MFC VANGUARD INTL EQUITY INDEX FDS VANGUARD FTSE ALL WORLD EX US ETF CUSIP 922042775							
2,000 000	46 86	0 00	93,720 00	86,240 00	7,480 00	0 00	7,480 00
Total USD		0 00	674,189 26	697,978 31	-23,789 05	0 00	-23,789 05
Total International Region		0 00	674,189 26	697,978 31	-23,789 05	0 00	-23,789 05
United States - USD							
MFB NORTHN MID CAP INDEX FD CUSIP 665130100							
1,485 760	17 51	0 00	26,015 65	15,375 37	10,640 28	0 00	10,640 28
MFC ISHARES TR RUSSELL 2000 ETF CUSIP 464287655							
450 000	119 67	0 00	53,851 50	27,573 07	26,278 43	0 00	26,278 43
SPDR DOW JONES REIT ETF CUSIP 78464A607							
7,375 000	90 90	0 00	670,387 50	516,344 28	154,043 22	0 00	154,043 22
SPDR S&P MIDCAP 400 ETF TRUST CUSIP 78467Y107							
700 000	263 97	751 87	184,779 00	122,221 85	62,557 15	0 00	62,557 15
Total USD		751 87	935,033 65	681,514 57	253,519 08	0 00	253,519 08
Total United States		751 87	935,033 65	681,514 57	253,519 08	0 00	253,519 08

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Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	 Translation	 Total
Equity Securities							
Total Equity Funds							
89,154.000		**751.87**	**2,018,028.82**	**1,816,478.15**	**201,550.67**	**0.00**	**201,550.67**
Other equity							
United States - USD							
HEALTH CARE REIT INC COM CUSIP 42217K106							
1,286 000	75 67	0 00	97,311 62	74,170 72	23,140 90	0 00	23,140 90
SIMON PROPERTY GROUP INC COM CUSIP 828806109							
200 000	182 11	0 00	36,422 00	21,962 17	14,459 83	0 00	14,459 83
VENTAS INC REIT CUSIP 92276F100							
1,188 000	71 70	0 00	85,179 60	84,347 57	832 03	0 00	832 03
Total USD		0 00	218,913 22	180,480 46	38,432 76	0 00	38,432 76
Total United States		0 00	218,913 22	180,480 46	38,432 76	0 00	38,432 76
Total Other Equity							
2,674.000		**0.00**	**218,913.22**	**180,480.46**	**38,432.76**	**0.00**	**38,432.76**
Total Equity Securities							
181,724.000		**12,684.67**	**7,914,309.28**	**6,233,448.25**	**1,680,861.03**	**0.00**	**1,680,861.03**
Fixed Income Securities							
Corporate/government							
Israel - USD							
ISRAEL ST DLR$ SVGS BD 7TH DEV 0 DUE 11-01-2016 REG CUSIP 4651384Z5							
1,500 000	167 585	0 00	2,513 77	0 00	2,513 77	0 00	2,513 77

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Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Unrealized gain/loss Translation	Unrealized gain/loss Total
Fixed Income Securities							
Corporate/government							
Israel - USD							
Issue Date 01 Nov 01 Rate 4 00% Call Date 01 Nov 15 Call Price 173 17 Yield to Maturity -10 00% Maturity Date 01 Nov 16							
Total USD		0 00	2,513 77	0 00	2,513 77	0 00	2,513 77
Total Israel		0 00	2,513 77	0 00	2,513 77	0 00	2,513 77
United States - USD							
FEDERAL FARM CR BKS 1 04 DUE 03-26-2018 CUSIP 3133ECJX3							
150,000 000	99 266	411 66	148,899 00	150,000 00	-1,101 00	0 00	-1,101 00
Issue Date 26 Mar 13 Rate 1 04% Yield to Maturity 1 091% Maturity Date 26 Mar 18							
FEDERAL FARM CR BKS CONS SYSTEMWIDE BDS 1 69 02-13-2020 CUSIP 3133ECFB5							
150,000 000	98 316	971 74	147,474 00	150,000 00	-2,526 00	0 00	-2,526 00
Issue Date 13 Feb 13 Rate 1 69% Yield to Maturity 1 83% Maturity Date 13 Feb 20							
FEDERAL FARM CR BKS CONS SYSTEMWIDE BDS TRANCHE 1 08 02-26-2018 CUSIP 3133ECGC2							
150,000 000	99 417	562 50	149,125 50	150,000 00	-874 50	0 00	-874 50
Issue Date 26 Feb 13 Rate 1 08% Yield to Maturity 1 081% Maturity Date 26 Feb 18							
GNMA POOL #256963 9% 08-15-2018 BEO CUSIP 36219RML2							
239 070	100 479	1 79	240 21	269 40	-29 19	0 00	-29 19
Issue Date 01 Sep 88 Rate 9 00% Yield to Maturity 8 514% Maturity Date 15 Aug 18							
GNMA POOL #331868 7% DUE 06-15-2023 REG CUSIP 36224LTZ0							
983 550	101 432	5 73	997 63	1,029 37	-31 74	0 00	-31 74
Issue Date 01 Jun 93 Rate 7 00% Yield to Maturity 6 479% Maturity Date 15 Jun 23							
GNMAII POOL #000529 SER 2016 10% DUE 04-20-2016 REG CUSIP 36202ASS7							
4 120	101 074	0 00	4 16	4 47	-0 31	0 00	-0 31

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Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Unrealized gain/loss Translation	Unrealized gain/loss Total
Fixed Income Securities							
Corporate/government							
United States - USD							
Issue Date 01 Apr 86 Rate 10 00% Yield to Maturity 6 483% Maturity Date 20 Apr 16							
MFB NORTHERN FDS BD INDEX FD CUSIP 665162533							
37,088 730	10 74	0 00	398,332 96	400,686 75	-2,353 79	0 00	-2,353 79
Issue Date 25 Aug 08							
MFB NORTHN HI YIELD FXD INC FD CUSIP 665162699							
102,779 380	7 08	0 00	727,678 01	737,197 34	-9,519 33	0 00	-9,519 33
Issue Date 25 Aug 08							
MFB NORTHN SHORT INTERMEDIATE US GOVT CUSIP 665162756							
34,998 200	9 81	0 00	343,332 34	364,974 31	-21,641 97	0 00	-21,641 97
Issue Date 25 Aug 08							
MFO VANGUARD FXD INC SECS FD INC INFLATION-PROTECTED SECS FD #119 CUSIP 922031869							
14,465 560	13 18	0 00	190,656 08	212,685 97	-22,029 89	0 00	-22,029 89
PROCTER & GAMBLE 1 45% DUE 08-15-2016 CUSIP 742718DV8							
250,000 000	101 1607	1,369 44	252,901 75	249,520 00	3,381 75	0 00	3,381 75
Issue Date 15 Aug 11 Rate 1 45% Yield to Maturity 0 576% Maturity Date 15 Aug 16							
Total USD		3,322 86	2,359,641 64	2,416,367 61	-56,725 97	0 00	-56,725 97
Total United States		3,322 86	2,359,641 64	2,416,367 61	-56,725 97	0 00	-56,725 97
Total Corporate/Government							
892,058.610		**3,322.86**	**2,362,155.41**	**2,416,367.61**	**-54,212.20**	**0.00**	**-54,212.20**
Total Fixed Income Securities							
892,058.610		**3,322.86**	**2,362,155.41**	**2,416,367.61**	**-54,212.20**	**0.00**	**-54,212.20**

Custom Reporting

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◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Unrealized gain/loss Translation	Unrealized gain/loss Total
Real Estate							
Direct real estate							
United States - USD							
100 LEVI COURT BIGFORK, MONTANA 59911 CUSIP 991056HQ8							
1 000	494,150 00	0 00	494,150 00	0 00	494,150 00	0 00	494,150 00
68-1399 MAUNA LANI DRIVE, UNIT D102 KAMUELA, HAWAII 96743 CUSIP 991056HR6							
1 000	895,500 00	0 00	895,500 00	0 00	895,500 00	0 00	895,500 00
Total USD		0 00	1,389,650 00	0 00	1,389,650 00	0 00	1,389,650 00
Total United States		0 00	1,389,650 00	0 00	1,389,650 00	0 00	1,389,650 00
Total Direct Real Estate **2.000**		**0.00**	**1,389,650.00**	**0.00**	**1,389,650.00**	**0.00**	**1,389,650.00**
Real estate funds							
United States - USD							
MFB NORTHERN FDS GLOBAL REAL ESTATE INDEX FD CUSIP 665162541							
3,874 620	10 02	0 00	38,823 69	32,555 00	6,268 69	0 00	6,268 69
Total USD		0 00	38,823 69	32,555 00	6,268 69	0 00	6,268 69
Total United States		0 00	38,823 69	32,555 00	6,268 69	0 00	6,268 69
Total Real Estate Funds **3,874.620**		**0.00**	**38,823.69**	**32,555.00**	**6,268.69**	**0.00**	**6,268.69**
Total Real Estate **3,876.620**		**0.00**	**1,428,473.69**	**32,555.00**	**1,395,918.69**	**0.00**	**1,395,918.69**

Commodities

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Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	 Translation	 Total
Commodities							
Commodities							
United States - USD							
MFC ISHARES GOLD TRUST CUSIP 464285105							
43,000 000	11 44	0 00	491,920 00	695,585 10	-203,665 10	0 00	-203,665 10
MFO PIMCO FDS PAC INVT MGMT SER COMMODITY REALRETURN STRATEGY FD INSTL CUSIP 722005667							
9,779 150	4 48	0 00	43,810 59	81,372 86	-37,562 27	0 00	-37,562 27
Total USD		0 00	535,730 59	776,957 96	-241,227 37	0 00	-241,227 37
Total United States		0 00	535,730 59	776,957 96	-241,227 37	0 00	-241,227 37
Total Commodities **52,779.150**		**0.00**	**535,730.59**	**776,957.96**	**-241,227.37**	**0.00**	**-241,227.37**
Total Commodities **52,779.150**		**0.00**	**535,730 59**	**776,957.96**	**-241,227.37**	**0.00**	**-241,227.37**
Cash and Short Term Investments							
Short term							
USD - United States dollar							
	1 00	2 78	194,404 83	194,404 83	0 00	0 00	0 00
Total short term - all currencies		2 78	194,404 83	194,404 83	0 00	0 00	0 00
Total short term - all countries		2 78	194,404 83	194,404 83	0 00	0 00	0 00
Total Short Term **194,404.830**		**2.78**	**194,404.83**	**194,404.83**	**0.00**	**0.00**	**0.00**

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Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	 Translation	 Total
Total Cash and Short Term Investments							
194,404.830		**2.78**	**194,404.83**	**194,404.83**	**0.00**	**0.00**	**0.00**
Total							
1,324,843.210		**16,010.31**	**12,435,073.80**	**9,653,733.65**	**2,781,340.15**	**0.00**	**2,781,340.15**