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: D RICHARD MEAD CHARITABLE FOUNDATION

A Employer identification number: 65-6106335

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

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

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

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ $ 2,712,362.

J Accounting method: [X] Cash ☐ Accrual ☐ Other (specify) ____
(Part I, column (d) must be on cash basis.)

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**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 | 73,425. | 73,218. | | STMT 1 |
| | 5a Gross rents | | | | |
| | b Net rental income or (loss) | | | | |
| | 6a Net gain or (loss) from sale of assets not on line 10 | 149,261. | | | |
| | b Gross sales price for all assets on line 6a 618,892. | | | | |
| | 7 Capital gain net income (from Part IV, line 2) | | 149,261. | | |
| | 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 | 222,686. | 222,479. | | |
| **Operating and Administrative Expenses** | 13 Compensation of officers, directors, trustees, etc. | 7,900. | 7,110. | | 790. |
| | 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 | 2,000. | 1,000. | NONE | 1,000. |
| | c Other professional fees (attach schedule) | | | | |
| | 17 Interest | | | | |
| | 18 Taxes (attach schedule) (see instructions) STMT 3 | 3,620. | 1,422. | | |
| | 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 4 | 52. | 37. | | 15. |
| | 24 **Total operating and administrative expenses.** Add lines 13 through 23 | 13,572. | 9,569. | NONE | 1,805. |
| | 25 Contributions, gifts, grants paid | 121,600. | | | 121,600. |
| | 26 **Total expenses and disbursements.** Add lines 24 and 25 | 135,172. | 9,569. | NONE | 123,405. |
| | 27 Subtract line 26 from line 12: | | | | |
| | a **Excess of revenue over expenses and disbursements** | 87,514. | | | |
| | b **Net investment income** (if negative, enter -0-) | | 212,910. | | |
| | 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 (a) Book Value | End of year (b) Book Value | (c) Fair Market Value |
|---|---|---|---|
| **Assets** | | | |
| 1 Cash - non-interest-bearing | | | |
| 2 Savings and temporary cash investments | 91,322. | 10,455. | 10,455. |
| 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 5 | 1,356,572. | 1,530,625. | 1,881,031. |
| c Investments - corporate bonds (attach schedule) STMT 6 | 716,191. | 720,857. | 725,113. |
| 11 Investments - land, buildings, and equipment: basis ▶ | | | |
| Less: accumulated depreciation (attach schedule) ▶ | | | |
| 12 Investments - mortgage loans | | | |
| 13 Investments - other (attach schedule) STMT 7 | 84,599. | 84,599. | 95,763. |
| 14 Land, buildings, and equipment: basis ▶ | | | |
| Less: accumulated depreciation (attach schedule) ▶ | | | |
| 15 Other assets (describe ▶ ) | | | |
| 16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I) | 2,248,684. | 2,346,536. | 2,712,362. |
| **Liabilities** | | | |
| 17 Accounts payable and accrued expenses | | | |
| 18 Grants payable | | | |
| 19 Deferred revenue | | | |
| 20 Loans from officers, directors, trustees, and other disqualified persons | | | |
| 21 Mortgages and other notes payable (attach schedule) | | | |
| 22 Other liabilities (describe ▶ ) | | | |
| 23 **Total liabilities** (add lines 17 through 22) | | NONE | |
| **Net Assets or Fund Balances** | | | |
| **Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.** | | | |
| 24 Unrestricted | | | |
| 25 Temporarily restricted | | | |
| 26 Permanently restricted | | | |
| **Foundations that do not follow SFAS 117,** ▶ ☒ **check here and complete lines 27 through 31.** | | | |
| 27 Capital stock, trust principal, or current funds | 2,248,684. | 2,346,536. | |
| 28 Paid-in or capital surplus, or land, bldg., and equipment fund | | | |
| 29 Retained earnings, accumulated income, endowment, or other funds | | | |
| 30 **Total net assets or fund balances** (see instructions) | 2,248,684. | 2,346,536. | |
| 31 **Total liabilities and net assets/fund balances** (see instructions) | 2,248,684. | 2,346,536. | |

**Part III Analysis of Changes in Net Assets or Fund Balances**

| | | |
|---|---|---|
| 1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return) | 1 | 2,248,684. |
| 2 Enter amount from Part I, line 27a | 2 | 87,514. |
| 3 Other increases not included in line 2 (itemize) ▶ CHARITY CONTRIBUTION RECOVERY | 3 | 10,500. |
| 4 Add lines 1, 2, and 3 | 4 | 2,346,698. |
| 5 Decreases not included in line 2 (itemize) ▶ COST ADJUSTMENT | 5 | 162. |
| 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 | 6 | 2,346,536. |

## 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 | 618,892. | | 469,631. | 149,261. |
| 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 | | | | 149,261. |
| 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 | 149,261. |
| 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 | 93,571. | 2,604,870. | 0.035922 |
| 2012 | 77,395. | 2,467,537. | 0.031365 |
| 2011 | 89,497. | 2,461,926. | 0.036352 |
| 2010 | 91,580. | 2,307,540. | 0.039687 |
| 2009 | 90,820. | 2,055,052. | 0.044194 |

| | | | |
|---|---|---|---|
| 2 | **Total** of line 1, column (d) | 2 | 0.187520 |
| 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 | 0.037504 |
| 4 | Enter the net value of noncharitable-use assets for 2014 from Part X, line 5 | 4 | 2,755,235. |
| 5 | Multiply line 4 by line 3 | 5 | 103,332. |
| 6 | Enter 1% of net investment income (1% of Part I, line 27b) | 6 | 2,129. |
| 7 | Add lines 5 and 6 | 7 | 105,461. |
| 8 | Enter qualifying distributions from Part XII, line 4 | 8 | 123,405. |

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 ▶ [X] and enter 1% of Part I, line 27b | | | 1 | 2,129. |
| c | All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b). | | | | |
| 2 | Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) | | | 2 | |
| 3 | Add lines 1 and 2 | | | 3 | 2,129. |
| 4 | Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) | | | 4 | NONE |
| 5 | **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0- | | | 5 | 2,129. |
| 6 | Credits/Payments: | | | | |
| a | 2014 estimated tax payments and 2013 overpayment credited to 2014 | 6a | 2,377. | | |
| b | Exempt foreign organizations - tax withheld at source | 6b | NONE | | |
| c | Tax paid with application for extension of time to file (Form 8868) | 6c | NONE | | |
| d | Backup withholding erroneously withheld | 6d | | | |
| 7 | Total credits and payments. Add lines 6a through 6d | | | 7 | 2,377. |
| 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 | 248. |
| 11 | Enter the amount of line 10 to be: **Credited to 2015 estimated tax** ▶ 248. **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)? | 1b | | X |
| | *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.* | | | |
| c | Did the foundation file **Form 1120-POL** for this year? | 1c | | X |
| d | Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ ______ (2) On foundation managers. ▶ $ ______ | | | |
| e | Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ______ | | | |
| 2 | Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.* | 2 | | X |
| 3 | Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes* | 3 | | X |
| 4a | Did the foundation have unrelated business gross income of $1,000 or more during the year? | 4a | | X |
| b | If "Yes," has it filed a tax return on **Form 990-T** for this year? | 4b | | |
| 5 | Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.* | 5 | | X |
| 6 | Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? | 6 | X | |
| 7 | Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV* | 7 | X | |
| 8a | Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ FL IL | | | |
| b | If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation* | 8b | X | |
| 9 | Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? *If "Yes," complete Part XIV* | 9 | | X |
| 10 | Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses* | 10 | | X |

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

| | | | 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 ▶ PO BOX 803878, CHICAGO, IL ZIP+4 ▶ 60680 | | | |
| 15 | Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 | | | |
| 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 | | X |
| | Organizations relying on a current notice regarding disaster assistance check here ▶ ☐ | | | |
| c | Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014? | 1c | | X |
| 2 | Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)): | | | |
| a | At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? ☐ Yes ☒ No | | | |
| | If "Yes," list the years ▶ ______, ______, ______, ______ | | | |
| b | Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) | 2b | | X |
| c | If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ______, ______, ______, ______ | | | |
| 3a | Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No | | | |
| b | If "Yes," did it have excess business holdings in 2014 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.)* | 3b | | |
| 4a | Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? | 4a | | X |
| b | Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014? | 4b | | X |

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

| | | | 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<br>*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?<br>*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 |
|---|---|---|---|---|
| THE NORTHERN TRUST COMPANY<br>P O BOX 803878, CHICAGO, IL 60680 | CO-TRUSTEE<br>40 | 7,900. | -0- | -0- |
| D RICHARD MEAD, JR<br>, MIAMI, FLORIDA, | CO-TRUSTEE | -0- | -0- | -0- |
| MARY CATHERINE HAMIL<br>, CORAL GABLES, FLORIDA, | CO-TRUSTEE | -0- | -0- | -0- |
| STANLEY BUDGE MEAD<br>, MIAMI, FLORIDA, | CO-TRUSTEE | -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 |
|---|---|---|
| NONE | | NONE |
| | | |
| | | |
| | | |
| | | |
| **Total** number of others receiving over $50,000 for professional services ▶ | | NONE |

**Part IX-A** **Summary of Direct Charitable Activities**

| List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc. | Expenses |
|---|---|
| 1 NONE | |
| 2 | |
| 3 | |
| 4 | |

**Part IX-B** **Summary of Program-Related Investments** (see instructions)

| Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2 | Amount |
|---|---|
| 1 NONE | |
| 2 | |
| All other program-related investments See instructions. | |
| 3 NONE | |
| **Total.** Add lines 1 through 3 ▶ | |

**Part X** **Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

| | | | |
|---|---|---|---|
| 1 | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes: | | |
| a | Average monthly fair market value of securities | 1a | 2,797,193. |
| 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 | 2,797,193. |
| 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 | 2,797,193. |
| 4 | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) | 4 | 41,958. |
| 5 | **Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4 | 5 | 2,755,235. |
| 6 | **Minimum investment return.** Enter 5% of line 5 | 6 | 137,762. |

**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 | 137,762. |
| 2a | Tax on investment income for 2014 from Part VI, line 5 | 2a | 2,129. | | |
| b | Income tax for 2014. (This does not include the tax from Part VI.) | 2b | | | |
| c | Add lines 2a and 2b | | | 2c | 2,129. |
| 3 | Distributable amount before adjustments. Subtract line 2c from line 1 | | | 3 | 135,633. |
| 4 | Recoveries of amounts treated as qualifying distributions | | | 4 | 10,500. |
| 5 | Add lines 3 and 4 | | | 5 | 146,133. |
| 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 | 146,133. |

**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 | 123,405. |
| 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 | 123,405. |
| 5 | Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions) | 5 | 2,129. |
| 6 | **Adjusted qualifying distributions.** Subtract line 5 from line 4 | 6 | 121,276. |

**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 | | | | | 146,133. |
| 2 Undistributed income, if any, as of the end of 2014 | | | | | |
| a Enter amount for 2013 only | | | | 119,486. | |
| 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: ▶ $ 123,405. | | | | | |
| a Applied to 2013, but not more than line 2a | | | | 119,486. | |
| 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 | | | | | 3,919. |
| 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 | | | | | 142,214. |
| 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).)

N/A

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

N/A

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

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

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

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

c Any submission deadlines:

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

**Part XV Supplementary Information** (continued)

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

| Recipient<br>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* | | | | |
| VARIOUS-SEE ATTACHED<br>VARIOUS-SEE ATTACHED FL | N/A | PUBLIC | GENERAL | 121,600. |
| **Total** ▶ 3a | | | | 121,600. |
| **b** *Approved for future payment* | | | | |
| **Total** ▶ 3b | | | | |

## Part XVI-A Analysis of Income-Producing Activities

| Enter gross amounts unless otherwise indicated. | Unrelated business income | | Excluded by section 512, 513, or 514 | | (e) Related or exempt function income (See instructions.) |
|---|---|---|---|---|---|
| | (a) Business code | (b) Amount | (c) Exclusion code | (d) Amount | |
| 1 Program service revenue: | | | | | |
| a | | | | | |
| b | | | | | |
| c | | | | | |
| d | | | | | |
| e | | | | | |
| f | | | | | |
| g Fees and contracts from government agencies | | | | | |
| 2 Membership dues and assessments | | | | | |
| 3 Interest on savings and temporary cash investments | | | | | |
| 4 Dividends and interest from securities | | | 14 | 73,425. | |
| 5 Net rental income or (loss) from real estate: | | | | | |
| a Debt-financed property | | | | | |
| b Not debt-financed property | | | | | |
| 6 Net rental income or (loss) from personal property | | | | | |
| 7 Other investment income | | | | | |
| 8 Gain or (loss) from sales of assets other than inventory | | | 18 | 149,261. | |
| 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) | | | | 222,686. | |

**13 Total.** Add line 12, columns (b), (d), and (e) . . . . . . 13 222,686.

(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

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?

| | | | Yes | No |
|---|---|---|---|---|
| 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

James A Carlotti II | 04/17/2015 | VICE PRESIDENT

Signature of officer or trustee | Date | Title

THE NORTHERN TRUST COMPAN

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 |
|---|---|---|---|---|
| | | | | |

Firm's name ▶ | Firm's EIN ▶

Firm's address ▶ | Phone no.

D RICHARD MEAD CHARITABLE FOUNDATION ( 65-6106335)
2014 CHARITY CONTRIBUTION LIST

| Charity's name | Address | Contribution Amt |
|---|---|---|
| AMERICAN RED CROSS | 335 SW 27TH Avenue Miami, FL 33135 | ($5,000.00) |
| ANGEL FLIGHT SOUTH EAST | 8864 Airport Blvd<br>Leesburg Airport<br>Lessburg, FL 34788 | ($2,500.00) |
| BAPTIST FOUNDATION | 6250 Sunset Drive, Suite 204, FL 33134 | ($10,000.00) |
| BETTER WAY OF MIAMI, INC | 800 NW 28th Street<br>Miami, Florida 33127 | ($5,000.00) |
| BOB LEWIS FISHING TOURNAMENT | 6690 SW 98th Street \| Miami, FL 33156 | ($1,000.00) |
| BOY SCOUT TROOP 154 | Troop Committee Chair, Troop 154<br>2294 Martins Run<br>Tavares, FL 32778 | ($2,000.00) |
| CHANNEL 2 WPBT | 14901 NE 20th Avenue<br>Miami, Florida 33181 | ($1,000.00) |
| CHAPMAN PARTNERSHIP | 1550 North Miami Avenue<br>Miami, Florida 33136 | ($5,000.00) |
| CHILDREN'S HOME SOCIETY OF FLORIDA | 800 NW 15th St, Miami, FL 33136 | ($2,500.00) |
| E3 FAMILY SOLUTIONS, IN C. | PO Box 1497<br>Bushnell, FL 33513 | ($4,000.00) |
| FELLOWSHIP OF CHRISTIAN ATHLETES | PO Box 140594<br>Coral Gables, FL 33114 | ($2,500.00) |
| FIRST UNITED METHODIST CHURCH | Attn: Rev. Thom Shafer, Senior Pastor<br>536 Coral Way<br>Coral Gables, FL 33134-4900 | ($2,000.00) |
| FIRST UNITED METHODIST CHURCH | 600 South Grove Street<br>Eustis, Florida 32726 | ($3,500.00) |
| FLORIDA HOSPITAL | 1000 Waterman Way, Tavares, FL 3277 | ($2,500.00) |
| FROST MUSICREACH PROGRAM | P.O. Box 248165<br>Coral Gables, FL 33124-7610 | ($1,500.00) |
| GIRL SCOUTS | 11347 SW 160th Street<br>Miami, FL 33157 | ($1,000.00) |

| Charity's name | Address | Contribution Amt |
|---|---|---|
| HIGHLANDS-CASHIERS HOSP ITAL FOUNDATION | Post Office Box 742<br>Highland, North Carolina 28741 | ($5,000.00) |
| LEESBURG REGIONAL MEDICAL CENTER | 600 E. Dixie Ave.<br>Leesburg, FL 34748 | ($5,000.00) |
| LOWE ART MUSEUM | 1301 Stanford Drive<br>Coral Gables, FL 33124 | ($2,000.00) |
| LRMC FOUNDATION | 1324 Lakeland Hills Blvd, Lakeland, Florida 33805 | ($600.00) |
| MAKE A WISH FOUNDATION | Attn: Mr. Norman Wedderburn<br>4491 South State Road 7<br>Suite 201<br>Ft. Lauderdale, FL 33314 | ($5,000.00) |
| MEDICINE HORSE PROGRAM | 8778 Arapahoe Road<br>Boulder, CO 80303 | ($2,000.00) |
| MIAMI RESCUE MISSION | 2159 Northwest 1st Court<br>Miami, FL 33127-4814 | ($2,500.00) |
| MIAMI ROTARY FOUNDATION | 269 Giralda Ave, Suite 302<br>Miami, FL 33134 | ($1,000.00) |
| MIRACLE LEAGUE FUNDRAISING | C/O The Education Foundation of Lake County<br>10148 Bunker Rd.<br>Leesburg, FL 34788 | ($5,000.00) |
| MOTHERS AGAINST DRUNK DRIVING | 1655 Commerce Parkway #302<br>Weston, FL 33326 | ($2,500.00) |
| MS. PORTER FARMINGTON SCHOOL | 60 Main Street<br>Farmington, CT 06032 | ($3,000.00) |
| MWEBAZA FOUNDATION | P.O. Box 353<br>Niwot, Colorado 80544-0353 | ($2,000.00) |
| NEAT STUFF, INC. | 2624 NW 21st Terrace Miami, FL 33142 | ($5,000.00) |
| NORTH BOULDER LITTLE LEAGUE | 955 Laramie Blvd #C<br>Boulder, CO 80304 | ($1,000.00) |
| ROLLINS COLLEGE | 1000 Holt Avenue<br>Box #2750<br>Winter Park, FL 32789 | ($2,500.00) |
| ROXY THEATRE | 1645 SW 107 Ave<br>Miami, FL 33165 | ($2,500.00) |
| SALVATION ARMY FUNDS | 1907 NW 38th Street<br>Miami, Florida 33142 | ($2,500.00) |
| SOUTH LAKE ANIMAL LEAGUE (PAWS) | PO Box 121504<br>Clermont, FL 34712-1504 | ($2,500.00) |

D RICHARD MEAD CHARITABLE FOUNDATION ( 65-6106335)
2014 CHARITY CONTRIBUTION LIST

| Charity's name | Address | Contribution Amt |
|---|---|---|
| THE BARTON G. KIDS HEAR NOW FOUNDATION | 240 NE 72 Street<br>Miami, FL 33188 | ($1,000.00) |
| TRAGEDY ASSISTANCE PROGRAM FOR SURVIVORS | 1777 F. Street NW, Suite 600<br>Washington, DC 20006 | ($2,000.00) |
| UNIVERSITY OF FLORIDA AGRICULTURAL | Jennifer Hodges, 4-H Agent<br>1951 Woodlea Rd<br>Tavares, FL 32778 | ($3,000.00) |
| UNIVERSITY OF MICHIGAN | c/o LSA Development, Marketing and Communications<br>500 South State Street, Suite 5000<br>Ann Arbor, MI 48109 | ($5,000.00) |
| VOICES FOR CHILDREN | 1500 NW 12th Avenue, Suite 1117<br>Miami, Florida 33136 | ($2,500.00) |
| INFORMED FAMILIES | 2490 Coral Way<br>Miami, FL 33145 | ($5,500.00) |
| **TOTAL** | | **(121,600)** |

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

| DESCRIPTION | | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME |
|---|---|---|---|
| DIVIDENDS AND INTEREST | | 73,218. | 73,218. |
| ACCRUED/DEFERRED INCOME | | -374. | |
| RETURN OF CAPITAL | | 581. | |
| | TOTAL | 73,425. | 73,218. |

## FORM 990PF, PART I - ACCOUNTING FEES

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

D RICHARD MEAD CHARITABLE FOUNDATION 65-6106335

FORM 990PF, PART I - TAXES

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME |
| --- | --- | --- |
| ESTIMATED TAX | 2,198. | |
| FOREIGN TAX | 1,422. | 1,422. |
| TOTALS | 3,620. | 1,422. |

D RICHARD MEAD CHARITABLE FOUNDATION 65-6106335

## FORM 990PF, PART I - OTHER EXPENSES

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME | CHARITABLE PURPOSES |
|---|---|---|---|
| CLASS ACTION CHARGE | 37. | 37. | |
| IL AG FILING FEE | 15. | | 15. |
| TOTALS | 52. | 37. | 15. |

D RICHARD MEAD CHARITABLE FOUNDATION 65-6106335

## FORM 990PF, PART II - CORPORATE STOCK

| DESCRIPTION | | ENDING BOOK VALUE | ENDING FMV |
|---|---|---|---|
| SEE ATTACHMENTS | | 1,530,625. | 1,881,031. |
| | TOTALS | 1,530,625. | 1,881,031. |

D RICHARD MEAD CHARITABLE FOUNDATION 65-6106335

FORM 990PF, PART II - CORPORATE BONDS

| DESCRIPTION | | ENDING BOOK VALUE | ENDING FMV |
|---|---|---|---|
| SEE ATTACHMENTS | | 720,857. | 725,113. |
| | TOTALS | 720,857. | 725,113. |

D RICHARD MEAD CHARITABLE FOUNDATION 65-6106335

FORM 990PF, PART II - OTHER INVESTMENTS

| DESCRIPTION | COST/ FMV C OR F | ENDING BOOK VALUE | ENDING FMV |
|---|---|---|---|
| SEE ATTACHMENTS | C | 84,599. | 95,763. |
| TOTALS | | 84,599. | 95,763. |

**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 | Employer identification number |
|---|---|
| D RICHARD MEAD CHARITABLE FOUNDATION | 65-6106335 |

**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 . . . . . . . . . . . . . . . . . . . | 11,392. | 14,100. | | -2,708. |

| | | |
|---|---|---|
| **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 | -2,708. |

## 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 . . . . . . . . . . . . . . . . . . | 566,177. | 455,531. | | 110,646. |

| | | |
|---|---|---|
| **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 | 41,323. |
| **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 | 151,969. |

**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 | | | -2,708. |
| 18 | **Net long-term gain or (loss):** | | | | |
| a | Total for year | 18a | | | 151,969. |
| b | Unrecaptured section 1250 gain (see line 18 of the wrksht.) | 18b | | | |
| c | 28% rate gain | 18c | | | |
| 19 | **Total net gain or (loss).** Combine lines 17 and 18a ▶ | 19 | | | 149,261. |

**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** | **Sales and Other Dispositions of Capital Assets** | OMB No 1545-0074

Department of the Treasury
Internal Revenue Service

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

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

**2014**

Attachment Sequence No **12A**

Name(s) shown on return: D RICHARD MEAD CHARITABLE FOUNDATION

Social security number or taxpayer identification number: 65-6106335

*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
[X] **(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) |
|---|---|---|---|---|---|---|---|
| 70. PETSMART INC | 11/19/2013 | 06/12/2014 | 4,037.00 | 5,220.00 | | | -1,183.00 |
| 68. PETSMART INC | 11/15/2013 | 06/13/2014 | 3,934.00 | 5,013.00 | | | -1,079.00 |
| 40. PETSMART INC | 01/29/2014 | 06/16/2014 | 2,314.00 | 2,667.00 | | | -353.00 |
| 19. PETSMART INC | 01/29/2014 | 06/17/2014 | 1,107.00 | 1,200.00 | | | -93.00 |
| **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) ▶ | | | 11,392. | 14,100. | | | -2,708. |

**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)

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4X2615 2 000

| 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 |
|---|---|
| D RICHARD MEAD CHARITABLE FOUNDATION | 65-6106335 |

*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
- [X] (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) |
|---|---|---|---|---|---|---|---|
| 54. AMERICAN EXPRESS CO | 07/06/2011 | 10/03/2014 | 4,671.00 | 2,838.00 | | | 1,833.00 |
| 5. APPLE COMPUTER INC | 12/04/2012 | 06/03/2014 | 3,176.00 | 2,872.00 | | | 304.00 |
| 3. APPLE COMPUTER INC | 07/07/2009 | 06/04/2014 | 1,934.00 | 409.00 | | | 1,525.00 |
| 2. APPLE COMPUTER INC | 07/07/2009 | 06/05/2014 | 1,292.00 | 272.00 | | | 1,020.00 |
| 2. APPLE COMPUTER INC | 07/07/2009 | 06/06/2014 | 1,299.00 | 272.00 | | | 1,027.00 |
| 57. CVS CORP | 04/27/2012 | 11/21/2014 | 5,102.00 | 2,566.00 | | | 2,536.00 |
| 37. CHEVRONTEXACO CORP | 07/07/2009 | 04/01/2014 | 4,408.00 | 2,344.00 | | | 2,064.00 |
| 259. CISCO SYS INC | 09/18/2013 | 10/22/2014 | 6,044.00 | 5,937.00 | | | 107.00 |
| 163. CISCO SYS INC | 03/14/2013 | 11/06/2014 | 4,100.00 | 3,468.00 | | | 632.00 |
| 54. CISCO SYS INC | 01/16/2013 | 11/07/2014 | 1,362.00 | 1,139.00 | | | 223.00 |
| 38. CITRIX SYS INC | 07/22/2010 | 06/03/2014 | 2,313.00 | 1,768.00 | | | 545.00 |
| 25. CITRIX SYS INC | 07/22/2010 | 06/04/2014 | 1,512.00 | 1,163.00 | | | 349.00 |
| 18. CITRIX SYS INC | 07/22/2010 | 06/05/2014 | 1,095.00 | 838.00 | | | 257.00 |
| 14. CITRIX SYS INC | 07/22/2010 | 06/06/2014 | 866.00 | 651.00 | | | 215.00 |
| **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 |
|---|---|
| D RICHARD MEAD CHARITABLE FOUNDATION | 65-6106335 |

*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
- [X] **(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) |
|---|---|---|---|---|---|---|---|
| 181. COCA COLA CO | 08/30/2011 | 10/30/2014 | 7,472.00 | 6,312.00 | | | 1,160.00 |
| 172. EMC CORP MASS | 12/04/2012 | 07/30/2014 | 5,088.00 | 4,091.00 | | | 997.00 |
| 196. EMERSON ELECTRIC CO | 12/14/2012 | 10/30/2014 | 12,350.00 | 10,162.00 | | | 2,188.00 |
| 75. EXELON CORP | 04/24/2013 | 12/18/2014 | 2,782.00 | 2,784.00 | | | -2.00 |
| 70. EXXON MOBIL CORP | 07/07/2009 | 04/01/2014 | 6,823.00 | 4,687.00 | | | 2,136.00 |
| 37. HOME DEPOT INC | 02/06/2012 | 01/29/2014 | 2,863.00 | 1,673.00 | | | 1,190.00 |
| 106. INTEL CORP | 05/07/2012 | 09/30/2014 | 3,679.00 | 2,955.00 | | | 724.00 |
| 56. INTL BUSINESS MACHINES | 07/07/2009 | 10/22/2014 | 9,119.00 | 5,645.00 | | | 3,474.00 |
| 70. MONSANTO CO NEW | 06/19/2013 | 12/18/2014 | 8,321.00 | 7,415.00 | | | 906.00 |
| 42. MONSANTO CO NEW | 06/20/2013 | 12/19/2014 | 5,106.00 | 4,438.00 | | | 668.00 |
| 34431.18 MFB NORTHN MULTI- EQTY FD FD | 12/23/2009 | 11/17/2014 | 362,560.00 | 300,980.00 | | | 61,580.00 |
| 3650.36 MFB NORTHN FUNDS E EQTY EQTY INDEX FD | 12/23/2009 | 11/17/2014 | 41,176.00 | 39,497.00 | | | 1,679.00 |
| .5 NOW INC COM | 07/07/2009 | 06/02/2014 | 17.00 | 6.00 | | | 11.00 |
| 12. NOW INC COM | 07/07/2009 | 06/12/2014 | 397.00 | 139.00 | | | 258.00 |
| **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 |
|---|---|
| D RICHARD MEAD CHARITABLE FOUNDATION | 65-6106335 |

*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

X (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) |
|---|---|---|---|---|---|---|---|
| 12. NOW INC COM | 07/07/2009 | 06/13/2014 | 402.00 | 139.00 | | | 263.00 |
| 8. NOW INC COM | 07/07/2009 | 06/16/2014 | 265.00 | 92.00 | | | 173.00 |
| 5. NOW INC COM | 07/07/2009 | 06/17/2014 | 164.00 | 58.00 | | | 106.00 |
| 51. QUALCOMM INC | 01/17/2012 | 10/30/2014 | 3,926.00 | 2,923.00 | | | 1,003.00 |
| 123. ST JUDE MEDICAL INC | 09/21/2012 | 01/14/2014 | 8,149.00 | 5,274.00 | | | 2,875.00 |
| 24. ST JUDE MEDICAL INC | 09/18/2012 | 01/15/2014 | 1,585.00 | 1,023.00 | | | 562.00 |
| 3. ST JUDE MEDICAL INC | 09/18/2012 | 01/15/2014 | 198.00 | 128.00 | | | 70.00 |
| 380. US BANCORP DEL NEW | 12/20/2010 | 07/17/2014 | 15,934.00 | 8,057.00 | | | 7,877.00 |
| 67. UNITED TECHNOLOGIES CO | 07/07/2009 | 07/30/2014 | 7,149.00 | 3,320.00 | | | 3,829.00 |
| 28. UNITED TECHNOLOGIES CO | 07/07/2009 | 07/31/2014 | 2,963.00 | 1,387.00 | | | 1,576.00 |
| 22. V F CORP | 04/28/2011 | 01/14/2014 | 1,334.00 | 591.00 | | | 743.00 |
| 27. V F CORP | 04/28/2011 | 01/15/2014 | 1,634.00 | 719.00 | | | 915.00 |
| 23. V F CORP | 04/27/2011 | 01/16/2014 | 1,366.00 | 611.00 | | | 755.00 |
| 56. V F CORP | 06/27/2011 | 01/29/2014 | 3,247.00 | 1,481.00 | | | 1,766.00 |
| **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 |
|---|---|
| D RICHARD MEAD CHARITABLE FOUNDATION | 65-6106335 |

*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).

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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

[X] **(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) |
|---|---|---|---|---|---|---|---|
| 39. V F CORP | 06/27/2011 | 08/27/2014 | 2,499.00 | 1,026.00 | | | 1,473.00 |
| 4. V F CORP | 06/24/2011 | 08/28/2014 | 255.00 | 105.00 | | | 150.00 |
| 28. V F CORP | 06/24/2011 | 08/28/2014 | 1,786.00 | 733.00 | | | 1,053.00 |
| 287. NOBLE CORP PLC COMMON | 10/17/2012 | 10/30/2014 | 5,819.00 | 9,245.00 | | | -3,426.00 |
| .67 PARAGON OFFSHORE COMM | 10/17/2012 | 08/04/2014 | 6.00 | 9.00 | | | -3.00 |
| 95. PARAGON OFFSHORE COMM | 10/17/2012 | 09/30/2014 | 569.00 | 1,289.00 | | | -720.00 |
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| | | | | | | | |
| **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) ▶ | | | 566,177. | 455,531. | | | 110,646. |

**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.

## Asset Detail - Base Currency

| Description / Asset ID<br>Investment Mgr ID<br>Shares/PAR value | Exchange rate/<br>local market price | Accrued<br>income/expense | Market Value | Cost | Unrealized gain/loss<br>Market | Translation | Total |
|---|---|---|---|---|---|---|---|
| ***Equity Securities*** | | | | | | | |
| **Common stock** | | | | | | | |
| **United States - USD** | | | | | | | |
| ALTERA CORP COM CUSIP 021441100 | | | | | | | |
| 410 000 | 36 94 | 0 00 | 15,145 40 | 13,764 61 | 1,380 79 | 0 00 | 1,380 79 |
| AMERICAN EXPRESS CO CUSIP 025816109 | | | | | | | |
| 191 000 | 93 04 | 0 00 | 17,770 64 | 8,683 21 | 9,087 43 | 0 00 | 9,087 43 |
| AMERICAN WTR WKS CO INC NEW COM CUSIP 030420103 | | | | | | | |
| 145 000 | 53 30 | 0 00 | 7,728 50 | 4,844 36 | 2,884 14 | 0 00 | 2,884 14 |
| AMGEN INC COM CUSIP 031162100<br>AMGN | | | | | | | |
| 128 000 | 159 29 | 0 00 | 20,389 12 | 8,650 16 | 11,738 96 | 0 00 | 11,738 96 |
| APACHE CORP COM CUSIP 037411105<br>APA | | | | | | | |
| 195 000 | 62 67 | 0 00 | 12,220 65 | 15,767 81 | -3,547 16 | 0 00 | -3,547 16 |
| APPLE INC COM STK CUSIP 037833100<br>AAPL | | | | | | | |
| 392 000 | 110 38 | 0 00 | 43,268 96 | 7,627 20 | 35,641 76 | 0 00 | 35,641 76 |
| BAXTER INTL INC COM CUSIP 071813109 | | | | | | | |
| 257 000 | 73 29 | 133 64 | 18,835 53 | 17,587 25 | 1,248 28 | 0 00 | 1,248 28 |
| C R BARD CUSIP 067383109 | | | | | | | |
| 110 000 | 166 62 | 0 00 | 18,328 20 | 11,880 47 | 6,447 73 | 0 00 | 6,447 73 |
| CHEVRON CORP COM CUSIP 166764100<br>CVX | | | | | | | |
| 118 000 | 112 18 | 0 00 | 13,237 24 | 7,474 12 | 5,763 12 | 0 00 | 5,763 12 |

## Asset Detail - Base Currency

| Description / Asset ID<br>Investment Mgr ID<br>Shares/PAR value | Exchange rate/<br>local market price | Accrued<br>income/expense | Market Value | Cost | Unrealized gain/loss<br>Market | <br>Translation | <br>Total |
|---|---|---|---|---|---|---|---|
| ***Equity Securities*** | | | | | | | |
| **Common stock** | | | | | | | |
| **United States - USD** | | | | | | | |
| CISCO SYSTEMS INC CUSIP 17275R102<br>CSCO | | | | | | | |
| 326 000 | 27 815 | 0 00 | 9,067 69 | 6,877 33 | 2,190 36 | 0 00 | 2,190 36 |
| CITIGROUP INC COM NEW COM NEW CUSIP 172967424 | | | | | | | |
| 511 000 | 54 11 | 0 00 | 27,650 21 | 25,541 10 | 2,109 11 | 0 00 | 2,109 11 |
| COCA COLA CO COM CUSIP 191216100 | | | | | | | |
| 219 000 | 42 22 | 0 00 | 9,246 18 | 7,549 82 | 1,696 36 | 0 00 | 1,696 36 |
| COSTCO WHOLESALE CORP NEW COM CUSIP 22160K105 | | | | | | | |
| 95 000 | 141 75 | 0 00 | 13,466 25 | 4,254 10 | 9,212 15 | 0 00 | 9,212 15 |
| CVS HEALTH CORP COM CUSIP 126650100<br>CVS | | | | | | | |
| 235 000 | 96 31 | 0 00 | 22,632 85 | 10,511 80 | 12,121 05 | 0 00 | 12,121 05 |
| DANAHER CORP COM CUSIP 235851102 | | | | | | | |
| 340 000 | 85 71 | 34 00 | 29,141 40 | 9,970 50 | 19,170 90 | 0 00 | 19,170 90 |
| DICKS SPORTING GOODS INC OC-COM CUSIP 253393102 | | | | | | | |
| 361 000 | 49 65 | 0 00 | 17,923 65 | 16,176 10 | 1,747 55 | 0 00 | 1,747 55 |
| EATON CORP PLC COM USD0 50 CUSIP G29183103 | | | | | | | |
| 310 000 | 67 96 | 0 00 | 21,067 60 | 17,679 72 | 3,387 88 | 0 00 | 3,387 88 |
| EMC CORP COM CUSIP 268648102<br>EMC | | | | | | | |
| 482 000 | 29 74 | 55 43 | 14,334 68 | 9,408 13 | 4,926 55 | 0 00 | 4,926 55 |

## Asset Detail - Base Currency

| Description / Asset ID<br>Investment Mgr ID<br>Shares/PAR value | Exchange rate/<br>local market price | Accrued<br>income/expense | Market Value | Cost | Unrealized gain/loss<br>Market | Translation | Total |
|---|---|---|---|---|---|---|---|
| *Equity Securities* | | | | | | | |
| **Common stock** | | | | | | | |
| **United States - USD** | | | | | | | |
| EXELON CORP COM CUSIP 30161N101 | | | | | | | |
| 235 000 | 37 08 | 0 00 | 8,713 80 | 8,645 21 | 68 59 | 0 00 | 68 59 |
| EXPRESS SCRIPTS HLDG CO COM CUSIP 30219G108 | | | | | | | |
| 291 000 | 84 67 | 0 00 | 24,638 97 | 15,944 16 | 8,694 81 | 0 00 | 8,694 81 |
| EXXON MOBIL CORP COM CUSIP 30231G102 | | | | | | | |
| 208 000 | 92 45 | 0 00 | 19,229 60 | 14,742 44 | 4,487 16 | 0 00 | 4,487 16 |
| FRKLN RES INC COM CUSIP 354613101 | | | | | | | |
| 215 000 | 55 37 | 139 75 | 11,904 55 | 7,917 22 | 3,987 33 | 0 00 | 3,987 33 |
| GENERAL ELECTRIC CO CUSIP 369604103<br>GE | | | | | | | |
| 699 000 | 25 27 | 160 77 | 17,663 73 | 10,720 30 | 6,943 43 | 0 00 | 6,943 43 |
| GILEAD SCIENCES INC CUSIP 375558103<br>GILD | | | | | | | |
| 121 000 | 94 26 | 0 00 | 11,405 46 | 6,629 42 | 4,776 04 | 0 00 | 4,776 04 |
| GOOGLE INC CL A CUSIP 38259P508<br>GOOG | | | | | | | |
| 19 000 | 530 66 | 0 00 | 10,082 54 | 4,589 48 | 5,493 06 | 0 00 | 5,493 06 |
| GOOGLE INC COM USD0 001 CL'C' CUSIP 38259P706 | | | | | | | |
| 35 000 | 526 40 | 0 00 | 18,424 00 | 13,134 37 | 5,289 63 | 0 00 | 5,289 63 |
| HOME DEPOT INC COM CUSIP 437076102 | | | | | | | |
| 225 000 | 104 97 | 0 00 | 23,618 25 | 10,041 47 | 13,576 78 | 0 00 | 13,576 78 |

## ◆ Asset Detail - Base Currency

| Description / Asset ID<br>Investment Mgr ID<br>Shares/PAR value | Exchange rate/<br>local market price | Accrued<br>income/expense | Market Value | Cost | Unrealized gain/loss<br>Market | <br>Translation | <br>Total |
|---|---|---|---|---|---|---|---|
| ***Equity Securities*** | | | | | | | |
| **Common stock** | | | | | | | |
| **United States - USD** | | | | | | | |
| INTEL CORP COM CUSIP 458140100<br>INTC | | | | | | | |
| 256 000 | 36 29 | 0 00 | 9,290 24 | 7,086 78 | 2,203 46 | 0 00 | 2,203 46 |
| INTERCONTINENTAL EXCHANGE INC COM CUSIP 45866F104 | | | | | | | |
| 65 000 | 219 29 | 0 00 | 14,253 85 | 8,232 80 | 6,021 05 | 0 00 | 6,021 05 |
| JPMORGAN CHASE & CO COM CUSIP 46625H100<br>JPM | | | | | | | |
| 551 000 | 62 58 | 0 00 | 34,481 58 | 21,944 76 | 12,536 82 | 0 00 | 12,536 82 |
| MC DONALDS CORP COM CUSIP 580135101 | | | | | | | |
| 161 000 | 93 70 | 0 00 | 15,085 70 | 13,977 58 | 1,108 12 | 0 00 | 1,108 12 |
| MERCK & CO INC NEW COM CUSIP 58933Y105 | | | | | | | |
| 354 000 | 56 79 | 159 30 | 20,103 66 | 15,382 30 | 4,721 36 | 0 00 | 4,721 36 |
| METLIFE INC COM STK USD0 01 CUSIP 59156R108 | | | | | | | |
| 333 000 | 54 09 | 0 00 | 18,011 97 | 12,795 32 | 5,216 65 | 0 00 | 5,216 65 |
| MONDELEZ INTL INC COM CUSIP 609207105 | | | | | | | |
| 456 000 | 36 325 | 68 40 | 16,564 20 | 15,003 44 | 1,560 76 | 0 00 | 1,560 76 |
| NATIONAL OILWELL VARCO COM STK CUSIP 637071101<br>NOV | | | | | | | |
| 207 000 | 65 53 | 0 00 | 13,564 71 | 8,027 93 | 5,536 78 | 0 00 | 5,536 78 |
| NIKE INC CL B CUSIP 654106103 | | | | | | | |
| 150 000 | 96 15 | 42 00 | 14,422 50 | 4,786 48 | 9,636 02 | 0 00 | 9,636 02 |

# Asset Detail - Base Currency

| Description / Asset ID<br>Investment Mgr ID<br>Shares/PAR value | Exchange rate/<br>local market price | Accrued<br>income/expense | Market Value | Cost | Unrealized gain/loss<br>Market | Unrealized gain/loss<br>Translation | Total |
|---|---|---|---|---|---|---|---|
| ***Equity Securities*** | | | | | | | |
| **Common stock** | | | | | | | |
| **United States - USD** | | | | | | | |
| NORFOLK SOUTHN CORP COM CUSIP 655844108<br>NSC | | | | | | | |
| 120 000 | 109 61 | 0 00 | 13,153 20 | 8,100 57 | 5,052 63 | 0 00 | 5,052 63 |
| NUCOR CORP COM CUSIP 670346105 | | | | | | | |
| 272 000 | 49 05 | 101 32 | 13,341 60 | 13,120 55 | 221 05 | 0 00 | 221 05 |
| ORACLE CORP COM CUSIP 68389X105<br>ORCL | | | | | | | |
| 359 000 | 44 97 | 0 00 | 16,144 23 | 9,776 61 | 6,367 62 | 0 00 | 6,367 62 |
| PFIZER INC COM CUSIP 717081103 | | | | | | | |
| 802 000 | 31 15 | 0 00 | 24,982 30 | 19,443 20 | 5,539 10 | 0 00 | 5,539 10 |
| PRECISION CASTPARTS CORP COM CUSIP 740189105<br>PCP | | | | | | | |
| 72 000 | 240 88 | 0 00 | 17,343 36 | 13,227 98 | 4,115 38 | 0 00 | 4,115 38 |
| PROCTER & GAMBLE COM NPV CUSIP 742718109 | | | | | | | |
| 160 000 | 91 09 | 0 00 | 14,574 40 | 10,313 26 | 4,261 14 | 0 00 | 4,261 14 |
| QUALCOMM INC COM CUSIP 747525103<br>QCOM | | | | | | | |
| 254 000 | 74 33 | 0 00 | 18,879 82 | 13,439 26 | 5,440 56 | 0 00 | 5,440 56 |
| SALESFORCE COM INC COM STK CUSIP 79466L302 | | | | | | | |
| 206 000 | 59 31 | 0 00 | 12,217 86 | 11,814 31 | 403 55 | 0 00 | 403 55 |
| SCHLUMBERGER LTD COM COM CUSIP 806857108<br>SLB | | | | | | | |
| 224 000 | 85 41 | 70 40 | 19,131 84 | 20,135 19 | -1,003 35 | 0 00 | -1,003 35 |

## ◆ Asset Detail - Base Currency

| Description / Asset ID<br>Investment Mgr ID<br>Shares/PAR value | Exchange rate/<br>local market price | Accrued<br>income/expense | Market Value | Cost | Unrealized gain/loss<br>Market | Translation | Total |
|---|---|---|---|---|---|---|---|
| ***Equity Securities*** | | | | | | | |
| **Common stock** | | | | | | | |
| **United States - USD** | | | | | | | |
| STARBUCKS CORP COM CUSIP 855244109 | | | | | | | |
| 270 000 | 82 05 | 0 00 | 22,153 50 | 13,776 78 | 8,376 72 | 0 00 | 8,376 72 |
| TERADATA CORP DEL COM STK CUSIP 88076W103<br>TDC | | | | | | | |
| 219 000 | 43 68 | 0 00 | 9,565 92 | 9,467 40 | 98 52 | 0 00 | 98 52 |
| TWENTY-FIRST CENTY FOX INC CL A CL A CUSIP 90130A101<br>FOXA | | | | | | | |
| 456 000 | 38 405 | 0 00 | 17,512 68 | 14,578 90 | 2,933 78 | 0 00 | 2,933 78 |
| V F CORP COM CUSIP 918204108 | | | | | | | |
| 169 000 | 74 90 | 0 00 | 12,658 10 | 4,418 19 | 8,239 91 | 0 00 | 8,239 91 |
| VERIZON COMMUNICATIONS COM CUSIP 92343V104<br>VZ | | | | | | | |
| 165 000 | 46 78 | 0 00 | 7,718 70 | 6,118 99 | 1,599 71 | 0 00 | 1,599 71 |
| WALT DISNEY CO CUSIP 254687106<br>DIS | | | | | | | |
| 200 000 | 94 19 | 230 00 | 18,838 00 | 4,634 00 | 14,204 00 | 0 00 | 14,204 00 |
| WELLS FARGO & CO NEW COM STK CUSIP 949746101<br>WFC | | | | | | | |
| 540 000 | 54 82 | 0 00 | 29,602 80 | 13,727 26 | 15,875 54 | 0 00 | 15,875 54 |
| ZIMMER HLDGS INC COM CUSIP 98956P102<br>ZMH | | | | | | | |
| 106 000 | 113 42 | 23 32 | 12,022 52 | 10,774 62 | 1,247 90 | 0 00 | 1,247 90 |
| Total USD | | 1,218 33 | 912,754 89 | 600,716 32 | 312,038 57 | 0 00 | 312,038 57 |
| Total United States | | 1,218 33 | 912,754 89 | 600,716 32 | 312,038 57 | 0 00 | 312,038 57 |

## Asset Detail - Base Currency

| Description / Asset ID<br>Investment Mgr ID<br>Shares/PAR value | Exchange rate/<br>local market price | Accrued<br>income/expense | Market Value | Cost | Unrealized gain/loss<br>Market | Translation | Total |
|---|---|---|---|---|---|---|---|
| ***Equity Securities*** | | | | | | | |
| **Total Common Stock** | | | | | | | |
| **14,000.000** | | **1,218.33** | **912,754.89** | **600,716.32** | **312,038.57** | **0.00** | **312,038.57** |
| **Equity funds** | | | | | | | |
| **Emerging Markets Region - USD** | | | | | | | |
| MFB NORTHN FUNDS EMERGING MKTS EQTY EQTY INDEX FD CUSIP 665162582 | | | | | | | |
| 17,599 610 | 10 61 | 0 00 | 186,731 86 | 169,704 66 | 17,027 20 | 0 00 | 17,027 20 |
| Total USD | | 0 00 | 186,731 86 | 169,704 66 | 17,027 20 | 0 00 | 17,027 20 |
| Total Emerging Markets Region | | 0 00 | 186,731 86 | 169,704 66 | 17,027 20 | 0 00 | 17,027 20 |
| **Global Region - USD** | | | | | | | |
| MFC FLEXSHARES TR MORNINGSTAR GLOBAL UPSTREAM NAT RES INDEX FD CUSIP 33939L407 | | | | | | | |
| 1,920 000 | 30 62 | 1,644 65 | 58,790 40 | 60,114 05 | -1,323 65 | 0 00 | -1,323 65 |
| Total USD | | 1,644 65 | 58,790 40 | 60,114 05 | -1,323 65 | 0 00 | -1,323 65 |
| Total Global Region | | 1,644 65 | 58,790 40 | 60,114 05 | -1,323 65 | 0 00 | -1,323 65 |
| **International Region - USD** | | | | | | | |
| MFB NORTHN INTL EQTY INDEX FD CUSIP 665130209 | | | | | | | |
| 25,130 690 | 11 18 | 0 00 | 280,961 11 | 301,936 00 | -20,974 89 | 0 00 | -20,974 89 |
| Total USD | | 0 00 | 280,961 11 | 301,936 00 | -20,974 89 | 0 00 | -20,974 89 |
| Total International Region | | 0 00 | 280,961 11 | 301,936 00 | -20,974 89 | 0 00 | -20,974 89 |
| **United States - USD** | | | | | | | |
| MFB NORTHERN MULTI MANAGER GLOBAL LISTEDINFRASTRUCTURE FUND CUSIP 665162384 | | | | | | | |
| 3,939 170 | 12 29 | 0 00 | 48,412 39 | 51,710 84 | -3,298 45 | 0 00 | -3,298 45 |

## Asset Detail - Base Currency

| Description / Asset ID<br>Investment Mgr ID<br>Shares/PAR value | Exchange rate/<br>local market price | Accrued<br>income/expense | Market Value | Cost | Unrealized gain/loss<br>Market | Translation | Total |
|---|---|---|---|---|---|---|---|
| ***Equity Securities*** | | | | | | | |
| **Equity funds** | | | | | | | |
| **United States - USD** | | | | | | | |
| MFB NORTHN MULTI-MANAGER MID CAP FD CUSIP 665162574 | | | | | | | |
| 9,972 110 | 12 48 | 0 00 | 124,451 93 | 94,909 96 | 29,541 97 | 0 00 | 29,541 97 |
| MFB NORTHN MULTI-MANAGER SMALL CAP FD CUSIP 665162566 | | | | | | | |
| 13,177 670 | 9 74 | 0 00 | 128,350 50 | 114,625 26 | 13,725 24 | 0 00 | 13,725 24 |
| MFO DFA INVT DIMENSIONS GROUP INC U S CORE EQUITY 1 PORT CUSIP 233203413 | | | | | | | |
| 6,984 230 | 17 92 | 0 00 | 125,157 40 | 125,551 45 | -394 05 | 0 00 | -394 05 |
| Total USD | | 0 00 | 426,372 22 | 386,797 51 | 39,574 71 | 0 00 | 39,574 71 |
| Total United States | | 0 00 | 426,372 22 | 386,797 51 | 39,574 71 | 0 00 | 39,574 71 |
| **Total Equity Funds**<br>**78,723.480** | | **1,644.65** | **952,855.59** | **918,552.22** | **34,303.37** | **0.00** | **34,303.37** |
| **Other equity** | | | | | | | |
| **United States - USD** | | | | | | | |
| AMERICAN TOWER CORP CUSIP 03027X100 | | | | | | | |
| 156 000 | 98 85 | 59 28 | 15,420 60 | 11,356 12 | 4,064 48 | 0 00 | 4,064 48 |
| Total USD | | 59 28 | 15,420 60 | 11,356 12 | 4,064 48 | 0 00 | 4,064 48 |
| Total United States | | 59 28 | 15,420 60 | 11,356 12 | 4,064 48 | 0 00 | 4,064 48 |
| **Total Other Equity**<br>**156.000** | | **59.28** | **15,420.60** | **11,356.12** | **4,064.48** | **0.00** | **4,064.48** |
| **Total Equity Securities**<br>**92,879.480** | | **2,922.26** | **1,881,031.08** | **1,530,624.66** | **350,406.42** | **0.00** | **350,406.42** |

## Asset Detail - Base Currency

| Description / Asset ID<br>Investment Mgr ID<br>Shares/PAR value | Exchange rate/<br>local market price | Accrued<br>income/expense | Market Value | Cost | Unrealized gain/loss<br>Market | Translation | Total |
|---|---|---|---|---|---|---|---|
| ***Fixed Income Securities*** | | | | | | | |
| **Corporate/government** | | | | | | | |
| **United States - USD** | | | | | | | |
| MFB NORTHERN FDS FIXED INCOME FD CUSIP 665162806 | | | | | | | |
| 24,921 920 | 10 40 | 0 00 | 259,187 96 | 247,837 42 | 11,350 54 | 0 00 | 11,350 54 |
| Issue Date 25 Aug 08 | | | | | | | |
| MFB NORTHN FDS SHORT BD FD CUSIP 665162368 | | | | | | | |
| 6,582 410 | 18 96 | 0 00 | 124,802 49 | 125,000 00 | -197 51 | 0 00 | -197 51 |
| MFB NORTHN FDS ULTRA SHORT FXD INC FD CUSIP 665162467 | | | | | | | |
| 4,920 450 | 10 18 | 0 00 | 50,090 18 | 50,090 23 | -0 05 | 0 00 | -0 05 |
| MFB NORTHN HI YIELD FXD INC FD CUSIP 665162699 | | | | | | | |
| 34,394 460 | 7 08 | 0 00 | 243,512 77 | 247,836 58 | -4,323 81 | 0 00 | -4,323 81 |
| Issue Date 25 Aug 08 | | | | | | | |
| Total USD | | 0 00 | 677,593 40 | 670,764 23 | 6,829 17 | 0 00 | 6,829 17 |
| Total United States | | 0 00 | 677,593 40 | 670,764 23 | 6,829 17 | 0 00 | 6,829 17 |
| **Total Corporate/Government** | | | | | | | |
| **70,819.240** | | **0.00** | **677,593.40** | **670,764.23** | **6,829.17** | **0.00** | **6,829.17** |
| **Other bonds** | | | | | | | |
| **United States - USD** | | | | | | | |
| MFC FLEXSHARES TR IBOXX 5 YR TARGET DURATION TIPS INDEX FD CUSIP 33939L605 | | | | | | | |
| 960 000 | 24 45 | 0 00 | 23,472 00 | 25,017 60 | -1,545 60 | 0 00 | -1,545 60 |
| Issue Date 07 Dec 12 | | | | | | | |

## Asset Detail - Base Currency

| Description / Asset ID<br>Investment Mgr ID<br>Shares/PAR value | Exchange rate/<br>local market price | Accrued<br>income/expense | Market Value | Cost | Unrealized gain/loss<br>Market | Translation | Total |
|---|---|---|---|---|---|---|---|
| ***Fixed Income Securities*** | | | | | | | |
| **Other bonds** | | | | | | | |
| **United States - USD** | | | | | | | |
| MFC FLEXSHARES TR TR IBOXX 3 YR TARGET DURATION TIPS INDEX FD CUSIP 33939L506 | | | | | | | |
| 990 000 | 24 29 | 18 28 | 24,047 10 | 25,075 04 | -1,027 94 | 0 00 | -1,027 94 |
| Issue Date 07 Dec 12 | | | | | | | |
| Total USD | | 18 28 | 47,519 10 | 50,092 64 | -2,573 54 | 0 00 | -2,573 54 |
| Total United States | | 18 28 | 47,519 10 | 50,092 64 | -2,573 54 | 0 00 | -2,573 54 |
| **Total Other Bonds** | | | | | | | |
| **1,950.000** | | **18.28** | **47,519.10** | **50,092.64** | **-2,573.54** | **0.00** | **-2,573.54** |
| **Total Fixed Income Securities** | | | | | | | |
| **72,769.240** | | **18.28** | **725,112.50** | **720,856.87** | **4,255.63** | **0.00** | **4,255.63** |
| ***Real Estate*** | | | | | | | |
| **Real estate funds** | | | | | | | |
| **United States - USD** | | | | | | | |
| MFB NORTHERN FDS GLOBAL REAL ESTATE INDEX FD CUSIP 665162541 | | | | | | | |
| 9,557 140 | 10 02 | 0 00 | 95,762 54 | 84,599 14 | 11,163 40 | 0 00 | 11,163 40 |
| Total USD | | 0 00 | 95,762 54 | 84,599 14 | 11,163 40 | 0 00 | 11,163 40 |
| Total United States | | 0 00 | 95,762 54 | 84,599 14 | 11,163 40 | 0 00 | 11,163 40 |
| **Total Real Estate Funds** | | | | | | | |
| **9,557.140** | | **0.00** | **95,762.54** | **84,599.14** | **11,163.40** | **0.00** | **11,163.40** |
| **Total Real Estate** | | | | | | | |
| **9,557.140** | | **0.00** | **95,762.54** | **84,599.14** | **11,163.40** | **0.00** | **11,163.40** |

# *Custom Reporting*

**31 DEC 14**



## ◆ Asset Detail - Base Currency

| Description / Asset ID<br>Investment Mgr ID<br>Shares/PAR value | Exchange rate/<br>local market price | Accrued<br>income/expense | Market Value | Cost | Unrealized gain/loss<br>Market | Translation | Total |
|---|---|---|---|---|---|---|---|
| ***Cash and Short Term Investments*** | | | | | | | |
| **Short term** | | | | | | | |
| USD - United States dollar | | | | | | | |
| | 1 00 | 15 06 | 10,454 58 | 10,454 58 | 0 00 | 0 00 | 0 00 |
| Total short term - all currencies | | 15 06 | 10,454 58 | 10,454 58 | 0 00 | 0 00 | 0 00 |
| Total short term - all countries | | 15 06 | 10,454 58 | 10,454 58 | 0 00 | 0 00 | 0 00 |
| **Total Short Term** | | | | | | | |
| **10,454.580** | | **15.06** | **10,454.58** | **10,454.58** | **0.00** | **0.00** | **0.00** |
| **Total Cash and Short Term Investments** | | | | | | | |
| **10,454 580** | | **15.06** | **10,454 58** | **10,454.58** | **0.00** | **0.00** | **0.00** |
| **Total** | | | | | | | |
| **185,660.440** | | **2,955.60** | **2,712,360.70** | **2,346,535.25** | **365,825.45** | **0.00** | **365,825.45** |