



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



ENVELOPE - MAY - 6 2015
POSTMARK DATE

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

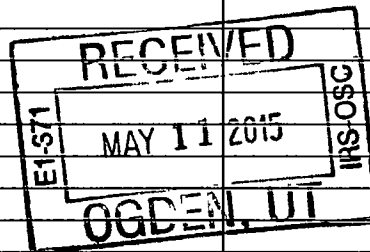
2014

Open to Public Inspection

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

Name of foundation WILLIAM G BURKHOLDER FOUNDATION		A Employer identification number 65-6357210
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) 312-630-6000
P.O. BOX 803878		
City or town, state or province, country, and ZIP or foreign postal code CHICAGO, IL 60680		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply:	Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/>	D 1 Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 1,730,806.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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 <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	43,963.	43,652.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	41,904.			
	b Gross sales price for all assets on line 6a 440,751.				
	7 Capital gain net income (from Part IV, line 2)		41,904.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	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	85,867.	85,556.		
	13 Compensation of officers, directors, trustees, etc.	17,169.	15,452.		1,717.
	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.	5,220.	1,024.		
	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.	15.			15.
	24 Total operating and administrative expenses. Add lines 13 through 23.	24,404.	17,476.	NONE	2,732.
	25 Contributions, gifts, grants paid	80,938.			80,938.
	26 Total expenses and disbursements. Add lines 24 and 25	105,342.	17,476.	NONE	83,670.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-19,475.			
	b Net investment income (if negative, enter -0-)		68,080.		
	c Adjusted net income (if negative, enter -0-)				



Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	34,604.	49,028.	49,028.
	3	Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations (attach schedule) .			
	b	Investments - corporate stock (attach schedule) . STMT 5 .	802,860.	669,391.	864,082.
	c	Investments - corporate bonds (attach schedule) . STMT 6 .	653,063.	755,854.	751,901.
	11	Investments - land, buildings, and equipment: basis Less: accumulated depreciation ▶ (attach schedule)			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) STMT 7 .	55,668.	52,283.	65,795.
	14	Land, buildings, and equipment: basis Less: accumulated depreciation ▶ (attach schedule)			
Liabilities	15	Other assets (describe ▶ SEE ATTACHMENTS)			
	16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	1,546,195.	1,526,556.	1,730,806.
	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons .			
Net Assets or Fund Balances	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)			NONE
Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, . . . ▶ <input checked="" type="checkbox"/> check here and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	1,546,195.	1,526,556.	
	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)	1,546,195.	1,526,556.	
Net Assets or Fund Balances	31	Total liabilities and net assets/fund balances (see instructions)	1,546,195.	1,526,556.	

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	1,546,195.
2	Enter amount from Part I, line 27a	2	-19,475.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,526,720.
5	Decreases not included in line 2 (itemize) ▶ COST ADJUSTMENT	5	164.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,526,556.

Form 990-PF (2014)

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECURITIES					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a 440,608.		398,704.	41,904.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col (k), but not less than -0-) or Losses (from col. (h))		
(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			
a			41,904.		
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	41,904.	
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	82,550.	1,731,858.	0.047666
2012	85,028.	1,682,411.	0.050539
2011	80,956.	1,697,610.	0.047688
2010	75,747.	1,627,835.	0.046532
2009	93,107.	1,523,933.	0.061097
2 Total of line 1, column (d)			2 0.253522
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 0.050704
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5			4 1,753,996.
5 Multiply line 4 by line 3			5 88,935.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 681.
7 Add lines 5 and 6			7 89,616.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			8 83,670.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b.		1	1,362.
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	1,362.
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	1,362.
6 Credits/Payments:			
a 2014 estimated tax payments and 2013 overpayment credited to 2014	6a	2,901.	
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	2,901.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,539.	
11 Enter the amount of line 10 to be: Credited to 2015 estimated tax 1,364. Refunded	11	175.	

Part VII-A Statements Regarding Activities

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

Form 990-PF (2014)

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X	
14	The books are in care of ▶ THE NORTHERN TRUST COMPANY Telephone no. ▶ (312) 630-6000 Located at ▶ PO BOX 803878, CHICAGO, IL ZIP+4 ▶ 60680			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ 15 and enter the amount of tax-exempt interest received or accrued during the year			
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? 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 ▶	16	Yes	No X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	X
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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

Form 990-PF (2014)

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?Organizations relying on a current notice regarding disaster assistance check here ☐**5b****c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

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

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? ☐ Yes ☒ No**7b****Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
THE NORTHERN TRUST COMPANY P.O. BOX 803878, CHICAGO, IL 60680	TRUSTEE 40	17,169.	-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

Form 990-PF (2014)

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	

Form 990-PF (2014)

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	1,780,707.
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	1,780,707.
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	1,780,707.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	26,711.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,753,996.
6	Minimum investment return. Enter 5% of line 5	6	87,700.

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	87,700.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	1,362.
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,362.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	86,338.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	86,338.
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	86,338.

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	83,670.
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	83,670.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	83,670.

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				86,338.
2 Undistributed income, if any, as of the end of 2014:				
a Enter amount for 2013 only			80,938.	
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: ► \$ 83,670.				
a Applied to 2013, but not more than line 2a . . .			80,938.	
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				2,732.
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				83,606.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	NONE			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions) . . .	NONE			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9:				
a Excess from 2010 . . .	NONE			
b Excess from 2011 . . .	NONE			
c Excess from 2012 . . .	NONE			
d Excess from 2013 . . .	NONE			
e Excess from 2014 . . .	NONE			

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling

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

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

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

N/A

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

N/A

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
REYNOLDS CORNER ROTARY CLUB FDN ATTN: BRUCE KLINGER TOLEDO OH 43515-4752	N/A	PUBLIC	GENERAL	26,981.
SERINERS HOSPITALS FOR CHILDREN ATTN: SUSAN J BROWN TAMPA FL 33631-3356	N/A	PUBLIC	50% TO ZENOBIA SHRINE, 50% TO BURNS INSTITUTE	53,957.
Total			3a	80,938.
b Approved for future payment				
Total			3b	

17 -

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
DIVIDENDS AND INTEREST	43,652.	43,652.
ACCRUED/DEFERRED INCOME	-99.	
RETURN OF CAPITAL	410.	
	-----	-----
TOTAL	43,963.	43,652.
	=====	=====

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

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

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
PRIOR YEAR TAX	1,295.	
ESTIMATED TAX	2,901.	
FOREIGN TAX	1,024.	1,024.
	-----	-----
TOTALS	5,220.	1,024.
	=====	=====

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

REVENUE
AND
EXPENSES
PER BOOKS

CHARITABLE
PURPOSES

DESCRIPTION

IL AG FILING FEE

15.

15.

TOTALS

15.
=====

15.
=====

WILLIAM G BURKHOLDER FOUNDATION

65-6357210

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION

ENDING
BOOK VALUE

ENDING
FMV

SEE ATTACHMENTS

669,391.

864,082.

TOTALS

669,391.

864,082.

=====

=====

WILLIAM G BURKHOLDER FOUNDATION

65-6357210

FORM 990PF, PART II - CORPORATE BONDS

=====

DESCRIPTION -----	ENDING	
	BOOK VALUE -----	FMV ---
SEE ATTACHMENTS	755,854. -----	751,901. -----
TOTALS	755,854. =====	751,901. =====

WILLIAM G BURKHOLDER FOUNDATION

65-6357210

FORM 990PF, PART II - OTHER INVESTMENTS
=====

DESCRIPTION -----	COST/ FMV C OR F -----	ENDING BOOK VALUE -----	ENDING FMV ---
SEE ATTACHMENTS	C	52,283.	65,795.
		-----	-----
TOTALS		52,283.	65,795.
		=====	=====

**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

WILLIAM G BURKHOLDER FOUNDATION

Employer identification number

65-6357210

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	68,243.	72,358.	6.	-4,109.
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	-4,109.

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	375,001.	355,569.	2,632.	22,064.
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	23,949.
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	46,013.

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

Schedule D (Form 1041) 2014

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		-4,109.
18 Net long-term gain or (loss):			
a Total for year	18a		46,013.
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		41,904.

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		

Schedule D (Form 1041) 2014

Department of the Treasury
Internal Revenue Service► Information about Form 8949 and its separate instructions is at www.irs.gov/form8949.**2014**

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

Attachment
Sequence No **12A**

Name(s) shown on return

WILLIAM G BURKHOLDER FOUNDATION

Social security number or taxpayer identification number

65-6357210

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

Part I **Short-Term.** Transactions involving capital assets you held 1 year or less are short-term. For long-term transactions, see page 2.

Note. You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 1a; you are not required to report these transactions on Form 8949 (see instructions).

You must check Box A, B, or C below. Check only one box. If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box. If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

- ☐ (A) Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)
- ☐ (B) Short-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS
- ☒ (C) Short-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example 100 sh. XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see <i>Column (e)</i> in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
3.	BAXTER INTL INC	12/11/2013	08/08/2014	221.00	202.00			19.00
4.	EMERSON ELECTRIC CO	10/16/2014	10/30/2014	252.00	242.00			10.00
5.	MONDELEZ INTL INC COM	09/18/2013	08/08/2014	176.00	162.00			14.00
4.	MONSANTO CO NEW	11/20/2014	12/19/2014	486.00	460.00			26.00
2.	MFB NORTHN INTL EQTY IN	12/05/2013	02/20/2014	25.00	24.00			1.00
51.	MFB NORTHN INTL EQTY I	12/05/2013	05/08/2014	644.00	615.00			29.00
16.	MFB NORTHN INTL EQTY I	12/05/2013	06/02/2014	205.00	193.00			12.00
38.	MFB NORTHN INTL EQTY I	12/05/2013	08/08/2014	468.00	458.00			10.00
4218.41	MFB NORTHN INTL EQ	12/05/2013	10/16/2014	47,626.00	50,874.00			-3,248.00
19.	MFB NORTHERN MULTI MAN LISTEDINFRASTRUCTURE FU	02/20/2014	05/08/2014	248.00	237.00			11.00
11.	MFB NORTHERN MULTI MAN LISTEDINFRASTRUCTURE FU	02/20/2014	06/02/2014	148.00	137.00			11.00
25.	MFB NORTHERN MULTI MAN LISTEDINFRASTRUCTURE FU	02/20/2014	08/08/2014	329.00	311.00			18.00
55.	MFB NORTHERN MULTI MAN LISTEDINFRASTRUCTURE FU	02/20/2014	10/16/2014	689.00	685.00			4.00
26.	MFB NORTHERN MULTI MAN LISTEDINFRASTRUCTURE FU	02/20/2014	11/10/2014	341.00	324.00			17.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 1b (if Box A above is checked), line 2 (if Box B above is checked), or line 3 (if Box C above is checked) ►								

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

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

Form **8949** (2014)

Form

Sales and Other Dispositions of Capital Assets

OMB No. 1545-0074

2014

Attachment Sequence No **12A**

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.

Name(s) shown on return

WILLIAM G BURKHOLDER FOUNDATION

Social security number or taxpayer identification number

65-6357210

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

Part I **Short-Term.** Transactions involving capital assets you held 1 year or less are short-term. For long-term transactions, see page 2.

Note. You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 1a; you are not required to report these transactions on Form 8949 (see instructions).

You must check Box A, B, or C below. Check only one box. If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box. If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

<input type="checkbox"/>	(A) Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)
<input type="checkbox"/>	(B) Short-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS
<input checked="" type="checkbox"/>	(C) Short-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example: 100 sh. XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
58.	MFB NORTHERN MULTI MAN LISTEDINFRASTRUCTURE FU	02/20/2014	12/22/2014	716.00	722.00	W	6.00	
1050.92	MFB NORTHERN FUNDS FIXED INCOME FD	10/16/2014	10/16/2014	10,761.00	10,751.00			10.00
3.	PETSMART INC	11/18/2013	05/08/2014	194.00	225.00			-31.00
27.	PETSMART INC	11/19/2013	06/12/2014	1,557.00	2,016.00			-459.00
26.	PETSMART INC	11/15/2013	06/13/2014	1,504.00	1,921.00			-417.00
16.	PETSMART INC	01/29/2014	06/16/2014	926.00	1,051.00			-125.00
7.	PETSMART INC	01/29/2014	06/17/2014	408.00	442.00			-34.00
7.	TWENTY-FIRST CENTY FOX A	01/15/2014	05/08/2014	238.00	229.00			9.00
4.	NOBLE CORP PLC COMMON S	10/16/2014	10/30/2014	81.00	77.00			4.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtr- act 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) ▶				68,243.	72,358.		6.	-4,109.

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)

For Paperwork
JSA
4X2615 2 000

ANW513 5908

02-45086

28

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

WILLIAM G BURKHOLDER FOUNDATION

65-6357210

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

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

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

You must check Box D, E, or F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

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

☐ (E) Long-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS

☒ (F) Long-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example 100 sh. XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
3.	AMERICAN EXPRESS CO	09/01/2011	05/08/2014	267.00	147.00			120.00
20.	AMERICAN EXPRESS CO	04/26/2010	10/03/2014	1,730.00	949.00			781.00
3.	APPLE COMPUTER INC	01/24/2013	06/03/2014	1,906.00	984.00			922.00
1.	APPLE COMPUTER INC	07/24/2006	06/04/2014	645.00	61.00			584.00
1.	APPLE COMPUTER INC	07/24/2006	06/05/2014	646.00	61.00			585.00
1.	APPLE COMPUTER INC	07/24/2006	06/06/2014	649.00	61.00			588.00
2.	APPLE COMPUTER INC	07/24/2006	11/10/2014	218.00	18.00			200.00
2.	C R BARD INC	03/15/2013	05/08/2014	287.00	203.00			84.00
3.	CVS CORP	04/27/2012	05/08/2014	228.00	135.00			93.00
2.	CVS CORP	04/27/2012	11/10/2014	178.00	90.00			88.00
23.	CVS CORP	04/27/2012	11/21/2014	2,059.00	1,035.00			1,024.00
15.	CHEVRONTXACO CORP	11/13/2008	04/01/2014	1,787.00	1,045.00			742.00
8.	CISCO SYS INC	03/14/2013	05/08/2014	185.00	173.00			12.00
105.	CISCO SYS INC	03/14/2013	10/22/2014	2,450.00	2,229.00			221.00
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

WILLIAM G BURKHOLDER FOUNDATION

65-6357210

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

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

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

You must check Box D, E, or F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

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

☐ (E) Long-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS

☒ (F) Long-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example. 100 sh XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
1.	CISCO SYS INC	09/18/2013	10/22/2014	23.00	25.00	W	2.00	
67.	CISCO SYS INC	09/18/2013	11/06/2014	1,685.00	1,416.00			269.00
22.	CISCO SYS INC	01/16/2013	11/07/2014	555.00	464.00			91.00
4.	CITIGROUP INC COM NEW C	10/23/2013	11/10/2014	215.00	201.00			14.00
15.	CITRIX SYS INC	07/22/2010	06/03/2014	913.00	698.00			215.00
10.	CITRIX SYS INC	07/22/2010	06/04/2014	605.00	465.00			140.00
7.	CITRIX SYS INC	07/22/2010	06/05/2014	426.00	326.00			100.00
5.	CITRIX SYS INC	07/22/2010	06/06/2014	309.00	233.00			76.00
5.	COCA COLA CO	08/29/2011	06/02/2014	204.00	174.00			30.00
72.	COCA COLA CO	08/29/2011	10/30/2014	2,972.00	2,502.00			470.00
4.	DANAHER CORP	10/17/2008	05/08/2014	294.00	115.00			179.00
3.	WALT DISNEY CO	05/19/2006	08/08/2014	259.00	90.00			169.00
8.	EMC CORP MASS	01/24/2013	06/02/2014	212.00	202.00			10.00
65.	EMC CORP MASS	01/24/2013	07/30/2014	1,923.00	1,632.00			291.00
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

WILLIAM G BURKHOLDER FOUNDATION

65-6357210

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

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

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

You must check Box D, E, or F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

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

☐ (E) Long-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS

☒ (F) Long-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example: 100 sh XYZ Co.)	(b) Date acquired (Mo , day, yr)	(c) Date sold or disposed (Mo , day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	77. EMERSON ELECTRIC CO	12/13/2012	10/30/2014	4,852.00	3,989.00			863.00
	3.85 EXELON CORP	04/24/2013	12/18/2014	143.00	143.00	W		
	28.15 EXELON CORP	04/24/2013	12/18/2014	1,044.00	1,035.00			9.00
	3. EXPRESS SCRIPTS HLDG CO	11/16/2012	05/08/2014	202.00	156.00			46.00
	27. EXXON MOBIL CORP	10/01/2003	04/01/2014	2,632.00	1,004.00			1,628.00
	50000. FHLB TRANCHE # TR 0 06-18-2014	08/29/2006	06/18/2014	50,000.00	50,356.00			-356.00
	35. MFC FLEXSHARES TR MORN GLOBAL UPSTREAM NAT RES	01/24/2013	02/20/2014	1,217.00	1,284.00			-67.00
	29. MFC FLEXSHARES TR MORN GLOBAL UPSTREAM NAT RES	01/24/2013	05/08/2014	1,049.00	1,064.00			-15.00
	10. MFC FLEXSHARES TR MORN GLOBAL UPSTREAM NAT RES	01/24/2013	06/02/2014	361.00	367.00			-6.00
	23. MFC FLEXSHARES TR MORN GLOBAL UPSTREAM NAT RES	01/24/2013	08/08/2014	840.00	844.00			-4.00
	378. MFC FLEXSHARES TR MOR GLOBAL UPSTREAM NAT RES	01/24/2013	10/16/2014	12,151.00	13,863.00			-1,712.00
	20. MFC FLEXSHARES TR MORN GLOBAL UPSTREAM NAT RES	01/24/2013	11/10/2014	661.00	733.00			-72.00
	18. MFC FLEXSHARES TR TR I TARGET DURATION TIPS IN	01/24/2013	02/20/2014	449.00	458.00			-9.00
	33. MFC FLEXSHARES TR TR I TARGET DURATION TIPS IN	03/18/2013	05/08/2014	827.00	843.00			-16.00
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

WILLIAM G BURKHOLDER FOUNDATION

65-6357210

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

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

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

You must check Box D, E, or F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

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

☐ (E) Long-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS

☒ (F) Long-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example: 100 sh. XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
10.	MFC FLEXSHARES TR TR I TARGET DURATION TIPS IN	03/18/2013	06/02/2014	251.00	255.00			-4.00
26.	MFC FLEXSHARES TR TR I TARGET DURATION TIPS IN	03/18/2013	08/08/2014	652.00	663.00			-11.00
15.	00156 MFC FLEXSHARES TR YR TARGET DURATION TIPS	03/18/2013	11/10/2014	371.00	382.00	W	11.00	
11.	99844 MFC FLEXSHARES TR YR TARGET DURATION TIPS	03/18/2013	11/10/2014	297.00	306.00			-9.00
4.	FRANKLIN RESOURCES INC	01/12/2010	08/08/2014	215.00	147.00			68.00
8.	GENERAL ELECTRIC CO	12/12/2012	06/02/2014	213.00	175.00			38.00
13.	HOME DEPOT INC	01/23/2012	01/29/2014	1,006.00	578.00			428.00
3.	HOME DEPOT INC	01/23/2012	02/20/2014	232.00	134.00			98.00
2.	HOME DEPOT INC	01/23/2012	11/10/2014	195.00	89.00			106.00
45.	INTEL CORP	05/07/2012	09/30/2014	1,562.00	1,254.00			308.00
1.	INTERCONTINENTAL EXCHAN COM	06/06/2012	05/08/2014	194.00	128.00			66.00
1.	INTERCONTINENTAL EXCHAN COM	06/06/2012	11/10/2014	218.00	128.00			90.00
22.	INTL BUSINESS MACHINES	04/25/2008	10/22/2014	3,582.00	2,700.00			882.00
4.	J P MORGAN CHASE & CO	09/01/2011	05/08/2014	217.00	147.00			70.00
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

WILLIAM G BURKHOLDER FOUNDATION

65-6357210

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

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

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

You must check Box D, E, or F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

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

☐ (E) Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

☒ (F) Long-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example: 100 sh XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
3.	J P MORGAN CHASE & CO	09/01/2011	11/10/2014	185.00	110.00			75.00
4.	MERCK & CO INC	01/14/2013	05/08/2014	221.00	173.00			48.00
3.	MERCK & CO INC	01/14/2013	11/10/2014	176.00	130.00			46.00
5.	METLIFE INC	02/22/2013	08/08/2014	256.00	178.00			78.00
30.	MONSANTO CO NEW	06/19/2013	12/18/2014	3,566.00	3,178.00			388.00
14.	MONSANTO CO NEW	06/20/2013	12/19/2014	1,702.00	1,477.00			225.00
20.	MFB NORTHERN FUNDS ULT FIXED INCOME FD	11/02/2012	05/08/2014	205.00	205.00			
5.	MFB NORTHERN FUNDS ULTR FIXED INCOME FD	11/02/2012	06/02/2014	51.00	51.00			
28.	MFB NORTHERN FUNDS ULT FIXED INCOME FD	11/02/2012	08/08/2014	287.00	286.00			1.00
1882.15	MFB NORTHERN FUNDS FIXED INCOME FD	07/25/2013	10/16/2014	19,273.00	19,248.00			25.00
30.	MFB NORTHN FDS MULTI-M GLOBAL REALESTATE FD	12/19/2012	02/20/2014	502.00	541.00			-39.00
49.	MFB NORTHN FDS MULTI-M GLOBAL REALESTATE FD	12/19/2012	05/08/2014	852.00	883.00			-31.00
16.	MFB NORTHN FDS MULTI-M GLOBAL REALESTATE FD	12/19/2012	06/02/2014	285.00	288.00			-3.00
38.	MFB NORTHN FDS MULTI-M GLOBAL REALESTATE FD	12/19/2012	08/08/2014	670.00	685.00			-15.00
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

WILLIAM G BURKHOLDER FOUNDATION

65-6357210

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

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

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

You must check Box D, E, or F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

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

☐ (E) Long-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS

☒ (F) Long-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example 100 sh XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
65.	MFB NORTHN FDS MULTI-M GLOBAL REALESTATE FD	12/19/2012	10/16/2014	1,102.00	1,171.00			-69.00
40.	MFB NORTHN FDS MULTI-M GLOBAL REALESTATE FD	12/19/2012	11/10/2014	716.00	711.00			5.00
413.	MFB NORTHN FDS MULTI- GLOBAL REALESTATE FD	12/05/2013	12/22/2014	6,711.00	7,164.00	W	453.00	
1523.	MFB NORTHN FDS MULTI EMERGING MKTS EQTY FD	01/24/2013	02/20/2014	27,719.00	29,675.00			-1,956.00
78.	MFB NORTHN FDS MULTI-M EMERGING MKTS EQTY FD	11/02/2012	05/08/2014	1,505.00	1,419.00			86.00
25.	MFB NORTHN FDS MULTI-M EMERGING MKTS EQTY FD	11/02/2012	06/02/2014	493.00	455.00			38.00
61.	MFB NORTHN FDS MULTI-M EMERGING MKTS EQTY FD	11/02/2012	08/08/2014	1,226.00	1,110.00			116.00
1215.	MFB NORTHN FDS MULTI EMERGING MKTS EQTY FD	11/02/2012	10/16/2014	22,696.00	22,101.00			595.00
52.	MFB NORTHN FDS MULTI-M EMERGING MKTS EQTY FD	11/02/2012	11/10/2014	997.00	946.00			51.00
1445.	MFB NORTHN FDS MULTI EMERGING MKTS EQTY FD	07/25/2013	12/22/2014	26,140.00	25,183.00			957.00
323.	MFB NORTHN MULTI-MANA EQTY FD FD	01/24/2013	05/08/2014	3,566.00	3,046.00			520.00
102.	MFB NORTHN MULTI-MANA EQTY FD FD	09/01/2011	06/02/2014	1,143.00	934.00			209.00
251.	MFB NORTHN MULTI-MANA EQTY FD FD	07/25/2013	08/08/2014	2,743.00	2,548.00			195.00
654.	MFB NORTHN MULTI-MANA EQTY FD FD	09/19/2013	10/16/2014	6,573.00	6,991.00			-418.00
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

WILLIAM G BURKHOLDER FOUNDATION

65-6357210

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

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

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

You must check Box D, E, or F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

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

☐ (E) Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

☒ (F) Long-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example: 100 sh. XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	258. MFB NORTHN MULTI-MANA EQTY FD FD	09/19/2013	11/10/2014	2,722.00	2,758.00			-36.00
	6468. MFB NORTHN MULTI-MAN EQTY FD FD	09/19/2013	11/20/2014	68,496.00	66,653.00			1,843.00
	14. MFB NORTHN MULTIMGR SM	04/26/2010	02/20/2014	161.00	134.00			27.00
	18. MFB NORTHN MULTIMGR SM	04/26/2010	05/08/2014	196.00	172.00			24.00
	6. MFB NORTHN MULTIMGR SMA	04/26/2010	06/02/2014	67.00	57.00			10.00
	14. MFB NORTHN MULTIMGR SM	04/26/2010	08/08/2014	157.00	134.00			23.00
	17. MFB NORTHN MULTIMGR SM	04/26/2010	11/10/2014	198.00	162.00			36.00
	31. MFB NORTHN MULTIMGR SM	04/26/2010	11/20/2014	361.00	296.00			65.00
	243.27 MFB NORTHN MULTIMGR FD	12/19/2013	12/22/2014	2,372.00	2,700.00	W	328.00	
	119.73 MFB NORTHN MULTIMGR FD	04/26/2010	12/22/2014	1,167.00	1,142.00			25.00
	77. MFB NORTHN MULTIMGR MI	12/19/2012	02/20/2014	1,055.00	918.00			137.00
	49. MFB NORTHN MULTIMGR MI	12/19/2012	05/08/2014	668.00	584.00			84.00
	16. MFB NORTHN MULTIMGR MI	12/19/2012	06/02/2014	223.00	191.00			32.00
	38. MFB NORTHN MULTIMGR MI	07/25/2013	08/08/2014	529.00	548.00			-19.00
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

WILLIAM G BURKHOLDER FOUNDATION

65-6357210

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

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

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

You must check Box D, E, or F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

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

☐ (E) Long-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS

☒ (F) Long-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr.)	(c) Date sold or disposed (Mo, day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
42.	MFB NORTHN MULTIMGR MI	07/25/2013	11/10/2014	610.00	606.00			4.00
771.	MFB NORTHN MULTIMGR M	12/19/2013	12/22/2014	9,638.00	11,111.00	W	1,473.00	
9.	MFB NORTHN FDS SMALL CA	01/24/2013	05/08/2014	181.00	155.00			26.00
11.	MFB NORTHN FDS SMALL C	12/19/2012	08/08/2014	228.00	162.00			66.00
9.	MFB NORTHN FDS SMALL CA	12/16/2010	11/10/2014	197.00	130.00			67.00
26.	MFB NORTHN FDS SMALL C	12/16/2010	11/20/2014	565.00	376.00			189.00
27.	MFB NORTHN FDS SMALL C	12/19/2013	12/22/2014	572.00	548.00			24.00
262.	MFB NORTHN HI YIELD F	10/02/2007	02/20/2014	1,983.00	2,099.00			-116.00
272.	MFB NORTHN HI YIELD F	10/02/2007	05/08/2014	2,078.00	2,179.00			-101.00
86.	MFB NORTHN HI YIELD FX	10/02/2007	06/02/2014	660.00	689.00			-29.00
211.	MFB NORTHN HI YIELD F	10/02/2007	08/08/2014	1,591.00	1,690.00			-99.00
226.	MFB NORTHN HI YIELD F	01/24/2013	11/10/2014	1,684.00	1,770.00	W	86.00	
95.	MFB NORTHN HI YIELD FX	10/02/2007	12/22/2014	671.00	749.00	W	78.00	
129.	MFB NORTHERN FDS FIXE	11/02/2012	02/20/2014	1,316.00	1,402.00			-86.00
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

WILLIAM G BURKHOLDER FOUNDATION

65-6357210

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

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

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

You must check Box D, E, or F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

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

☐ (E) Long-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS

☒ (F) Long-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example. 100 sh XYZ Co.)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	231. MFB NORTHERN FDS FIXE	11/02/2012	05/08/2014	2,389.00	2,511.00			-122.00
	50. MFB NORTHERN FDS FIXED	11/02/2012	06/02/2014	519.00	544.00			-25.00
	139. MFB NORTHERN FDS FIXE	11/02/2012	08/08/2014	1,441.00	1,511.00			-70.00
	410. MFB NORTHERN FDS FIXE	11/02/2012	11/10/2014	4,256.00	4,457.00	W	201.00	
	.75 NOW INC COM	03/02/2007	06/02/2014	25.00	10.00			15.00
	5. NOW INC COM	05/14/2009	06/12/2014	165.00	67.00			98.00
	4. NOW INC COM	05/14/2009	06/13/2014	134.00	53.00			81.00
	3. NOW INC COM	05/14/2009	06/16/2014	99.00	40.00			59.00
	2. NOW INC COM	05/14/2009	06/17/2014	66.00	27.00			39.00
	4. ORACLE CORPORATION	10/04/2010	06/02/2014	168.00	109.00			59.00
	8. PFIZER INC	01/24/2013	05/08/2014	235.00	218.00			17.00
	6. PFIZER INC	01/24/2013	11/10/2014	181.00	164.00			17.00
	1. PRECISION CASTPARTS COR	10/21/2011	11/10/2014	225.00	168.00			57.00
	3. QUALCOMM INC	07/15/2011	05/08/2014	240.00	165.00			75.00
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

WILLIAM G BURKHOLDER FOUNDATION

65-6357210

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

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

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

You must check Box D, E, or F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

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

☐ (E) Long-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS

☒ (F) Long-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example: 100 sh. XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
20.	QUALCOMM INC	07/15/2011	10/30/2014	1,540.00	1,097.00			443.00
49.	ST JUDE MEDICAL INC	09/21/2012	01/14/2014	3,246.00	2,095.00			1,151.00
1.	ST JUDE MEDICAL INC	09/18/2012	01/15/2014	66.00	43.00			23.00
9.	ST JUDE MEDICAL INC	09/18/2012	01/15/2014	595.00	384.00			211.00
3.	STARBUCKS CORP	08/10/2012	05/08/2014	211.00	136.00			75.00
149.	US BANCORP DEL NEW	09/01/2011	07/17/2014	6,248.00	3,604.00			2,644.00
26.	UNITED TECHNOLOGIES CO	08/09/2005	07/30/2014	2,774.00	1,290.00			1,484.00
11.	UNITED TECHNOLOGIES CO	08/09/2005	07/31/2014	1,164.00	546.00			618.00
8.	V F CORP	04/28/2011	01/14/2014	485.00	215.00			270.00
10.	V F CORP	04/28/2011	01/15/2014	605.00	269.00			336.00
8.	V F CORP	04/28/2011	01/16/2014	475.00	215.00			260.00
22.	V F CORP	04/28/2011	01/29/2014	1,276.00	587.00			689.00
4.	V F CORP	04/27/2011	05/08/2014	246.00	106.00			140.00
15.	V F CORP	04/27/2011	08/27/2014	961.00	399.00			562.00
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

WILLIAM G BURKHOLDER FOUNDATION

65-6357210

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

<input checked="checked" type="checkbox"/>	(F) Long-term transactions not reported to you on Form 1099-B
--	---

1	(a) Description of property (Example 100 sh XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	11. V F CORP	04/27/2011	08/28/2014	702.00	291.00			411.00
	2. V F CORP	04/26/2011	08/28/2014	128.00	52.00			76.00
	5. WELLS FARGO & CO NEW	03/04/2005	05/08/2014	247.00	151.00			96.00
	113. NOBLE CORP PLC COMMON	10/16/2012	10/30/2014	2,291.00	3,581.00			-1,290.00
	.67 PARAGON OFFSHORE COMM	10/16/2012	08/04/2014	6.00	9.00			-3.00
	37. PARAGON OFFSHORE COMM	10/16/2012	09/30/2014	222.00	494.00			-272.00
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) ►				375,001.	355,569.		2,632.	22,064.

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.

Custom Reporting

31 DEC 14

Account number 0245086

Page 1 of 11

◆ Asset Detail - Base Currency

Description / Asset ID		Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss		Total
Investment Mgr ID	Shares/PAR value					Market	Translation	
Equity Securities								
Common stock								
United States - USD								
ALTERA CORP COM	CUSIP 021441100							
174 000	36 94	0 00	6,427 56	5,830 21	597 35	0 00		597 35
AMERICAN EXPRESS CO CUSIP 025816109								
81 000	93 04	0 00	7,536 24	3,942 29	3,593 95	0 00		3,593 95
AMERICAN WTR WKS CO INC NEW COM CUSIP 030420103								
60 000	53 30	0 00	3,198 00	2,070 88	1,127 12	0 00		1,127 12
AMGEN INC COM CUSIP 031162100								
AMGN	54 000	159 29	0 00	8,601 66	3,947 14	4,654 52	0 00	4,654 52
APACHE CORP COM CUSIP 037411105								
APA	83 000	62 67	0 00	5,201 61	6,661 35	-1,459 74	0 00	-1,459 74
APPLE INC COM STK CUSIP 037833100								
166 000	110 38	0 00	18,323 08	3,434 96	14,888 12	0 00		14,888 12
BAXTER INTL INC COM CUSIP 071813109								
109 000	73 29	56 68	7,988 61	7,469 13	519 48	0 00		519 48
C R BARD CUSIP 067383109								
47 000	166 62	0 00	7,831 14	5,335 15	2,495 99	0 00		2,495 99
CHEVRON CORP COM CUSIP 166764100								
CVX	50 000	112 18	0 00	5,609 00	3,638 62	1,970 38	0 00	1,970 38

Northern Trust

*Generated by Northern Trust from reviewed periodic data on 18 Mar 15 B003

Custom Reporting

31 DEC 14

Account number 0245086

Page 2 of 11

◆ Asset Detail - Base Currency

Description / Asset ID		Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss		Total
Investment Mgr ID	Shares/PAR value					Market	Translation	
Equity Securities								
Common stock								
United States - USD								
CISCO SYSTEMS INC CUSIP 17275R102								
CSCO	135 000	27 815	0 00	3,755 02	2,884 39	870 63	0 00	870 63
CITIGROUP INC COM NEW COM NEW CUSIP 172967424								
	217 000	54 11	0 00	11,741 87	10,878 60	863 27	0 00	863 27
COCA COLA CO COM CUSIP 191216100								
	93 000	42 22	0 00	3,926 46	3,319 80	606 66	0 00	606 66
COSTCO WHOLESALE CORP NEW COM CUSIP 22160K105								
	40 000	141 75	0 00	5,670 00	2,704 25	2,965 75	0 00	2,965 75
CVS HEALTH CORP COM CUSIP 126650100								
CVS	100 000	96 31	0 00	9,631 00	4,951 77	4,679 23	0 00	4,679 23
DANAHER CORP COM CUSIP 235851102								
	144 000	85 71	14 40	12,342 24	3,612 33	8,729 91	0 00	8,729 91
DICKS SPORTING GOODS INC OC-COM CUSIP 253393102								
	154 000	49 65	0 00	7,646 10	6,899 33	746 77	0 00	746 77
EATON CORP PLC COM USD0 50 CUSIP G29183103								
	132 000	67 96	0 00	8,970 72	7,612 17	1,358 55	0 00	1,358 55
EMC CORP COM CUSIP 268648102								
EMC	205 000	29 74	23 57	6,096 70	4,101 69	1,995 01	0 00	1,995 01

• Northern Trust

*Generated by Northern Trust from reviewed periodic data on 18 Mar 15 B003

Custom Reporting

31 DEC 14

Account number 0245086

Page 3 of 11

◆ Asset Detail - Base Currency

Description / Asset ID		Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss		Total
Investment Mgr ID	Shares/PAR value					Market	Translation	
Equity Securities								
Common stock								
United States - USD								
EXELON CORP COM	CUSIP 30161N101							
100 000	37 08	0 00	3,708 00	3,657 19	50 81	0 00	50 81	50 81
EXPRESS SCRIPTS HLDG CO COM CUSIP 30219G108								
123 000	84 67	0 00	10,414 41	6,904 55	3,509 86	0 00	3,509 86	3,509 86
EXXON MOBIL CORP COM CUSIP 30231G102								
89 000	92 45	0 00	8,228 05	4,406 00	3,822 05	0 00	3,822 05	3,822 05
FRKLN RES INC COM CUSIP 354613101								
91 000	55 37	59 15	5,038 67	3,509 04	1,529 63	0 00	1,529 63	1,529 63
GENERAL ELECTRIC CO CUSIP 369604103								
296 000	25 27	68 08	7,479 92	5,532 05	1,947 87	0 00	1,947 87	1,947 87
GILEAD SCIENCES INC CUSIP 375556103								
51 000	94 26	0 00	4,807 26	2,924 25	1,883 01	0 00	1,883 01	1,883 01
GOOGLE INC CL A CUSIP 38259P508								
8 000	530 66	0 00	4,245 28	1,669 22	2,576 06	0 00	2,576 06	2,576 06
GOOGLE INC COM USD0 001 CL'C CUSIP 38259P706								
15 000	526 40	0 00	7,896 00	5,408 58	2,487 42	0 00	2,487 42	2,487 42
HOME DEPOT INC COM CUSIP 437076102								
95 000	104 97	0 00	9,972 15	4,706 19	5,265 96	0 00	5,265 96	5,265 96

Custom Reporting

31 DEC 14

Account number 0245086

Page 4 of 11

◆ Asset Detail - Base Currency

Description / Asset ID		Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss		Total
Investment Mgr ID	Shares/PAR value					Market	Translation	
Equity Securities								
Common stock								
United States - USD								
INTEL CORP COM CUSIP 458140100 INTC	109 000	36 29	0 00	3,955 61	3,063 73	891 88	0 00	891 88
INTERCONTINENTAL EXCHANGE INC COM CUSIP 45866F104								
	28 000	219 29	0 00	6,140 12	3,846 88	2,293 24	0 00	2,293 24
JPMORGAN CHASE & CO COM CUSIP 46625H100 JPM								
	234 000	62 58	0 00	14,643 72	8,912 04	5,731 68	0 00	5,731 68
MC DONALDS CORP COM CUSIP 580135101								
	68 000	93 70	0 00	6,371 60	5,936 50	435 10	0 00	435 10
MERCCK & CO INC NEW COM CUSIP 58933Y105								
	150 000	56 79	67 50	8,518 50	6,681 45	1,837 05	0 00	1,837 05
METLIFE INC COM STK USD0 01 CUSIP 59156R108								
	141 000	54 09	0 00	7,626 69	5,406 98	2,219 71	0 00	2,219 71
MONDELEZ INTL INC COM CUSIP 609207105								
	194 000	36 325	29 10	7,047 05	6,417 22	629 83	0 00	629 83
NATIONAL OILWELL VARCO COM STK CUSIP 637071101 NOV								
	88 000	65 53	0 00	5,766 64	3,874 99	1,891 65	0 00	1,891 65
NIKE INC CL B CUSIP 654106103								
	62 000	96 15	17 36	5,961 30	2,274 67	3,686 63	0 00	3,686 63

Custom Reporting

31 DEC 14

Account number 0246086

Page 5 of 11

◆ Asset Detail - Base Currency

Description / Asset ID		Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss		Total
Investment Mgr ID	Shares/PAR value					Market	Translation	
Equity Securities								
Common stock								
United States - USD								
NORFOLK SOUTHN CORP COM	CUSIP 655844108							
NSC	51 000	109 61	0 00	5,590 11	3,611 44	1,978 67	0 00	1,978 67
NUCOR CORP COM CUSIP 670346105								
	116 000	49 05	43 21	5,689 80	5,626 79	63 01	0 00	63 01
ORACLE CORP COM CUSIP 68389X105								
ORCL	153 000	44 97	0 00	6,880 41	4,338 60	2,541 81	0 00	2,541 81
PFIZER INC COM CUSIP 717081103								
	340 000	31 15	0 00	10,591 00	8,408 57	2,182 43	0 00	2,182 43
PRECISION CASTPARTS CORP COM CUSIP 740189105								
PCP	30 000	240 88	0 00	7,226 40	5,557 86	1,668 54	0 00	1,668 54
PROCTER & GAMBLE COM NPV CUSIP 742718109								
	68 000	91 09	0 00	6,194 12	4,257 77	1,936 35	0 00	1,936 35
QUALCOMM INC COM CUSIP 747525103								
QCOM	108 000	74 33	0 00	8,027 64	5,667 56	2,360 08	0 00	2,360 08
SALESFORCE COM INC COM STK CUSIP 79466L302								
	88 000	59 31	0 00	5,219 28	5,050 42	168 86	0 00	168 86
SCHLUMBERGER LTD COM COM CUSIP 806857108								
SLB	95 000	85 41	30 00	8,113 95	8,204 57	-90 62	0 00	-90 62

Northern Trust

*Generated by Northern Trust from reviewed periodic data on 18 Mar 15 B003

Custom Reporting

31 DEC 14

Account number 0245086

Page 6 of 11

◆ Asset Detail - Base Currency

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

Equity Securities

Common stock

United States - USD

STARBUCKS CORP COM CUSIP 855244109							
	115 000	82 05	0 00	9,435 75	6,135 65	3,300 10	0 00
TERADATA CORP DEL COM STK CUSIP 88076W103							
TDC	93 000	43 68	0 00	4,062 24	4,020 47	41 77	0 00
TWENTY-FIRST CENTY FOX INC CL A CUSIP 90130A101							
FOXA	194 000	38 405	0 00	7,450 57	6,222 77	1,227 80	0 00
V F CORP COM CUSIP 918204108							
	72 000	74 90	0 00	5,392 80	2,202 55	3,190 25	0 00
VERIZON COMMUNICATIONS COM CUSIP 92343V104							
VZ	69 000	46 78	0 00	3,227 82	2,614 69	613 13	0 00
WALT DISNEY CO CUSIP 254687106							
DIS	85 000	94 19	97 75	8,006 15	3,028 52	4,977 63	0 00
WELLS FARGO & CO NEW COM STK CUSIP 949746101							
WFC	228 000	54 82	0 00	12,498 96	6,486 78	6,012 18	0 00
ZIMMER HLDGS INC COM CUSIP 98956P102							
ZMH	45 000	113 42	9 90	5,103 90	4,559 62	544 28	0 00
Total USD			516 70	387,028 88	260,420 22	126,608 66	0 00
Total United States			516 70	387,028 88	260,420 22	126,608 66	0 00

Northern Trust

*Generated by Northern Trust from reviewed periodic data on 18 Mar 15 B003

Custom Reporting

31 DEC 14

Account number 0245086

Page 7 of 11

◆ Asset Detail - Base Currency

Description / Asset ID		Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss		Total
Investment Mgr ID	Shares/PAR value					Market	Translation	
Equity Securities								
Total Common Stock								
	5,936,000		516.70	387,028.88	260,420.22	126,608.66	0.00	126,608.66
Equity funds								
Emerging Markets Region - USD								
MFB NORTHN FDS MULTI-MANAGER EMERGING MKTS EQTY FD CUSIP 665162483								
	3,860,090	18.05	0.00	69,674.62	42,193.55	27,481.07	0.00	27,481.07
Total USD								
			0.00	69,674.62	42,193.55	27,481.07	0.00	27,481.07
Total Emerging Markets Region								
			0.00	69,674.62	42,193.55	27,481.07	0.00	27,481.07
Global Region - USD								
MFC FLEXSHARES TR MORNINGSTAR GLOBAL UPSTREAM NAT RES INDEX FD CUSIP 33939L407								
	2,133,000	30.62	1,827.10	65,312.46	74,995.55	-9,683.09	0.00	-9,683.09
Total USD								
			1,827.10	65,312.46	74,995.55	-9,683.09	0.00	-9,683.09
Total Global Region								
			1,827.10	65,312.46	74,995.55	-9,683.09	0.00	-9,683.09
International Region - USD								
MFB NORTHN MULTI-MANAGER INTL EQTY FD CUSIP 665162558								
	20,103,560	10.08	0.00	202,643.88	167,557.78	35,086.10	0.00	35,086.10
Total USD								
			0.00	202,643.88	167,557.78	35,086.10	0.00	35,086.10
Total International Region								
			0.00	202,643.88	167,557.78	35,086.10	0.00	35,086.10
United States - USD								
MFB NORTHN FUNDS SMALL CAP CORE FUND CUSIP 665162665								
	933,580	21.25	0.00	19,838.57	14,522.25	5,316.32	0.00	5,316.32

Northern Trust

*Generated by Northern Trust from reviewed periodic data on 18 Mar 15 B003

Custom Reporting

Account number 0245086

31 DEC 14

Page 8 of 11

◆ Asset Detail - Base Currency

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

Equity Securities

Equity funds

United States - USD

MFB NORTHERN MULTI MANAGER GLOBAL LISTED INFRASTRUCTURE FUND CUSIP 665162384

2,736,440	12.29	0.00	33,630.84	34,054.30	-423.46	0.00	-423.46
-----------	-------	------	-----------	-----------	---------	------	---------

MFB NORTN MULTI-MANAGER MID CAP FD CUSIP 665162574

5,003,980	12.48	0.00	62,449.67	55,406.84	7,042.83	0.00	7,042.83
-----------	-------	------	-----------	-----------	----------	------	----------

MFB NORTN MULTI-MANAGER SMALL CAP FD CUSIP 665162566

1,743,210	9.74	0.00	16,978.86	15,331.10	1,647.76	0.00	1,647.76
-----------	------	------	-----------	-----------	----------	------	----------

Total USD		0.00	132,897.94	119,314.49	13,583.45	0.00	13,583.45
-----------	--	------	------------	------------	-----------	------	-----------

Total United States		0.00	132,897.94	119,314.49	13,583.45	0.00	13,583.45
---------------------	--	------	------------	------------	-----------	------	-----------

Total Equity Funds		1,827.10	470,528.90	404,061.37	66,467.53	0.00	66,467.53
36,513,860							

Other equity

United States - USD

AMERICAN TOWER CORP CUSIP 03027X100

66,000	98.85	25.08	6,524.10	4,909.51	1,614.59	0.00	1,614.59
--------	-------	-------	----------	----------	----------	------	----------

Total USD		25.08	6,524.10	4,909.51	1,614.59	0.00	1,614.59
-----------	--	-------	----------	----------	----------	------	----------

Total United States		25.08	6,524.10	4,909.51	1,614.59	0.00	1,614.59
---------------------	--	-------	----------	----------	----------	------	----------

Total Other Equity		25.08	6,524.10	4,909.51	1,614.59	0.00	1,614.59
66,000							

Total Equity Securities		2,368.88	864,081.88	669,391.10	194,690.78	0.00	194,690.78
42,515,860							

Northern Trust

*Generated by Northern Trust from reviewed periodic data on 18 Mar 15 B003

Custom Reporting

Account number 0245086

31 DEC 14

Page 9 of 11

◆ Asset Detail - Base Currency

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

Fixed Income Securities

Corporate/government

United States - USD

MFB NORTHERN FDS FIXED INCOME FD CUSIP 665162806

44,938 320	10 40	0 00	467,358 52	467,892 45	-533 93	0 00	-533 93
Issue Date 25 Aug 08							

MFB NORTHN HI YIELD FXD INC FD CUSIP 665162699

23,296 800	7 08	0 00	164,941 34	168,528 20	-3,586 86	0 00	-3,586 86
Issue Date 25 Aug 08							

UNITED STATES TREAS NTS DTD 00109 4 5% DUE 11-15-2015 REG CUSIP 912828EN6

50,000 000	103 6641	292 12	51,832 05	48,740 23	3,091 82	0 00	3,091 82
Issue Date 15 Nov 05 Rate 4 50% Yield to Maturity 0 23% Maturity Date 15 Nov 15							

Total USD	292 12		684,131 91	685,160 88	-1,028 97	0 00	-1,028 97
-----------	--------	--	------------	------------	-----------	------	-----------

Total United States	292 12		684,131 91	685,160 88	-1,028 97	0 00	-1,028 97
---------------------	--------	--	------------	------------	-----------	------	-----------

Total Corporate/Government

118,236.120	292.12		684,131.91	685,160.88	-1,028.97	0.00	-1,028.97
-------------	--------	--	------------	------------	-----------	------	-----------

Other bonds

United States - USD

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

2,790 000	24 29	51 53	67,769 10	70,692 72	-2,923 62	0 00	-2,923 62
Issue Date 07 Dec 12							

Total USD	51 53		67,769 10	70,692 72	-2,923 62	0 00	-2,923 62
-----------	-------	--	-----------	-----------	-----------	------	-----------

Total United States	51 53		67,769 10	70,692 72	-2,923 62	0 00	-2,923 62
---------------------	-------	--	-----------	-----------	-----------	------	-----------

Northern Trust

*Generated by Northern Trust from reviewed periodic data on 18 Mar 15 B003

Custom Reporting

31 DEC 14

Account number 0245086

Page 10 of 11

◆ Asset Detail - Base Currency

Description / Asset ID	Investment Mgr ID	Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss	
							Market	Translation
Fixed Income Securities								
Total Other Bonds		2,790,000		61.63	67,769.10	70,692.72	-2,923.62	0.00
Total Fixed Income Securities		121,026.120		343.66	761,901.01	756,863.60	-3,962.69	0.00
Real Estate								
Real estate funds								
Global Region - USD								
MFB NORTHN FDS MULTI-MANAGER GLOBAL REALESTATE FD CUSIP 665162475								
		4,101,940	16.04	0.00	66,796.11	52,282.68	13,512.43	0.00
Total USD				0.00	66,796.11	52,282.68	13,512.43	0.00
Total Global Region				0.00	66,796.11	52,282.68	13,512.43	0.00
Total Real Estate Funds		4,101,940		0.00	66,796.11	52,282.68	13,512.43	0.00
Total Real Estate		4,101,940		0.00	66,796.11	52,282.68	13,512.43	0.00

Cash and Short Term Investments

Short term

USD - United States dollar	1.00	0.42	49,028.32	49,028.32	0.00	0.00 0.00
----------------------------	------	------	-----------	-----------	------	-----------

Northern Trust

*Generated by Northern Trust from reviewed periodic data on 18 Mar 15 B003

Custom Reporting

31 DEC 14

Account number 0245086

Page 11 of 11

◆ Asset Detail - Base Currency

Description / Asset ID	Investment Mgr ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss	
						Market	Translation
Shares/PAR value							Total
Cash and Short Term Investments							
Short term							
Total short term - all currencies				49,028.32	49,028.32	0.00	0.00
Total short term - all countries				49,028.32	49,028.32	0.00	0.00
Total Short Term							
49,028.320				49,028.32	49,028.32	0.00	0.00
Total Cash and Short Term Investments							
49,028.320				49,028.32	49,028.32	0.00	0.00
Total							
216,671.240				1,730,806.32	1,626,555.70	204,250.62	204,250.62

Although this report has been prepared using information believed to be reliable, it may contain information provided by third parties or derived from third party information, and/or information that may have been obtained from, categorized or otherwise reported based upon client direction. The Northern Trust Company does not guarantee the accuracy, timeliness or completeness of any such information. The information included in this report is intended to assist clients with their financial reporting needs, but you must consult with your accountants, auditors and/or legal counsel to ensure your accounting and financial reporting complies with applicable laws, regulations and accounting guidance. The Northern Trust Company and its affiliates shall have no responsibility for the consequences of investment decisions made in reliance on information contained in this report.

IRS CIRCULAR 230 NOTICE: To the extent that this message or any attachment concerns tax matters, it is not intended to be used and cannot be used by a taxpayer for the purpose of avoiding penalties that may be imposed by law. For more information about this notice, see <http://www.northerntrust.com/circular230>.

Northern Trust

*Generated by Northern Trust from reviewed periodic data on 18 Mar 15 B003