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 11/01, 2014, and ending 10/31, 2015

Name of foundation: JOHN B GOODRICH CHARITABLE TRUST

A Employer identification number: 35-6214045

Number and street (or P O box number if mail is not delivered to street address): PO BOX 207 — Room/suite:

B Telephone number (see instructions): 812-464-1584

City or town, state or province, country, and ZIP or foreign postal code: EVANSVILLE, IN 47702

C If exemption application is pending, check here ▶ [ ]

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

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 9,932,885.

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

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Part I Analysis of Revenue and Expenses

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc, received (attach schedule)				
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	251,814.	227,466.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	710,509.			
	b Gross sales price for all assets on line 6a 3,019,047.				
	7 Capital gain net income (from Part IV, line 2)		710,509.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	962,323.	937,975.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	72,657.	65,391.		7,266.
	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)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 1	30,885.	658.		
	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)				
	24 Total operating and administrative expenses. Add lines 13 through 23	103,542.	66,049.	NONE	7,266.
	25 Contributions, gifts, grants paid	528,687.			528,687.
	26 Total expenses and disbursements Add lines 24 and 25	632,229.	66,049.	NONE	535,953.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	330,094.			
	b Net investment income (if negative, enter -0-)		871,926.		
	c Adjusted net income (if negative, enter -0-)				

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Description	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶ NONE			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule)			
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)	8,238,511.	8,543,784.	9,932,885.
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	8,238,511.	8,543,784.	9,932,885.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)		NONE	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ [X]			
	27	Capital stock, trust principal, or current funds	8,238,511.	8,543,784.	
	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)	8,238,511.	8,543,784.	
	31	Total liabilities and net assets/fund balances (see instructions)	8,238,511.	8,543,784.	

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	8,238,511.
2	Enter amount from Part I, line 27a	2	330,094.
3	Other increases not included in line 2 (itemize) ▶ ROUNDING - SALES	3	4.
4	Add lines 1, 2, and 3	4	8,568,609.
5	Decreases not included in line 2 (itemize) ▶ AMORTIZATION	5	24,825.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	8,543,784.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse; or common stock, 200 shs MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	PUBLICLY TRADED SECURITIES			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	3,019,047.		2,308,538.	710,509.
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				710,509.
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** 710,509.

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	534,244.	10,349,907.	0.051618
2012	601,305.	9,900,667.	0.060734
2011	446,284.	9,472,333.	0.047114
2010	576,344.	9,635,851.	0.059812
2009	505,492.	9,192,290.	0.054991

2	**Total** of line 1, column (d)	2	0.274269
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	0.054854
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	10,338,677.
5	Multiply line 4 by line 3	5	567,118.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	8,719.
7	Add lines 5 and 6	7	575,837.
8	Enter qualifying distributions from Part XII, line 4	8	535,953.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination letter ________ (attach copy of letter if necessary - see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	17,439.
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	17,439.
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	17,439.
6	Credits/Payments				
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	18,960.		
b	Exempt foreign organizations - tax withheld at source	6b	NONE		
c	Tax paid with application for extension of time to file (Form 8868)	6c	11,560.		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	30,520.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	13,081.
11	Enter the amount of line 10 to be **Credited to 2015 estimated tax** ▶ 13,081. **Refunded** ▶			11	

Part VII-A Statements Regarding Activities

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

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

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

Website address ▶ N/A

14 The books are in care of ▶ OLD NATIONAL WEALTH MANAGEMENT Telephone no ▶ (812)464-1584

Located at ▶ PO BOX 207, EVANSVILLE, IN ZIP+4 ▶ 47702

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

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

			Yes	No
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22 1) If "Yes," enter the name of the foreign country ▶			

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly).			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? ☐ Yes ☒ No If "Yes," list the years ▶ ______, ______, ______, ______			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions)	2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ______, ______, ______, ______			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2014 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b		X

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

			Yes	No
5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No			
	(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No			
	(4) Provide a grant to an organization other than a charitable, etc, organization described in section 4945(d)(4)(A)? (see instructions) ☐ Yes ☒ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No			
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	5b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53 4945-5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		X
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
OLD NATIONAL WEALTH MANAGEMENT PO BOX 207, EVANSVILLE, IN 47702	TRUSTEE 2	72,657.	-0-	-0-

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE		NONE	NONE	NONE

Total number of other employees paid over $50,000 ▶ NONE

Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** *(continued)*

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		NONE
Total number of others receiving over $50,000 for professional services . . . . . . ▶		NONE

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

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	10,496,119.
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	10,496,119.
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	10,496,119.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	157,442.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	10,338,677.
6	**Minimum investment return.** Enter 5% of line 5	6	516,934.

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	516,934.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	17,439.		
b	Income tax for 2014 (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	17,439.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	499,495.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	499,495.
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	499,495.

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	535,953.
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	535,953.
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	535,953.

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				499,495.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			NONE	
b Total for prior years 20 12 ,20____,20____		NONE		
3 Excess distributions carryover, if any, to 2014				
a From 2009 . . . 59,943.				
b From 2010 . . . 103,435.				
c From 2011 . . . NONE				
d From 2012 . . . 121,650.				
e From 2013 . . . 35,708.				
f **Total** of lines 3a through e	320,736.			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ $ 535,953.				
a Applied to 2013, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2014 distributable amount				499,495.
e Remaining amount distributed out of corpus	36,458.			
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	357,194.			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount - see instructions			NONE	
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	NONE			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)	59,943.			
9 **Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a	297,251.			
10 Analysis of line 9				
a Excess from 2010 . . . 103,435.				
b Excess from 2011 . . . NONE				
c Excess from 2012 . . . 121,650.				
d Excess from 2013 . . . 35,708.				
e Excess from 2014 . . . 36,458.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

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

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

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

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

1 Information Regarding Foundation Managers:

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

N/A

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

N/A

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

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

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

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

c Any submission deadlines:

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

Part XV **Supplementary Information** (continued)

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

Recipient 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				
WABASH COLLEGE C/O DR GREGORY D HESS, PRESIDENT CRAWFORDSV	NONE	PC	PROGRAM SUPPORT	275,000.
TRUSTEES OF THE PRESBYTERIAN CHURCH 201 E FRANKLIN ST WINCHESTER IN 47394	NONE	PC	PROGRAM SUPPORT	125,000.
J B GOODRICH PARK C/O CITY OF WINCHESTER ATTN: FRANK LOWRANCE WINCHESTER IN 47394	NONE	PC	PROGRAM SUPPORT	128,687.
Total . . . . . ▶ 3a				528,687.
b Approved for future payment				
Total . . . . . ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	251,814.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	710,509.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				962,323.	

13 Total. Add line 12, columns (b), (d), and (e) . . . . 13 962,323.

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

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

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

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

OLD NATIONAL WEALTH MANAGEMENT
BY: G Michael Pitts, AVP | 06/06/2016 | ▶TRUSTEE
Signature of officer or trustee | Date | Title
OLD NATIONAL WEALTH MANAG

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
KELLY KOWALCZYK	Kelly Kowalczyk	06/06/2016		P01387686

Firm's name ▶ ERNST & YOUNG U.S. LLP — Firm's EIN ▶ 34-6565596
Firm's address ▶ 155 N. WACKER DRIVE CHICAGO, IL 60606 — Phone no 312-879-2000

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FEDERAL TAX PAYMENT - PRIOR YE	11,267.	
FEDERAL ESTIMATES - PRINCIPAL	18,960.	
FOREIGN TAXES ON QUALIFIED FOR	569.	569.
FOREIGN TAXES ON NONQUALIFIED	89.	89.
TOTALS	30,885.	658.

OLD NATIONAL℠
Wealth Management

John B Goodrich Charitable Trust
November 1, 2014 - October 31, 2015

Account Number: 32-0038-01-1

Statement Of Assets

Shares	Description	Market Price	Total Cost	Market Value	% Of Category	Estimated Income	Current Yield	Unrealized Gain / Loss
Cash & Equivalents								
Money Markets								
33,899.470	Goldman Sachs Financial Square Treasury Obligation #468	1.000	33,899 47	33,899 47	100.00	2	0 0	0 00
Total Money Markets			**33,899.47**	**33,899.47**	**100.00**	**2**	**0.0**	**0.00**
Cash								
	Principal Cash		1,756,674 53	1,756,674.53	182 01	0	0.0	0 00
	Income Cash		-1,756,674 53	-1,756,674 53	-182 01	0	0 0	0 00
Total Cash			**0.00**	**0.00**	**0.00**	**0**	**0.0**	**0.00**
Total Cash & Equivalents			**33,899.47**	**33,899.47**	**100.00**	**2**	**0.0**	**0.00**
Fixed Income								
U.S. Governments								
50,000.000	Fed Farm Cr Bk 2.94% 08/01/2029	98.066	48,857.50	49,033.00	1.27	1,470	3 0	175.50
55,000.000	Fed Farm Cr Bk 3.125% 11/02/2034	91.998	50,526.30	50,598.90	1.31	1,718	3.4	72.60
150,000.000	Fed Farm Cr Bk 2.11% 11/15/2023	98.287	145,747.50	147,430.50	3.81	3,165	2.1	1,683 00
125,000 000	Fed Home Ln Bk 4.25% 03/09/2018	107.685	125,777.50	134,606.25	3.48	5,312	3.9	8,828.75
100,000.000	Fed Home Ln Bk 4.125% 12/13/2019	110.502	105,661.95	110,502 00	2.86	4,125	3.7	4,840.05
100,000.000	Fed Farm Cr Bk 3.375% 03/08/2017	103.647	101,798.22	103,647.00	2 68	3,375	3.3	1,848.78
100,000 000	Fed Farm Cr Bk 4.875% 01/11/2016	100.880	100,435.84	100,880.00	2.61	4,875	4.8	444.16
125,000.000	Fed Home Ln Bk 2.625% 12/08/2017	103.613	130,236.99	129,516.25	3.35	3,281	2.5	-720.74
150,000 000	Fed Home Ln Bk 1.75% 12/14/2018	101.846	152,975 57	152,769.00	3.95	2,625	1.7	-206.57
150,000.000	Fed Home Ln Bk 2% 09/09/2022	99.592	151,922.26	149,388.00	3.86	3,000	2.0	-2,534.26

OLD NATIONAL™
Wealth Management

John B Goodrich Charitable Trust
November 1, 2014 - October 31, 2015

Account Number. 32-0038-01-1

Statement Of Assets

Shares	*Description*	*Market Price*	*Total Cost*	*Market Value*	*% Of Category*	*Estimated Income*	*Current Yield*	*Unrealized Gain / Loss*
40,000 000	Fed Home Ln Bk 2.44% 12/20/2024	97.907	37,835.20	39,162.80	1.01	976	2.5	1,327.60
85,000.000	Fed Nat Mtg Assoc 2.625% 09/06/2024	102 450	84,898.00	87,082 50	2 25	2,231	2.6	2,184 50
100,000 000	Fed Nat Mtg Assoc 5% 02/13/2017	105 626	99,727 59	105,626 00	2.73	5,000	4 7	5,898 41
50,000 000	US Treasury N/B 3.5% 02/15/2018	105.978	51,717.34	52,989.00	1 37	1,750	3 3	1,271 66
80,000 000	US Treasury N/B 1.75% 03/31/2022	99.470	79,518.75	79,576 00	2 06	1,400	1.8	57 25
85,000 000	US Treasury N/B 2 25% 07/31/2018	103.451	88,599 86	87,933 35	2 27	1,912	2 2	-666 51
75,000 000	US Treasury N/B 0.75% 12/31/2017	99.850	74,565 26	74,887 50	1 94	562	0 8	322 24
Total U.S. Governments			**1,630,801.63**	**1,655,628.05**	**42.80**	**46,777**	**2.8**	**24,826.42**

Corporate Bonds

Shares	*Description*	*Market Price*	*Total Cost*	*Market Value*	*% Of Category*	*Estimated Income*	*Current Yield*	*Unrealized Gain / Loss*
100,000 000	AT&T Inc 3 9% 03/11/2024	102 444	99,734.00	102,444.00	2 65	3,900	3 8	2,710 00
40,000 000	Apple Inc 3 2% 05/13/2025	101 601	39,860 80	40,640.40	1.05	1,280	3 1	779.60
75,000.000	Biogen Inc 3.625% 09/15/2022	101 673	75,149.25	76,254 75	1 97	2,718	3.6	1,105 50
100,000 000	Blackrock Inc 3 5% 03/18/2024	102.598	102,359.00	102,598 00	2 65	3,500	3.4	239 00
90,000 000	Church & Dwight Co Inc 2 45% 12/15/2019	100 339	89,949.60	90,305.10	2 33	2,205	2.4	355 50
110,000 000	Citigroup Inc 6 125% 05/15/2018	109.944	126,504.14	120,938 40	3 13	6,737	5 6	-5,565.74
50,000 000	Danaher Corp 3.9% 06/23/2021-2021	106 961	52,989.50	53,480.50	1.38	1,950	3.6	491 00
100,000.000	Duke Energy Indiana Inc 3.75% 07/15/2020	106 188	105,057 00	106,188.00	2.74	3,750	3.5	1,131 00
85,000.000	Ebay Inc 2.6% 07/15/2022	93.512	82,322.50	79,485.20	2.05	2,210	2.8	-2,837.30
100,000 000	Goldman Sachs Group Inc 5.75% 01/24/2022	114.591	104,709.47	114,591 00	2.96	5,750	5.0	9,881.53
150,000.000	JPMorgan Chase & Co 2 25% 01/23/2020	99.210	149,241.00	148,815.00	3.85	3,375	2.3	-426.00
35,000.000	Microsoft Corp 2 375% 02/12/2022	99.655	34,943.30	34,879.25	0.90	831	2.4	-64 05
60,000.000	Zimmer Hldgs Inc 4.625% 11/30/2019	107.920	66,756 26	64,752.00	1.67	2,775	4.3	-2,004.26

Statement Of Assets

Shares	Description	Market Price	Total Cost	Market Value	% Of Category	Estimated Income	Current Yield	Unrealized Gain / Loss
	Total Corporate Bonds		**1,129,575.82**	**1,135,371.60**	**29.35**	**40,981**	**3.6**	**5,795.78**
	Foreign Bonds							
95,000 000	Bk Nova Scotia 3% 02/28/2028	98 024	87,446 44	93,122 80	2 41	2,850	3 1	5,676 36
	Total Foreign Bonds		**87,446.44**	**93,122.80**	**2.41**	**2,850**	**3.1**	**5,676.36**
	Abs and Mbs							
31,842.390	Fed Home Ln Bk Ser 5k-2017 Cl 1 2 9% 04/20/2017	102.409	32,479.25	32,609.51	0 84	923	2.8	130 26
92,041 860	Fed Nat Mtg Assoc Ser 2014-46 Cl Dv 3% 09/25/2027	103 947	94,457.95	95,675 60	2 47	2,761	2 9	1,217 65
137,033 760	Fed Home Ln Mtg Ser 4315 Cl Uv 3% 02/15/2029	102.761	137,162.24	140,818 18	3 64	4,111	2 9	3,655 94
	Total Abs and Mbs		**264,099.44**	**269,103.29**	**6.96**	**7,795**	**2.9**	**5,003.85**
	Municipals Taxable							
75,000.000	Franklin TN Go *taxable Bab* 4 8% 03/01/2021-2019	108 517	75,870.00	81,387.75	2.10	3,600	4.4	5,517.75
60,000 000	IL St Go Taxbl 3.86% 04/01/2021	98 386	60,801.60	59,031.60	1 53	2,316	3 9	-1,770.00
100,000.000	N Davis Cnty UT Swr Dist Go Taxbl 1% 03/01/2017	100.236	100,148.00	100,236.00	2 59	1,000	1.0	88.00
	Total Municipals Taxable		**236,819.60**	**240,655.35**	**6.22**	**6,916**	**2.9**	**3,835.75**
	Other Fixed Income							
150,000.000	Comenity Cap Bk, Salt Lake City UT CTF Dep 1.5% 10/06/2017	100.035	150,000.00	150,052.50	3.88	2,250	1.5	52.50

John B Goodrich Charitable Trust
November 1, 2014 - October 31, 2015

Account Number· 32-0038-01-1

Statement Of Assets

Shares	Description	Market Price	Total Cost	Market Value	% Of Category	Estimated Income	Current Yield	Unrealized Gain / Loss
150,000.000	Goldman Sachs Bk USA, New York NY CTF Dep 0.65% 10/03/2016	100.085	150,000.00	150,127.50	3.88	975	0 6	127.50
120,000.000	Synchrony Bk, Draper UT CTF Dep 2.3% 04/25/2022	99.709	120,000.00	119,650 80	3 09	2,760	2.3	-349 20
Total Other Fixed Income			**420,000.00**	**419,830.80**	**10.85**	**5,985**	**1.4**	**-169.20**
Fixed Income Mutual Funds								
6,347.044	Voya GNMA Income Cl I Fd #2159	8 620	55,000 00	54,711 52	1 41	1,872	3 4	-288 48
Total Fixed Income Mutual Funds			**55,000.00**	**54,711.52**	**1.41**	**1,872**	**3.4**	**-288.48**
Total Fixed Income			**3,823,742.93**	**3,868,423.41**	**100.00**	**113,176**	**2.9**	**44,680.48**
Equities								
Common Stock								
Consumer Discretionary								
328 000	Disney Walt Co	113.740	39,360 16	37,306 72	0 62	432	1.2	-2,053 44
1,184.000	Macy's Inc	50 980	77,648.18	60,360.32	1 00	1,704	2.8	-17,287 86
451 000	McDonalds Corp	112.250	15,700.76	50,624.75	0.84	1,533	3 0	34,923.99
1,926.000	Select Sector SPDR Consumer Discretionary	80 970	84,396.83	155,948.22	2.59	2,087	1.3	71,551 39
1,830.000	Tjx Co Inc	73.190	62,991.63	133,937.70	2.22	1,537	1.1	70,946 07
2,066 000	Twenty-First Century Fox Inc	30.690	69,614.28	63,405 54	1.05	619	1 0	-6,208.74
Total Consumer Discretionary			**349,711.84**	**501,583.25**	**8.32**	**7,912**	**1.6**	**151,871.41**

Consumer Staples

OLD NATIONAL
Wealth Management

John B Goodrich Charitable Trust
November 1, 2014 - October 31, 2015

Account Number· 32-0038-01-1

Statement Of Assets

Shares	Description	Market Price	Total Cost	Market Value	% Of Category	Estimated Income	Current Yield	Unrealized Gain / Loss
1,218 000	CVS Health Corp	98 780	84,476 90	120,314.04	2 00	1,705	1 4	35,837.14
372 000	Church & Dwight Inc	86.090	6,739.71	32,025.48	0.53	498	1.6	25,285 77
709 000	Costco Whsl Corp New	158 120	45,889.27	112,107 08	1.86	1,134	1.0	66,217 81
1,135 000	Select Sector SPDR Consumer Staples	49 880	38,558 00	56,613 80	0 94	1,424	2 5	18,055.80
780 000	Walmart Stores Inc	57.240	42,094 50	44,647.20	0 74	1,528	3 4	2,552 70
Total Consumer Staples			**217,758.38**	**365,707.60**	**6.06**	**6,289**	**1.7**	**147,949.22**
Energy								
993 000	Chevron Corp	90 880	111,178 38	90,243 84	1 50	4,250	4 7	-20,934 54
1,490 000	Conocophillips	53 350	105,662 00	79,491 50	1 32	4,410	5 5	-26,170 50
933 000	Noble Energy Inc	35.840	13,088 57	33,438 72	0.55	671	2 0	20,350 15
Total Energy			**229,928.95**	**203,174.06**	**3.37**	**9,331**	**4.6**	**-26,754.89**
Financials								
382.000	Berkshire Hathaway Inc Cl B	136 020	56,742 40	51,959 64	0 86	0	0 0	-4,782.76
293 000	Blackrock Inc	351.970	95,973 62	103,127.21	1 71	2,554	2.5	7,153 59
620 000	Citigroup Inc	53.170	27,921.50	32,965.40	0.55	124	0.4	5,043.90
499 000	Goldman Sachs	187.500	70,652.54	93,562.50	1.55	1,297	1 4	22,909.96
894 000	JPMorgan Chase & Co	64.250	34,157.92	57,439.50	0.95	1,573	2.7	23,281.58
1,616 000	Metlife Inc	50 380	52,661 94	81,414.08	1 35	2,424	3.0	28,752.14
1,273 000	Paypal Hldgs Inc	36 010	41,751.21	45,840.73	0.76	0	0.0	4,089.52
2,100.000	Select Sector SPDR Finl	24.080	53,107.32	50,568.00	0.84	924	1.8	-2,539 32
2,542 000	Wells Fargo & Co New	54.140	70,653.46	137,623 88	2 28	3,813	2 8	66,970 42
Total Financials			**503,621.91**	**654,500.94**	**10.85**	**12,709**	**1.9**	**150,879.03**

Health Care

OLD NATIONAL℠
Wealth Management

John B Goodrich Charitable Trust
November 1, 2014 - October 31, 2015

Account Number. 32-0038-01-1

Statement Of Assets

Shares	Description	Market Price	Total Cost	Market Value	% Of Category	Estimated Income	Current Yield	Unrealized Gain / Loss
2,239.000	Abbott Labs	44.800	77,464.84	100,307.20	1 66	2,149	2 1	22,842.36
362 000	Ishares Nasdaq Biotechnology Etf	325.460	116,149.66	117,816.52	1 95	29	0 0	1,666.86
300 000	McKesson Corp	178 800	67,639 77	53,640 00	0 89	336	0 6	-13,999.77
3,470 000	Pfizer Inc	33 820	93,933.48	117,355 40	1.95	3,886	3.3	23,421 92
721 000	Stryker Corp	95 620	71,378.64	68,942 02	1 14	994	1.4	-2,436 62
949 000	Thermo Fisher Scientific Inc	130.780	41,709.98	124,110 22	2 06	569	0 5	82,400 24
Total Health Care			**468,276.37**	**582,171.36**	**9.65**	**7,963**	**1.4**	**113,894.99**
Industrials								
786 000	Boeing Co	148 070	110,482 83	116,383.02	1.93	2,861	2.5	5,900.19
1,499 000	Danaher Corp	93 310	46,179 50	139,871 69	2 32	809	0 6	93,692.19
2,135.000	Gen Elec Co	28.920	58,580.99	61,744.20	1.02	1,964	3.2	3,163 21
990 000	Union Pacific Corp	89.350	94,301 24	88,456 50	1 47	2,178	2 5	-5,844 74
Total Industrials			**309,544.56**	**406,455.41**	**6.74**	**7,812**	**1.9**	**96,910.85**
Information Technology								
192 000	Alphabet Inc Cl A	737.390	105,591.78	141,578.88	2.35	0	0.0	35,987 10
1,919 000	Apple Inc	119.500	24,412.42	229,320 50	3.80	3,991	1.7	204,908.08
1,273 000	Ebay Inc	27.900	28,338 44	35,516 70	0 59	0	0.0	7,178 26
1,911.000	Oracle Corp	38.840	60,674.09	74,223 24	1 23	1,146	1 5	13,549.15
1,537.000	Qualcomm Inc	59.420	84,842 37	91,328.54	1.51	2,951	3.2	6,486.17
2,017 000	Visa Inc Cl A	77.580	34,012 82	156,478.86	2.59	1,129	0.7	122,466 04
904.000	Vmware Inc Cl A	60.150	78,772 57	54,375 60	0 90	0	0 0	-24,396 97
Total Information Technology			**416,644.49**	**782,822.32**	**12.98**	**9,217**	**1.2**	**366,177.83**

Materials

OLD NATIONAL
Wealth Management

John B Goodrich Charitable Trust
November 1, 2014 - October 31, 2015

Account Number. 32-0038-01-1

Statement Of Assets

Shares	Description	Market Price	Total Cost	Market Value	% Of Category	Estimated Income	Current Yield	Unrealized Gain / Loss
1,312 000	Select Sector SPDR Materials Etf	45.280	66,038.75	59,407.36	0.99	1,255	2 1	-6,631.39
Total Materials			**66,038.75**	**59,407.36**	**0.99**	**1,255**	**2.1**	**-6,631.39**
Utilities								
1,780.000	Select Sector SPDR Tr Utils	43 750	70,430.07	77,875.00	1.29	2,778	3 6	7,444 93
Total Utilities			**70,430.07**	**77,875.00**	**1.29**	**2,778**	**3.6**	**7,444.93**
Total Common Stock			**2,631,955.32**	**3,633,697.30**	**60.25**	**65,266**	**1.8**	**1,001,741.98**
Foreign Stock								
190.000	Allergan PLC	308 470	58,258.75	58,609.30	0.97	0	0 0	350 55
978 000	Schlumberger Ltd	78.160	62,288 87	76,440 48	1 27	1,956	2 6	14,151 61
Total Foreign Stock			**120,547.62**	**135,049.78**	**2.24**	**1,956**	**1.4**	**14,502.16**
Equity Mutual Funds								
Large Cap Funds								
13,802.523	Boston Partners All-Cap Value Instl Fd #81	22 990	284,193 95	317,320 00	5 26	3,036	1 0	33,126 05
Total Large Cap Funds			**284,193.95**	**317,320.00**	**5.26**	**3,036**	**1.0**	**33,126.05**
Mid Cap Funds								
10,166 010	Goldman Sachs Mid Cap Value Instl Fd #864	39.360	212,367.95	400,134.15	6.64	4,056	1.0	187,766 20
10,190.127	Goldman Sachs Growth Opportunities Cl I Fd #1132	26.880	205,942.46	273,910.61	4.54	0	0.0	67,968.15

OLD NATIONAL℠
Wealth Management

John B Goodrich Charitable Trust
November 1, 2014 - October 31, 2015

Account Number. 32-0038-01-1

Statement Of Assets

Shares	Description	Market Price	Total Cost	Market Value	% Of Category	Estimated Income	Current Yield	Unrealized Gain / Loss
	Total Mid Cap Funds		**418,310.41**	**674,044.76**	**11.18**	**4,056**	**0.6**	**255,734.35**
	Small Cap Funds							
2,156 852	Eagle Small Cap Growth Cl I Fd #3933	54.830	91,817.20	118,260 20	1.96	0	0 0	26,443.00
4,259.655	Federated Clover Small Value Cl Is Fd #659	24.260	91,454.79	103,339.23	1 71	736	0 7	11,884 44
	Total Small Cap Funds		**183,271.99**	**221,599.43**	**3.67**	**736**	**0.3**	**38,327.44**
	International Funds							
5,077 327	Deutsche Croci Intl Instl Fd #1468	44 080	249,347 51	223,808.57	3 71	25,645	11.5	-25,538 94
8,119 566	Driehaus Emerging Mkts Growth Fd #3	27.960	195,661 02	227,023 07	3 76	0	0.0	31,362 05
10,224.759	Oakmark Intl Fd #109	23.540	261,516.17	240,690.83	3 99	5,163	2 1	-20,825 34
6,744 438	Oppenheimer Intl Growth Cl I Fd #1961	36.860	249,270.71	248,599 98	4.12	3,169	1 3	-670 73
	Total International Funds		**955,795.41**	**940,122.45**	**15.59**	**33,977**	**3.6**	**-15,672.96**
	Closed End - Equity Funds							
1,316 000	Vanguard Value Etf	82 620	92,067 36	108,727 92	1 80	2,695	2.5	16,660 56
	Total Closed End - Equity Funds		**92,067.36**	**108,727.92**	**1.80**	**2,695**	**2.5**	**16,660.56**
	Total Equity Mutual Funds		**1,933,639.12**	**2,261,814.56**	**37.51**	**44,500**	**2.0**	**328,175.44**
	Total Equities		**4,686,142.06**	**6,030,561.64**	**100.00**	**111,722**	**1.9**	**1,344,419.58**
	Total Assets		**8,543,784.46**	**9,932,884.52**		**224,900**	**2.3**	**1,389,100.06**