
















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For calendar year 2015, or tax year beginning 01-01-2015 , and ending 12-31-2015

Name of foundation Casey Efile Version		<b>A Employer identification number</b>  91-0793881	
% CASEY FAMILY PROGRAMS			
Number and street (or P O box number if mail is not delivered to street address) 2001 EIGHTH AVE SUITE 2700		Room/suite	
City or town, state or province, country, and ZIP or foreign postal code Seattle, WA 981212641		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>	
<b>G</b> Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> A amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		<b>D 1.</b> Foreign organizations, check here <input type="checkbox"/>  <b>2.</b> Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
<b>H</b> 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		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
<b>I</b> Fair market value of all assets at end of year (from Part II, col (c), line 16) <b>►</b> \$ 2,149,564,185		<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
<b>J</b> Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) (Part I, column (d) must be on cash basis )			

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) )		Revenue and expenses per books (a)	Net investment income (b)	Adjusted net income (c)	(d) Disbursements for charitable purposes (cash basis only)
Revenue	<b>1</b> Contributions, gifts, grants, etc , received (attach schedule) . . . . .	777,562			
	<b>2</b> Check <input type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B . . . . .				
	<b>3</b> Interest on savings and temporary cash investments . . . . .	14,321	14,321	14,321	
	<b>4</b> Dividends and interest from securities . . . . .	29,664,427	43,290,680	43,290,680	
	<b>5a</b> Gross rents . . . . .				
	<b>b</b> Net rental income or (loss) _____				
	<b>6a</b> Net gain or (loss) from sale of assets not on line 10 _____	83,262,803			
	<b>b</b> Gross sales price for all assets on line 6a 1,783,143,212				
	<b>7</b> Capital gain net income (from Part IV, line 2) . . . . .		88,871,449		
	<b>8</b> Net short-term capital gain . . . . .				
	<b>9</b> Income modifications . . . . .			80,682	
	<b>10a</b> Gross sales less returns and allowances				
Operating and Administrative Expenses	<b>b</b> Less Cost of goods sold . . . . .				
	<b>c</b> Gross profit or (loss) (attach schedule) . . . . .				
	<b>11</b> Other income (attach schedule) . . . . .	6,007,664	1,766,994	5,334,359	
	<b>12 Total.</b> Add lines 1 through 11 . . . . .	119,726,777	133,943,444	48,720,042	
	<b>13</b> Compensation of officers, directors, trustees, etc . . . . .	2,124,470	171,450	171,450	1,953,020
	<b>14</b> Other employee salaries and wages . . . . .	46,298,882	3,868,469	3,868,469	39,827,022
	<b>15</b> Pension plans, employee benefits . . . . .	15,444,465	550,966	550,966	14,887,797
	<b>16a</b> Legal fees (attach schedule). . . . .	442,509	270,614	270,614	171,895
	<b>b</b> Accounting fees (attach schedule). . . . .	238,242	37,849	37,849	200,393
	<b>c</b> Other professional fees (attach schedule) . . . . .	11,772,522	8,848,957	8,848,957	2,881,155
	<b>17</b> Interest . . . . .				
	<b>18</b> Taxes (attach schedule) (see instructions) . . . . .	35,859	676,665	676,665	27,894
	<b>19</b> Depreciation (attach schedule) and depletion . . . . .	2,807,684			
	<b>20</b> Occupancy . . . . .	4,660,610	398,819	398,819	4,455,922
	<b>21</b> Travel, conferences, and meetings. . . . .	6,282,948	42,612	42,612	5,714,386
	<b>22</b> Printing and publications . . . . .	245,878			245,878
	<b>23</b> Other expenses (attach schedule). . . . .	46,732,715	14,398,728	14,398,728	40,664,443
	<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23 . . . . .	137,086,784	29,265,129	29,265,129	111,029,805
	<b>25</b> Contributions, gifts, grants paid . . . . .	4,106,870			4,102,774
	<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	141,193,654	29,265,129	29,265,129	115,132,579
	<b>27</b> Subtract line 26 from line 12				
	<b>a Excess of revenue over expenses and disbursements</b>	-21,466,877			
	<b>b Net investment income</b> (if negative, enter -0- )		104,678,315		
	<b>c Adjusted net income</b> (if negative, enter -0- ) . . . .			19,454,913	

<b>Part II Balance Sheets</b>		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
<b>Assets</b>	<b>1</b>	Cash—non-interest-bearing . . . . .	5,234,887	9,484,274	9,484,274
	<b>2</b>	Savings and temporary cash investments . . . . .	109,896,561	97,888,063	97,957,566
	<b>3</b>	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	<b>4</b>	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	<b>5</b>	Grants receivable . . . . .			
	<b>6</b>	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions). . . . .			
	<b>7</b>	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	<b>8</b>	Inventories for sale or use . . . . .			
	<b>9</b>	Prepaid expenses and deferred charges . . . . .	1,003,681	1,132,571	1,132,571
	<b>10a</b>	Investments—U S and state government obligations (attach schedule)	44,337,631 	60,909,729	61,303,389
	<b>b</b>	Investments—corporate stock (attach schedule) . . . . .	943,826,180 	1,041,114,744	1,242,633,220
	<b>c</b>	Investments—corporate bonds (attach schedule) . . . . .	287,701,215 	257,995,467	262,758,974
	<b>11</b>	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	<b>12</b>	Investments—mortgage loans . . . . .			
	<b>13</b>	Investments—other (attach schedule) . . . . .	454,721,179 	358,229,292	447,504,048
	<b>14</b>	Land, buildings, and equipment basis ▶ <u>48,612,924</u> Less accumulated depreciation (attach schedule) ▶ <u>21,825,031</u>	28,275,695 	26,787,893	24,702,830
<b>Liabilities</b>	<b>15</b>	Other assets (describe ▶ _____)	 1,604,144 	 2,087,313 	 2,087,313
	<b>16</b>	<b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	1,876,601,173	1,855,629,346	2,149,564,185
	<b>17</b>	Accounts payable and accrued expenses . . . . .	17,913,443	19,509,712	
	<b>18</b>	Grants payable . . . . .	55,213	59,310	
	<b>19</b>	Deferred revenue . . . . .			
	<b>20</b>	Loans from officers, directors, trustees, and other disqualified persons			
	<b>21</b>	Mortgages and other notes payable (attach schedule) . . . . .			
	<b>22</b>	Other liabilities (describe ▶ _____)	 8,790,701 	 7,685,385	
	<b>23</b>	<b>Total liabilities</b> (add lines 17 through 22) . . . . .	26,759,357	27,254,407	
<b>Net Assets or Fund Balances</b>		<b>Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.</b>			
	<b>24</b>	Unrestricted . . . . .	1,849,841,816	1,828,374,939	
	<b>25</b>	Temporarily restricted . . . . .			
	<b>26</b>	Permanently restricted . . . . .			
		<b>Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.</b>			
	<b>27</b>	Capital stock, trust principal, or current funds . . . . .			
	<b>28</b>	Paid-in or capital surplus, or land, bldg, and equipment fund			
	<b>29</b>	Retained earnings, accumulated income, endowment, or other funds			
	<b>30</b>	<b>Total net assets or fund balances</b> (see instructions) . . . . .	1,849,841,816	1,828,374,939	
	<b>31</b>	<b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .	1,876,601,173	1,855,629,346	

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

<b>1</b>	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) . . . . .	<b>1</b>	1,849,841,816
<b>2</b>	Enter amount from Part I, line 27a . . . . .	<b>2</b>	-21,466,877
<b>3</b>	Other increases not included in line 2 (itemize) ▶ _____	<b>3</b>	
<b>4</b>	Add lines 1, 2, and 3 . . . . .	<b>4</b>	1,828,374,939
<b>5</b>	Decreases not included in line 2 (itemize) ▶ _____	<b>5</b>	
<b>6</b>	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .	<b>6</b>	1,828,374,939

Part IV

Capital Gains and Losses for Tax on Investment Income

List and describe the kind(s) of property sold (e g , real estate, <b>(a)</b> 2-story brick warehouse, or common stock, 200 shs MLC Co )		How acquired P—Purchase <b>(b)</b> D—Donation	Date acquired <b>(c)</b> (mo , day, yr )	Date sold <b>(d)</b> (mo , day, yr )
<b>1a</b> See Additional Data Table				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				

<b>(e)</b> Gross sales price	Depreciation allowed <b>(f)</b> (or allowable)	Cost or other basis <b>(g)</b> plus expense of sale	Gain or (loss) <b>(h)</b> (e) plus (f) minus (g)
<b>a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h)) <b>(l)</b>
<b>(i)</b> F M V as of 12/31/69	Adjusted basis <b>(j)</b> as of 12/31/69	Excess of col (i) <b>(k)</b> over col (j), if any	
<b>a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

<b>2</b> 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	<b>2</b>	88,871,449
<b>3</b> 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 . . . . .		<b>3</b>	-7,037,114

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 instructions before making any entries

<b>(a)</b> Base period years Calendar year (or tax year beginning in)	<b>(b)</b> Adjusted qualifying distributions	<b>(c)</b> Net value of noncharitable-use assets	<b>(d)</b> Distribution ratio (col (b) divided by col (c))
2014			
2013			
2012			
2011			
2010			

<b>2</b> Total of line 1, column (d). . . . .	<b>2</b>	
<b>3</b> 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	<b>3</b>	
<b>4</b> Enter the net value of noncharitable-use assets for 2015 from Part X, line 5. . . . .	<b>4</b>	
<b>5</b> Multiply line 4 by line 3. . . . .	<b>5</b>	
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b). . . . .	<b>6</b>	
<b>7</b> Add lines 5 and 6. . . . .	<b>7</b>	
<b>8</b> Enter qualifying distributions from Part XII, line 4. . . . .	<b>8</b>	

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 page 18 of the 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 1986-03-18  
(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 . . . . .

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-)

3

Add lines 1 and 2. . . . .

4

Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

5

**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0- . . . . .

6

Credits/Payments

a

2015 estimated tax payments and 2014 overpayment credited to 2015

6a

b

Exempt foreign organizations—tax withheld at source . . . . .

6b

c

Tax paid with application for extension of time to file (Form 8868). . . . .

6c

d

Backup withholding erroneously withheld . . . . .

6d

7

Total credits and payments. Add lines 6a through 6d. . . . .

8

Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached

9

**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** . . . . .

10

**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid**. . . . .

11

Enter the amount of line 10 to be **Credited to 2015 estimated tax** ☐ **Refunded** ☐

1

N/A

2

3

0

4

5

0

6a

6b

6c

6d

7

0

8

9

0

10

11

Part VII-A

Statements Regarding Activities

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? 		Yes	No
1a				No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? . . . . . <i>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</i>			No
1c				No
c	Did the foundation file <b>Form 1120-POL</b> for this year? . . . . .			No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . <i>If "Yes," attach a detailed description of the activities</i>	2		No
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? <i>If "Yes," attach a conformed copy of the changes</i> 	3	Yes	
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .	4a	Yes	
b	If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .	4b	Yes	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . <i>If "Yes," attach the statement required by General Instruction T</i> 	5		No
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	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i> . . . . .	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> See Additional Data Table			
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? <i>If "No," attach explanation</i> .	8b	Yes	
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 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i> . . . . .	9	Yes	
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i> . . . . .	10		No

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

<b>11</b>	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). . . . .	<b>11</b>		<b>No</b>
<b>12</b>	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) . . . . .	<b>12</b>		<b>No</b>
<b>13</b>	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>www.casey.org</u>	<b>13</b>	<b>Yes</b>	
<b>14</b>	The books are in care of ► <u>CASEY FAMILY PROGRAMS</u> Telephone no ► <u>(206) 282-7300</u> Located at ► <u>2001 EIGHTH AVE SUITE 2700 SEATTLE WA</u> ZIP+4 ► <u>981212641</u>			
<b>15</b>	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here . . . . . ► <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year . . . . . ► <b>15</b>			
<b>16</b>	At any time during calendar year 2015, 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 instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes," enter the name of the foreign country ►	<b>16</b>	<b>Yes</b>	<b>No</b>

**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
<b>1a</b>	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? ( <b>Exception.</b> 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>b</b>	If any answer is "Yes" to 1a(1)–(6), did <b>any</b> 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)? . . . . . <b>1b</b>		<b>No</b>
<b>c</b>	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 2015? . . . . . <b>1c</b>		<b>No</b>
<b>2</b>	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))		
<b>a</b>	At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► 20____, 20____, 20____, 20____		
<b>b</b>	Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see instructions ). . . . . <b>2b</b>		
<b>c</b>	If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____		
<b>3a</b>	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>b</b>	If "Yes," did it have excess business holdings in 2015 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? ( <i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015</i> ). . . . . <b>3b</b>		
<b>4a</b>	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<b>4a</b>	<b>No</b>
<b>b</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 2015?	<b>4b</b>	<b>No</b>

**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)? ☐ Yes ☒ No

Organizations relying on a current notice regarding disaster assistance check here. ☐

**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☒ Yes ☐ No

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

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

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

If "Yes" to 6b, file Form 8870 ☐

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

**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

**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	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
See Additional Data Table				

**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	Title, and average hours per week (b) devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
JOSEPH A BOATENG 2001 EIGHTH AVE 2700 SEATTLE, WA 98121	CHIEF INV OFFICER 40 0	1,523,363	52,500	0
DAVID B SANDERS 2001 EIGHTH AVE 2700 SEATTLE, WA 98121	EVP SYSTEMS IMPROVMT 40 0	471,877	52,500	0
CHRISTOPHER T YEBUAH 7 WTC 250 GREENWICH ST NY, NY 10007	DIRECTOR - INVESTMTS 40 0	408,473	52,500	0
TIMOTHY R STARK 7 WTC 250 GREENWICH ST NY, NY 10007	DIRECTOR - INVESTMTS 40 0	496,281	52,500	0
DAVID A DANIELSON 2001 EIGHTH AVE 2700 SEATTLE, WA 98121	EVP OF ADMIN & CFO 40 0	425,269	52,500	0

**Total** number of other employees paid over \$50,000. ☐ 374

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
BNY - Mellon One Wall Street 32 Floor NEW YORK, NY 10277	Investment Custodian	996,092
Arrowstreet 200 Clarendon Street 30th Floor BOSTON, MA 02116	Investment Manager	878,234
Marathon - London 801 S Canal St CHICAGO, IL 60607	Investment Manager	739,315
Burgundy Asset Management 181 BAY STREET SUITE 4510 TORONTO, ONTARIO M5J 2T3 CA	Investment Manager	593,520
Mondrian Investment Partners 2001 Market Street Suite 3810 PHILADELPHIA, PA 19103	Investment Manager	549,113
Total number of others receiving over \$50,000 for professional services. . . . . ▶		34

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 WE OFFER ONGOING STRATEGIC CONSULTATION TECHNICAL ASSISTANCE AND DATA ANALYSIS AT NO COST TO CHILD WELFARE AGENCIES, POLICYMAKERS, COURTS AND TRIBES ACROSS AMERICA	54,065,239
2 WE SHARE WHAT WE LEARN BY PROVIDING DIRECT SERVICES TO 1,100 CHILDREN AND FAMILIES THROUGH COMMUNITY-BASED OFFICES AND WE WORK COLLABORATIVELY WITH CHILD WELFARE SYSTEMS AND COURTS	29,217,341
3 WE CONDUCT RESEARCH ON CHILD WELFARE PROGRAMS, PROVIDE SCHOLARSHIPS TO FOSTER YOUTH, AND EDUCATE POLICYMAKERS ABOUT CHILD WELFARE ISSUES	17,567,525
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	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3 . . . . . ▶	

**Part X Minimum Investment Return**

(All domestic foundations must complete this part. Foreign foundations, see instructions.)

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
<b>a</b>	Average monthly fair market value of securities. . . . .	<b>1a</b>	2,069,272,219
<b>b</b>	Average of monthly cash balances. . . . .	<b>1b</b>	125,442,449
<b>c</b>	Fair market value of all other assets (see instructions). . . . .	<b>1c</b>	0
<b>d</b>	<b>Total</b> (add lines 1a, b, and c). . . . .	<b>1d</b>	2,194,714,668
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). . . . .	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets. . . . .	<b>2</b>	0
<b>3</b>	Subtract line 2 from line 1d. . . . .	<b>3</b>	2,194,714,668
<b>4</b>	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	<b>4</b>	32,920,720
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	<b>5</b>	2,161,793,948
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5. . . . .	<b>6</b>	108,089,697

**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.)

<b>1</b>	Minimum investment return from Part X, line 6. . . . .	<b>1</b>	
<b>2a</b>	Tax on investment income for 2015 from Part VI, line 5. . . . .	<b>2a</b>	
<b>b</b>	Income tax for 2015 (This does not include the tax from Part VI ). . . . .	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b. . . . .	<b>2c</b>	
<b>3</b>	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	<b>3</b>	
<b>4</b>	Recoveries of amounts treated as qualifying distributions. . . . .	<b>4</b>	
<b>5</b>	Add lines 3 and 4. . . . .	<b>5</b>	
<b>6</b>	Deduction from distributable amount (see instructions). . . . .	<b>6</b>	
<b>7</b>	<b>Distributable amount</b> as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . .	<b>7</b>	

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
<b>a</b>	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26. . . . .	<b>1a</b>	115,132,579
<b>b</b>	Program-related investments—total from Part IX-B. . . . .	<b>1b</b>	0
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes. . . . .	<b>2</b>	1,284,808
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required). . . . .	<b>3a</b>	0
<b>b</b>	Cash distribution test (attach the required schedule). . . . .	<b>3b</b>	0
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	116,417,387
<b>5</b>	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). . . . .	<b>5</b>	
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4. . . . .	<b>6</b>	116,417,387

**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 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				0
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only. . . . .				
b Total for prior years 2013 , 2012 , 2011		0		
3 Excess distributions carryover, if any, to 2015				
a From 2010. . . . .				
b From 2011. . . . .				
c From 2012. . . . .				
d From 2013. . . . .				
e From 2014. . . . .				
f Total of lines 3a through e. . . . .				
4 Qualifying distributions for 2015 from Part XII, line 4 ► \$ _____				
a Applied to 2014, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions). . . . .				
c Treated as distributions out of corpus (Election required—see instructions). . . . .				
d Applied to 2015 distributable amount. . . . .				0
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a) )				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b. . . . .		0		
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. . . . .				
d Subtract line 6c from line 6b Taxable amount—see instructions . . . . .		0		
e Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .			0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015 . . . . .				0
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). . . . .				
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions). . .				
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a . . . . .				
10 Analysis of line 9				
a Excess from 2011. . . . .				
b Excess from 2012. . . . .				
c Excess from 2013. . . . .				
d Excess from 2014. . . . .				
e Excess from 2015. . . . .				

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

1a

If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2015, enter the date of the ruling. . . . . ▶

1972-05-25

b

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

2a

Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .

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

Tax year	Prior 3 years				(e) Total
(a) 2015	(b) 2014	(c) 2013	(d) 2012		
19,454,913	51,459,393	50,697,273	30,497,376	152,108,955	
16,536,676	43,740,484	43,092,682	25,922,770	129,292,612	
116,417,387	111,578,718	107,693,346	111,763,619	447,453,070	
4,102,774	2,394,680	2,507,476	3,528,325	12,533,255	
112,314,613	109,184,038	105,185,870	108,235,294	434,919,815	
				0	
72,059,798	73,310,311	69,515,563	65,622,011	280,507,683	
				0	
				0	
				0	
				0	

**Part XV Supplementary Information (Complete this part only if the organization 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) )

NONE

b

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

NONE

2

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

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

a

The name, address, and telephone number or email 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	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
Name and address (home or business)				
<div><div>a Paid during the year</div><div>See Additional Data Table</div></div>				
Total . . . . .			▶ 3a	4,102,774
<div><div>b Approved for future payment</div><div>See Additional Data Table</div></div>				
Total . . . . .			▶ 3b	59,310

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2015)

## Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- [illegible]

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

<b>Sign Here</b>	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.		
	***** _____ Signature of officer or trustee	2016-11-10 _____ Date	***** _____ Title

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

<b>Paid Preparer Use Only</b>	Print/Type preparer's name Jennifer D Rhoderick	Preparer's Signature	Date	Check if self-employed <input checked="" type="checkbox"/>	PTIN P00395735
	Firm's name ▶ ERNST & YOUNG US LLP			Firm's EIN ▶	
	Firm's address ▶ 111 MONUMENT CIRCLE SUITE 4000 INDIANAPOLIS, IN 46204				
				Phone no (317) 681-7000	

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co )	(b) How acquired P—Purchase D—Donation	Date acquired (c) (mo , day, yr )	(d) Date sold (mo , day, yr )
PUBLICLY TRADED SECURITIES-ST	P		
PUBLICLY TRADED SECURITIES-LT	P		
ABRY ASF II	P		
ABRY ASF III	P		
AXIOM ASIA II	P		
CEDAR ROCK CAPITAL	P		
HELLMAN & FRIEDMAN VI	P		
HORSLEY BRIDGE IX	P		
HORSLEY BRIDGE INTL V	P		
HORSLEY BRIDGE XI	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
1,000,978,528		1,007,075,706	-6,097,178
301,287,437		247,997,758	53,289,679
		9,762	-9,762
1,291			1,291
28,826			28,826
335			335
35			35
64,475			64,475
139,426			139,426
27			27

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
			-6,097,178
			53,289,679
			-9,762
			1,291
			28,826
			335
			35
			64,475
			139,426
			27

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co )	How acquired P—Purchase (b) D—Donation	Date acquired (c) (mo , day, yr )	(d) Date sold (mo , day, yr )
HOSKING GLOBAL	P		
INVESTEC PAN AFRICA	P		
JOHNSTON INTL EQ	P		
OAKTREE MEZZ	P		
PUGH LONG DURATION	P		
SIGULER GUFF	P		
SPLIT ROCK II	P		
STEPSTONE PIONEER (PARISH)	P		
VIVO VENTURES VII	P		
WESTERN ASSET MACRO OPP	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
13,573,010		13,810,406	-237,396
		70,111	-70,111
7,679,597		7,523,863	155,734
2,507,458		1,803,670	703,788
95,565,234		96,102,561	-537,327
7,460			7,460
779,779			779,779
		58,597	-58,597
21,675			21,675
269,130		266,463	2,667

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
			-237,396
			-70,111
			155,734
			703,788
			-537,327
			7,460
			779,779
			-58,597
			21,675
			2,667

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 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 )
WAYZATA	P		
SECTION 1256 GAINS/LOSSES FROM K-1	P		
ABRY ASF II	P		
ABRY VII	P		
ACTIC FUND 2	P		
ACTIC IV GLOBAL	P		
ADRIAN LEE CURRENCY	P		
AMPERSAND 2011	P		
AXIOM ASIA II	P		
BLUECREST	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
1,311			1,311
11,650			11,650
58,753			58,753
1,215,086			1,215,086
		46,000	-46,000
42,000			42,000
		90,056	-90,056
		863,500	-863,500
867,337			867,337
41,812,014		42,850,035	-1,038,021

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
			1,311
			11,650
			58,753
			1,215,086
			-46,000
			42,000
			-90,056
			-863,500
			867,337
			-1,038,021

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 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 )
CEDAR ROCK CAPITAL	P		
CHARLESBANK VII	P		
CI CAPITAL II	P		
GS VINTAGE IV	P		
GS VINTAGE V	P		
H/2 CORE RE DEBT	P		
H/2 CREDIT PARTNERS	P		
HELLMAN & FRIEDMAN VI	P		
HORSLEY BRIDGE IX	P		
HORSLEY BRIDGE INTL V	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
109,109			109,109
8,234,144		799,784	7,434,360
3,255,994			3,255,994
359,915			359,915
147,777			147,777
1,306			1,306
1,054,158			1,054,158
828,615			828,615
2,421,013			2,421,013
2,234,075			2,234,075

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
			109,109
			7,434,360
			3,255,994
			359,915
			147,777
			1,306
			1,054,158
			828,615
			2,421,013
			2,234,075

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co )	(b) How acquired P—Purchase D—Donation	Date acquired (c) (mo , day, yr )	(d) Date sold (mo , day, yr )
HORSLEY BRIDGE XI	P		
HOSKING GLOBAL	P		
INVESCO ASIA REAL ESTATE II	P		
INVESCO REAL ESTATE II	P		
INVESTEC COMMODITY	P		
INVESTEC PAN AFRICA	P		
JOHNSTON INTL EQ	P		
JORDAN- RESOLUTE II	P		
MESA WEST	P		
OAKTREE EURO FUND III	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
8,038			8,038
4,866,123		4,868,092	-1,969
28,007			28,007
1,956,204			1,956,204
16,501,919		20,000,000	-3,498,081
		595,796	-595,796
6,747,822		6,891,070	-143,248
3,041,063			3,041,063
11,682			11,682
522,430		408,941	113,489

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
			8,038
			-1,969
			28,007
			1,956,204
			-3,498,081
			-595,796
			-143,248
			3,041,063
			11,682
			113,489

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 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 )
OAKTREE MEZZ	P		
OCM OPPORTUNITIES VII	P		
OCM OPPORTUNITIES VIIB	P		
PATRON CAPITAL IV	P		
PRISA LP	P		
SIGULER GUFF	P		
SPLIT ROCK II	P		
STEPSTONE PIONEER	P		
TARPON	P		
TRUSTBRIDGE	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
12,277,490		12,755,154	-477,664
66,980			66,980
		193,068	-193,068
1,312,124			1,312,124
266,815			266,815
526,132			526,132
642,414			642,414
1,316,533			1,316,533
		50,568	-50,568
45,112			45,112

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
			-477,664
			66,980
			-193,068
			1,312,124
			266,815
			526,132
			642,414
			1,316,533
			-50,568
			45,112

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 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 )
VIVO VENTURES VII	P		
WESTERN ASSET MACRO OPP	P		
WAYZATA	P		
YORKTOWN	P		
LT SECTION 1256 GAINS/LOSSES FROM K-1	P		
INVESCO CORE REAL ESTATE	P		
ALCION RE II	P		
ALCION III-A	P		
BLACKROCK ACWI SUPERFUND B	P		
BLACKROCK MSCI CANADA EQUITY INDEX FUND	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
10,154			10,154
66,672		65,220	1,452
189,751			189,751
26,581			26,581
17,475			17,475
448,702			448,702
		48,904	-48,904
2,852			2,852
		23,415	-23,415
		9,296	-9,296

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
			10,154
			1,452
			189,751
			26,581
			17,475
			448,702
			-48,904
			2,852
			-23,415
			-9,296

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co )	How acquired P—Purchase (b) D—Donation	Date acquired (c) (mo , day, yr )	(d) Date sold (mo , day, yr )
BLACKROCK RUSSELL 1000 VALUE	P		
BLACKROCK RUSSELL 2000 GROWTH	P		
BLACKROCK RUSSELL 3000 INDEX	P		
BLACKROCK US DEBT FUND B	P		
GENESIS EM	P		
GREENFIELD VII	P		
JPM LARGE CAP	P		
MARATHON LONDON INTL INV TRUST	P		
MONDRIAN	P		
SSGA US TIPS INDEX	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
357,663			357,663
48,940			48,940
75,917			75,917
98,273			98,273
		68,215	-68,215
1,318			1,318
		2,160,877	-2,160,877
7,169			7,169
		204,629	-204,629
		22,018	-22,018

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			357,663
			48,940
			75,917
			98,273
			-68,215
			1,318
			-2,160,877
			7,169
			-204,629
			-22,018

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co )	How acquired P—Purchase (b) D—Donation	Date acquired (c) (mo , day, yr )	(d) Date sold (mo , day, yr )
ALCION RE II	P		
ALCION RE III-A	P		
BLACKROCK ACWI SUPERFUND B	P		
BLACKROCK MSCI CANADA EQUITY INDEX FUND	P		
BGI EAFE FUND	P		
BLACKROCK RUSSELL 1000 VALUE	P		
BLACKROCK RUSSELL 2000 GROWTH	P		
BLACKROCK RUSSELL 3000 INDEX	P		
BLACKROCK US DEBT FUND B	P		
GENESIS EM	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
1,620,540			1,620,540
7,903			7,903
389,259			389,259
		93,030	-93,030
20,945,715		20,653,851	291,864
7,301,034			7,301,034
1,456,532			1,456,532
1,987,894			1,987,894
		314,700	-314,700
		34,049	-34,049

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			1,620,540
			7,903
			389,259
			-93,030
			291,864
			7,301,034
			1,456,532
			1,987,894
			-314,700
			-34,049

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

List and describe the kind(s) of property sold (e g , real estate, <b>(a)</b> 2-story brick warehouse, or common stock, 200 shs MLC Co )	How acquired P—Purchase <b>(b)</b> D—Donation	Date acquired <b>(c)</b> (mo , day, yr )	<b>(d)</b> Date sold (mo , day, yr )
GREENFIELD VI	P		
GREENFIELD VII	P		
JPM LARGE CAP	P		
MARATHON LONDON INTL INV TRUST	P		
SSGA US TIPS INDEX	P		
MONDRIAN	P		

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

<b>(e)</b> Gross sales price	Depreciation allowed <b>(f)</b> (or allowable)	Cost or other basis <b>(g)</b> plus expense of sale	Gain or (loss) <b>(h)</b> (e) plus (f) minus (g)
3,400,450			3,400,450
230,448			230,448
4,777,899			4,777,899
1,379,331			1,379,331
42,951			42,951
		2,885,677	-2,885,677

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			<b>(l)</b> Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
<b>(i)</b> F M V as of 12/31/69	Adjusted basis <b>(j)</b> as of 12/31/69	Excess of col (i) <b>(k)</b> over col (j), if any	
			3,400,450
			230,448
			4,777,899
			1,379,331
			42,951
			-2,885,677

Form 990PF Part VII-A Line 8a

Enter the states to which the foundation reports or with which it is registered	AL,AK,AZ,CA,CO,CT,DE,DC,AK,FL,GA,HI,ID,IL,IN,IA,KS,KY,LA,ME,MD,MA,MI,MN,MS,MO,MT,NE,NV,NH,NJ,NM,NY,NC,ND,OH,OK,OR,PA,RI,SC,SD,TN,TX,UT,VT,VA,WA,WV,WI,WY
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Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation(If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
Robert A Watt	Chair 14 0	183,000	0	0
2001 EIGHTH AVE SUITE 2700 Seattle, WA 981212641				
Joan B Poliak	Vice Chair 16 0	160,000	0	0
2001 EIGHTH AVE SUITE 2700 Seattle, WA 981212641				
Sharon L McDaniel	Treasurer 13 0	160,000	0	0
2001 EIGHTH AVE SUITE 2700 Seattle, WA 981212641				
America Y Bracho	Secretary 15 0	160,000	0	0
2001 EIGHTH AVE SUITE 2700 Seattle, WA 981212641				
David C Mills	Trustee 16 0	160,000	0	0
2001 EIGHTH AVE SUITE 2700 Seattle, WA 981212641				
Shelia Evans-Tranumn	Trustee 15 0	160,000	0	0
2001 EIGHTH AVE SUITE 2700 Seattle, WA 981212641				
Norman B Rice	Trustee 14 0	160,000	0	0
2001 EIGHTH AVE SUITE 2700 Seattle, WA 981212641				
William C Bell Ph D	President and CEO 40 0	981,470	52,500	0
2001 EIGHTH AVE SUITE 2700 Seattle, WA 981212641				

**Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	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
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
The Aspen Institute One Dupont Circle NW 700 WASHINGTON, DC 20036	N/A	PC	To support the Opportunity Youth Incentive Fund	300,000
Assoc of Black Foundation Executives 333 7th Ave 13th Floor NEW YORK, NY 10001	N/A	PC	To help support the 2015 ABFE's annual conference that was held in April 2015	25,000
Black Administrators in Child Welfare 7625 Wisconsin Ave 300 Bethesda, MD 20814	N/A	PC	To support Grantee's Black Men And Black Boys Initiative	50,000
Child Welfare League of America Inc 1726 M Street NW Suite 500 WASHINGTON, DC 20036	N/A	PC	To support grantee's 2015 National Conference on April 27-29, 2015	25,000
Childrens defense fund 25 E Street NW Washington, DC 20001	N/A	PC	To support grantee's youth development work	250,000
Congressional Black Caucus Foundation 1720 Massachusetts Ave NW WASHINGTON, DC 20036	N/A	PC	To Help Support the 45th Annual Legislative conference	25,000
Congressional Coalition on Adoption Institute 311 Massachusetts Ave NE WASHINGTON, DC 20002	N/A	PC	To support the Angels in Adoption Gala on Oct 7, 2015	25,000
Operation Hope 707 Wilshire Blvd suite 3030 Los Angeles, CA 90017	N/A	PC	To support Grantee's Youth Empowerment Programs	125,000
Operation Hope 707 Wilshire Blvd suite 3030 Los Angeles, CA 90017	N/A	PC	To support Grantee's Fellows, Interns and Loaned Executive Program	100,000
Philanthropy NW 2101 4th Ave Suite 650 Seattle, WA 98121	N/A	PC	To support the Local Matters 2015 Alaska and Indigenous Communities event on Oct 11-14, 2015	47,500
Philanthropy SW 624 North Good-Latimer Exprwy Suit Dallas, TX 75204	N/A	PC	To sponsor the 2015 Annual Conference	10,000
United Way of King County 720 Second Ave SEATTLE, WA 98104	N/A	PC	To support the United Way's 2015 Annual Day of Caring	20,000
United Way of King County 720 Second Ave SEATTLE, WA 98104	N/A	PC	To support the United Way's 2015 All-Star Softball Classic for Youth	10,000
Arrowhead Parent-Teacher Association 1304 S Faureh Ave 300 Tacoma, WA 98402	N/A	PC	Employee Matching Gift - For General Operating Support	80
Arts Corp 4408 Delridge Way SW STE 110 Seattle, WA 98106	N/A	PC	Employee Matching Gift - For General Operating Support	1,000
<b>Total . . . . . ▶ 3a</b>				4,102,774

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
<b>a</b> Paid during the year				
Ben Towne Pediatric Cancer Research Foundation 4616 25th Ave NE 717 Seattle, WA 98105	N/A	PC	Employee Matching Gift - For General Operating Support	1,000
Black Administrators in Child Welfare 7625 Wisconsin Ave 300 Bethesda, MD 20814	N/A	PC	Employee Matching Gift - For General Operating Support	1,000
Hoops Of Hope P O Box 22227 Mesa, AZ 85227	N/A	PC	Employee Matching Gift - For General Operating Support	2,000
KUOW Puget Sound Public Radio 4518 University Way 310 Seattle, WA 98105	N/A	PC	Employee Matching Gift - For General Operating Support	300
Planned Parenthood Of The Great Northwest 2001 E Madison Seattle, WA 98122	N/A	PC	Employee Matching Gift - For General Operating Support	250
The Detroit Institute of Arts 5200 Woodward Ave Detroit, MI 48202	N/A	PC	Employee Matching Gift - For General Operating Support	1,000
The Leukemia & Lymphoma Society Inc WAAK Chapte 123 NW 36th St 100 Seattle, WA 98107	N/A	PC	Employee Matching Gift - For General Operating Support	50
Treehouse 2100 - 24th Ave S Suite 200 Seattle, WA 98144	N/A	PC	Employee Matching Gift - For General Operating Support	325
United Way of King County 720 Second Ave Seattle, WA 98104	N/A	PC	Employee Matching Gift - For General Operating Support	4,842
College Success Foundations 1605 NW Sammamish RD Suite 100 Issaquah, WA 98027	N/A	PC	To support the Empowering Youth Luncheon on October 28, 2015	5,000
Grantmakers for Children Youth & Families 8757 Georgia Ave Suite 540 Silver Springs, MD 20910	N/A	PC	To support Grantee's goal of identifying critical issue's that philanthropic institutions working with children youth and families can tackle together	25,000
Latino Health Access 450 W 4th Street Suite 130 Santa Ana, CA 92701	N/A	PC	To sponsor the 22nd Anniversary Gala on Sept 12, 2015	25,000
National Foundation for Women Legislators Inc 1727 King Street Suite 300 Alexandria, VA 22314	N/A	PC	To sponsor the 2015 National Conference in Oklahoma City	35,000
Portland State University Foundation P O Box 751 Portland, OR 97207	N/A	GOV	To support efforts to transfer the " Knowing Who You Are" curriculum	200,000
Town Hall Association 1119 8th Ave Seattle, WA 98101	N/A	PC	To support the 11th Annual Talk of the Town Gala	7,500
<b>Total . . . . . ▶ 3a</b>				4,102,774

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
<b>a</b> Paid during the year				
Bryant PTSA 3311 NE 60th St Seattle, WA 98115	N/A	PC	Employee Matching Gift - For General Operating Support	250
Clayton Jackson McGhie Memorial Inc PO Box 3631 Duluth, MN 55803	N/A	PC	Employee Matching Gift - For General Operating Support	500
Charlotte County Habitat for Humanity 1750 Manzana Avenue Punta Gorda, FL 33950	N/A	PC	Employee Matching Gift - For General Operating Support	100
Mercer Island Youth and Family Services Foundation 2040 - 84th Ave SE Mercer Island, WA 98040	N/A	SO I	Employee Matching Gift - For General Operating Support	100
Powerful Voices 1620 18th Ave Suite 100 Seattle, WA 98122	N/A	PC	Employee Matching Gift - For General Operating Support	100
UNICEF 125 Maiden Lane New York, NY 10038	N/A	PC	Employee Matching Gift - For General Operating Support	50
Washington Early Learning Fund 1111 Third Ave Ste 210 Seattle, WA 98101	N/A	PC	Employee Matching Gift - For General Operating Support	150
American Friends of the Spafford Childrens Center 2037 S Carrollton Ave New Orleans, LA 70118	N/A	PC	Employee Matching Gift - For General Operating Support	200
Harry Chapin Food Bank of Southwest Florida 3760 Fowler St Fort Meyers, FL 33901	N/A	PC	Employee Matching Gift - For General Operating Support	500
Legal Services for Children Inc 1254 Market St 3rd Floor San Francisco, CA 94102	N/A	PC	Employee Matching Gift - For General Operating Support	200
National Center for Youth Law 405 14th St 15th Floor Oakland, CA 94612	N/A	PC	Employee Matching Gift - For General Operating Support	125
National Association of Counsel for Children 13123 E 16th Avenue B390 Aurora, CO 80045	N/A	PC	Employee Matching Gift - For General Operating Support	200
New Beginnings PO Box 75125 Seattle, WA 98125	N/A	PC	Employee Matching Gift - For General Operating Support	75
Voices for the Kids of Southwest Florida Inc 2075 W First Street Suite 300 Fort Myers, FL 33901	N/A	PC	Employee Matching Gift - For General Operating Support	100
African American Mayors Association 1301 Pennsylvania Ave NW Suite 550 Washington, DC 20004	N/A	PC	To support AAMA's 2015 Annual Leadership Summit	5,000
<b>Total . . . . . ▶ 3a</b>				4,102,774

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
<b>a</b> Paid during the year				
African American Mayors Association 1301 Pennsylvania Ave NW Suite 550 Washington, DC 20004	N/A	PC	To help support the 2015 Annual conference on May 28-29, 2015	10,000
Alaska Childrens Trust 3201 C Street Suite 110 Anchorage, AK 99503	N/A	PC	To help pilot and implement a multi-sector tribal, community and state prevention plan	250,000
Alliance for Strong Family and Communities 1020 19th St NW Suite 500 Washington, DC 20036	N/A	PC	To support the Triad Initiative	150,000
American Bar Association for Justice and Education 321 N Clark St Chicago, IL 60610	N/A	SO I	To help support the reception to honor Howard Davidson on July 23, 2015	5,000
American Bar Association for Justice and Education 321 N Clark St Chicago, IL 60610	N/A	SO I	To support the 4th National Parent Attorney Conference	10,000
American Bar Association for Justice and Education 321 N Clark St Chicago, IL 60610	N/A	SO I	To support the ABA Commission on Homelessness & Poverty	10,000
Alliance for Children's Rights 3333 Wilshire Blvd Suite 550 Los Angeles, CA 90010	N/A	PC	To help support 23rd Annual dinner	1,500
American Public Human Services Assoc 1133 19th St NW Floor 4 Washington, DC 20037	N/A	PC	To help educate policymakers regarding financial barriers and flexible funding strategies in order to better align child welfare practice and federal funding	92,500
American Public Human Services Assoc 1133 19th St NW Floor 4 Washington, DC 20037	N/A	PC	To support grantee's Annual Meeting of National Association of Public Child Welfare Administrators	7,000
Black Administrators in Child Welfare 7625 Wisconsin Ave 300 Bethesda, MD 20814	N/A	PC	To support the Healing Institute	5,000
Boys and Girls Clubs of America 1558 N 6th Street Milwaukee, WI 53212	N/A	PC	To support programs for youth at Boys and Girls clubs	39,000
Campaign for Black Male Achievement 570 Lexington Ave 5th Floor New York, NY 10022	N/A	PC	To support CBMA's strategic relationships with Cities United, My Brother's Keeper Alliance and other key players in the BMA field	250,000
Children's Advocacy Centers of Arkansas P O Box 628 Cabot, AR 72023	N/A	PC	To support the state's local Child Advocacy Centers	25,000
City of Madison 210 Martin Luther King JR Blvd Madison, WI 53703	N/A	GOV	To support the City of Madison in shaping and articulating a blueprint for reducing opportunity gaps in Madison	78,000
College Success Foundations 1605 NW Sammamish RD Suite 100 Issaquah, WA 98027	N/A	PC	To support the Annual Governors Cup golf Tournament	5,000
<b>Total . . . . . ▶ 3a</b>				4,102,774

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
<b>a</b> Paid during the year				
Council on Social Work Education 1701 Duke Street Suite 200 Alexandria, VA 22314	N/A	PC	To support the field Education Project	150,000
Deaconess Foundation 211 North Broadway Suite 1260 St Louis, MO 63102	N/A	SO I	To support youth and communities to make long lasting improvements in the safety and success of children, families and communities in Ferguson Missouri	10,000
Foster Family Based Treatment Assoc 294 Union Street Hackensack, NJ 07601	N/A	PC	To help support the 29th Annual conference on Treatment Foster Care on Aug 2-5, 2015	5,000
Foster Youth in Action 2140 Shattuck Ave Suite 504 Berkeley, CA 94704	N/A	PC	To support FYA 4th Annual Leaders for Change Conference	8,000
FosterClub Inc 753 First Ave Seaside, OR 97138	N/A	PC	To support Grantee's participation in the "What works" sessions	30,000
Fund for the City of New York RISE 121 6th Ave 6th Floor New York, NY 10013	N/A	PC	To support RISE's 10th Anniversary Event	5,000
Grantmakers for Effective Organizations 1725 DeSales St NW Suite 404 Washington, DC 20036	N/A	PC	To support Grantee's Ability to lead changes in grant maker practice	6,950
Harvest of Hope Family Services Network Inc 727 Franklin Blvd Suite 1 Somerset, NJ 08873	N/A	PC	o help to identify a consultant that will support Grantee's ongoing mission	25,000
Indian Child Welfare Act Law Center 1730 Clifton Place Minneapolis, MN 55403	N/A	PC	To help purchase a case management system	45,000
Juvenile Law Center 1315 Walnut St Suite 400 Philadelphia, PA 19107	N/A	PC	To support Grantee's 40th Anniversary Dinner on Oct 13, 2015	10,000
Louisville Urban League 1535 west Broadway Louisville, KY 40203	N/A	PC	To sponsor the Louisville Urban League's Annual Report Luncheon	20,000
New York State Office of Court Administration 2500 Pondview Suite 104 CastletononHudson, NY 12033	N/A	GOV	To support Child Welfare Court Improvement Project	50,000
New York University 22 Washington Square N Room 403 New York, NY 10011	N/A	PC	To support the NYU Law Family Defense Clinic's 25th Anniversary event	20,000
New York University 22 Washington Square N Room 403 New York, NY 10011	N/A	PC	To support Parent Legal representation Evaluation Project with NYU	250,000
NW Literacy Foundation P O Box 3514 Seattle, WA 98124	N/A	PC	To support literacy work in the northwest	1,000
<b>Total . . . . . ► 3a</b>				4,102,774

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Operation Hope 707 Wilshire Blvd Suite 3030 Los Angeles, CA 90017	N/A	PC	To support the organization's Operation Hope	25,000
Philanthropy SW 624 North Good-Latimer Exprwy Suit Dallas,TX 75204	N/A	PC	To support Grantee's efforts to be a connector, convener, and advocate for the field and knowledge builder in the philanthropic sector of the SW	50,000
Port Gamble S'Klallam Tribe 31912 Little Boston Road NE Kingston, WA 98346	N/A	NC	To support the Tribe in achieving its mission to improve the quality of life for tribal members	1,000
Potlatch Fund 801 2nd Ave Suite 304 Seattle, WA 98104	N/A	PC	To support the Potlatch Gala	5,000
Regents of the University of Michigan 3003 South State Street Ann Arbor, MI 48109	N/A	PC	To fund a pilot family defense training program	60,000
Rockefeller Philanthropy Advisors 6 West 48th Street 10th floor New York, NY 10036	N/A	PC	To support the Executives' Alliance To Expand Opportunities For Boys and Men of Color's Places of Opportunity Program	50,000
Sierra Health Foundation Center 1321 Garden Hwy Sacramento, CA 95833	N/A	PC	To support the Life Course Framework Program Management	50,000
Southeastern Council of Foundation 50 Hurt Plaza Suite 350 Atlanta, GA 30303	N/A	PC	To Help Support the 46th Annual Meeting on Nov 11-13, 2015	10,000
Southwest Human Development 2850 N 24th St Phoenix,AZ 85008	N/A	PC	To help develop and design a backlog reduction plan	250,000
State of Washington DSHS P O Box 1128 Toppenish, WA 98948	N/A	GOV	To support assistance to the Toppenish Office of children's Administration holiday celebration	1,500
The Communications Network 1717 N Naper Blvd Suite 102 Naperville,IL 60563	N/A	PC	To sponsor 2015 Conference	10,000
Tides Center P O Box 29907 San Francisco,CA 94129	N/A	PC	To support the Cities United Project	609,232
Yakama Nation P O Box 151 Toppenish, WA 98951	N/A	NC	To help provide security cameras at child placing agency	5,350
ETV Endowment of South Carolina Inc 101 E Kennedy St Spartanburg, SC 29302	N/A	PC	To support the development of "Fathers in America", an eight episode television project	50,000
A Contemporary Theatre Inc 700 Union ST Seattle, WA 98101	N/A	PC	Employee Matching Gift - For General Operating support	200
<b>Total . . . . . ► 3a</b>				4,102,774

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
<b>a</b> Paid during the year				
Alpha Supported Living Services 2611 NE 125th St Suite 145 Seattle, WA 98125	N/A	PC	Employee Matching Gift - For General Operating support	150
Alzheimer's Association 100 W Harrison St Suite 203 Seattle, WA 98119	N/A	PC	Employee Matching Gift - For General Operating support	120
American Cancer Society 7325 W Deschutes Ave Suite A Kennewick, WA 98336	N/A	PC	Employee Matching Gift - For General Operating support	350
Annunciation House Inc 815 Myrtle Ave El Paso, TX 79901	N/A	PC	Employee Matching Gift - For General Operating support	500
Assoc of Black Foundation Executives 333 7th Ave 13th Floor New York, NY 10001	N/A	PC	Employee Matching Gift - For General Operating support	1,000
Bainbridge Youth Services P O Box 11173 Bainbridge, WA 98110	N/A	PC	Employee Matching Gift - For General Operating support	200
Bainbridge Parks Foundation P O Box 11127 Bainbridge, WA 98110	N/A	PC	Employee Matching Gift - For General Operating support	400
Bethlehem Lutheran Child Development Center 340 Grand Blvd Elgin, IL 60120	N/A	PC	Employee Matching Gift - For General Operating support	500
Book-It Repertory Theatre 305 Harrison St Seattle, WA 98109	N/A	PC	Employee Matching Gift - For General Operating support	350
Bowen McCauley Dance 818 N Quincy St Suite 104 Arlington, VA 22203	N/A	PC	Employee Matching Gift - For General Operating support	100
Boys and Girls Clubs of King County 603 Stewart St Suite 300 Seattle, WA 98101	N/A	PC	Employee Matching Gift - For General Operating support	100
Brandeis University - IBS Annual Fund P O Box 9110 Waltham, MA 02454	N/A	PC	Employee Matching Gift - For General Operating support	250
Center for Economic Research and Social Change 4015 N Rockwell St Chicago, IL 60618	N/A	POF	Employee Matching Gift - For General Operating Support	1,000
Children's Alliance 718 6th Ave S Seattle, WA 98104	N/A	PC	Employee Matching Gift - For General Operating Support	100
Clark University 950 Main St Worcester, MA 01610	N/A	PC	Employee Matching Gift - For General Operating Support	100
<b>Total . . . . . ▶ 3a</b>				4,102,774

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
<b>a</b> Paid during the year				
College Success Foundations 1605 NW Sammamish Road Suite 100 Issaquah, WA 98027	N/A	PC	Employee Matching Gift - For General Operating Support	250
Connections Independence 310 E 38th St 120B Minneapolis, MN 55409	N/A	PC	Employee Matching Gift - For General Operating Support	500
Contemporary American Theatre Festival Inc P O Box 429 Shepherdstown, WV 25443	N/A	PC	Employee Matching Gift - For General Operating Support	100
Cooperative for Assistance and Relief Everywhere 151 Ellis St NE Atlanta, GA 30303	N/A	PC	Employee Matching Gift - For General Operating Support	50
Crohns & Colitis Foundation of America 386 Park Ave S 17th Floor New York, NY 10016	N/A	PC	Employee Matching Gift - For General Operating Support	250
Fernwood Elementary PTSA 2003 65th Ave W Tacoma, WA 98466	N/A	PC	Employee Matching Gift - For General Operating Support	60
Food Lifeline 1702 NE 150th St Seattle, WA 98155	N/A	PC	Employee Matching Gift - For General Operating Support	500
Foster Youth in Action P O Box 26690 San Francisco, CA 94126	N/A	PC	Employee Matching Gift - For General Operating Support	75
Greater Baton Rouge Food Bank P O Box 2996 Baton Rouge, LA 70821	N/A	PC	Employee Matching Gift - For General Operating Support	150
Highline Schools Foundation for Excellence 15675 Ambaum Blvd SW Burien, WA 98166	N/A	PC	Employee Matching Gift - For General Operating Support	200
Lost Dog Rescue Foundation P O Box 50037 Arlington, VA 22205	N/A	PC	Employee Matching Gift - For General Operating Support	100
Luna Kids Dance Inc 605 Addison St Berkley, CA 94710	N/A	PC	Employee Matching Gift - For General Operating Support	50
Mercy Corps P O Box 2669 Portland, OR 97208	N/A	PC	Employee Matching Gift - For General Operating Support	500
National Council on Educating Black Children 3737 N Meridian St Suite 102 Indianapolis, IN 46208	N/A	PC	Employee Matching Gift - For General Operating Support	1,000
Neighborhood House Inc 905 Spruce St Suite 200 Seattle, WA 98104	N/A	PC	Employee Matching Gift - For General Operating Support	250
<b>Total . . . . . ▶ 3a</b>				4,102,774

**Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	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
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
New Horizons Ministries 2709 3rd Ave Seattle, WA 98121	N/A	PC	Employee Matching Gift - For General Operating Support	500
Northwest Harvest E M M P O Box 12272 Seattle, WA 98102	N/A	PC	Employee Matching Gift - For General Operating Support	750
Pasado's Safe Haven P O Box 171 Sultan, WA 98294	N/A	PC	Employee Matching Gift - For General Operating Support	250
Philanthropy Northwest 2201 Fourth Ave Suite 650 Seattle, WA 98121	N/A	PC	Employee Matching Gift - For General Operating Support	500
Pike Market Child Care and Preschool 1501 Pike Pl Suite 222 Seattle, WA 98101	N/A	PC	Employee Matching Gift - For General Operating Support	150
Point Foundation 5055 Wilshire Blvd Suite 501 Los Angeles, CA 90036	N/A	PC	Employee Matching Gift - For General Operating Support	100
Rebuilding Together Seattle 500 Aurora Ave N 305 Seattle, WA 98109	N/A	PC	Employee Matching Gift - For General Operating Support	60
Sand Point Child Development Center 5837 56th Ave NE Seattle, WA 98105	N/A	PC	Employee Matching Gift - For General Operating Support	150
Seattle Country Day School 2619 4th Ave N Seattle, WA 98109	N/A	PC	Employee Matching Gift - For General Operating Support	1,000
Seattle Humane Society 13212 SE Eastgate Way Bellevue, WA 98005	N/A	PC	Employee Matching Gift - For General Operating Support	400
Seattle's Progressive Preschool 3201 E Republican St Suite 109 Seattle, WA 98102	N/A	PC	Employee Matching Gift - For General Operating Support	100
Shimer College 3424 S State St Floor 2 Chicago, IL 60616	N/A	PC	Employee Matching Gift - For General Operating Support	750
Social Justice Fund NorthWest 1904 3rd Ave Suite 806 Seattle, WA 98101	N/A	PC	Employee Matching Gift - For General Operating Support	50
St Jude Children's Research Hospital 501 St Jude Place Memphis, TN 38105	N/A	PC	Employee Matching Gift - For General Operating Support	400
Tacoma Community Boat Builders Inc 4540 S Adams St Tacoma, WA 98409	N/A	PC	Employee Matching Gift - For General Operating Support	250
<b>Total . . . . . ▶ 3a</b>				4,102,774

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
The Food Bank at St Mary's 611 20th Ave S Seattle, WA 98144	N/A	PC	Employee Matching Gift - For General Operating Support	200
The Mockingbird Society 1100 24th Ave S Seattle, WA 98144	N/A	PC	Employee Matching Gift - For General Operating Support	150
Transitional Resources 2970 SW Avalon Way Seattle, WA 98126	N/A	PC	Employee Matching Gift - For General Operating Support	250
Virginia Tech Foundation Inc 902 Prices Fork Rd Suite 4500 Blacksburg, VA 24060	N/A	PC	Employee Matching Gift - For General Operating Support	1,000
Washington English Center 2200 California St NW Washington, DC 20008	N/A	PC	Employee Matching Gift - For General Operating Support	250
WCBE 540 Jack Gibbs Blvd Columbus, OH 43215	N/A	GOV	Employee Matching Gift - For General Operating Support	730
Wellspring Family Services 1900 Rainier Ave S Seattle, WA 98144	N/A	PC	Employee Matching Gift - For General Operating Support	500
Whittier PTA 1320 NW 75th St Seattle, WA 98117	N/A	PC	Employee Matching Gift - For General Operating Support	250
Yakima Area Arboretum 1401 Arboretum Dr Yakima, WA 98901	N/A	PC	Employee Matching Gift - For General Operating Support	300
Yakima Symphony Orchestra 32 N 3rd St Suite 333 Yakima, WA 98901	N/A	PC	Employee Matching Gift - For General Operating Support	1,000
YMCA 5003 12th Ave NE Seattle, WA 98105	N/A	PC	Employee Matching Gift - For General Operating Support	50
Youth Marine Foundation 820 East D Street Tacoma, WA 98421	N/A	PC	Employee Matching Gift - For General Operating Support	100
YWCA 1118 5th Ave Seattle, WA 98101	N/A	PC	Employee Matching Gift - For General Operating Support	300
American Cancer Society Inc P O Box 22718 Oklahoma City, OK 73123	N/A	PC	Employee Matching Gift - For General Operating Support	100
Companion Animal Alliance 2680 Progress Rd Baton Rouge, LA 70807	N/A	PC	Employee Matching Gift - For General Operating Support	200
<b>Total . . . . . ▶ 3a</b>				4,102,774

**Form 990PF Part XV Line 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
<b>a</b> <i>Paid during the year</i>				
KCTS Television 401 Mercer Street Seattle, WA 98109	N/A	PC	Employee Matching Gift - For General Operating Support	100
Loretto Academy 1300 Hardaway El Paso, TX 79903	N/A	PC	Employee Matching Gift - For General Operating Support	500
Northwest Choirs 5031 University Way NE NB2 Seattle, WA 98105	N/A	PC	Employee Matching Gift - For General Operating Support	50
PCC Farmland Trust 1917 - 1st Ave Level A Ste 100 Seattle, WA 98101	N/A	PC	Employee Matching Gift - For General Operating Support	50
Seattle Lighthouse for the Blind Foundation 2501 S Plum St Seattle, WA 98144	N/A	SO I	Employee Matching Gift - For General Operating Support	50
Seattle's Union Gospel Mission P O Box 202 Seattle, WA 98111	N/A	PC	Employee Matching Gift - For General Operating Support	1,000
The Evergreen State College 2700 Evergreen Parkway NW Olympia, WA 98505	N/A	PC	Employee Matching Gift - For General Operating Support	200
Washington State CASA P O Box 19209 Seattle, WA 98109	N/A	PC	Employee Matching Gift - For General Operating Support	50
<b>Total . . . . . ▶ 3a</b>				4,102,774

**TY 2015 Accounting Fees Schedule****Name:** Casey Efile Version**EIN:** 91-0793881

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
ERNST & YOUNG LLP	166,680	25,002	25,002	141,678
JACOBSON JARVIS & CO PLLC	6,790			6,790
JESSE THOMAS GRAYSTON, CPA	32,117	12,847	12,847	19,270
VOLDAL WARTELLE & CO P S	32,655			32,655

**Note:** To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

**TY 2015 Depreciation Schedule**

**Name:** Casey Efile Version

**EIN:** 91-0793881

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
LAND	2000-01-01	4,280,093		L					
BUILDING	2000-01-01	22,660,964	7,758,294	SL	27	842,700			
FURNITURE AND FIXT	2000-01-01	8,997,681	6,353,657	SL	7	689,994			
AUTOMOBILES	2000-01-01	542,707	333,800	SL	7	55,802			
LEASEHOLD IMPLOVEM	2000-01-01	12,131,479	4,571,596	SL	15	1,219,188			

**TY 2015 Employee Compensation Explanation****Name:** Casey Efile Version**EIN:** 91-0793881

Employee	Explanation
CHRISTOPHER T YEBUAH	Director - Invest

**Note:** To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

## TY 2015 Expenditure Responsibility Statement

**Name:** Casey Efile Version

**EIN:** 91-0793881

Grantee's Name	Grantee's Address	Grant Date	Grant Amount	Grant Purpose	Amount Expended By Grantee	Any Diversion By Grantee?	Dates of Reports By Grantee	Date of Verification	Results of Verification
Center for Economic Research and Social	4015 N Rockwell Street Chicago, IL 60618	2016-12-01	1,000	Employee Matching Grant	1,000	NO	12/31/2015	2015-12-31	To the knowledge of the Foundation, no part of this grant has been used for other than its intended purpose

**TY 2015 General Explanation Attachment****Name:** Casey Efile Version**EIN:** 91-0793881

Identifier	Return Reference	Explanation
Explanation for line 9 income modifications	Explanation for line 9 income modifications	Reimbursements of expenses were received in the amount of \$80,682

**TY 2015 Investments Corporate Bonds Schedule****Name:** Casey Efile Version**EIN:** 91-0793881

<b>Name of Bond</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
CORPORATE BONDS	257,995,467	262,758,974
SEE ATTACHMENTS FOR DETAIL		

**TY 2015 Investments Corporate Stock Schedule****Name:** Casey Efile Version**EIN:** 91-0793881

<b>Name of Stock</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
COMMON AND PREFERRED STOCK	1,041,114,744	1,242,633,220
SEE ATTACHMENTS FOR DETAIL		

**TY 2015 Investments Government Obligations Schedule****Name:** Casey Efile Version**EIN:** 91-0793881**US Government Securities - End of  
Year Book Value:**

60,909,729

**US Government Securities - End of  
Year Fair Market Value:**

61,303,389

**State & Local Government  
Securities - End of Year Book  
Value:****State & Local Government  
Securities - End of Year Fair  
Market Value:**

**TY 2015 Investments - Other Schedule****Name:** Casey Efile Version**EIN:** 91-0793881

<b>Category/ Item</b>	<b>Listed at Cost or FMV</b>	<b>Book Value</b>	<b>End of Year Fair Market Value</b>
OTHER INVESTMENTS	AT COST	358,229,292	447,504,048
SEE ATTACHMENTS FOR DETAIL			

**TY 2015 Land, Etc.  
Schedule****Name:** Casey Efile Version**EIN:** 91-0793881

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
LAND	4,280,093		4,280,093	
BUILDING	22,660,964	8,600,994	14,059,970	
FURNITURE AND FIXT	8,997,681	7,043,651	1,954,030	
AUTOMOBILES	542,707	389,602	153,105	
LEASEHOLD IMPLOVEM	12,131,479	5,790,784	6,340,695	

# **TY 2015 Legal Fees Schedule**

**Name:** Casey Efile Version

**EIN:** 91-0793881

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
AKIN GUMP STRAUSS HAUER & FELD	46,924			46,924
KATTEN MUCHIN ROSENMAN	196,194	196,194	196,194	
LITTLER MENDELSON FASTIFF	22,943			22,943
STOEL RIVES LLP	168,372	74,420	74,420	93,952
VARIOUS ATTORNEYS AND COSTS	8,076			8,076

**TY 2015 Other Assets Schedule****Name:** Casey Efile Version**EIN:** 91-0793881

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
457F DEFERRED COMP PLAN	1,276,370	1,659,556	1,659,556
CONSTRUCTION IN PROGRESS	51,371	129,579	129,579
DEPOSITS	60,643	57,369	57,369
MISC RECEIVABLE	215,760	240,809	240,809

TY 2015 Other Expenses Schedule

Name: Casey Efile Version  
 EIN: 91-0793881

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
YOUTH AND FAMILY SUPPORT SERVI	35,466,510			35,466,510
ADVERTISING AND PROMOTION	7,792			7,792
AUTOMOBILE EXPENSE	84,694			84,694
BANK FEES	55,474			55,474
BOT DEFERRED GAINS	21,596			21,596
COMMUNICATIONS	593,921			593,921
DATA PROCESSING	7,686			7,686
DUES AND MEMBERSHIPS	360,967			360,967
EQUIPMENT RENTAL/LEASE	407,630			407,630
LIABILITY INSURANCE	741,788			741,788
MISCELLANEOUS	1,189			1,189
MOVING EXPENSE	13,275			13,275
OFFICE SUPPLIES	384,076			384,076
POSTAGE	169,191			169,191
RECRUITMENT EXPENSES	287,240			287,240
REPAIRS & MAINTENANCE	575,304			575,304
SOFTWARE & FIXED ASSETS <\$1000	1,472,392			1,472,392
STAFF TRAINING AND DEVELOPMENT	774,224			774,224
TEMPORARY HELP	397,845			397,845
EXP ALLOCATION TO INV INCOME		1,111,696	1,111,696	-1,111,696
ACCRUAL TO CASH ADJUSTMENT				1,179,367
LESS 50% MEALS DISALLOWED				-1,226,022
INV EXPENSES FROM K-1		8,377,111	8,377,111	
INV PARTNERSHP MANAGEMENT FEES	4,909,921	4,909,921	4,909,921	

**TY 2015 Other Income Schedule****Name:** Casey Efile Version**EIN:** 91-0793881

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
MISC INCOME	63,762	36,400	38,747
INCOME FROM PRIVATE EQUITY PARTNERSHIPS	5,943,902	4,016,463	4,016,463
OTHER INCOME FROM K-1s		1,279,149	1,279,149
LESS UBTI ADJUSTMENT		-3,565,018	

**TY 2015 Other Liabilities Schedule****Name:** Casey Efile Version**EIN:** 91-0793881

<b>Description</b>	<b>Beginning of Year - Book Value</b>	<b>End of Year - Book Value</b>
BOT DEFERRED INCOME & INTEREST	914,756	810,368
DEFERRED RENT	2,703,052	2,508,920
DEFFERED LEASE INCENTIVE	4,547,830	3,756,903
INSURANCE CLAIM RESERVE	619,000	603,091
UNCLAIMED PROPERTY	709	25
TDA LOANS	5,354	6,078

TY 2015 Other Professional Fees Schedule

Name: Casey Efile Version  
EIN: 91-0793881

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADRIAN LEE	156,353	156,353	156,353	
ALTRINSIC	387,404	387,404	387,404	
AON HEWITT	275,000	275,000	275,000	
ARROWSTREET	878,234	878,234	878,234	
BAILLIE GIFFORD	545,074	545,074	545,074	
BLACKROCK	99,790	99,790	99,790	
BNY MELLON	996,092	996,092	996,092	
BURGUNDY INTL EQ	593,520	593,520	593,520	
DODGE & COX	168,133	168,133	168,133	
GENESIS	329,417	329,417	329,417	
GLENROCK CAPITAL ADVISERS, LLC	350,000	350,000	350,000	
GOLDMAN SACHS	517,368	517,368	517,368	
HOSKING GLOBAL	407,722	407,722	407,722	
INVESTEC	98,715	98,715	98,715	
JACKSON SQUARE (DELAWARE)	317,416	317,416	317,416	
JOHNSTON INTL EQ	199,379	199,379	199,379	
MARATHON	739,315	739,315	739,315	
MONDRIAN	549,113	549,113	549,113	
ORG PORTFOLIO MANAGEMENT, LLC	166,086	166,086	166,086	
OTHERS	1,094,290	193,313	193,313	900,977
PX GLOBAL ADVISORS	127,015	127,015	127,015	
STEINBERG US	418,696	418,696	418,696	
WA MACRO OPP PORTFOLIO	335,802	335,802	335,802	
ARTHUR J GALLAGHER & CO OF WA	95,000			95,000
CHERWELL SOFTWARE	83,609			83,609
DIMENSIONAL COMMUNICATIONS	93,139			93,139
EXPONET PARTNERS	134,990			134,990
FRESH CONSULTING, LLC	52,726			52,726
G A JONES & ASSOCIATES, INC	49,244			49,244
KALI RACHEL SCOLNICK	117,496			117,496
KIBBLE & PRENTICE	70,000			70,000
MURPHY & ASSOCIATES, INC	173,680			173,680
NATIONAL COUNCIL ON CRIME & D	204,924			204,924
NTT COM SECURITY US	63,614			63,614
RED JET FILMS, LLC	142,145			142,145
REDMOND TECHNOLOGY PARTNERS	405,028			405,028
SAGE INFORMATION TECHNOLOGY	97,690			97,690
THE CHILD TRAUMA ACADEMY	124,375			124,375
TRANSAMERICA RETIREMENT SOLUT	57,307			57,307
UNIVERSITY PHYSICIANS	57,621			57,621
LESS 50% MEALS DISALLOWED				-42,410

**TY 2015 Taxes Schedule****Name:** Casey Efile Version**EIN:** 91-0793881

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LICENSING	4,908			4,908
PROPERTY TAXES	16,219			16,219
EXCISE AND B & O TAXES	3,310			3,310
SALES AND USE TAXES	3,457			3,457
UNRELATED BUSINESS INCOME TAX	7,965			
FOREIGN TAXES FROM K-1'S		676,665	676,665	

<div>Schedule B</div> <div>(Form 990, 990-EZ, or 990-PF)</div> <div>Department of the Treasury Internal Revenue Service</div>	<div>Schedule of Contributors</div> <div>▶ Attach to Form 990, 990-EZ, or 990-PF</div> <div>▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at <a href="http://www.irs.gov/form990">www.irs.gov/form990</a></div>	<div>OMB No 1545-0047</div> <div>2015</div>
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<div>Name of the organization</div> <div>Casey Efile Version</div>	<div>Employer identification number</div> <div>91-0793881</div>
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Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	<div><input type="checkbox"/> 501(c)( ) (enter number) organization</div> <div><input type="checkbox"/> 4947(a)(1) nonexempt charitable trust <b>not</b> treated as a private foundation</div> <div><input type="checkbox"/> 527 political organization</div>
Form 990-PF	<div><input checked="" type="checkbox"/> 501(c)(3) exempt private foundation</div> <div><input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation</div> <div><input type="checkbox"/> 501(c)(3) taxable private foundation</div>

Check if your organization is covered by the **General Rule** or a **Special Rule**.  
**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or other property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33<sup>1</sup>/<sub>3</sub>% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. . . . . ▶ \$ \_\_\_\_\_

**Caution.** An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization Casey Efile Version	Employer identification number 91-0793881
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Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed			
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1		\$ 130,595	Person <input checked="" type="checkbox"/>
	Alameda County Social Services 24100 Amador Street		Payroll <input type="checkbox"/>
	Hayward, CA 94544		Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
2		\$ 153,790	Person <input checked="" type="checkbox"/>
	Idaho State Controller PO Box 83720		Payroll <input type="checkbox"/>
	Boise, ID 83720		Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
3		\$ 156,438	Person <input checked="" type="checkbox"/>
	San Diego Health and Human Services 1700 Pacific Highway		Payroll <input type="checkbox"/>
	San Diego, CA 92101		Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
4		\$ 186,986	Person <input checked="" type="checkbox"/>
	State of Arizona - Childs PO Box 6123		Payroll <input type="checkbox"/>
	Phoenix, AZ 85005		Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
5		\$ 147,282	Person <input checked="" type="checkbox"/>
	WA Dept Social Health Services PO Box 45845		Payroll <input type="checkbox"/>
	Olympia, WA 98504		Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/>
			Payroll <input type="checkbox"/>
			Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )

<b>Name of organization</b> Casey Efile Version	<b>Employer identification number</b> 91-0793881
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<b>Part II</b> <b>Noncash Property</b> (see instructions) Use duplicate copies of Part II if additional space is needed			
<b>(a)</b> <b>No. from Part I</b>	<b>(b)</b> <b>Description of noncash property given</b>	<b>(c)</b> <b>FMV (or estimate)</b> (see instructions)	<b>(d)</b> <b>Date received</b>
		\$	
<b>(a)</b> <b>No. from Part I</b>	<b>(b)</b> <b>Description of noncash property given</b>	<b>(c)</b> <b>FMV (or estimate)</b> (see instructions)	<b>(d)</b> <b>Date received</b>
		\$	
<b>(a)</b> <b>No. from Part I</b>	<b>(b)</b> <b>Description of noncash property given</b>	<b>(c)</b> <b>FMV (or estimate)</b> (see instructions)	<b>(d)</b> <b>Date received</b>
		\$	
<b>(a)</b> <b>No. from Part I</b>	<b>(b)</b> <b>Description of noncash property given</b>	<b>(c)</b> <b>FMV (or estimate)</b> (see instructions)	<b>(d)</b> <b>Date received</b>
		\$	
<b>(a)</b> <b>No. from Part I</b>	<b>(b)</b> <b>Description of noncash property given</b>	<b>(c)</b> <b>FMV (or estimate)</b> (see instructions)	<b>(d)</b> <b>Date received</b>
		\$	
<b>(a)</b> <b>No. from Part I</b>	<b>(b)</b> <b>Description of noncash property given</b>	<b>(c)</b> <b>FMV (or estimate)</b> (see instructions)	<b>(d)</b> <b>Date received</b>
		\$	
<b>(a)</b> <b>No. from Part I</b>	<b>(b)</b> <b>Description of noncash property given</b>	<b>(c)</b> <b>FMV (or estimate)</b> (see instructions)	<b>(d)</b> <b>Date received</b>
		\$	

Name of organization Casey Efile Version	Employer identification number 91-0793881
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**Part III** Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ► \$ \_\_\_\_\_

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-	_____	_____	_____
	_____	_____	_____
	_____	_____	_____
	_____	_____	_____
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
_____		_____	
_____		_____	
--		_____	
_____		_____	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-	_____	_____	_____
	_____	_____	_____
	_____	_____	_____
	_____	_____	_____
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
_____		_____	
_____		_____	
--		_____	
_____		_____	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-	_____	_____	_____
	_____	_____	_____
	_____	_____	_____
	_____	_____	_____
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
_____		_____	
_____		_____	
--		_____	
_____		_____	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-	_____	_____	_____
	_____	_____	_____
	_____	_____	_____
	_____	_____	_____
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
_____		_____	
_____		_____	
--		_____	
_____		_____	

**BYLAWS**  
**OF**  
**CASEY FAMILY PROGRAMS**

Revised and Restated Dated August 21, 2015

**ARTICLE I**

**OFFICES**

The principal office for Casey Family Programs (the "corporation") is in Seattle, Washington. The mailing address for the corporation is:

Casey Family Programs  
2001 Eighth Avenue, Suite 2700  
Seattle, WA 98121

**ARTICLE II**

**THE BOARD OF TRUSTEES**

A. Powers. All corporate powers shall be exercised under the authority of, and the affairs of the corporation managed under the direction of, the Board of Trustees (the "Board").

B. Number of Trustees. The number of trustees of the corporation shall be not less than five (5) nor more than nine (9). The Board, by resolution, may increase or decrease the number of trustees within the minimum and the maximum, provided that no decrease in number shall have the effect of shortening the term of any incumbent trustee.

C. Terms of Office. Trustees shall serve for terms of three years, except the initial term of a trustee may be less than three years in order to maintain staggered terms as set forth in this Article. For purposes of this Section, each year shall begin June 1 and end on May 31. The Board shall be divided into three (3) classes of staggered terms of office, with the intent that no more than one-third plus one of the trustees will have terms that end on May 31. The Board may adjust the term of any trustee for the purpose of maintaining three (3) staggered terms of trustees, provided that no such adjustment may shorten the existing term of any trustee.

D. Election. The Board shall elect trustees at its annual meeting, except as necessary to fill vacancies, including vacancies created by an increase in the number of trustees. The term of a trustee elected at the annual meeting shall begin on June 1. The term of a trustee elected during the year to fill a vacancy shall begin as of the date specified in the resolution to elect the trustee. Each trustee shall hold office (i) for the term for which he or she is elected and until his or her successor has been elected and qualified or (ii) until his or her term expires, if the number

of trustees has been reduced by Board resolution to eliminate the position held by such trustee effective upon such expiration.

E. Vacancy. Any vacancy, other than a vacancy occurring because of the natural expiration of a trustee's term of office or an increase in the number of trustee positions on the Board, shall be filled for the remainder of the vacating trustee's term. The Board may fill any such vacancy at any time by the affirmative vote of a majority of the remaining trustees.

F. Removal. Any trustee may be removed as a trustee, with or without cause, by the affirmative vote of two-thirds (2/3) of the trustees who are in office and are entitled to vote at the time the vote is held, provided that a trustee who is serving his or her initial term on the Board may be removed during such initial term, with or without cause, by the affirmative vote of a majority of the trustees who are in office and are entitled to vote at the time the vote is held. The Board may take action to remove a trustee at any meeting of the Board, provided that notice of such proposed action is contained in the notice of such meeting.

G. Meetings of the Board of Trustees.

1. Annual Meeting. The annual meeting of the corporation shall be held on the third Thursday of April of each year or on such other date as the Board may fix. The annual meeting shall be held at the corporation's principal office unless another location is designated by the Board. The Secretary shall give notice of the annual meeting no less than ten (10) days before such date, specifying the time and place of the meeting. At each annual meeting, the Board shall by election fill the positions of the trustees whose terms expire in that year. The Board shall then elect officers as set forth in Article IV.

2. Regular Meetings. Regular meetings of the Board shall be held on the third Thursday of each month at the corporation's principal office unless another date, place or time is designated by the Chair. The Secretary shall give at least ten (10) days' notice of the time and place of such meetings, provided that if the time of the next meeting is established by the Board at the previous meeting, no further notice shall be required, except to any trustees who were not at the previous meeting.

3. Special Meetings. The Chair, Vice Chair, Secretary, or any two (2) trustees may call special meetings of the Board by giving not less than 48 hours' notice of the time and place of the special meeting to all trustees. The notice shall specify the time and place of the special meeting and the purpose for which it is called. No business other than that stated in the notice may be transacted at a special meeting.

4. Notice of Meetings. Notice of any meeting of the Board may be given by mail, e-mail, air courier, fax, telephone, or in person communication. A trustee may waive notice of any meeting of the Board at any time by a signed writing. Attendance at a meeting shall constitute a waiver of notice unless the trustee, at the beginning of the meeting or promptly upon the trustee's arrival, objects to holding the meeting and does not thereafter vote for or assent to any action taken at the meeting. Notice of more than one meeting of the Board may be given in a combined notice, which may consist of a calendar of meetings for a particular period of time.

5. Quorum and Voting. A majority of the trustees who are in office and are entitled to vote at the time a vote is held shall constitute a quorum for the transaction of business. The affirmative votes of a majority of such trustees present at a meeting at which a quorum is present shall be sufficient to pass any measure before the Board, except as otherwise expressly required by statute or as otherwise provided in these Bylaws. A trustee is present at a meeting if he or she participates in person or by conference telephone, video conferencing or any similar communications equipment through which all persons participating in the meeting can hear each other at the same time.

6. Actions by Written Consent. Any action required or permitted to be taken at a meeting of the Board may be taken without a meeting if a consent in writing, setting forth the action so taken, is signed by all of the trustees entitled to vote on the matter. Action taken under this Section is effective when the last trustee signs the consent, unless the consent specifies an earlier or later effective date. A trustee's affirmative response by email shall constitute a signed writing for purposes of this Section. A written consent has the same effect as a meeting vote and may be described as such in any document.

7. Procedural Rules. The Board may adopt rules of procedure to govern its meetings to the extent not inconsistent with law, the Restated Article of Incorporation, and these Bylaws. The Board does not operate under Robert's Rules of Order but may look to Robert's Rules of Order or other examples of governing procedures for guidance. In the absence of any rules of procedure adopted by the Board, the Chair shall make all decisions regarding the procedures for any meeting.

H. Compensation. Trustees may receive reasonable compensation for their services as trustees and may be reimbursed for authorized expenses as approved by the Board, provided that the compensation received by a trustee for serving on the Board is deemed to include all services provided to the corporation and all services in any capacity, including services as a member of the Board, for any organization affiliated with the corporation. No loans shall be made by the corporation to any of its trustees or officers. The Board shall review and approve, on an annual basis, all compensation payable to trustees.

### **ARTICLE III**

#### **COMMITTEES**

The Board may create or dissolve committees by majority vote of the Board. Each year at the annual meeting, the Board shall appoint committee members to serve from June 1 through May 31. Each committee member shall serve at the pleasure of the Board. The creation or dissolution of a committee and the appointment of members to a committee must be approved by majority vote of the Board.

A. Executive Committee. The Board shall have an Executive Committee. The Executive Committee shall be composed of the Chair, Vice Chair, Secretary, and Treasurer. The Chair shall preside at the Executive Committee's meetings. Between meetings of the Board, the Executive Committee shall have and exercise all the authority of the Board in the management of

affairs of the corporation, except as limited by the Washington Nonprofit Corporation Act, and except that the Executive Committee shall not have the authority: (i) to appoint or remove the President/Chief Executive Officer or Chief Investment Officer; (ii) to amend, restate, or repeal these Bylaws; (iii) to set or change the compensation of trustees; (iv) to elect, appoint or remove a trustee or officer; or (v) to exercise any power that the Board, by resolution, has reserved to itself. The Executive Committee shall keep minutes and records of its proceedings. At least twenty-four (24) hours' notice shall be required to convene a meeting of the Executive Committee. A majority of the members of the Executive Committee who are in office shall constitute a quorum, and the affirmative vote of a majority of the members present at a properly called meeting at which a quorum is present shall be required for Executive Committee action.

B. Board Committees. In addition to the Executive Committee the Board may establish other committees of the Board. A resolution establishing the committee must specify the authority and duties of the committee, the composition of the committee, the method for determining the chair, and any other matters the Board deems appropriate regarding the committee. Board committees whose voting members are all Trustees shall have the power to act on behalf of the Board. No committee shall be delegated any authority of the Board that the Board is prohibited by statute or these Bylaws from delegating.

C. Non-Board Committees. The Board may establish committees that have members who are not trustees, but at least one trustee must serve on each committee. A resolution establishing the committee must specify the authority and duties of the committee, the composition of the committee, the method for determining the chair, and any other matters the Board deems appropriate regarding the committee. Committees that have voting members who are not trustees shall have no power to act on behalf of, or exercise the authority of the Board, but may make recommendations to the Board.

D. Committee Meetings. Unless otherwise set forth in this Article III, the provision of these Bylaws governing Board meetings, action by written consent, notice, quorum and voting shall apply to all committees and their members as well.

E. Minutes. The Board shall keep minutes and records of all of its proceedings and those of committees acting on behalf of the Board. A resolution by the Board approving the minutes of a committee meeting shall be treated as approval by the Board of the actions taken or recommended by such committee in the minutes, except as otherwise provided in the Board resolution.

## ARTICLE IV

### OFFICERS

The corporation shall have such officers as may be elected or approved by the Board pursuant to the provisions of this Article, and such other officers as the Board may elect. Corporate officers shall be elected or approved by the Board at the annual meeting of the Corporation for a term of one (1) year (or such other term as the Board may provide), unless sooner removed by the Board. For purposes of this Article, a one-year term shall begin June 1 and end on May 31 each year. The Board may remove an officer at any time and may fill any

vacancy occurring in any office at any meeting of the Board.

A. Trustee Officers. The Board shall elect the following corporate officers from among the trustees:

1. Chair of the Board. The Chair shall preside at the meetings of the Board, be responsible for carrying out the plans and directives of the Board and report to and regularly consult with the Board. The Chair shall have such other powers and duties as the Board may prescribe.

2. Vice Chair of the Board. The Vice Chair shall preside at meetings of the Board in the absence of the Chair and shall otherwise act as Chair in the absence of the Chair.

3. Secretary. The Secretary shall be responsible for and shall keep, personally or with the assistance of others, records of the proceedings of the Board; authenticate records of the corporation; and perform such other duties as the Board may designate. With the consent of the Board, the Secretary may appoint (or remove) an Assistant Secretary to serve in the absence of the Secretary and to perform such other duties of the office of Secretary as the Secretary may designate. The Assistant Secretary, if any, need not be a member of the Board.

4. Treasurer. The Treasurer shall have the care and custody of, and be responsible for, all funds and investments of the corporation and shall cause to be kept regular books of account. The Treasurer shall cause to be deposited all funds and other valuable effects in the name of the corporation in such depositories as may be designated by the Board. In general, the Treasurer shall perform all of the duties incident to the office of Treasurer and such other duties as may be assigned by the Board. With the consent of the Board, the Treasurer may appoint (or remove) an Assistant Treasurer to serve in the absence of the Treasurer and to perform such other duties of the office of Treasurer as the Treasurer may designate. The Assistant Treasurer, if any, need not be a member of the Board.

B. President/Chief Executive Officer. The President/Chief Executive Officer shall be elected by the Board, shall exercise the usual executive powers pertaining to the office of President and shall perform such other duties and responsibilities as the Board may delegate. The President/Chief Executive Officer need not be elected from among the trustees and shall not, by virtue solely of his or her election as President/Chief Executive Officer, be considered a member of the Board, ex officio or otherwise.

C. Chief Investment Officer. The Chief Investment Officer (CIO) shall be elected by the Board and shall perform such investment duties and responsibilities as the Board may delegate. The CIO need not be elected from among the trustees and shall not be considered a member of the Board, ex officio or otherwise.

D. Senior Officers. To assist the President/Chief Executive Officer in the exercise of his or her office, the President/Chief Executive Officer may appoint such Executive Vice

Presidents and Vice Presidents (collectively "Senior Officers") as the President/Chief Executive Officer may deem appropriate, delegating to such Senior Officers such duties and responsibilities as the President/Chief Executive Officer shall determine. Senior Officers need not be selected from among the trustees and shall not, by virtue solely of their appointment and approval, be considered members of the Board, ex officio or otherwise. Should any Senior Officer leave the employment of the corporation or be removed as a Senior Officer by the President/Chief Executive Officer, the Board shall be notified and that person removed from the list of Senior Officers. Should the President/Chief Executive Officer desire to install a new person as a Senior Officer or create a new position of Senior Officer, the President/Chief Executive Officer shall bring this to the attention of the Board.

E. Compensation. The Board shall review and approve on an annual basis the salaries of the President/Chief Executive Officer and Chief Investment Officer.

## ARTICLE V

### MISCELLANEOUS PROVISIONS

A. Fiscal Year. The fiscal year of the corporation shall be January 1 through December 31.

B. Nondiscrimination. The corporation shall not discriminate in providing services or hiring employees upon the basis of race, color, national origin, gender, religion, creed, marital status, veteran's status, age, disability, sexual orientation, or any other basis prohibited by law.

C. Amendment of Bylaws. These Bylaws may be revised, restated or repealed and new Bylaws may be adopted by the affirmative vote of a majority of all trustees who are in office and entitled to vote at the time the vote is held, which may be at any meeting of the Board called in accordance with the provisions of these Bylaws, so long as notice of the substance of the proposed action is contained in the notice of the meeting.

### CERTIFICATION

The undersigned Assistant Secretary of Casey Family Programs hereby certifies that the foregoing revised and restated Bylaws are a true and correct copy of the Bylaws of Casey Family Programs approved by the Board on August 21, 2015.

  
\_\_\_\_\_  
Julee Abe, Assistant Secretary

Date of Certification: Aug. 21, 2015

CASEY FAMILY PROGRAMS

EIN # 91-0793881

2015 FORM 990-PF

PART II, LINE 10A US AND STATE OBLIGATIONS

Investment Name	Shares/Par	Cost	Market Value	Description
AMERICAN MUNI PWR-OHIO INC OHR	350,000	496,832 00	482,013 00	STATE OBLIGATIONS
CALIFORNIA ST	375,000	377,756 25	523,263 75	STATE OBLIGATIONS
CALIFORNIA ST	100,000	96,184 00	145,251 00	STATE OBLIGATIONS
CALIFORNIA ST	75,000	74,877 75	104,969 25	STATE OBLIGATIONS
CALIFORNIA ST	100,000	101,701 00	145,627 00	STATE OBLIGATIONS
CALIFORNIA ST	175,000	176,660 75	259,743 75	STATE OBLIGATIONS
CALIFORNIA ST	460,000	682,166 20	668,614 60	STATE OBLIGATIONS
ILLINOIS ST	200,000	188,634 00	189,130 00	STATE OBLIGATIONS
ILLINOIS ST	900,000	922,832 00	933,417 00	STATE OBLIGATIONS
ILLINOIS ST	300,000	309,601 12	317,655 00	STATE OBLIGATIONS
LOS ANGELES CA UNIF SCH DIST	405,000	488,640 60	487,948 05	STATE OBLIGATIONS
LOS ANGELES CA UNIF SCH DIST	350,000	350,000 00	461,167 00	STATE OBLIGATIONS
NEW JERSEY ST TURNPIKE AUTH	250,000	286,834 75	343,615 00	STATE OBLIGATIONS
UNIV OF TEXAS TX	380,000	436,129 80	433,656 00	STATE OBLIGATIONS
TOTAL - STATE OBLIGATIONS		4,988,850	5,496,070	
FHLMC MULTICLASS CTF 4283 EW	1,425,000	1,576,851 56	1,544,905 91	US OBLIGATIONS
FHLMC MULTICLASS MTG 264 F1	991,465	995,028 55	1,005,418 36	US OBLIGATIONS
FHLMC POOL #1Q-1400	391,909	427,303 22	418,328 25	US OBLIGATIONS
FHLMC POOL #2B-3600	532,270	550,733 62	543,865 98	US OBLIGATIONS
FHLMC POOL #2B-3797	536,357	554,878 46	548,391 11	US OBLIGATIONS
FHLMC POOL #2B-4503	506,555	522,305 36	517,968 50	US OBLIGATIONS
FHLMC POOL #84-9254	482,740	498,278 06	497,213 59	US OBLIGATIONS
FHLMC POOL #84-9312	184,923	192,680 67	190,527 59	US OBLIGATIONS
FHLMC POOL #84-9505	232,161	240,323 19	237,524 84	US OBLIGATIONS
FHLMC POOL #A6-4639	67,077	71,730 29	77,970 84	US OBLIGATIONS
FHLMC POOL #C9-1402	365,036	383,629 57	390,209 63	US OBLIGATIONS
FHLMC POOL #G0-3265	151,216	167,211 34	171,204 32	US OBLIGATIONS
FHLMC POOL #G0-6447	271,350	291,955 74	297,747 90	US OBLIGATIONS
FHLMC POOL #G0-7596	262,001	280,382 33	287,560 64	US OBLIGATIONS
FHLMC POOL #G0-7612	179,165	193,385 72	193,826 95	US OBLIGATIONS
FHLMC POOL #G0-7686	154,543	166,616 86	166,976 76	US OBLIGATIONS
FHLMC POOL #G0-8587	240,838	261,158 48	260,035 15	US OBLIGATIONS
FHLMC POOL #G1-2396	263,883	269,490 98	285,543 47	US OBLIGATIONS
FHLMC POOL #G1-3889	385,365	414,508 54	415,092 21	US OBLIGATIONS
FHLMC POOL #G1-4593	431,357	459,549 79	455,649 56	US OBLIGATIONS
FHLMC POOL #G1-4668	231,170	245,631 60	244,114 72	US OBLIGATIONS
FHLMC POOL #G1-8295	415,099	442,469 31	457,246 36	US OBLIGATIONS
FHLMC POOL #G6-0034	863,790	937,481 89	932,413 65	US OBLIGATIONS
FHLMC POOL #Q2-8562	247,237	268,406 43	266,999 30	US OBLIGATIONS
FNMA POOL #0256985	26,923	28,303 18	30,787 43	US OBLIGATIONS
FNMA POOL #0555424	167,402	180,794 12	188,307 56	US OBLIGATIONS
FNMA POOL #0555432	315,131	335,762 26	354,376 39	US OBLIGATIONS
FNMA POOL #0555531	410,961	445,571 17	462,025 19	US OBLIGATIONS
FNMA POOL #0745406	81,329	83,515 06	87,142 38	US OBLIGATIONS
FNMA POOL #0831809	347,211	387,248 65	396,516 00	US OBLIGATIONS
FNMA POOL #0888366	152,097	163,741 59	176,208 00	US OBLIGATIONS
FNMA POOL #0888367	217,159	246,068 06	251,262 02	US OBLIGATIONS
FNMA POOL #0931696	64,571	70,180 85	68,966 79	US OBLIGATIONS
FNMA POOL #0938012	202,703	222,086 57	230,329 77	US OBLIGATIONS
FNMA POOL #0AB1763	615,713	663,617 48	657,253 43	US OBLIGATIONS
FNMA POOL #0AD0167	539,806	570,422 80	578,189 92	US OBLIGATIONS
FNMA POOL #0AI8900	255,509	275,709 85	278,231 19	US OBLIGATIONS
FNMA POOL #0AL1845	93,382	100,151 87	99,807 82	US OBLIGATIONS
FNMA POOL #0AL3598	545,022	603,611 38	619,943 99	US OBLIGATIONS
FNMA POOL #0AL4165	778,109	832,576 12	844,993 11	US OBLIGATIONS
FNMA POOL #0AL4628	606,793	627,841 38	625,876 36	US OBLIGATIONS
FNMA POOL #0AL4778	430,182	456,194 62	459,020 69	US OBLIGATIONS

CASEY FAMILY PROGRAMS

EIN # 91-0793881

2015 FORM 990-PF

PART II, LINE 10A US AND STATE OBLIGATIONS

Investment Name		Shares/Par	Cost	Market Value	Description
FNMA	POOL #0AL5281	411,519	425,021 81	421,228 08	US OBLIGATIONS
FNMA	POOL #0AL5931	136,022	144,055 66	142,703 83	US OBLIGATIONS
FNMA	POOL #0AL5957	703,061	755,461 51	745,588 59	US OBLIGATIONS
FNMA	POOL #0AL6137	188,229	202,111 14	203,264 74	US OBLIGATIONS
FNMA	POOL #0AL6208	227,356	236,876 91	235,510 85	US OBLIGATIONS
FNMA	POOL #0AL7730	757,102	780,761 43	782,672 14	US OBLIGATIONS
FNMA	POOL #0AP7562	214,723	219,964 94	217,753 06	US OBLIGATIONS
FNMA	POOL #0AX0875	441,645	459,276 37	451,859 79	US OBLIGATIONS
FNMA	POOL #0AY0615	150,747	154,309 25	153,013 03	US OBLIGATIONS
FNMA	POOL #0MA0734	541,593	582,805 29	589,693 14	US OBLIGATIONS
FNMA	POOL #0MA0792	900,960	978,808 59	980,527 50	US OBLIGATIONS
FNMA	POOL #0MA1689	476,987	509,854 38	510,259 26	US OBLIGATIONS
FNMA	GTD REMIC P/T 11-62 KF	1,204,058	1,216,098 92	1,214,110 65	US OBLIGATIONS
FNMA	GTD REMIC P/T 12-46 BA	64,367	72,814 65	72,767 12	US OBLIGATIONS
FNMA	GTD REMIC P/T 2007-28 ZA	234,332	252,463 30	258,698 39	US OBLIGATIONS
U S	TREASURY BOND	485,000	662,176 56	657,686 68	US OBLIGATIONS
U S	TREASURY BOND	5,425,000	6,869,406 25	6,821,302 78	US OBLIGATIONS
U S	TREASURY BOND	5,975,000	6,824,570 32	6,729,110 73	US OBLIGATIONS
U S	TREASURY BOND	1,315,000	1,311,905 67	1,308,990 45	US OBLIGATIONS
U S	TREASURY NOTE	1,500,000	1,497,832 02	1,495,312 50	US OBLIGATIONS
U S	TREASURY NOTE	1,500,000	1,507,792 96	1,494,784 50	US OBLIGATIONS
U S	TREASURY NOTE	1,500,000	1,493,261 72	1,483,476 00	US OBLIGATIONS
U S	TREASURY NOTE	1,250,000	1,248,291 01	1,242,577 50	US OBLIGATIONS
U S	TREASURY NOTE	2,085,000	2,074,106 82	2,069,199 87	US OBLIGATIONS
U S	TREASURY NOTE	6,500,000	6,511,933 59	6,498,479 00	US OBLIGATIONS
U S	TREASURY NOTE	2,240,000	2,223,529 49	2,210,774 72	US OBLIGATIONS
<b>TOTAL - US OBLIGATIONS</b>			<u>55,920,879</u>	<u>55,807,319</u>	
<b>TOTAL - PART II, LINE 10A</b>			<u><b>60,909,729</b></u>	<u><b>61,303,389</b></u>	

**CASEY FAMILY PROGRAMS**  
**EIN # 91-0793881**  
**2015 FORM 990-PF**  
**PART II, LINE 10B CORPORATE STOCK**

Security Name	Shares/Par	Cost	Market Value	Description
ARISAIG ASIA CONS FUND	185,951	10,000,000	11,995,699	MUTUAL FUND
ARISAIG GLOBAL EM	720,492	8,030,386	7,291,379	MUTUAL FUND
ARROWSTREET 130/30 ACCOUNT	499,250	49,925,000	48,432,243	MUTUAL FUND
ARROWSTREET EMERGING MARKET	66,014	9,519,253	9,748,323	MUTUAL FUND
ACWI EX-US SUPERFUND B	2,194,219	61,216,914	51,686,764	MUTUAL FUND
BZW BARCLAYS GLOBAL EAFE	85,184	5,750,041	5,291,894	MUTUAL FUND
BGI MSCI EQ IND FD B CANADA	82,996	7,041,332	4,949,364	MUTUAL FUND
RUSSELL 3000 INDEX FUND B	629,754	17,990,530	15,655,227	MUTUAL FUND
RUSSELL 2000 GROWTH INDEX	198,228	9,455,984	6,715,451	MUTUAL FUND
RUSSELL 1000 VALUE INDEX FUND	255,482	7,690,474	7,199,337	MUTUAL FUND
CEDAR ROCK CAPITAL	53,495,595	49,864,046	53,495,595	MUTUAL FUND
DODGE & COX GLOBAL STOCK FD	4,355,028	51,729,481	45,553,591	MUTUAL FUND
GENESIS EMERGING MARKETS	38,432	18,044,979	25,286,754	MUTUAL FUND
INVESTEC CREDIT OP	79,536	1,597,785	1,605,430	MUTUAL FUND
JPMORGAN LLC 130/30	95,823,045	0	95,823,045	MUTUAL FUND
MARATHON LONDON INTERNATIONAL	1,682,080	76,182,642	98,972,544	MUTUAL FUND
OVERLOOK PARTNERS FUND LP	100,000	10,000,000	10,090,586	MUTUAL FUND
VANGUARD PRIMECAP CORE-INV	2,595,666	35,256,381	54,041,757	MUTUAL FUND
PRIMECAP ODYSSEY STOCK FUND	1,779,714	23,448,704	42,019,044	MUTUAL FUND
ROCK SPRINGS CAPITAL	17,109,869	19,999,933	17,109,869	MUTUAL FUND
TP PARTNERS FUND CAYMAN	28,660,012	9,949,432	7,244,237	MUTUAL FUND
WAMCO MACRO OPPORTUNITIES LTD	207,833	29,668,317	30,172,311	MUTUAL FUND
SIXT SE	2,171	66,515	89,618	PREFERRED SECURITIES
GRIFOLS SA	3,165	132,864	102,852	PREFERRED SECURITIES
HENKEL AG & CO KGAA	4,914	503,362	550,890	PREFERRED SECURITIES
BAC CAPITAL TRUST XI	860,000	799,165	979,612	PREFERRED SECURITIES
CITIGROUP CAPITAL XIII	30,600	830,484	795,294	PREFERRED SECURITIES
BANCOLOMBIA SA	10,766	72,526	73,390	PREFERRED SECURITIES
PORSCHE AUTOMOBIL HOLDING SE	2,992	159,637	162,543	PREFERRED SECURITIES
SBERBANK OF RUSSIA PJSC	240,006	201,692	251,393	PREFERRED SECURITIES
HYUNDAI MOTOR CO	1,698	253,999	152,053	PREFERRED SECURITIES
HYUNDAI MOTOR CO	2,573	329,786	226,019	PREFERRED SECURITIES
LG ELECTRONICS INC	387	15,418	9,472	PREFERRED SECURITIES
SAMSUNG ELECTRONICS CO LTD	1,182	1,040,760	1,099,793	PREFERRED SECURITIES
SAMSUNG SDI CO LTD	294	27,191	18,479	PREFERRED SECURITIES
3I GROUP PLC	27,847	187,334	197,666	COMMON STOCK
A10 NETWORKS INC	12,900	78,756	84,624	COMMON STOCK
AAR CORP	11,448	258,241	300,968	COMMON STOCK
ABBOTT LABORATORIES	20,925	746,147	939,742	COMMON STOCK
ABENGOA SA	12,570	76,546	5,598	COMMON STOCK
ABM INDUSTRIES INC	12,785	406,806	363,989	COMMON STOCK
ABS-CBN HOLDINGS CORP	725,711	660,814	966,998	COMMON STOCK
ACADIA REALTY TRUST	17,072	375,183	565,937	COMMON STOCK
ACCURAY INC	11,200	75,960	75,600	COMMON STOCK
ACTELION LTD	878	117,108	122,446	COMMON STOCK
ACTIVISION BLIZZARD INC	7,969	185,872	308,480	COMMON STOCK
ACTUANT CORP	4,506	141,046	107,964	COMMON STOCK
ADECCO GROUP AG	5,160	392,174	355,169	COMMON STOCK
ADECCO GROUP AG	16,140	1,228,848	1,110,935	COMMON STOCK
ADIDAS AG	6,738	581,024	658,095	COMMON STOCK
ADTRAN INC	2,000	37,473	34,440	COMMON STOCK
ADVANCED ENERGY INDUSTRIES INC	8,600	252,582	242,778	COMMON STOCK
ADVANCED INFO SERVICE PCL	54,000	363,980	228,095	COMMON STOCK
AECOM	24,155	731,654	725,375	COMMON STOCK
AEGEAN AIRLINES SA	3,538	29,440	26,250	COMMON STOCK
AEON CO LTD	12,100	178,475	187,895	COMMON STOCK
AEROFLOT - RUSSIAN AIRLINES PJ	92,930	78,073	71,382	COMMON STOCK
AETNA INC	1,200	120,489	129,744	COMMON STOCK
AIA GROUP LTD	242,800	1,201,750	1,459,905	COMMON STOCK
AIA GROUP LTD	212,800	1,222,315	1,279,521	COMMON STOCK

**CASEY FAMILY PROGRAMS**  
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**PART II, LINE 10B CORPORATE STOCK**

Security Name	Shares/Par	Cost	Market Value	Description
AIA GROUP LTD	27,684	174,485	166,458	COMMON STOCK
AIMIA INC	14,734	251,443	99,811	COMMON STOCK
AIR METHODS CORP	8,754	414,290	367,055	COMMON STOCK
AIRASIA BHD	392,402	243,467	117,899	COMMON STOCK
AIRBUS GROUP SE	10,742	675,784	723,480	COMMON STOCK
AIRBUS GROUP SE	9,190	137,506	154,714	COMMON STOCK
AKER SOLUTIONS ASA	18,952	82,345	64,877	COMMON STOCK
AKZO NOBEL NV	1,208	86,950	80,940	COMMON STOCK
ALAMO GROUP INC	3,022	147,699	157,446	COMMON STOCK
ALERE INC	39,875	898,737	1,558,714	COMMON STOCK
ALERE INC	3,700	146,610	144,633	COMMON STOCK
ALIBABA GROUP HOLDING LTD	29,175	2,446,579	2,371,052	COMMON STOCK
ALIBABA GROUP HOLDING LTD	5,924	469,348	481,443	COMMON STOCK
ALLERGAN PLC	9,771	3,007,656	3,053,438	COMMON STOCK
ALLERGAN PLC	4,801	530,991	1,500,313	COMMON STOCK
ALLIANCE DATA SYSTEMS CORP	907	246,904	250,849	COMMON STOCK
ALLSCRIPTS HEALTHCARE SOLUTION	6,000	86,128	92,280	COMMON STOCK
ALLY FINANCIAL INC	10,762	244,751	200,604	COMMON STOCK
ALPHA & OMEGA SEMICONDUCTOR LT	8,300	72,698	76,277	COMMON STOCK
ALPHABET INC	2,142	768,956	1,625,521	COMMON STOCK
ALPHABET INC	2,661	1,134,213	2,070,285	COMMON STOCK
ALPHABET INC	4,527	2,404,957	3,435,450	COMMON STOCK
ALPHABET INC	2,212	1,210,215	1,678,643	COMMON STOCK
ALPHABET INC	152	89,661	118,258	COMMON STOCK
ALTRIA GROUP INC	30,000	1,540,236	1,746,300	COMMON STOCK
ALTRIA GROUP INC	5,168	220,579	300,829	COMMON STOCK
AMADEUS IT HOLDING SA	7,840	317,423	346,498	COMMON STOCK
AMAZON COM INC	11,076	2,037,081	7,486,158	COMMON STOCK
AMAZON COM INC	500	312,627	337,945	COMMON STOCK
AMAZON COM INC	4,537	1,463,110	3,066,513	COMMON STOCK
AMBEV SA	151,700	796,865	684,447	COMMON STOCK
AMBEV SA	95,399	483,068	425,480	COMMON STOCK
AMC NETWORKS INC	6,000	439,076	448,080	COMMON STOCK
AMERICA MOVIL SAB DE CV	13,642	308,443	191,807	COMMON STOCK
AMERICAN AIRLINES GROUP INC	57,896	2,301,003	2,451,896	COMMON STOCK
AMERICAN AXLE & MANUFACTURING	6,732	155,170	127,504	COMMON STOCK
AMERICAN EAGLE OUTFITTERS INC	7,400	108,651	114,700	COMMON STOCK
AMERICAN EQUITY INVESTMENT LIF	16,403	152,810	394,164	COMMON STOCK
AMERICAN EQUITY INVESTMENT LIF	8,600	204,757	206,658	COMMON STOCK
AMERICAN EXPRESS CO	10,480	958,370	728,884	COMMON STOCK
AMERICAN INTERNATIONAL GROUP I	11,542	562,440	715,258	COMMON STOCK
AMERICAN INTERNATIONAL GROUP I	15,397	406,227	365,833	COMMON STOCK
AMERICAN INTERNATIONAL GROUP I	36,283	1,974,773	2,248,458	COMMON STOCK
AMERIPRISE FINANCIAL INC	4,147	378,676	441,324	COMMON STOCK
AMERISAFE INC	3,006	119,658	153,005	COMMON STOCK
AMOREPACIFIC CORP	620	219,447	219,172	COMMON STOCK
AMSURG CORP	3,381	269,347	256,956	COMMON STOCK
AMSURG CORP	3,048	130,073	231,648	COMMON STOCK
AMTRUST FINANCIAL SERVICES INC	4,133	222,646	254,510	COMMON STOCK
ANGLO AMERICAN PLATINUM LTD	4,170	173,557	49,877	COMMON STOCK
ANGLO AMERICAN PLC	33,197	650,618	146,518	COMMON STOCK
ANGLO AMERICAN PLC	82,596	564,198	364,545	COMMON STOCK
ANHEUSER-BUSCH INBEV SA/NV	9,715	1,173,159	1,207,309	COMMON STOCK
ANHEUSER-BUSCH INBEV SA/NV	13,013	1,516,091	1,626,625	COMMON STOCK
ANIXTER INTERNATIONAL INC	4,910	290,234	296,515	COMMON STOCK
ANTHEM INC	1,506	168,710	209,997	COMMON STOCK
ANTOFAGASTA PLC	79,789	760,170	551,902	COMMON STOCK
ANTOFAGASTA PLC	18,689	186,514	129,272	COMMON STOCK
AON PLC	12,585	873,520	1,160,463	COMMON STOCK
AP MOELLER - MAERSK A/S	114	274,580	148,934	COMMON STOCK

**CASEY FAMILY PROGRAMS**  
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**PART II, LINE 10B CORPORATE STOCK**

Security Name	Shares/Par	Cost	Market Value	Description
APACHE CORP	20,390	1,351,836	906,743	COMMON STOCK
APOLLO COMMERCIAL REAL ESTATE	20,198	339,325	348,012	COMMON STOCK
APPLE INC	15,138	1,674,158	1,593,426	COMMON STOCK
ARAMARK	31,515	984,332	1,016,359	COMMON STOCK
ARCH CAPITAL GROUP LTD	19,540	818,899	1,362,915	COMMON STOCK
ARM HOLDINGS PLC	92,649	1,310,484	1,418,810	COMMON STOCK
ARM HOLDINGS PLC	21,700	1,042,014	981,708	COMMON STOCK
ARMSTRONG WORLD INDUSTRIES INC	4,092	200,515	187,127	COMMON STOCK
ASBURY AUTOMOTIVE GROUP INC	2,463	130,631	166,105	COMMON STOCK
ASCENA RETAIL GROUP INC	4,186	71,183	41,232	COMMON STOCK
ASHIKAGA HOLDINGS CO LTD	28,618	116,897	112,526	COMMON STOCK
ASML HOLDING NV	12,470	1,058,192	1,106,962	COMMON STOCK
ASPEN INSURANCE HOLDINGS LTD	7,671	324,580	370,509	COMMON STOCK
ASSA ABLOY AB	14,784	251,973	312,143	COMMON STOCK
ASSOCIATED BRITISH FOODS PLC	4,398	207,473	216,636	COMMON STOCK
ASTELLAS PHARMA INC	26,600	243,555	382,875	COMMON STOCK
ASTELLAS PHARMA INC	8,998	136,394	128,761	COMMON STOCK
ASTELLAS PHARMA INC	56,800	868,142	817,567	COMMON STOCK
ASTRAZENECA PLC	1,699	125,940	115,604	COMMON STOCK
ATLAS COPCO AB	52,142	852,245	1,288,923	COMMON STOCK
ATLAS COPCO AB	10,769	300,504	266,204	COMMON STOCK
AURELIUS SE & CO KGAA	1,543	57,081	80,657	COMMON STOCK
AVANCE GAS HOLDING LTD	7,128	91,455	91,804	COMMON STOCK
AVIS BUDGET GROUP INC	2,796	159,354	101,467	COMMON STOCK
AVIVA PLC	16,118	140,538	122,583	COMMON STOCK
AXCELIS TECHNOLOGIES INC	51,500	148,271	133,385	COMMON STOCK
AXIALL CORP	1,062	46,611	16,355	COMMON STOCK
AYALA CORP	37,534	577,431	603,033	COMMON STOCK
B&B TOOLS AB	645	10,482	9,468	COMMON STOCK
BAIDU INC	8,699	1,593,174	1,644,459	COMMON STOCK
BAIDU INC	26,000	2,170,393	4,915,040	COMMON STOCK
BAIDU INC	172	34,288	32,515	COMMON STOCK
BAIDU INC	4,060	975,468	767,502	COMMON STOCK
BAIDU INC	1,703	242,252	321,935	COMMON STOCK
BAIDU INC	941	196,523	177,887	COMMON STOCK
BAKER HUGHES INC	7,491	352,663	345,710	COMMON STOCK
BAKKAFROST P/F	1,843	53,644	54,511	COMMON STOCK
BANCA IFIS SPA	6,191	118,552	193,890	COMMON STOCK
BANCA MONTE DEI PASCHI DI SIEN	62,128	164,907	83,147	COMMON STOCK
BANCA POPOLARE DELL'EMILIA ROM	18,521	146,993	141,640	COMMON STOCK
BANCA POPOLARE DI MILANO SCARL	492,151	412,395	492,388	COMMON STOCK
BANCO BILBAO VIZCAYA ARGENTARI	6,395	79,619	46,815	COMMON STOCK
BANCO DO BRASIL SA	55,430	443,333	206,518	COMMON STOCK
BANCO MACRO SA	14,496	250,289	842,508	COMMON STOCK
BANCO POPOLARE SC	34,483	522,227	479,848	COMMON STOCK
BANCO SANTANDER SA	9,254	92,588	45,820	COMMON STOCK
BANCORPSOUTH INC	18,957	342,882	454,778	COMMON STOCK
BANG & OLUFSEN A/S	12,231	142,288	146,883	COMMON STOCK
BANGKOK BANK PCL	49,800	307,398	211,046	COMMON STOCK
BANK OF AMERICA CORP	40,715	738,997	685,233	COMMON STOCK
BANK OF AMERICA CORP	79,281	1,272,390	1,334,299	COMMON STOCK
BANK OF AMERICA CORP-CW19	75,804	469,068	440,421	COMMON STOCK
BANK OF IRELAND	352,523	127,396	129,436	COMMON STOCK
BANK OF NEW YORK MELLON CORP/T	1,958	76,941	80,709	COMMON STOCK
BANK OF THE OZARKS INC	9,902	86,443	489,753	COMMON STOCK
BANK OF YOKOHAMA LTD/THE	122,023	658,542	756,817	COMMON STOCK
BANKRATE INC	17,570	264,419	233,681	COMMON STOCK
BANKUNITED INC	1,681	53,937	60,617	COMMON STOCK
BANNER CORP	6,461	213,232	296,301	COMMON STOCK
BARCLAYS PLC	150,385	564,839	485,197	COMMON STOCK

**CASEY FAMILY PROGRAMS**  
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**PART II, LINE 10B CORPORATE STOCK**

Security Name	Shares/Par	Cost	Market Value	Description
BARNES GROUP INC	7,644	287,688	270,521	COMMON STOCK
BARRICK GOLD CORP	9,562	160,814	70,488	COMMON STOCK
BAXALTA INC	27,873	914,097	1,087,883	COMMON STOCK
BAYER AG	5,463	735,750	687,210	COMMON STOCK
BAYER AG	9,310	1,218,537	1,171,138	COMMON STOCK
BAYER AG	933	130,630	117,365	COMMON STOCK
BBVA BANCO FRANCES SA	17,967	116,883	342,810	COMMON STOCK
BEACON ROOFING SUPPLY INC	8,609	240,551	354,519	COMMON STOCK
BECHTLE AG	297	23,278	28,411	COMMON STOCK
BEIERSDORF AG	3,599	312,006	329,031	COMMON STOCK
BELMOND LTD	52,252	690,083	496,394	COMMON STOCK
BENCHMARK ELECTRONICS INC	7,700	160,386	159,159	COMMON STOCK
BERKSHIRE HATHAWAY INC	5,665	736,984	748,007	COMMON STOCK
BERRY PLASTICS GROUP INC	10,417	335,806	376,887	COMMON STOCK
BERTRANDT AG	344	45,966	41,573	COMMON STOCK
BGEO GROUP PLC	834	33,739	23,405	COMMON STOCK
BIOGEN INC	6,420	2,412,376	1,966,767	COMMON STOCK
BIOGEN INC	1,854	584,657	567,973	COMMON STOCK
BIOMARIN PHARMACEUTICAL INC	1,646	235,722	172,435	COMMON STOCK
BIO-RAD LABORATORIES INC	1,379	165,379	191,212	COMMON STOCK
BITTIUM OYJ	14,861	112,749	113,166	COMMON STOCK
BLACK HILLS CORP	7,195	324,697	334,064	COMMON STOCK
BLACKSTONE MORTGAGE TRUST INC	16,310	432,654	436,456	COMMON STOCK
BLUE NILE INC	3,573	99,534	132,665	COMMON STOCK
BLUEBIRD BIO INC	12,075	1,543,369	775,457	COMMON STOCK
BNC BANCORP	2,095	49,233	53,171	COMMON STOCK
BOISE CASCADE CO	6,950	216,168	177,434	COMMON STOCK
BOMBARDIER INC	38,450	133,286	37,091	COMMON STOCK
BOOT BARN HOLDINGS INC	10,437	207,119	128,271	COMMON STOCK
BOSTON PRIVATE FINANCIAL HOLDI	17,904	146,095	203,031	COMMON STOCK
BOTTOMLINE TECHNOLOGIES DE INC	6,297	157,078	187,210	COMMON STOCK
BOYD GAMING CORP	3,324	30,734	66,048	COMMON STOCK
BP PLC	1,513	53,912	47,296	COMMON STOCK
BP PLC	50,896	404,389	265,555	COMMON STOCK
BRAMBLES LTD	15,352	132,618	129,229	COMMON STOCK
BRAVIDA HOLDING AB	6,342	41,895	41,750	COMMON STOCK
BRAVO BRIO RESTAURANT GROUP IN	4,400	61,835	39,600	COMMON STOCK
BREMBO SPA	850	31,611	41,256	COMMON STOCK
BRF SA	12,800	227,671	179,240	COMMON STOCK
BRIDGESTONE CORP	6,600	232,051	229,007	COMMON STOCK
BRISTOL-MYERS SQUIBB CO	2,994	148,801	205,957	COMMON STOCK
BRITISH AMERICAN TOBACCO PLC	1,788	210,595	197,485	COMMON STOCK
BRITISH AMERICAN TOBACCO PLC	91,978	4,556,810	5,112,208	COMMON STOCK
BROCADE COMMUNICATIONS SYSTEMS	16,282	164,405	149,469	COMMON STOCK
BROOKDALE SENIOR LIVING INC	3,748	129,941	69,188	COMMON STOCK
BROOKLINE BANCORP INC	9,959	100,146	114,529	COMMON STOCK
BROWN & BROWN INC	23,878	724,267	766,484	COMMON STOCK
BRUKER CORP	1,465	26,950	35,556	COMMON STOCK
BT GROUP PLC	18,649	122,429	129,655	COMMON STOCK
BUILDERS FIRSTSOURCE INC	18,300	233,812	202,764	COMMON STOCK
BURBERRY GROUP PLC	47,459	992,985	835,900	COMMON STOCK
BURLINGTON STORES INC	9,054	417,182	388,417	COMMON STOCK
BURLINGTON STORES INC	5,213	193,405	223,638	COMMON STOCK
BYGGMAX GROUP AB	6,203	38,349	64,012	COMMON STOCK
CABLE & WIRELESS COMMUNICATION	51,201	39,876	56,071	COMMON STOCK
CABLEVISION SYSTEMS CORP	20,193	365,848	644,157	COMMON STOCK
CABOT MICROELECTRONICS CORP	3,618	122,695	158,396	COMMON STOCK
CADENCE DESIGN SYSTEMS INC	10,700	239,404	222,667	COMMON STOCK
CALATLANTIC GROUP INC	5,302	214,709	201,052	COMMON STOCK
CALIX INC	6,000	50,335	47,220	COMMON STOCK

**CASEY FAMILY PROGRAMS**

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**PART II, LINE 10B CORPORATE STOCK**

Security Name	Shares/Par	Cost	Market Value	Description
CANADIAN NATURAL RESOURCES LTD	10,000	315,602	217,551	COMMON STOCK
CANADIAN NATURAL RESOURCES LTD	8,712	363,373	189,530	COMMON STOCK
CANON INC	18,800	602,063	574,338	COMMON STOCK
CANON INC	59,700	1,762,129	1,823,829	COMMON STOCK
CAPITAL ONE FINANCIAL CORP	9,436	769,983	681,090	COMMON STOCK
CAPITAL ONE FINANCIAL CORP	1,834	62,286	57,496	COMMON STOCK
CARLISLE COS INC	1,975	153,700	175,163	COMMON STOCK
CARLSBERG A/S	694	63,632	61,876	COMMON STOCK
CARMIKE CINEMAS INC	5,743	176,864	131,744	COMMON STOCK
CARRIZO OIL & GAS INC	11,138	569,027	329,462	COMMON STOCK
CARROLS RESTAURANT GROUP INC	8,400	100,403	98,616	COMMON STOCK
CARTER'S INC	4,614	399,703	410,784	COMMON STOCK
CATALENT INC	2,732	54,101	68,382	COMMON STOCK
CBL & ASSOCIATES PROPERTIES IN	14,305	250,357	176,953	COMMON STOCK
CBL & ASSOCIATES PROPERTIES IN	18,400	301,928	227,608	COMMON STOCK
CBRE GROUP INC	36,802	1,154,368	1,272,613	COMMON STOCK
CDI CORP	5,385	90,044	36,403	COMMON STOCK
CECO ENVIRONMENTAL CORP	9,009	139,976	69,189	COMMON STOCK
CELGENE CORP	25,789	1,443,026	3,088,491	COMMON STOCK
CEMEX SAB DE CV	95,708	1,178,209	533,094	COMMON STOCK
CENIT AG	3,320	75,252	73,789	COMMON STOCK
CENTRAL JAPAN RAILWAY CO	1,700	206,152	305,250	COMMON STOCK
CF INDUSTRIES HOLDINGS INC	2,150	108,978	87,742	COMMON STOCK
CHARLES SCHWAB CORP/THE	10,502	298,743	345,831	COMMON STOCK
CHARTER COMMUNICATIONS INC	4,885	759,408	894,444	COMMON STOCK
CHARTER COMMUNICATIONS INC	813	128,078	148,860	COMMON STOCK
CHEMOURS CO/THE	46,905	751,817	251,411	COMMON STOCK
CHEMTURA CORP	9,700	285,304	264,519	COMMON STOCK
CHESAPEAKE LODGING TRUST	26,745	719,005	672,904	COMMON STOCK
CHINA BIOLOGIC PRODUCTS INC	1,300	149,225	184,977	COMMON STOCK
CHUBB LTD	11,526	1,201,490	1,346,813	COMMON STOCK
CHUGAI PHARMACEUTICAL CO LTD	5,000	184,551	176,233	COMMON STOCK
CIBER INC	11,038	51,797	38,743	COMMON STOCK
CIMPRESS NV	952	77,969	77,245	COMMON STOCK
CIR-COMPAGNIE INDUSTRIALI RIUN	55,916	66,821	58,919	COMMON STOCK
CISCO SYSTEMS INC	29,900	815,155	811,935	COMMON STOCK
CISCO SYSTEMS INC	17,330	344,878	470,596	COMMON STOCK
CISCO SYSTEMS INC	3,768	95,624	102,320	COMMON STOCK
CITIGROUP INC	34,420	1,698,358	1,781,235	COMMON STOCK
CITIZENS FINANCIAL GROUP INC	8,914	211,542	233,458	COMMON STOCK
CIVEO CORP	30,324	166,750	43,060	COMMON STOCK
CK HUTCHISON HOLDINGS LTD	8,005	102,056	108,040	COMMON STOCK
CLARCOR INC	4,135	254,021	205,427	COMMON STOCK
CLAS OHLSON AB	2,229	38,892	40,452	COMMON STOCK
CNO FINANCIAL GROUP INC	32,987	500,259	629,722	COMMON STOCK
COBIZ FINANCIAL INC	7,747	39,102	103,965	COMMON STOCK
COCA-COLA EAST JAPAN CO LTD	9,752	229,023	158,325	COMMON STOCK
COGNIZANT TECHNOLOGY SOLUTIONS	5,700	362,447	342,114	COMMON STOCK
COGNIZANT TECHNOLOGY SOLUTIONS	4,109	210,855	246,622	COMMON STOCK
COLLINS FOODS LTD	22,136	75,419	74,083	COMMON STOCK
COLOPLAST A/S	5,340	385,515	432,965	COMMON STOCK
COLRUYT SA	79,037	4,002,364	4,073,528	COMMON STOCK
COMCAST CORP	31,932	1,842,248	1,801,923	COMMON STOCK
COMCAST CORP	18,506	749,446	1,044,294	COMMON STOCK
COMET HOLDING AG	134	94,105	97,388	COMMON STOCK
COMMERCIAL METALS CO	15,312	254,087	209,621	COMMON STOCK
COMMERZBANK AG	4,688	60,338	48,746	COMMON STOCK
COMMSCOPE HOLDING CO INC	11,600	309,758	300,324	COMMON STOCK
COMMUNITY BANK SYSTEM INC	7,246	190,960	289,405	COMMON STOCK
COMMUNITY HEALTH SYSTEMS INC	5,113	227,536	135,648	COMMON STOCK

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**PART II, LINE 10B CORPORATE STOCK**

Security Name	Shares/Par	Cost	Market Value	Description
COMMUNITY HEALTH SYSTEMS INC	30,561	1,372,084	810,783	COMMON STOCK
COMMVAULT SYSTEMS INC	5,240	224,650	206,194	COMMON STOCK
COMPASS GROUP PLC	78,265	1,319,608	1,355,419	COMMON STOCK
COMPUTER ENGINEERING & CONSULT	8,400	81,712	85,191	COMMON STOCK
COMPUTER LEARNING CENTERS	236	0	0	COMMON STOCK
COMTECH TELECOMMUNICATIONS COR	6,169	164,519	123,935	COMMON STOCK
CONMED CORP	3,291	139,010	144,969	COMMON STOCK
CONNECTONE BANCORP INC	4,552	85,211	85,077	COMMON STOCK
CONSORCIO ARA SAB DE CV	537,104	248,496	186,590	COMMON STOCK
CONTINENTAL AG	1,952	442,790	476,149	COMMON STOCK
CONTINENTAL AG	3,711	885,704	905,219	COMMON STOCK
CONTINENTAL AG	343	66,359	83,668	COMMON STOCK
CONTINENTAL BUILDING PRODUCTS	12,555	207,745	219,210	COMMON STOCK
CONVERGYS CORP	13,629	183,751	339,226	COMMON STOCK
COOPER TIRE & RUBBER CO	4,941	192,695	187,017	COMMON STOCK
COPA HOLDINGS SA	1,349	54,034	65,103	COMMON STOCK
CORELOGIC INC/UNITED STATES	8,769	252,681	296,918	COMMON STOCK
CORE-MARK HOLDING CO INC	2,628	131,327	215,338	COMMON STOCK
COSCO CAPITAL INC	108,800	22,629	18,960	COMMON STOCK
COSMOS PHARMACEUTICAL CORP	1,468	182,129	233,084	COMMON STOCK
COSTCO WHOLESALE CORP	8,910	1,056,835	1,438,965	COMMON STOCK
COTY INC	2,383	39,654	61,076	COMMON STOCK
COVANTA HOLDING CORP	30,765	588,281	476,550	COMMON STOCK
CRACKER BARREL OLD COUNTRY STO	909	129,425	115,288	COMMON STOCK
CREDITO VALTELLINESE SC	187,062	126,836	221,697	COMMON STOCK
CREE INC	6,400	176,795	170,688	COMMON STOCK
CRESUD SACIF Y A	5,016	39,982	64,706	COMMON STOCK
CRH PLC	4,374	109,110	126,864	COMMON STOCK
CRITEO SA	2,412	91,032	95,515	COMMON STOCK
CROWN CASTLE INTERNATIONAL COR	27,219	1,712,858	2,353,083	COMMON STOCK
CTC MEDIA INC	3,421	33,386	6,329	COMMON STOCK
CTRIIP COM INTERNATIONAL LTD	56,600	1,807,583	2,622,278	COMMON STOCK
CTRIIP COM INTERNATIONAL LTD	1,642	38,832	76,074	COMMON STOCK
CTS CORP	10,399	157,826	183,438	COMMON STOCK
CUBESMART	23,785	318,859	728,297	COMMON STOCK
CURTISS-WRIGHT CORP	4,487	310,634	307,360	COMMON STOCK
CVB FINANCIAL CORP	17,787	283,214	300,956	COMMON STOCK
CVS HEALTH CORP	12,200	1,257,537	1,192,794	COMMON STOCK
CYBERAGENT INC	1,804	84,349	75,432	COMMON STOCK
CYFROWY POLSAT SA	9,384	72,835	49,618	COMMON STOCK
CYPRESS SEMICONDUCTOR CORP	20,195	213,008	198,113	COMMON STOCK
CYPRESS SEMICONDUCTOR CORP	9,400	99,655	92,214	COMMON STOCK
CYRUSONE INC	13,016	401,497	487,449	COMMON STOCK
DAI NIPPON TORYO CO LTD	106,000	165,870	205,312	COMMON STOCK
DAI-ICHI LIFE INSURANCE CO LTD	18,200	259,741	307,885	COMMON STOCK
DAIICHI SANKYO CO LTD	13,300	214,261	277,565	COMMON STOCK
DAIWA SECURITIES GROUP INC	33,411	277,247	206,862	COMMON STOCK
DANAL CO LTD	8,777	76,261	66,246	COMMON STOCK
DANONE SA	12,078	865,629	817,134	COMMON STOCK
DELPHI AUTOMOTIVE PLC	2,808	188,426	240,730	COMMON STOCK
DELTA AIR LINES INC	53,025	2,000,023	2,687,837	COMMON STOCK
DELTA LLOYD NV	2,557	60,508	15,124	COMMON STOCK
DENNY'S CORP	17,320	173,660	170,256	COMMON STOCK
DENTSPLY INTERNATIONAL INC	10,054	573,253	611,786	COMMON STOCK
DET NORSKE OLJESELSKAP ASA	11,158	77,647	69,648	COMMON STOCK
DEUTSCHE BANK AG	2,306	80,096	56,425	COMMON STOCK
DEUTSCHE BOERSE AG	38,768	2,996,197	3,427,632	COMMON STOCK
DEUTSCHE BOERSE AG	10,938	791,765	967,072	COMMON STOCK
DEUTSCHE POST AG	10,362	328,191	287,856	COMMON STOCK
DEUTSCHE TELEKOM AG	7,295	121,527	132,261	COMMON STOCK

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Security Name	Shares/Par	Cost	Market Value	Description
DEUTZ AG	6,579	32,626	26,379	COMMON STOCK
DEXCOM INC	2,522	168,414	206,552	COMMON STOCK
DIAGEO PLC	45,610	1,380,187	1,248,024	COMMON STOCK
DIAGEO PLC	7,198	220,325	196,959	COMMON STOCK
DIAMOND RESORTS INTERNATIONAL	13,511	263,116	344,666	COMMON STOCK
DIC CORP	74,000	192,946	203,001	COMMON STOCK
DIGI INTERNATIONAL INC	762	8,573	8,672	COMMON STOCK
DIGI INTERNATIONAL INC	6,383	77,951	72,639	COMMON STOCK
DIME COMMUNITY BANCSHARES INC	5,206	62,849	91,053	COMMON STOCK
DISCOVERY COMMUNICATIONS INC	14,058	462,385	375,067	COMMON STOCK
DISCOVERY COMMUNICATIONS INC	25,364	973,505	639,680	COMMON STOCK
DISCOVERY COMMUNICATIONS INC	26,534	844,343	707,927	COMMON STOCK
DISCOVERY COMMUNICATIONS INC	13,710	481,828	365,783	COMMON STOCK
DISCOVERY COMMUNICATIONS INC	2,264	86,697	57,098	COMMON STOCK
DISCOVERY LTD	4,996	34,697	42,865	COMMON STOCK
DIXONS CARPHONE PLC	23,967	136,371	176,625	COMMON STOCK
DMCI HOLDINGS INC	418,250	144,450	122,662	COMMON STOCK
DMG MORI CO LTD	5,100	68,121	60,414	COMMON STOCK
DOMINION DIAMOND CORP	27,655	398,876	282,911	COMMON STOCK
DOMINO'S PIZZA INC	3,600	406,997	400,500	COMMON STOCK
DYNEGY INC	11,278	383,141	151,125	COMMON STOCK
E ON SE	17,760	394,603	172,303	COMMON STOCK
E ON SE	4,717	92,004	45,763	COMMON STOCK
EAGLE MATERIALS INC	4,385	366,717	264,986	COMMON STOCK
EARTHLINK HOLDINGS CORP	21,500	176,342	159,745	COMMON STOCK
EAST JAPAN RAILWAY CO	7,300	498,978	694,834	COMMON STOCK
EBAY INC	65,347	1,581,049	1,795,736	COMMON STOCK
EBAY INC	19,501	495,970	535,887	COMMON STOCK
EBAY INC	14,064	314,198	386,479	COMMON STOCK
EDGEWELL PERSONAL CARE CO	443	45,162	34,718	COMMON STOCK
ELECTRONIC ARTS INC	29,748	1,476,049	2,044,283	COMMON STOCK
ELECTRONIC ARTS INC	2,200	146,299	151,184	COMMON STOCK
ELECTRONICS FOR IMAGING INC	5,943	153,441	277,776	COMMON STOCK
ELECTRONICS FOR IMAGING INC	6,575	289,147	307,316	COMMON STOCK
E-LITECOM CO LTD	4,423	76,539	62,617	COMMON STOCK
ELLAKTOR SA	4,225	12,339	6,655	COMMON STOCK
ELONG INC	2,293	39,104	39,245	COMMON STOCK
EMCOR GROUP INC	8,994	376,953	432,072	COMMON STOCK
EMERGENT BIOSOLUTIONS INC	5,900	177,577	236,059	COMMON STOCK
EMPLOYERS HOLDINGS INC	3,181	68,552	86,841	COMMON STOCK
ENDOLOGIX INC	26,991	368,636	267,211	COMMON STOCK
ENDURANCE SPECIALTY HOLDINGS L	4,365	241,057	279,316	COMMON STOCK
ENERGIZER HOLDINGS INC	443	15,458	15,089	COMMON STOCK
ENERSYS	2,631	167,995	147,152	COMMON STOCK
ENSTAR GROUP LTD	1,134	78,875	170,145	COMMON STOCK
ENTEGRIS INC	32,714	386,023	434,115	COMMON STOCK
ENTERCOM COMMUNICATIONS CORP	3,905	38,831	43,853	COMMON STOCK
ENTERPRISE INNS PLC	56,055	116,915	91,873	COMMON STOCK
EOG RESOURCES INC	8,245	721,597	583,664	COMMON STOCK
EPAM SYSTEMS INC	3,988	168,122	313,537	COMMON STOCK
EQUINIX INC	7,918	1,578,046	2,394,403	COMMON STOCK
ERSTE GROUP BANK AG	3,250	92,593	102,066	COMMON STOCK
ESPRIT HOLDINGS LTD	479,957	693,445	530,110	COMMON STOCK
ESSILOR INTERNATIONAL SA	2,698	338,390	337,193	COMMON STOCK
ESTEE LAUDER COS INC/THE	1,679	124,767	147,853	COMMON STOCK
ESTERLINE TECHNOLOGIES CORP	7,265	612,736	588,465	COMMON STOCK
EURAZEO SA	882	66,056	60,840	COMMON STOCK
EVERBANK FINANCIAL CORP	17,053	337,039	272,507	COMMON STOCK
EVERYDAY HEALTH INC	17,315	203,318	104,236	COMMON STOCK
EXELON CORP	29,795	828,662	827,407	COMMON STOCK

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Security Name	Shares/Par	Cost	Market Value	Description
EXPRESS INC	6,800	131,335	117,504	COMMON STOCK
EXPRESS SCRIPTS HOLDING CO	6,570	413,386	574,284	COMMON STOCK
EXPRESS SCRIPTS HOLDING CO	16	1,094	1,399	COMMON STOCK
F5 NETWORKS INC	5,900	740,993	572,064	COMMON STOCK
FACEBOOK INC	13,833	1,301,380	1,447,762	COMMON STOCK
FACEBOOK INC	47,384	1,828,031	4,959,209	COMMON STOCK
FACEBOOK INC	15,500	1,602,641	1,622,230	COMMON STOCK
FAIRCHILD SEMICONDUCTOR INTERN	13,076	171,297	270,804	COMMON STOCK
FAIRFAX FINANCIAL HOLDINGS LTD	210	112,811	99,310	COMMON STOCK
FAST RETAILING CO LTD	1,300	509,798	460,801	COMMON STOCK
FASTIGHETS AB BALDER	5,992	138,814	148,332	COMMON STOCK
FAURECIA	8,755	314,120	351,986	COMMON STOCK
FBL FINANCIAL GROUP INC	1,183	52,714	75,286	COMMON STOCK
FEDERAL NATIONAL MORTGAGE ASSO	6,550	24,385	10,742	COMMON STOCK
FEDEX CORP	5,695	824,434	848,498	COMMON STOCK
FERROGLOBE PLC	9,728	162,807	104,576	COMMON STOCK
FIAT CHRYSLER AUTOMOBILES NV	14,992	152,309	210,413	COMMON STOCK
FIDELITY & GUARANTY LIFE	2,487	46,855	63,095	COMMON STOCK
FIFTH THIRD BANCORP	25,930	512,264	521,193	COMMON STOCK
FINGERPRINT CARDS AB	4,894	351,221	343,078	COMMON STOCK
FINISH LINE INC/THE	9,300	175,982	168,144	COMMON STOCK
FIRST FINANCIAL BANKSHARES INC	9,714	187,825	293,071	COMMON STOCK
FIRST MERCHANTS CORP	7,828	201,944	198,988	COMMON STOCK
FIRST MIDWEST BANCORP INC/IL	10,302	131,274	189,866	COMMON STOCK
FIRST OF LONG ISLAND CORP/THE	2,856	46,329	85,680	COMMON STOCK
FISHER & PAYKEL HEALTHCARE COR	28,283	83,791	172,327	COMMON STOCK
FLEXTRONICS INTERNATIONAL LTD	77,000	897,820	863,170	COMMON STOCK
FLUOR CORP	782	58,033	36,926	COMMON STOCK
FLUSHING FINANCIAL CORP	8,133	105,893	175,998	COMMON STOCK
FOMENTO DE CONSTRUCCIONES Y CO	21,050	319,974	160,066	COMMON STOCK
FOMENTO ECONOMICO MEXICANO SAB	2,200	218,315	203,170	COMMON STOCK
FORBO HOLDING AG	113	108,892	133,433	COMMON STOCK
FORD MOTOR CO	35,417	586,926	499,026	COMMON STOCK
FORMFACTOR INC	8,700	76,131	78,300	COMMON STOCK
FORTINET INC	7,200	256,954	224,424	COMMON STOCK
FORUM ENERGY TECHNOLOGIES INC	4,658	100,696	58,039	COMMON STOCK
FORWARD AIR CORP	9,156	343,210	393,800	COMMON STOCK
FREIGHTWAYS LTD	7,848	25,385	33,365	COMMON STOCK
FRESH DEL MONTE PRODUCE INC	5,700	227,027	221,616	COMMON STOCK
FUJIFILM HOLDINGS CORP	12,200	238,146	515,200	COMMON STOCK
FUKUDA DENSHI CO LTD	1,000	59,150	54,782	COMMON STOCK
FUTUREFUEL CORP	14,600	208,026	197,100	COMMON STOCK
G&K SERVICES INC	2,660	71,446	167,314	COMMON STOCK
GAIN CAPITAL HOLDINGS INC	11,769	90,519	95,447	COMMON STOCK
GAMELOFT SE	16,721	138,463	110,074	COMMON STOCK
GARMIN LTD	3,643	209,122	135,410	COMMON STOCK
GARTNER INC	6,636	475,558	601,885	COMMON STOCK
GATEGROUP HOLDING AG	2,840	120,245	125,119	COMMON STOCK
GAZPROM PAO	158,913	851,737	586,786	COMMON STOCK
GAZPROM PAO	16,106	62,290	59,471	COMMON STOCK
GEM DIAMONDS LTD	84,627	186,089	164,022	COMMON STOCK
GENERAL ELECTRIC CO	31,095	765,740	968,609	COMMON STOCK
GENERAL MOTORS CO	21,000	746,380	714,210	COMMON STOCK
GENTING MALAYSIA BHD	366,620	479,499	374,006	COMMON STOCK
GIVAUDAN SA	1,472	53,290	53,367	COMMON STOCK
GLACIER BANCORP INC	13,153	243,094	348,949	COMMON STOCK
GLACIER BANCORP INC	9,800	255,986	259,994	COMMON STOCK
GLAXOSMITHKLINE PLC	65,631	1,624,365	1,328,151	COMMON STOCK
GLOBAL PORTS INVESTMENTS PLC	36,139	171,884	117,452	COMMON STOCK
GN STORE NORD A/S	9,902	213,468	180,605	COMMON STOCK

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Security Name	Shares/Par	Cost	Market Value	Description
GN STORE NORD A/S	4,701	122,535	85,743	COMMON STOCK
GNC HOLDINGS INC	3,632	163,233	112,665	COMMON STOCK
GODADDY INC	2,500	78,539	80,150	COMMON STOCK
GOLAR LNG LTD	8,057	152,570	127,220	COMMON STOCK
GOLAR LNG LTD	119,145	3,688,422	1,881,300	COMMON STOCK
GOLAR LNG PARTNERS LP	14,725	346,606	197,021	COMMON STOCK
GOLD FIELDS LTD	3,753	14,487	10,221	COMMON STOCK
GOLUB CAPITAL BDC INC	4,616	68,201	76,764	COMMON STOCK
GOODBABY INTERNATIONAL HOLDING	113,000	54,273	41,117	COMMON STOCK
GRACO INC	1,998	153,010	143,996	COMMON STOCK
GRAPHIC PACKAGING HOLDING CO	20,141	244,847	258,409	COMMON STOCK
GRAPHIC PACKAGING HOLDING CO	8,500	116,644	109,055	COMMON STOCK
GRASIM INDUSTRIES LTD	1,640	99,371	93,082	COMMON STOCK
GREAT EASTERN HOLDINGS LTD	15,000	270,186	214,006	COMMON STOCK
GREAT WESTERN BANCORP INC	13,835	268,141	401,492	COMMON STOCK
GREIF INC	6,200	218,676	191,022	COMMON STOCK
GRIFOLS SA	3,159	155,202	146,290	COMMON STOCK
GROUPE BRUXELLES LAMBERT SA	1,296	129,916	110,980	COMMON STOCK
GROUPE EUROTUNNEL SE	15,355	202,207	191,154	COMMON STOCK
GRUPO CARSO SAB DE CV	47,507	255,647	198,047	COMMON STOCK
GRUPO FINANCIERO GALICIA SA	45,524	374,698	1,232,790	COMMON STOCK
GRUPO LALA SAB DE CV	103,000	275,056	237,832	COMMON STOCK
GRUPO NUTRESA SA	4,353	28,971	30,579	COMMON STOCK
GRUPO TELEvisa SAB	25,180	656,104	685,148	COMMON STOCK
GSI GROUP INC	4,300	61,183	58,566	COMMON STOCK
HACKETT GROUP INC/THE	17,578	106,743	282,478	COMMON STOCK
HAIR CELESTIAL GROUP INC/THE	2,435	85,783	98,350	COMMON STOCK
HAL TRUST	1,048	162,810	187,627	COMMON STOCK
HALLIBURTON CO	972	63,181	33,087	COMMON STOCK
HALYARD HEALTH INC	6,100	186,907	203,801	COMMON STOCK
HANESBRANDS INC	11,460	289,922	337,268	COMMON STOCK
HANKYU HANSHIN HOLDINGS INC	35,000	203,817	229,561	COMMON STOCK
HANNOVER RUECK SE	29,372	2,357,843	3,370,954	COMMON STOCK
HANSTEEN HOLDINGS PLC	33,055	58,156	56,076	COMMON STOCK
HAPPINET CORP	6,500	65,269	63,760	COMMON STOCK
HARLEY-DAVIDSON INC	1,201	77,160	54,513	COMMON STOCK
HARTE-HANKS INC	27,672	114,062	89,657	COMMON STOCK
HARTFORD FINANCIAL SERVICES GR	2,800	125,374	121,688	COMMON STOCK
HCA HOLDINGS INC	8,093	415,531	547,330	COMMON STOCK
HCL TECHNOLOGIES LTD	11,656	148,932	150,659	COMMON STOCK
HD SUPPLY HOLDINGS INC	6,800	201,288	204,204	COMMON STOCK
HDFC BANK LTD	11,220	670,647	691,152	COMMON STOCK
HEALTHSOUTH CORP	7,253	258,558	252,477	COMMON STOCK
HEALTHSOUTH CORP	17,538	541,688	610,498	COMMON STOCK
HEINEKEN HOLDING NV	63,226	3,688,105	4,876,451	COMMON STOCK
HEINEKEN HOLDING NV	1,000	65,642	77,127	COMMON STOCK
HEINEKEN NV	3,013	260,067	257,816	COMMON STOCK
HEINEKEN NV	5,600	255,785	239,400	COMMON STOCK
HEINEKEN NV	8,985	630,531	768,827	COMMON STOCK
HELLENIC BANK PCL	43,191	158,752	60,056	COMMON STOCK
HELLENIC EXCHANGES - ATHENS ST	11,870	64,648	68,340	COMMON STOCK
HENDERSON LAND DEVELOPMENT CO	10,152	57,429	62,221	COMMON STOCK
HENKEL AG & CO KGAA	50,925	5,061,422	4,902,443	COMMON STOCK
HENNES & MAURITZ AB	13,372	563,842	479,169	COMMON STOCK
HERITAGE FINANCIAL CORP/WA	5,001	70,866	94,219	COMMON STOCK
HERMES INTERNATIONAL	3,610	792,519	1,222,541	COMMON STOCK
HERTZ GLOBAL HOLDINGS INC	4,206	106,470	59,851	COMMON STOCK
HEWLETT PACKARD ENTERPRISE CO	30,587	427,343	464,922	COMMON STOCK
HEWLETT PACKARD ENTERPRISE CO	5,000	91,037	76,000	COMMON STOCK
HIGHLAND GOLD MINING LTD	189,239	114,352	158,984	COMMON STOCK

**CASEY FAMILY PROGRAMS**  
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**PART II, LINE 10B CORPORATE STOCK**

Security Name	Shares/Par	Cost	Market Value	Description
HIGHWOODS PROPERTIES INC	11,349	405,789	494,816	COMMON STOCK
HIQ INTERNATIONAL AB	14,059	74,018	85,048	COMMON STOCK
HIROSE ELECTRIC CO LTD	13,280	1,764,846	1,629,434	COMMON STOCK
HITACHI LTD	82,990	589,579	477,057	COMMON STOCK
HITACHI LTD	13,000	98,543	74,729	COMMON STOCK
HKSCAN OYJ	13,313	83,320	55,100	COMMON STOCK
HMS HOLDINGS CORP	20,966	275,984	258,720	COMMON STOCK
HOLIDAY ENTERTAINMENT CO LTD	51,000	87,971	83,067	COMMON STOCK
HOME BANCSHARES INC/AR	6,609	74,834	267,797	COMMON STOCK
HON HAI PRECISION INDUSTRY CO	18,696	109,307	92,732	COMMON STOCK
HONDA MOTOR CO LTD	4,800	157,768	156,016	COMMON STOCK
HONDA MOTOR CO LTD	21,400	696,442	683,302	COMMON STOCK
HONG LEONG FINANCIAL GROUP BHD	20,840	108,811	67,760	COMMON STOCK
HONGKONG & SHANGHAI HOTELS LTD	267,689	384,395	298,424	COMMON STOCK
HOOKER FURNITURE CORP	9,800	250,987	247,352	COMMON STOCK
HOSKEN CONSOLIDATED INVESTMENT	46,672	710,813	347,883	COMMON STOCK
HOUSING DEVELOPMENT FINANCE CO	90,800	1,237,966	1,734,507	COMMON STOCK
HOWDEN JOINERY GROUP PLC	52,283	288,696	405,720	COMMON STOCK
HOYA CORP	10,900	312,664	451,331	COMMON STOCK
HP INC	32,730	413,620	387,523	COMMON STOCK
HP INC	5,000	82,821	59,200	COMMON STOCK
HSBC HOLDINGS PLC	13,862	144,540	109,552	COMMON STOCK
HSN INC	4,211	255,497	213,371	COMMON STOCK
HUABAO INTERNATIONAL HOLDINGS	448,000	310,057	163,589	COMMON STOCK
HUDSON PACIFIC PROPERTIES INC	15,221	226,053	428,319	COMMON STOCK
HUDSONS BAY CO	104,725	1,751,469	1,364,569	COMMON STOCK
HUHTAMAKI OYJ	9,804	236,725	356,778	COMMON STOCK
HUMAX CO LTD	3,418	48,574	49,555	COMMON STOCK
HUNTINGTON BANCSHARES INC/OH	10,576	103,140	116,971	COMMON STOCK
HYUNDAI MOBIS CO LTD	394	107,070	82,829	COMMON STOCK
ICAP PLC	22,526	139,080	169,159	COMMON STOCK
ICICI BANK LTD	65,119	660,339	509,882	COMMON STOCK
ICICI BANK LTD	13,345	65,163	52,719	COMMON STOCK
ICON PLC	1,519	104,536	118,026	COMMON STOCK
IDACORP INC	7,155	325,433	486,540	COMMON STOCK
IDEA CELLULAR LTD	30,223	77,776	65,625	COMMON STOCK
IHEARTMEDIA INC	8,468	71,161	7,113	COMMON STOCK
II-VI INC	11,315	206,450	210,006	COMMON STOCK
ILIAD SA	302	77,256	72,174	COMMON STOCK
ILLUMINA INC	36,767	2,840,878	7,057,242	COMMON STOCK
IMPALA PLATINUM HOLDINGS LTD	15,927	151,925	25,737	COMMON STOCK
IMPERIAL BRANDS PLC	81,169	2,990,495	4,290,709	COMMON STOCK
IMPERIAL OIL LTD	11,091	564,736	359,933	COMMON STOCK
INDEPENDENT BANK CORP/ROCKLAND	5,287	146,156	245,951	COMMON STOCK
INDEPENDENT BANK GROUP INC	2,422	74,552	77,504	COMMON STOCK
INDOSAT TBK PT	116,128	36,974	46,334	COMMON STOCK
INDUSTRIA DE DISENO TEXTIL SA	112,100	2,147,221	3,859,025	COMMON STOCK
INDUSTRIA DE DISENO TEXTIL SA	21,342	733,023	734,695	COMMON STOCK
INDUSTRIA DE DISENO TEXTIL SA	12,532	368,048	431,412	COMMON STOCK
INDUSTRIVARDEN AB	9,183	168,731	158,050	COMMON STOCK
INDUTRADE AB	1,746	93,021	99,513	COMMON STOCK
INFICON HOLDING AG	145	49,766	46,390	COMMON STOCK
INFINEON TECHNOLOGIES AG	72,180	924,884	1,058,915	COMMON STOCK
INFINERA CORP	20,400	362,067	369,648	COMMON STOCK
INFINITY PHARMACEUTICALS INC	18,411	247,482	144,526	COMMON STOCK
INFOBLOX INC	5,800	93,358	106,662	COMMON STOCK
INGERSOLL-RAND PLC	439	23,411	24,272	COMMON STOCK
INGRAM MICRO INC	4,300	124,574	130,634	COMMON STOCK
INMOBILIARIA COLONIAL SA	25,657	19,685	17,893	COMMON STOCK
INMOBILIARIA DEL SUR SA	2,912	29,906	25,148	COMMON STOCK

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Security Name	Shares/Par	Cost	Market Value	Description
INOX LEISURE LTD	6,749	19,507	24,361	COMMON STOCK
INPEX CORP	35,728	446,325	352,097	COMMON STOCK
INTEGRA LIFESCIENCES HOLDINGS	4,186	255,346	283,727	COMMON STOCK
INTEL CORP	26,705	836,885	919,987	COMMON STOCK
INTEL CORP	17,474	574,196	601,979	COMMON STOCK
INTERCEPT PHARMACEUTICALS INC	1,347	224,994	201,174	COMMON STOCK
INTERCONTINENTAL EXCHANGE INC	7,019	887,075	1,798,689	COMMON STOCK
INTERCONTINENTAL EXCHANGE INC	6,669	1,316,296	1,708,998	COMMON STOCK
INTERCONTINENTAL HOTELS GROUP	1,846	73,442	72,319	COMMON STOCK
INTERFACE INC	3,900	89,705	74,646	COMMON STOCK
INTERFLEX CO LTD	10,158	97,854	92,263	COMMON STOCK
INTERNATIONAL BANCSHARES CORP	14,491	368,144	372,419	COMMON STOCK
INTERNATIONAL CONSOLIDATED AIR	26,123	154,186	235,059	COMMON STOCK
INTEROJO CO LTD	4,036	139,884	130,799	COMMON STOCK
INTERPUMP GROUP SPA	2,122	31,632	33,009	COMMON STOCK
INTERSIL CORP	33,091	342,370	422,241	COMMON STOCK
INTERVAL LEISURE GROUP INC	1,837	29,452	28,676	COMMON STOCK
INTERXION HOLDING NV	4,400	133,396	132,660	COMMON STOCK
INTESA SANPAOLO SPA	43,776	145,006	146,846	COMMON STOCK
INTRUM JUSTITIA AB	11,558	315,222	395,659	COMMON STOCK
INTUIT INC	10,827	407,069	1,044,806	COMMON STOCK
INTUITIVE SURGICAL INC	5,698	1,636,281	3,112,020	COMMON STOCK
INVESTMENT AB KINNEVIK	1,536	62,233	47,735	COMMON STOCK
INVESTMENT AB ORESUND	2,785	71,742	73,336	COMMON STOCK
INVESTOR AB	4,352	159,803	161,369	COMMON STOCK
IONIS PHARMACEUTICALS INC	23,574	1,163,538	1,459,938	COMMON STOCK
IREN SPA	52,144	72,704	84,400	COMMON STOCK
IRISH BANK RESOLUTION CORP LTD	3,842	8,762	0	COMMON STOCK
ISLE OF CAPRI CASINOS INC	4,300	77,805	59,899	COMMON STOCK
ISRAEL CHEMICALS LTD	138,031	1,159,656	560,844	COMMON STOCK
J&J SNACK FOODS CORP	1,617	168,046	188,655	COMMON STOCK
J&J SNACK FOODS CORP	4,796	413,500	559,549	COMMON STOCK
JACK IN THE BOX INC	5,129	307,573	393,446	COMMON STOCK
JAMES HARDIE INDUSTRIES PLC	34,050	444,048	432,786	COMMON STOCK
JAPAN AIRLINES CO LTD	17,496	484,248	633,547	COMMON STOCK
JAPAN DISPLAY INC	11,475	34,540	33,482	COMMON STOCK
JAPAN TOBACCO INC	19,500	648,785	724,756	COMMON STOCK
JAPAN TOBACCO INC	2,800	98,531	104,067	COMMON STOCK
JARDEN CORP	13,522	295,319	772,377	COMMON STOCK
JARDINE MATHESON HOLDINGS LTD	23,454	1,398,630	1,142,913	COMMON STOCK
JARDINE STRATEGIC HOLDINGS LTD	26,852	961,725	733,865	COMMON STOCK
JC PENNEY CO INC	27,500	218,772	183,150	COMMON STOCK
JD COM INC	10,800	312,383	348,462	COMMON STOCK
JD COM INC	11,182	285,417	360,787	COMMON STOCK
JERONIMO MARTINS SGPS SA	12,350	159,915	160,923	COMMON STOCK
JETBLUE AIRWAYS CORP	25,600	628,072	579,840	COMMON STOCK
JOHN WOOD GROUP PLC	5,715	75,690	51,593	COMMON STOCK
JOHNSON CONTROLS INC	10,400	515,722	410,696	COMMON STOCK
JOHNSON ELECTRIC HOLDINGS LTD	16,000	59,592	54,812	COMMON STOCK
JOLLIBEE FOODS CORP	37,580	156,286	174,902	COMMON STOCK
JOY GLOBAL INC	14,100	196,266	177,801	COMMON STOCK
JPMORGAN CHASE & CO	3,157	184,743	208,457	COMMON STOCK
K12 INC	17,688	226,514	155,654	COMMON STOCK
KABU COM SECURITIES CO LTD	9,908	32,418	31,298	COMMON STOCK
KAISER ALUMINUM CORP	4,422	228,863	369,945	COMMON STOCK
KAKAKU COM INC	15,900	258,599	316,427	COMMON STOCK
KAMAN CORP	8,178	217,868	333,744	COMMON STOCK
KANSAS CITY SOUTHERN	1,210	143,999	90,351	COMMON STOCK
KAO CORP	4,500	225,278	233,987	COMMON STOCK
KAO CORP	32,000	997,644	1,663,909	COMMON STOCK

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Security Name	Shares/Par	Cost	Market Value	Description
KAO CORP	25,900	1,307,483	1,346,727	COMMON STOCK
KAPPAHL AB	9,334	51,898	33,990	COMMON STOCK
KAPSTONE PAPER AND PACKAGING C	4,550	135,857	102,785	COMMON STOCK
KASAI KOGYO CO LTD	9,300	138,945	136,220	COMMON STOCK
KB FINANCIAL GROUP INC	14,400	501,795	401,328	COMMON STOCK
KC TECH CO LTD	10,025	91,453	97,040	COMMON STOCK
KDDI CORP	17,200	436,728	450,965	COMMON STOCK
KENNEDY-WILSON HOLDINGS INC	18,365	281,621	442,229	COMMON STOCK
KERING	11,390	1,720,159	1,954,309	COMMON STOCK
KERING	6,160	1,243,748	1,056,939	COMMON STOCK
KEYENCE CORP	600	330,149	334,577	COMMON STOCK
KEYENCE CORP	3,600	1,388,035	2,007,465	COMMON STOCK
KEYENCE CORP	2,400	1,309,744	1,338,310	COMMON STOCK
KIA MOTORS CORP	2,045	112,577	91,738	COMMON STOCK
KINROSS GOLD CORP	129,681	602,134	234,324	COMMON STOCK
KIRIN HOLDINGS CO LTD	48,100	651,650	658,753	COMMON STOCK
KISSEI PHARMACEUTICAL CO LTD	5,500	144,015	139,449	COMMON STOCK
KKR & CO LP	13,744	266,423	214,269	COMMON STOCK
KOC HOLDING AS	72,871	378,551	272,875	COMMON STOCK
KOHNAN SHOJI CO LTD	3,000	42,057	42,396	COMMON STOCK
KOMATSU LTD	73,200	1,343,623	1,212,140	COMMON STOCK
KOMATSU WALL INDUSTRY CO LTD	2,700	54,253	46,528	COMMON STOCK
KONE OYJ	4,512	192,700	191,987	COMMON STOCK
KONECRANES OYJ	3,169	106,861	78,833	COMMON STOCK
KONICA MINOLTA INC	7,900	56,219	80,251	COMMON STOCK
KONINKLIJKE AHOLD NV	11,347	222,238	240,054	COMMON STOCK
KONINKLIJKE AHOLD NV	10,200	199,839	215,577	COMMON STOCK
KONINKLIJKE KPN NV	92,065	313,254	349,236	COMMON STOCK
KONINKLIJKE PHILIPS NV	22,276	583,882	566,924	COMMON STOCK
KOREA CIRCUIT CO LTD	6,541	59,688	59,968	COMMON STOCK
KROGER CO/THE	4,896	122,733	204,800	COMMON STOCK
KT CORP	3,614	98,821	87,071	COMMON STOCK
KT&G CORP	20,613	1,436,260	1,837,072	COMMON STOCK
KURITA WATER INDUSTRIES LTD	41,100	874,586	868,158	COMMON STOCK
KYOWA HAKKO KIRIN CO LTD	14,000	208,125	222,869	COMMON STOCK
L BRANDS INC	17,091	1,029,887	1,637,660	COMMON STOCK
LA QUINTA HOLDINGS INC	26,000	386,639	353,860	COMMON STOCK
LABORATORY CORP OF AMERICA HOL	7,395	899,304	914,318	COMMON STOCK
LAKELAND FINANCIAL CORP	3,048	58,480	142,098	COMMON STOCK
LAND & HOUSES PCL	334,100	104,251	87,738	COMMON STOCK
LANDEC CORP	9,617	116,662	113,769	COMMON STOCK
LAZARD LTD	15,698	808,882	706,567	COMMON STOCK
LEGACYTEXAS FINANCIAL GROUP IN	15,125	332,742	378,428	COMMON STOCK
LEGRAND SA	3,629	209,155	205,782	COMMON STOCK
LEIDOS HOLDINGS INC	3,500	150,459	196,910	COMMON STOCK
LENDINGCLUB CORP	82,877	1,523,813	915,791	COMMON STOCK
LENOVO GROUP LTD	39,693	61,071	40,307	COMMON STOCK
LEONI AG	1,069	72,024	42,322	COMMON STOCK
LEUCADIA NATIONAL CORP	1,688	40,347	29,354	COMMON STOCK
LEVEL 3 COMMUNICATIONS INC	9,445	422,289	513,430	COMMON STOCK
LEXMARK INTERNATIONAL INC	9,000	315,617	292,050	COMMON STOCK
LIBERTY BROADBAND CORP	1,966	92,394	101,544	COMMON STOCK
LIBERTY BROADBAND CORP	1,960	87,618	101,646	COMMON STOCK
LIBERTY GLOBAL PLC	27,735	1,093,497	1,130,756	COMMON STOCK
LIBERTY GLOBAL PLC	28,951	1,192,951	1,226,364	COMMON STOCK
LIBERTY GLOBAL PLC	25,349	996,009	1,033,479	COMMON STOCK
LIBERTY GLOBAL PLC LILAC	3,113	117,457	128,785	COMMON STOCK
LIBERTY GLOBAL PLC LILAC	1,229	50,342	52,847	COMMON STOCK
LIBERTY INTERACTIVE CORP QVC G	89,121	1,839,932	2,434,786	COMMON STOCK
LIBERTY INTERACTIVE CORP QVC G	10,081	246,744	275,413	COMMON STOCK

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Security Name	Shares/Par	Cost	Market Value	Description
LIBERTY MEDIA CORP	8,200	311,790	312,256	COMMON STOCK
LIBERTY MEDIA CORP	5,530	195,881	217,053	COMMON STOCK
LIBERTY MEDIA CORP	6,041	209,972	230,041	COMMON STOCK
LIBERTY TRIPADVISOR HOLDINGS I	2,893	77,173	87,774	COMMON STOCK
LIBERTY VENTURES	2,699	81,257	121,752	COMMON STOCK
LIC HOUSING FINANCE LTD	12,753	61,748	98,323	COMMON STOCK
LIFEPOINT HEALTH INC	2,800	227,713	205,520	COMMON STOCK
LINCOLN NATIONAL CORP	15,146	761,708	761,238	COMMON STOCK
LINKEDIN CORP	8,002	1,087,986	1,801,090	COMMON STOCK
LIQUIDITY SERVICES INC	30,584	232,000	198,796	COMMON STOCK
LITHIA MOTORS INC	4,380	375,456	467,215	COMMON STOCK
LITTELFUSE INC	1,928	107,152	206,315	COMMON STOCK
LIVE NATION ENTERTAINMENT INC	20,422	466,219	501,769	COMMON STOCK
LIXIL GROUP CORP	3,500	88,045	78,557	COMMON STOCK
LLOYDS BANKING GROUP PLC	2,049,562	2,569,232	2,207,335	COMMON STOCK
LOCALIZA RENT A CAR SA	11,470	70,020	71,958	COMMON STOCK
LOCKHEED MARTIN CORP	2,706	459,428	587,608	COMMON STOCK
LOEWS CORP	27,532	1,004,962	1,057,229	COMMON STOCK
LOEWS CORP	2,510	105,615	96,384	COMMON STOCK
LOPEZ HOLDINGS CORP	1,738,300	222,342	243,816	COMMON STOCK
L'OREAL SA	6,471	661,935	1,091,673	COMMON STOCK
L'OREAL SA	1,770	329,665	298,603	COMMON STOCK
L'OREAL SA	5,800	217,311	195,750	COMMON STOCK
LOUISIANA-PACIFIC CORP	3,366	48,654	60,622	COMMON STOCK
LOWE'S COS INC	2,297	158,022	174,664	COMMON STOCK
LOWE'S COS INC	4,187	207,140	318,379	COMMON STOCK
LSI INDUSTRIES INC	6,400	75,856	78,016	COMMON STOCK
LSR GROUP PJSC	4,710	16,197	9,420	COMMON STOCK
LUKOIL PJSC	12,093	600,034	392,841	COMMON STOCK
LUKOIL PJSC	2,074	116,564	67,374	COMMON STOCK
LUMENTUM HOLDINGS INC	4,052	113,592	89,225	COMMON STOCK
LUXOFT HOLDING INC	628	29,930	48,438	COMMON STOCK
LUXOTTICA GROUP SPA	5,599	309,817	367,365	COMMON STOCK
LVMH MOET HENNESSY LOUIS VUITT	5,012	901,930	788,913	COMMON STOCK
LYONDELLBASELL INDUSTRIES NV	1,519	129,518	132,001	COMMON STOCK
MACQUARIE INFRASTRUCTURE CORP	1,119	73,381	81,239	COMMON STOCK
MAIDEN HOLDINGS LTD	25,160	269,917	375,136	COMMON STOCK
MALLINCKRODT PLC	500	41,130	37,315	COMMON STOCK
MAN WAH HOLDINGS LTD	139,200	108,689	163,804	COMMON STOCK
MANAPPURAM FINANCE LTD	733,030	292,814	326,314	COMMON STOCK
MANHATTAN ASSOCIATES INC	6,400	398,723	423,488	COMMON STOCK
MANITOWOC CO INC/THE	19,800	318,017	303,930	COMMON STOCK
MARINE HARVEST ASA	17,458	234,134	230,096	COMMON STOCK
MARKEL CORP	252	187,413	222,604	COMMON STOCK
MARKETAXESS HOLDINGS INC	2,357	135,238	263,018	COMMON STOCK
MARRIOTT VACATIONS WORLDWIDE C	5,012	249,695	285,433	COMMON STOCK
MARRIOTT VACATIONS WORLDWIDE C	3,200	208,346	182,240	COMMON STOCK
MARSTON'S PLC	110,352	250,275	270,809	COMMON STOCK
MARTINREA INTERNATIONAL INC	19,400	153,424	146,781	COMMON STOCK
MASCO CORP	5,409	107,521	153,075	COMMON STOCK
MASSIMO ZANETTI BEVERAGE GROUP	4,532	46,539	46,794	COMMON STOCK
MASTERCARD INC	23,677	511,355	2,305,193	COMMON STOCK
MATICHON PCL	105,000	21,847	18,674	COMMON STOCK
MAXIM INTEGRATED PRODUCTS INC	8,443	287,931	320,834	COMMON STOCK
MAXIMUS INC	3,139	179,599	176,569	COMMON STOCK
MAXLINEAR INC	2,484	20,356	36,589	COMMON STOCK
MB FINANCIAL INC	13,629	286,047	441,171	COMMON STOCK
MBIA INC	13,500	117,425	87,480	COMMON STOCK
MBIA INC	96,056	962,363	622,443	COMMON STOCK
MBK PCL	2,184,994	1,063,844	862,218	COMMON STOCK

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**PART II, LINE 10B CORPORATE STOCK**

Security Name	Shares/Par	Cost	Market Value	Description
MD MEDICAL GROUP INVESTMENTS P	1,772	14,332	9,303	COMMON STOCK
MEDIPAL HOLDINGS CORP	6,900	86,298	118,963	COMMON STOCK
MEDTRONIC PLC	6,739	505,560	518,364	COMMON STOCK
MEGACABLE HOLDINGS SAB DE CV	21,360	88,293	79,139	COMMON STOCK
MEMORIAL RESOURCE DEVELOPMENT	23,817	409,983	384,645	COMMON STOCK
MENICON CO LTD	3,400	80,812	104,576	COMMON STOCK
MERCER INTERNATIONAL INC	4,376	61,989	39,603	COMMON STOCK
MERITAGE HOMES CORP	5,155	217,259	175,218	COMMON STOCK
MERITOR INC	14,733	170,983	123,021	COMMON STOCK
METHANEX CORP	756	44,914	24,956	COMMON STOCK
METLIFE INC	14,393	733,377	693,887	COMMON STOCK
MFA FINANCIAL INC	41,794	305,196	275,840	COMMON STOCK
MGAME CORP	25,138	150,431	109,338	COMMON STOCK
MGM RESORTS INTERNATIONAL	32,479	781,946	737,923	COMMON STOCK
MICHAEL PAGE INTERNATIONAL PLC	29,472	214,855	210,374	COMMON STOCK
MICHELMERSH BRICK HOLDINGS PLC	451,698	484,146	612,897	COMMON STOCK
MICRON TECHNOLOGY INC	55,905	911,993	791,615	COMMON STOCK
MICRON TECHNOLOGY INC	31,011	893,856	439,116	COMMON STOCK
MICROSOFT CORP	43,055	1,735,767	2,388,691	COMMON STOCK
MICROSOFT CORP	5,011	219,376	278,010	COMMON STOCK
MIDLAND HOLDINGS LTD	820,676	422,844	339,912	COMMON STOCK
MINERALS TECHNOLOGIES INC	1,599	90,347	73,330	COMMON STOCK
MISUMI GROUP INC	128,400	1,184,686	1,799,596	COMMON STOCK
MITEL NETWORKS CORP	11,100	90,300	85,359	COMMON STOCK
MITSUBISHI CORP	34,636	638,570	583,913	COMMON STOCK
MITSUBISHI ELECTRIC CORP	25,000	286,760	266,532	COMMON STOCK
MITSUBISHI ESTATE CO LTD	11,769	286,570	246,885	COMMON STOCK
MITSUBISHI TANABE PHARMA CORP	22,500	343,319	392,036	COMMON STOCK
MITSUBISHI UFJ FINANCIAL GROUP	130,272	768,464	819,892	COMMON STOCK
MITSUBISHI UFJ FINANCIAL GROUP	4,121	27,872	25,936	COMMON STOCK
MITSUBOSHI BELTING LTD	12,000	78,721	96,563	COMMON STOCK
MITSUI HIGH-TEC INC	7,500	52,445	47,384	COMMON STOCK
MKS INSTRUMENTS INC	8,541	213,945	307,476	COMMON STOCK
MMC NORILSK NICKEL PJSC	20,526	390,918	259,962	COMMON STOCK
MMC NORILSK NICKEL PJSC	1,146	21,687	14,514	COMMON STOCK
MMC NORILSK NICKEL PJSC	421	7,852	5,345	COMMON STOCK
MOBILE MINI INC	8,651	299,913	269,306	COMMON STOCK
MOELIS & CO	1,018	27,140	29,705	COMMON STOCK
MOHAWK INDUSTRIES INC	1,221	165,335	231,245	COMMON STOCK
MOLSON COORS BREWING CO	5,210	242,636	489,323	COMMON STOCK
MONARCH CASINO & RESORT INC	4,100	90,731	93,152	COMMON STOCK
MONCLER SPA	5,083	76,674	71,340	COMMON STOCK
MONOTYPE IMAGING HOLDINGS INC	5,875	103,172	138,885	COMMON STOCK
MONRO MUFFLER BRAKE INC	1,908	66,145	126,348	COMMON STOCK
MONSTER WORLDWIDE INC	18,300	107,131	104,859	COMMON STOCK
MONTAUK HOLDINGS LTD	56,022	36,345	37,961	COMMON STOCK
MOODY'S CORP	2,142	206,032	214,928	COMMON STOCK
MOOG INC	5,684	267,919	344,450	COMMON STOCK
MORGAN STANLEY	7,246	245,920	230,495	COMMON STOCK
MOTOR OIL HELLAS CORINTH REFIN	35,073	355,490	379,093	COMMON STOCK
MS&AD INSURANCE GROUP HOLDINGS	15,964	350,445	473,764	COMMON STOCK
MS&AD INSURANCE GROUP HOLDINGS	4,149	96,157	123,130	COMMON STOCK
MSA SAFETY INC	2,661	116,859	115,674	COMMON STOCK
MTN GROUP LTD	519	8,222	4,451	COMMON STOCK
MURATA MANUFACTURING CO LTD	3,600	339,363	525,807	COMMON STOCK
MYCRONIC AB	18,489	175,863	180,381	COMMON STOCK
NASPERS LTD	622	88,833	85,098	COMMON STOCK
NATERA INC	6,342	122,368	68,494	COMMON STOCK
NATIONAL GENERAL HOLDINGS CORP	14,582	270,579	318,763	COMMON STOCK
NATIONAL HEALTH INVESTORS INC	4,071	252,252	247,802	COMMON STOCK

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**PART II, LINE 10B CORPORATE STOCK**

Security Name	Shares/Par	Cost	Market Value	Description
NATIONAL PRESTO INDUSTRIES INC	2,722	158,169	225,545	COMMON STOCK
NAVIGATOR HOLDINGS LTD	44,875	913,962	612,544	COMMON STOCK
NESTLE SA	4,205	310,435	313,170	COMMON STOCK
NESTLE SA	13,204	980,542	982,642	COMMON STOCK
NESTLE SA	22,900	1,671,158	1,705,490	COMMON STOCK
NESTLE SA	12,990	883,515	967,437	COMMON STOCK
NETEASE INC	2,580	433,179	467,599	COMMON STOCK
NETEASE INC	1,619	132,547	293,428	COMMON STOCK
NETENT AB	3,298	56,436	193,445	COMMON STOCK
NETFLIX INC	14,700	890,479	1,681,386	COMMON STOCK
NETFLIX INC	4,181	486,435	478,223	COMMON STOCK
NETSCOUT SYSTEMS INC	5,516	216,681	169,341	COMMON STOCK
NEUSTAR INC	37,230	990,013	892,403	COMMON STOCK
NEW JERSEY RESOURCES CORP	14,390	418,712	474,294	COMMON STOCK
NEW MOUNTAIN FINANCE CORP	6,531	93,694	85,034	COMMON STOCK
NEW WORLD DEVELOPMENT CO LTD	496,235	584,907	490,463	COMMON STOCK
NEWPORT CORP	13,718	196,018	217,705	COMMON STOCK
NEXANS SA	8,371	312,843	306,448	COMMON STOCK
NEXSTAR BROADCASTING GROUP INC	7,355	395,946	431,739	COMMON STOCK
NEXT PLC	2,770	308,698	297,629	COMMON STOCK
NIDEC CORP	8,500	678,881	624,419	COMMON STOCK
NIELSEN HOLDINGS PLC	2,755	128,942	128,383	COMMON STOCK
NII HOLDINGS INC	14,266	229,386	71,901	COMMON STOCK
NIKE INC	3,612	62,871	225,750	COMMON STOCK
NINTENDO CO LTD	7,400	878,824	1,030,691	COMMON STOCK
NINTENDO CO LTD	4,534	637,999	631,507	COMMON STOCK
NIPPON EXPRESS CO LTD	4,000	21,255	19,020	COMMON STOCK
NIPPON TELEGRAPH & TELEPHONE C	10,800	408,418	434,173	COMMON STOCK
NIPPON TELEGRAPH & TELEPHONE C	14,768	562,074	586,880	COMMON STOCK
NIVEUS INVESTMENTS LTD	34,521	85,386	44,556	COMMON STOCK
NOKIA OYJ	53,970	393,376	378,869	COMMON STOCK
NOMURA HOLDINGS INC	52,700	312,566	297,507	COMMON STOCK
NORDIC AMERICAN TANKERS LTD	17,600	273,916	273,504	COMMON STOCK
NORTEL NETWORKS CORP	268	0	0	COMMON STOCK
NORTHWESTERN CORP	8,337	384,283	452,282	COMMON STOCK
NOVARTIS AG	38,523	3,058,426	3,340,456	COMMON STOCK
NOVARTIS AG	10,889	837,859	944,221	COMMON STOCK
NOVARTIS AG	7,433	678,218	644,540	COMMON STOCK
NOVATEK OAO	732	70,044	60,134	COMMON STOCK
NOVATEK OAO	393	39,940	31,802	COMMON STOCK
NOVO NORDISK A/S	32,058	586,232	1,861,929	COMMON STOCK
NOVO NORDISK A/S	25,511	1,110,976	1,485,029	COMMON STOCK
NOVO NORDISK A/S	17,524	922,105	1,017,794	COMMON STOCK
NOVO NORDISK A/S	5,352	248,907	311,547	COMMON STOCK
NOVOZYMES A/S	36,105	673,359	1,737,505	COMMON STOCK
NOW INC	11,611	389,132	183,686	COMMON STOCK
NTT DATA CORP	2,700	122,759	131,976	COMMON STOCK
NTT DOCOMO INC	14,400	273,494	297,349	COMMON STOCK
NUANCE COMMUNICATIONS INC	15,100	262,832	300,339	COMMON STOCK
NXP SEMICONDUCTORS NV	13,871	851,357	1,168,632	COMMON STOCK
OBIC CO LTD	29,200	903,268	1,563,224	COMMON STOCK
OCEAN YIELD ASA	9,749	76,848	75,447	COMMON STOCK
ODONTOPREV SA	29,202	72,768	69,753	COMMON STOCK
OFFICE DEPOT INC	8,071	69,105	45,520	COMMON STOCK
OI SA	7,811	60,952	4,738	COMMON STOCK
OLD MUTUAL PLC	60,338	193,996	159,100	COMMON STOCK
OM ASSET MANAGEMENT PLC	18,849	277,650	288,955	COMMON STOCK
ON ASSIGNMENT INC	5,236	177,826	235,358	COMMON STOCK
ONEX CORP	3,380	201,752	206,387	COMMON STOCK
OOH'MEDIA LTD	19,206	63,574	65,954	COMMON STOCK

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**PART II, LINE 10B CORPORATE STOCK**

Security Name	Shares/Par	Cost	Market Value	Description
OPAP SA	8,166	134,286	71,853	COMMON STOCK
ORACLE CORP	15,520	474,862	566,946	COMMON STOCK
ORACLE CORP JAPAN	41,900	1,665,228	1,967,954	COMMON STOCK
ORICA LTD	4,638	83,595	52,303	COMMON STOCK
ORITANI FINANCIAL CORP	6,576	98,417	108,504	COMMON STOCK
ORIX CORP	84,600	1,222,995	1,206,462	COMMON STOCK
ORKLA ASA	4,400	36,735	34,474	COMMON STOCK
OSK HOLDINGS BHD	160,719	89,427	61,016	COMMON STOCK
OSK HOLDINGS BHD WTS	40,179	20,959	2,901	COMMON STOCK
OTP BANK PLC	6,946	125,613	143,266	COMMON STOCK
OTSUKA HOLDINGS CO LTD	14,000	476,957	502,415	COMMON STOCK
OTSUKA KAGU LTD	6,700	89,748	85,438	COMMON STOCK
PACCAR INC	1,824	88,440	86,458	COMMON STOCK
PACIFIC BASIN SHIPPING LTD	362,000	216,677	79,405	COMMON STOCK
PACIRA PHARMACEUTICALS INC/DE	1,415	62,243	108,658	COMMON STOCK
PACWEST BANCORP	7,939	304,252	342,171	COMMON STOCK
PADDY POWER BETFAIR PLC	1,961	181,060	262,232	COMMON STOCK
PALO ALTO NETWORKS INC	500	80,053	88,070	COMMON STOCK
PAMPA ENERGIA SA	2,939	15,253	60,396	COMMON STOCK
PANDORA A/S	3,403	251,894	431,951	COMMON STOCK
PARAGON GROUP OF COS PLC/THE	45,236	266,715	235,690	COMMON STOCK
PARGESA HOLDING SA	1,983	170,517	125,795	COMMON STOCK
PARSLEY ENERGY INC	16,990	301,407	313,466	COMMON STOCK
PAYPAL HOLDINGS INC	54,900	1,890,729	1,987,380	COMMON STOCK
PAYPAL HOLDINGS INC	9,200	306,462	333,040	COMMON STOCK
PAYPAL HOLDINGS INC	26,612	921,952	963,354	COMMON STOCK
PBF ENERGY INC	9,036	284,782	332,615	COMMON STOCK
PDC ENERGY INC	4,393	203,460	234,498	COMMON STOCK
PEBBLEBROOK HOTEL TRUST	27,493	880,038	770,354	COMMON STOCK
PENNA CONSULTING PLC	18,693	39,403	77,558	COMMON STOCK
PEPSICO INC	5,600	554,743	559,552	COMMON STOCK
PEPSICO INC	13,034	998,587	1,302,357	COMMON STOCK
PERMANENT TSB GROUP HOLDINGS P	37,438	185,008	187,118	COMMON STOCK
PETMED EXPRESS INC	4,500	75,813	77,130	COMMON STOCK
PETROLEO BRASILEIRO SA	22,000	53,207	47,656	COMMON STOCK
PETROLEUM GEO-SERVICES ASA	31,430	142,944	129,074	COMMON STOCK
PHILIP MORRIS INTERNATIONAL IN	12,352	1,051,843	1,085,864	COMMON STOCK
PHILIP MORRIS INTERNATIONAL IN	9,890	842,458	869,430	COMMON STOCK
PHILIP MORRIS INTERNATIONAL IN	2,410	201,458	211,863	COMMON STOCK
PIAGGIO & C SPA	24,368	78,540	61,571	COMMON STOCK
PILGRIM'S PRIDE CORP	7,549	235,700	166,757	COMMON STOCK
PINNACLE ENTERTAINMENT INC	887	31,495	27,603	COMMON STOCK
PINNACLE FINANCIAL PARTNERS IN	8,189	118,979	420,587	COMMON STOCK
PIRAEUS BANK SA	342	70,818	103	COMMON STOCK
PLATFORM SPECIALTY PRODUCTS CO	21,170	510,293	271,611	COMMON STOCK
PLATINUM ASSET MANAGEMENT LTD	304,868	1,758,213	1,792,198	COMMON STOCK
PLEXUS CORP	7,335	315,348	256,138	COMMON STOCK
PNM RESOURCES INC	14,903	408,042	455,585	COMMON STOCK
POLYCOM INC	22,110	288,741	278,365	COMMON STOCK
POLYCOM INC	19,103	257,622	240,507	COMMON STOCK
POLYONE CORP	8,907	326,142	282,886	COMMON STOCK
POLYTRONICS TECHNOLOGY CORP	39,000	77,706	79,194	COMMON STOCK
POPEYES LOUISIANA KITCHEN INC	2,400	136,838	140,400	COMMON STOCK
POPULAR INC	12,200	368,167	345,748	COMMON STOCK
PORSCHE AUTOMOBIL HOLDING SE	15,000	147,979	79,800	COMMON STOCK
PORTLAND GENERAL ELECTRIC CO	12,741	392,184	463,390	COMMON STOCK
POSCO	4,953	201,265	175,138	COMMON STOCK
POST HOLDINGS INC	2,232	149,213	137,714	COMMON STOCK
POST HOLDINGS INC	4,400	266,307	271,480	COMMON STOCK
PRADA SPA	41,500	315,564	129,049	COMMON STOCK

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**PART II, LINE 10B CORPORATE STOCK**

Security Name	Shares/Par	Cost	Market Value	Description
PRESTIGE BRANDS HOLDINGS INC	4,247	128,694	218,636	COMMON STOCK
PRICELINE GROUP INC/THE	774	937,786	986,811	COMMON STOCK
PRICESMART INC	905	76,665	75,106	COMMON STOCK
PRINCIPAL FINANCIAL GROUP INC	3,910	197,588	175,872	COMMON STOCK
PRIVATEBANCORP INC	17,309	292,521	710,015	COMMON STOCK
PROASSURANCE CORP	3,442	106,368	167,040	COMMON STOCK
PROGRESSIVE WASTE SOLUTIONS LT	14,442	359,721	340,109	COMMON STOCK
PROSPERITY BANCSHARES INC	9,377	486,237	448,783	COMMON STOCK
PROVIDENT FINANCIAL SERVICES I	11,308	163,760	227,856	COMMON STOCK
PRUDENTIAL FINANCIAL INC	6,431	560,310	523,548	COMMON STOCK
PS BUSINESS PARKS INC	6,434	424,477	562,525	COMMON STOCK
PUBLIC SERVICE ENTERPRISE GROU	21,496	762,984	831,680	COMMON STOCK
PUBLIC STORAGE	953	184,878	236,058	COMMON STOCK
PUBLICIS GROUPE SA	63,877	5,003,595	4,259,133	COMMON STOCK
QIAGEN NV	46,050	1,060,997	1,273,283	COMMON STOCK
QUAKER CHEMICAL CORP	2,181	129,967	168,504	COMMON STOCK
QUALCOMM INC	53,298	3,098,854	2,664,101	COMMON STOCK
QUALCOMM INC	4,100	195,355	204,939	COMMON STOCK
QUALCOMM INC	10,979	680,543	548,785	COMMON STOCK
QUINENCO SA	657,206	1,426,213	1,159,431	COMMON STOCK
QUINTILES TRANSNATIONAL HOLDIN	4,100	294,109	281,506	COMMON STOCK
RADIAN GROUP INC	25,812	353,777	345,623	COMMON STOCK
RADWARE LTD	11,557	196,856	177,284	COMMON STOCK
RADWARE LTD	7,400	174,334	113,516	COMMON STOCK
RAIA DROGASIL SA	34,900	206,213	312,986	COMMON STOCK
RAIFFEISEN BANK INTERNATIONAL	5,880	157,304	86,901	COMMON STOCK
RAKUTEN INC	10,824	138,324	126,240	COMMON STOCK
RAMBUS INC	439	5,461	5,088	COMMON STOCK
RATIONAL AG	238	81,847	108,561	COMMON STOCK
RAYTHEON CO	1,075	102,085	133,870	COMMON STOCK
RBC BEARINGS INC	3,918	167,754	253,064	COMMON STOCK
RE/MAX HOLDINGS INC	1,100	40,900	41,030	COMMON STOCK
REALIA BUSINESS SA	61,734	63,996	50,967	COMMON STOCK
REALIA BUSINESS SA	61,734	0	6,036	COMMON STOCK
REGIONS FINANCIAL CORP	33,466	205,354	321,274	COMMON STOCK
REMGRO LTD	13,387	285,987	211,844	COMMON STOCK
RENASANT CORP	5,884	188,886	202,468	COMMON STOCK
RENAULT SA	1,277	109,658	128,497	COMMON STOCK
REPUBLIC SERVICES INC	24,750	1,007,398	1,088,753	COMMON STOCK
RESOLUTE FOREST PRODUCTS INC	7,800	92,371	59,046	COMMON STOCK
RETAILMENOT INC	8,300	73,067	82,336	COMMON STOCK
REYNOLDS AMERICAN INC	10,622	397,440	490,205	COMMON STOCK
RICE ENERGY INC	38,667	753,553	421,470	COMMON STOCK
RIGHT ON CO LTD	15,000	174,798	176,691	COMMON STOCK
RIO TINTO PLC	4,579	143,585	133,596	COMMON STOCK
RLI CORP	4,219	144,644	260,523	COMMON STOCK
ROCHE HOLDING AG	7,220	1,993,188	1,993,614	COMMON STOCK
ROCHE HOLDING AG	2,960	809,589	817,327	COMMON STOCK
ROCHE HOLDING AG	4,020	917,373	1,110,018	COMMON STOCK
ROCHE HOLDING AG	887	262,724	244,922	COMMON STOCK
ROCKET INTERNET SE	30,897	1,391,153	947,831	COMMON STOCK
ROGERS COMMUNICATIONS INC	14,051	550,500	482,697	COMMON STOCK
ROLLS ROYCE HLDGS C SHS	2,469,806	3,806	3,640	COMMON STOCK
ROLLS-ROYCE HOLDINGS PLC	26,643	445,432	225,797	COMMON STOCK
ROSNEFT OAO	59,040	266,380	205,223	COMMON STOCK
ROSNEFT OAO	9,825	35,331	34,152	COMMON STOCK
ROTHSCHILD & CO	2,575	59,717	65,735	COMMON STOCK
ROVI CORP	13,131	141,587	218,762	COMMON STOCK
ROYAL BANK OF SCOTLAND GROUP P	38,928	232,298	173,275	COMMON STOCK
ROYAL DUTCH SHELL PLC	293	8,138	6,590	COMMON STOCK

**CASEY FAMILY PROGRAMS**  
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**PART II, LINE 10B CORPORATE STOCK**

Security Name	Shares/Par	Cost	Market Value	Description
ROYAL DUTCH SHELL PLC	5,687	242,742	129,335	COMMON STOCK
RSP PERMIAN INC	13,889	343,239	338,753	COMMON STOCK
RTI SURGICAL INC	10,745	35,768	42,658	COMMON STOCK
RUBY TUESDAY INC	30,046	228,750	165,553	COMMON STOCK
RYANAIR HOLDINGS PLC	556	31,126	48,072	COMMON STOCK
S&T MOTIV CO LTD	1,773	107,426	129,737	COMMON STOCK
SABMILLER PLC	19,080	840,500	1,144,425	COMMON STOCK
SABRE CORP	8,900	266,103	248,933	COMMON STOCK
SAGE GROUP PLC/THE	443,793	2,902,063	3,947,533	COMMON STOCK
SALESFORCE COM INC	23,415	667,878	1,835,736	COMMON STOCK
SAMPO OYJ	686	33,445	35,024	COMMON STOCK
SAMSUNG ELECTRONICS CO LTD	930	537,848	494,295	COMMON STOCK
SAMSUNG ELECTRONICS CO LTD	54	63,563	58,027	COMMON STOCK
SAMSUNG SDI CO LTD	204	27,677	19,834	COMMON STOCK
SANDS CHINA LTD	164,400	1,002,301	563,192	COMMON STOCK
SANDVIK AB	24,214	258,344	212,683	COMMON STOCK
SANDY SPRING BANCORP INC	3,806	56,091	102,610	COMMON STOCK
SANOFI	12,278	1,215,156	1,048,335	COMMON STOCK
SANSHIN ELECTRONICS CO LTD	7,600	78,159	80,299	COMMON STOCK
SAP SE	3,775	294,121	300,915	COMMON STOCK
SAP SE	5,475	437,433	433,073	COMMON STOCK
SAP SE	50,792	3,740,529	4,048,767	COMMON STOCK
SAP SE	1,887	144,281	150,418	COMMON STOCK
SASOL LTD	14,559	458,333	390,472	COMMON STOCK
SBERBANK OF RUSSIA PJSC	64,955	326,667	381,935	COMMON STOCK
SBERBANK OF RUSSIA PJSC	47,182	306,774	277,430	COMMON STOCK
SCHINDLER HOLDING AG	13,429	1,993,279	2,267,234	COMMON STOCK
SCHNEIDER ELECTRIC SE	14,776	924,242	843,649	COMMON STOCK
SCHNEIDER ELECTRIC SE	2,204	187,425	125,839	COMMON STOCK
SCHOUW & CO	1,643	68,381	92,556	COMMON STOCK
SCOTTS MIRACLE-GRO CO/THE	2,412	134,067	155,598	COMMON STOCK
SEAGATE TECHNOLOGY PLC	8,949	448,475	328,070	COMMON STOCK
SEARS HOMETOWN AND OUTLET STOR	3,800	27,028	30,400	COMMON STOCK
SEATTLE GENETICS INC	30,562	1,221,474	1,371,623	COMMON STOCK
SEBANG CO LTD	1,646	31,888	23,724	COMMON STOCK
SEIKA CORP	38,000	103,474	92,556	COMMON STOCK
SELECT COMFORT CORP	3,600	113,010	77,076	COMMON STOCK
SEMTECH CORP	13,852	287,347	262,080	COMMON STOCK
SEOWONINTECH CO LTD	3,912	47,863	38,701	COMMON STOCK
SEOYON CO LTD	11,428	123,523	123,778	COMMON STOCK
SEVEN & I HOLDINGS CO LTD	9,600	425,764	442,911	COMMON STOCK
SHANGHAI JINJIANG INTERNATIONAL	31,491	246,212	248,879	COMMON STOCK
SHERWIN-WILLIAMS CO/THE	1,488	320,282	386,285	COMMON STOCK
SHIMANO INC	8,100	693,836	1,256,461	COMMON STOCK
SHIN-ETSU CHEMICAL CO LTD	28,900	1,574,333	1,589,686	COMMON STOCK
SHIN-ETSU POLYMER CO LTD	13,600	77,449	75,747	COMMON STOCK
SHIONOGI & CO LTD	5,500	199,192	251,602	COMMON STOCK
SHIRE PLC	4,966	350,128	343,865	COMMON STOCK
SHIRE PLC	16,900	849,710	1,170,221	COMMON STOCK
SHW AG	2,622	73,146	76,647	COMMON STOCK
SIBANYE GOLD LTD	276,836	696,307	408,228	COMMON STOCK
SIGNET JEWELERS LTD	1,557	170,552	192,585	COMMON STOCK
SILICON LABORATORIES INC	2,854	128,217	138,533	COMMON STOCK
SIMCORP A/S	5,554	168,201	313,685	COMMON STOCK
SINGAPORE TELECOMMUNICATIONS L	496,000	1,357,379	1,283,135	COMMON STOCK
SIRONA DENTAL SYSTEMS INC	5,504	573,833	603,073	COMMON STOCK
SISTEMA JSFC	151,459	144,500	36,536	COMMON STOCK
SK HYNIX INC	11,918	546,748	312,548	COMMON STOCK
SK INNOVATION CO LTD	1,497	130,159	165,972	COMMON STOCK
SKYWORKS SOLUTIONS INC	9,600	495,915	737,568	COMMON STOCK

**CASEY FAMILY PROGRAMS**  
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**PART II, LINE 10B CORPORATE STOCK**

Security Name	Shares/Par	Cost	Market Value	Description
SL GREEN REALTY CORP	6,442	690,125	727,817	COMMON STOCK
SM INVESTMENTS CORP	10,430	192,485	191,510	COMMON STOCK
SMARTONE TELECOMMUNICATIONS HO	441,407	601,088	672,065	COMMON STOCK
SMC CORP/JAPAN	522	134,600	137,861	COMMON STOCK
SMITH & NEPHEW PLC	6,977	122,544	124,223	COMMON STOCK
SOCIETE BIC SA	1,469	198,789	241,999	COMMON STOCK
SOCIETE GENERALE SA	29,350	1,590,254	1,357,255	COMMON STOCK
SOCIETE GENERALE SA	1,646	83,676	76,117	COMMON STOCK
SODEXO SA	6,642	666,556	650,379	COMMON STOCK
SOJITZ CORP	129,100	317,563	274,738	COMMON STOCK
SONIC AUTOMOTIVE INC	3,100	77,736	70,556	COMMON STOCK
SONUS NETWORKS INC	12,066	81,396	86,031	COMMON STOCK
SOPRA STERIA GROUP	1,691	195,920	198,940	COMMON STOCK
SOTHEBY'S	7,416	296,784	191,036	COMMON STOCK
SOUTH STATE CORP	4,791	160,445	344,712	COMMON STOCK
SOUTHWEST BANCORP INC	5,462	83,716	95,476	COMMON STOCK
SOUTHWEST GAS CORP	8,141	353,063	449,058	COMMON STOCK
SOVRAN SELF STORAGE INC	4,347	437,495	466,477	COMMON STOCK
SPDR S&P 500 ETF TRUST	1,148	235,100	234,066	COMMON STOCK
SPECTRUM BRANDS HOLDINGS INC	5,890	387,396	599,602	COMMON STOCK
SPLUNK INC	22,699	1,357,759	1,334,928	COMMON STOCK
SQUARE ENIX HOLDINGS CO LTD	15,450	359,896	376,955	COMMON STOCK
STANDEX INTERNATIONAL CORP	1,497	110,092	124,476	COMMON STOCK
STARBUCKS CORP	32,100	1,598,920	1,926,963	COMMON STOCK
STARZ	2,121	65,205	71,054	COMMON STOCK
STATE BANK FINANCIAL CORP	9,061	176,719	190,553	COMMON STOCK
STATOIL ASA	20,500	330,643	286,180	COMMON STOCK
STEVEN MADDEN LTD	3,500	117,583	105,770	COMMON STOCK
STIFEL FINANCIAL CORP	7,936	318,117	336,169	COMMON STOCK
STRATASYS LTD	14,400	1,524,336	338,112	COMMON STOCK
SUMITOMO MITSUI TRUST HOLDINGS	278,888	1,306,649	1,068,767	COMMON STOCK
SUMITOMO MITSUI TRUST HOLDINGS	71,864	320,471	275,400	COMMON STOCK
SUMMIT MATERIALS INC	13,937	310,355	279,297	COMMON STOCK
SUNCOR ENERGY INC	10,196	371,351	262,185	COMMON STOCK
SURGUTNEFTEGAS OAO	14,544	86,009	67,091	COMMON STOCK
SVENSKA CELLULOSA AB SCA	5,924	165,854	173,210	COMMON STOCK
SVENSKA HANDELSBANKEN AB	8,385	135,012	112,289	COMMON STOCK
SYMETRA FINANCIAL CORP	2,762	65,411	87,749	COMMON STOCK
SYNCHRONOSS TECHNOLOGIES INC	3,900	130,397	137,397	COMMON STOCK
SYNCHRONY FINANCIAL	14,268	380,147	433,890	COMMON STOCK
SYNCHRONY FINANCIAL	21,213	668,030	645,087	COMMON STOCK
TAIWAN SEMICONDUCTOR MANUFACTU	39,062	885,924	888,661	COMMON STOCK
TAIWAN SEMICONDUCTOR MANUFACTU	23,445	489,525	533,374	COMMON STOCK
TAIWAN SURFACE MOUNTING TECHNO	200,000	186,982	177,490	COMMON STOCK
TAKARA HOLDINGS INC	28,700	169,590	220,448	COMMON STOCK
TAKEDA PHARMACEUTICAL CO LTD	8,400	415,160	423,509	COMMON STOCK
TAKEDA PHARMACEUTICAL CO LTD	800	20,512	20,024	COMMON STOCK
TAKEDA PHARMACEUTICAL CO LTD	9,400	436,442	473,927	COMMON STOCK
TALKTALK TELECOM GROUP PLC	18,693	100,902	59,897	COMMON STOCK
TAMBURI INVESTMENT PARTNERS	10,048	3,445	4,470	COMMON STOCK
TAMBURI INVESTMENT PARTNERS SP	40,195	134,642	147,933	COMMON STOCK
TARGET CORP	6,700	432,991	486,487	COMMON STOCK
TASER INTERNATIONAL INC	9,600	171,905	165,984	COMMON STOCK
TAT GIDA SANAYI AS	51,570	108,369	97,880	COMMON STOCK
TDK CORP	18,100	1,402,579	1,176,624	COMMON STOCK
TEGNA INC	4,200	97,736	107,184	COMMON STOCK
TELECOM ITALIA SPA/MILANO	162,757	219,534	207,743	COMMON STOCK
TELECOM ITALIA SPA/MILANO	111,991	131,080	142,946	COMMON STOCK
TELEFONAKTIEBOLAGET LM ERICSSO	44,399	427,788	426,674	COMMON STOCK
TELEFONAKTIEBOLAGET LM ERICSSO	14,336	176,311	139,949	COMMON STOCK

**CASEY FAMILY PROGRAMS**  
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**PART II, LINE 10B CORPORATE STOCK**

Security Name	Shares/Par	Cost	Market Value	Description
TELEVISION BROADCASTS LTD	45,439	287,170	187,322	COMMON STOCK
TELIT COMMUNICATIONS PLC	25,408	98,470	79,953	COMMON STOCK
TENCENT HOLDINGS LTD	232,900	956,663	4,582,782	COMMON STOCK
TENCENT HOLDINGS LTD	71,800	970,693	1,412,811	COMMON STOCK
TENNECO INC	2,453	140,693	112,617	COMMON STOCK
TEREX CORP	9,100	161,943	168,168	COMMON STOCK
TERRENO REALTY CORP	15,346	284,990	347,127	COMMON STOCK
TESLA MOTORS INC	17,923	3,385,242	4,301,699	COMMON STOCK
TESORO CORP	2,525	153,821	266,059	COMMON STOCK
TEVA PHARMACEUTICAL INDUSTRIES	2,300	151,292	150,435	COMMON STOCK
TEXAS CAPITAL BANCSHARES INC	3,744	157,967	185,028	COMMON STOCK
TEXAS INSTRUMENTS INC	1,363	68,212	74,706	COMMON STOCK
TEXTRON INC	8,100	310,881	340,281	COMMON STOCK
THERMO FISHER SCIENTIFIC INC	5,640	297,108	800,034	COMMON STOCK
THERMON GROUP HOLDINGS INC	8,417	163,795	142,416	COMMON STOCK
THOMSON REUTERS CORP	19,925	802,565	751,760	COMMON STOCK
THOR INDUSTRIES INC	574	32,229	32,230	COMMON STOCK
TIME INC	14,200	258,463	222,514	COMMON STOCK
TIME WARNER INC	15,260	861,575	986,864	COMMON STOCK
TINGYI CAYMAN ISLANDS HOLDING	330,000	464,256	470,933	COMMON STOCK
TJX COS INC/THE	6,900	472,881	489,279	COMMON STOCK
TOKIO MARINE HOLDINGS INC	13,100	526,087	513,132	COMMON STOCK
TOKIO MARINE HOLDINGS INC	31,378	975,673	1,229,088	COMMON STOCK
TOMRA SYSTEMS ASA	24,819	259,139	267,780	COMMON STOCK
TONYMOLY CO LTD	5,162	207,050	166,630	COMMON STOCK
TOPBUILD CORP	601	13,930	18,493	COMMON STOCK
TOPPAN PRINTING CO LTD	59,000	421,400	548,826	COMMON STOCK
TOPTEC CO LTD	4,794	113,154	111,003	COMMON STOCK
TOTAL SA	7,190	368,878	322,300	COMMON STOCK
TOTAL SYSTEM SERVICES INC	1,600	74,348	79,680	COMMON STOCK
TOWER INTERNATIONAL INC	6,754	167,640	192,962	COMMON STOCK
TOWERS WATSON & CO	3,532	366,178	453,721	COMMON STOCK
TOWNSQUARE MEDIA INC	3,539	37,745	42,326	COMMON STOCK
TOYO TIRE & RUBBER CO LTD	4,800	83,810	95,924	COMMON STOCK
TOYOTA INDUSTRIES CORP	4,400	223,312	238,846	COMMON STOCK
TOYOTA MOTOR CORP	10,800	592,297	672,267	COMMON STOCK
TOYOTA MOTOR CORP	10,093	605,465	628,259	COMMON STOCK
TPG TELECOM LTD	3,459	23,374	24,889	COMMON STOCK
TRACTOR SUPPLY CO	7,428	486,413	635,094	COMMON STOCK
TRAVELPORT WORLDWIDE LTD	22,000	305,444	283,800	COMMON STOCK
TREEHOUSE FOODS INC	9,114	745,506	715,084	COMMON STOCK
TRIBUNE MEDIA CO	4,388	340,297	148,358	COMMON STOCK
TRIBUNE PUBLISHING CO	747	15,728	6,887	COMMON STOCK
TRICO BANCSHARES	4,175	72,863	114,562	COMMON STOCK
TRIPADVISOR INC	19,235	1,629,363	1,639,784	COMMON STOCK
TRIPADVISOR INC	15,527	965,245	1,323,677	COMMON STOCK
TRIPADVISOR INC	3,057	306,032	260,609	COMMON STOCK
TSINGTAO BREWERY CO LTD	18,000	139,552	81,521	COMMON STOCK
TUNGSTEN CORP PLC	21,052	67,815	11,519	COMMON STOCK
TUPRAS TURKIYE PETROL RAFINERI	11,887	277,623	283,446	COMMON STOCK
TURKIYE GARANTI BANKASI AS	22,508	82,956	54,904	COMMON STOCK
TWITTER INC	18,936	762,816	438,179	COMMON STOCK
TWITTER INC	4,571	124,894	105,773	COMMON STOCK
TWO HARBORS INVESTMENT CORP	26,566	255,433	215,185	COMMON STOCK
UBM PLC	18,963	144,049	147,154	COMMON STOCK
ULTA SALON COSMETICS & FRAGRAN	1,853	281,362	342,805	COMMON STOCK
UMB FINANCIAL CORP	4,611	193,119	214,642	COMMON STOCK
UNICHARM CORP	70,000	1,251,767	1,441,373	COMMON STOCK
UNICREDIT SPA	10,827	85,398	60,395	COMMON STOCK
UNILEVER NV	35,218	1,575,733	1,534,310	COMMON STOCK

**CASEY FAMILY PROGRAMS**  
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**PART II, LINE 10B CORPORATE STOCK**

Security Name	Shares/Par	Cost	Market Value	Description
UNILEVER NV	14,332	575,115	620,862	COMMON STOCK
UNILEVER PLC	13,803	633,648	595,374	COMMON STOCK
UNILEVER PLC	6,913	305,539	298,089	COMMON STOCK
UNILEVER PLC	55,622	2,137,582	2,399,182	COMMON STOCK
UNIONE DI BANCHE ITALIANE SPA	21,729	174,066	146,346	COMMON STOCK
UNIONE DI BANCHE ITALIANE SPA	21,729	0	0	COMMON STOCK
UNITED CONTINENTAL HOLDINGS IN	11,607	516,195	665,081	COMMON STOCK
UNITED FIRE GROUP INC	6,288	178,903	240,893	COMMON STOCK
UNITED PARCEL SERVICE INC	100,000	5,160,813	9,623,000	COMMON STOCK
UNIVERSAL AMERICAN CORP	13,600	113,517	95,200	COMMON STOCK
UNUM GROUP	11,079	297,616	368,820	COMMON STOCK
UPM-KYMMENE OYJ	2,216	29,650	41,477	COMMON STOCK
USG CORP	3,557	101,634	86,400	COMMON STOCK
VAIL RESORTS INC	4,054	281,995	518,871	COMMON STOCK
VALEANT PHARMACEUTICALS INTERN	17,532	2,556,718	1,782,128	COMMON STOCK
VALEO SA	374	54,197	57,915	COMMON STOCK
VALMET OYJ	10,261	101,290	99,204	COMMON STOCK
VALMET OYJ	2,817	30,418	27,235	COMMON STOCK
VANTIV INC	9,600	432,960	455,232	COMMON STOCK
VERINT SYSTEMS INC	10,464	459,025	424,420	COMMON STOCK
VERISK ANALYTICS INC	2,392	145,076	183,897	COMMON STOCK
VERIZON COMMUNICATIONS INC	17,024	810,381	786,849	COMMON STOCK
VERIZON COMMUNICATIONS INC	1,946	97,094	89,944	COMMON STOCK
VESTAS WIND SYSTEMS A/S	6,460	396,471	454,940	COMMON STOCK
VESTEL BEYAZ ESYA SANAYI VE TI	2,578	11,065	9,874	COMMON STOCK
VIAD CORP	3,082	95,266	87,005	COMMON STOCK
VIAD CORP	4,625	103,911	130,564	COMMON STOCK
VIASAT INC	13,865	846,276	845,904	COMMON STOCK
VIAVI SOLUTIONS INC	42,423	269,110	258,356	COMMON STOCK
VIPSHOP HOLDINGS LTD	6,206	137,185	94,766	COMMON STOCK
VIRTU FINANCIAL INC	5,181	116,932	117,298	COMMON STOCK
VISA INC	40,764	849,820	3,161,248	COMMON STOCK
VISHAY INTERTECHNOLOGY INC	36,400	401,722	438,620	COMMON STOCK
VISTEON CORP	16,935	1,258,802	1,939,058	COMMON STOCK
VISTEON CORP	1,100	126,400	125,950	COMMON STOCK
VIVENDI SA	8,100	171,969	172,935	COMMON STOCK
VODAFONE GROUP PLC	4,100	128,836	132,266	COMMON STOCK
VODAFONE GROUP PLC	21,575	776,728	696,010	COMMON STOCK
VODAFONE GROUP PLC	61,667	209,141	200,869	COMMON STOCK
VONAGE HOLDINGS CORP	5,330	33,177	30,594	COMMON STOCK
VONOVIA SE	8,342	244,947	258,718	COMMON STOCK
VOYA FINANCIAL INC	277	11,388	10,224	COMMON STOCK
WACKER NEUSON SE	11,380	252,448	175,851	COMMON STOCK
WALGREENS BOOTS ALLIANCE INC	28,454	1,217,908	2,423,000	COMMON STOCK
WALGREENS BOOTS ALLIANCE INC	400	27,684	34,062	COMMON STOCK
WAL-MART STORES INC	15,291	1,178,380	937,338	COMMON STOCK
WALT DISNEY CO/THE	2,107	182,421	221,404	COMMON STOCK
WANT WANT CHINA HOLDINGS LTD	1,243,000	1,226,774	925,416	COMMON STOCK
WATTS WATER TECHNOLOGIES INC	6,646	389,833	330,107	COMMON STOCK
WEBSTER FINANCIAL CORP	17,012	408,276	632,676	COMMON STOCK
WEIQIAO TEXTILE CO	134,500	68,566	62,997	COMMON STOCK
WELLS FARGO & CO	14,596	762,035	793,439	COMMON STOCK
WERNER ENTERPRISES INC	4,200	108,431	98,238	COMMON STOCK
WESCO INTERNATIONAL INC	3,712	305,873	162,140	COMMON STOCK
WESTERN ALLIANCE BANCORP	8,100	249,269	290,466	COMMON STOCK
WESTERN DIGITAL CORP	6,442	351,496	386,842	COMMON STOCK
WESTERN DIGITAL CORP	3,802	369,768	228,310	COMMON STOCK
WESTROCK CO	3,264	164,749	148,904	COMMON STOCK
WGL HOLDINGS INC	2,797	172,035	176,183	COMMON STOCK
WHEELOCK & CO LTD	40,000	183,726	168,513	COMMON STOCK

**CASEY FAMILY PROGRAMS**  
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**PART II, LINE 10B CORPORATE STOCK**

Security Name	Shares/Par	Cost	Market Value	Description
WHITEWAVE FOODS CO/THE	4,000	172,915	155,640	COMMON STOCK
WHOLE FOODS MARKET INC	33,224	813,324	1,113,004	COMMON STOCK
WILH WILHELMSSEN ASA	32,128	133,554	128,129	COMMON STOCK
WILLIAM LYON HOMES	4,930	129,719	81,345	COMMON STOCK
WILLIAMS-SONOMA INC	1,100	79,517	64,251	COMMON STOCK
WILLIS GROUP HOLDINGS PLC	25,888	1,034,210	1,257,380	COMMON STOCK
WINTRUST FINANCIAL CORP	2,148	108,898	104,221	COMMON STOCK
WIZZ AIR HOLDINGS PLC	8,438	226,835	225,976	COMMON STOCK
WOLTERS KLUWER NV	4,517	135,984	151,940	COMMON STOCK
WOODWARD INC	2,948	135,091	146,398	COMMON STOCK
WORKDAY INC	20,771	1,585,774	1,655,033	COMMON STOCK
WPX ENERGY INC	27,782	238,049	159,469	COMMON STOCK
WR GRACE & CO	4,116	326,006	409,912	COMMON STOCK
WRIGHT MEDICAL GROUP NV	7,597	195,724	183,695	COMMON STOCK
WSFS FINANCIAL CORP	4,989	56,765	161,444	COMMON STOCK
XEROX CORP	33,292	295,000	353,894	COMMON STOCK
XO GROUP INC	4,773	53,325	76,654	COMMON STOCK
YELP INC	10,264	596,256	295,603	COMMON STOCK
YONEKYU CORP	4,000	73,309	84,359	COMMON STOCK
ZEE ENTERTAINMENT ENTERPRISES	12,697	71,521	83,919	COMMON STOCK
ZIOPHARM ONCOLOGY INC	12,700	104,217	105,537	COMMON STOCK
ZOOPLUS AG	730	98,339	115,778	COMMON STOCK
		<u>1,041,114,744</u>	<u>1,242,633,220</u>	

**CASEY FAMILY PROGRAMS**
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**PART II, LINE 10C CORPORATE BONDS**

Investment Name	Shares/Par	Cost	Market Value	Description
BGI US DEBT INDEX FUND B	995,177	41,197,765	41,349,851	COMMINGLED BOND FUND
DOUBLELINE TOTL RET BND-I	7,096,136	77,570,873	76,496,346	COMMINGLED BOND FUND
H/2 CORE RE DEBT	20,199,787	18,288,507	20,199,787	COMMINGLED BOND FUND
OAKTREE EURO PRINCIPAL FD III	5,511,137	5,159,455	5,986,748	COMMINGLED BOND FUND
SSGA U S TIPS INDEX STRATEGY	4,488,869	56,104,688	60,536,892	COMMINGLED BOND FUND
21ST CENTURY FOX AMERICA INC	150,000	178,407	174,309	CORPORATE BONDS
21ST CENTURY FOX AMERICA INC	175,000	180,955	196,652	CORPORATE BONDS
21ST CENTURY FOX AMERICA INC	335,000	410,737	385,862	CORPORATE BONDS
ACTAVIS FUNDING SCS	225,000	224,201	223,851	CORPORATE BONDS
ALLSTATE CORP/THE	175,000	196,148	192,500	CORPORATE BONDS
ALLSTATE CORP/THE	595,000	614,382	604,554	CORPORATE BONDS
ALTRIA GROUP INC	395,000	430,080	424,878	CORPORATE BONDS
AMERICAN EXPRESS CO	555,000	517,788	529,922	CORPORATE BONDS
ANADARKO FINANCE CO	250,000	320,080	265,660	CORPORATE BONDS
APPALACHIAN POWER CO	620,000	605,895	588,524	CORPORATE BONDS
APPLE INC	345,000	319,646	317,853	CORPORATE BONDS
AT&T CORP	425,000	548,007	567,834	CORPORATE BONDS
AT&T INC	375,000	363,390	360,409	CORPORATE BONDS
AT&T INC	125,000	124,555	114,450	CORPORATE BONDS
AT&T INC	75,000	78,852	74,079	CORPORATE BONDS
AT&T INC	470,000	443,530	434,685	CORPORATE BONDS
BANK OF AMERICA CORP	425,000	485,775	472,077	CORPORATE BONDS
BANK OF AMERICA CORP	445,000	527,841	504,942	CORPORATE BONDS
BARCLAYS PLC	425,000	424,239	415,674	CORPORATE BONDS
BERKSHIRE HATHAWAY ENERGY CO	280,000	338,369	326,520	CORPORATE BONDS
BHP BILLITON FINANCE USA 144A	375,000	377,438	361,875	CORPORATE BONDS
BNP PARIBAS SA	625,000	623,415	619,128	CORPORATE BONDS
BNSF RAILWAY CO 2015-1 PA 144A	220,769	220,769	213,231	CORPORATE BONDS
BRANCH BANKING & TRUST CO	300,000	305,838	304,573	CORPORATE BONDS
BRANCH BANKING & TRUST CO	275,000	276,095	277,586	CORPORATE BONDS
BURLINGTON NORTHERN AND SANTA	71,668	65,662	78,897	CORPORATE BONDS
BURLINGTON NORTHERN AND SANTA	382,242	430,164	430,289	CORPORATE BONDS
BURLINGTON NORTHERN SANTA FE L	540,000	535,032	513,444	CORPORATE BONDS
CAPITAL ONE FINANCIAL CORP	350,000	420,968	347,861	CORPORATE BONDS
CAPITAL ONE FINANCIAL CORP	400,000	394,252	402,589	CORPORATE BONDS
CAPITAL ONE FINANCIAL CORP	305,000	305,585	301,142	CORPORATE BONDS
CBS CORP	140,000	184,516	178,457	CORPORATE BONDS
CBS CORP	270,000	248,084	231,631	CORPORATE BONDS
CEMEX FINANCE LLC 144A	200,000	200,000	171,500	CORPORATE BONDS
CEMEX SAB DE CV 144A	400,000	400,000	386,000	CORPORATE BONDS
CEMEX SAB DE CV 144A	275,000	254,375	229,969	CORPORATE BONDS
CHARTER COMMUNICATIONS OP 144A	175,000	175,875	174,830	CORPORATE BONDS
CHARTER COMMUNICATIONS OP 144A	150,000	150,000	150,246	CORPORATE BONDS
CHASE ISSUANCE TRUST A2 A2	755,000	755,990	754,895	CORPORATE BONDS
CHASE ISSUANCE TRUST A7 A7	410,000	409,952	408,751	CORPORATE BONDS
CHASE ISSUANCE TRUST A8 A8	430,000	430,781	429,615	CORPORATE BONDS
CHUBB INA HOLDINGS INC	160,000	159,755	156,554	CORPORATE BONDS
CIGNA CORP	75,000	86,696	90,973	CORPORATE BONDS
CITIGROUP INC	290,000	289,539	288,080	CORPORATE BONDS
COMCAST CORP	740,000	729,994	733,037	CORPORATE BONDS
CONOCOPHILLIPS	400,000	506,136	421,522	CORPORATE BONDS
CONSOLIDATED EDISON CO OF NEW	130,000	129,870	131,596	CORPORATE BONDS
CORP NACIONAL DEL COBRE D 144A	200,000	196,916	188,337	CORPORATE BONDS
COX COMMUNICATIONS INC 144A	450,000	416,043	408,921	CORPORATE BONDS
COX COMMUNICATIONS INC 144A	300,000	259,290	264,275	CORPORATE BONDS
CSX CORP	285,000	343,815	322,803	CORPORATE BONDS
CSX TRANSPORTATION INC	82,246	83,258	94,994	CORPORATE BONDS
CVS HEALTH CORP	490,000	553,460	526,301	CORPORATE BONDS
DOMINION RESOURCES INC/VA	375,000	375,000	367,425	CORPORATE BONDS
DOW CHEMICAL CO/THE	125,000	204,454	179,640	CORPORATE BONDS

**CASEY FAMILY PROGRAMS**
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**PART II, LINE 10C CORPORATE BONDS**

Investment Name	Shares/Par	Cost	Market Value	Description
DOW CHEMICAL CO/THE	560,000	530,802	505,411	CORPORATE BONDS
DTE ELECTRIC CO	315,000	293,495	289,432	CORPORATE BONDS
DTE ENERGY CO	305,000	380,628	370,682	CORPORATE BONDS
DUKE ENERGY PROGRESS LLC	295,000	296,328	290,644	CORPORATE BONDS
ENEL FINANCE INTERNATIONAL 144A	200,000	204,924	244,197	CORPORATE BONDS
ENEL FINANCE INTERNATIONAL 144A	300,000	307,204	335,442	CORPORATE BONDS
ENTERPRISE PRODUCTS OPERATING	405,000	395,952	330,961	CORPORATE BONDS
ERP OPERATING LP	450,000	597,245	579,052	CORPORATE BONDS
EXELON CORP 144A	165,000	166,978	166,204	CORPORATE BONDS
FEDERAL FARM CR BK CONS BD	315,000	312,883	318,374	CORPORATE BONDS
FEDEX CORP	295,000	292,283	292,275	CORPORATE BONDS
FORD CREDIT AUTO OWNE 1 A 144A	215,000	215,873	212,288	CORPORATE BONDS
FORD CREDIT AUTO OWNER TR C A3	410,000	409,940	409,029	CORPORATE BONDS
FORD MOTOR CO	380,000	489,767	468,925	CORPORATE BONDS
GE CAPITAL INTERNATIONAL 144A	404,000	383,507	400,631	CORPORATE BONDS
GE CAPITAL INTERNATIONAL 144A	710,000	728,567	724,542	CORPORATE BONDS
GENERAL ELECTRIC CO	200,000	205,746	224,314	CORPORATE BONDS
GENERAL ELECTRIC CO	144,000	162,651	158,166	CORPORATE BONDS
GEORGIA-PACIFIC LLC	240,000	315,792	311,062	CORPORATE BONDS
GOLDMAN SACHS GROUP INC/THE	435,000	528,782	508,487	CORPORATE BONDS
GOLDMAN SACHS GROUP INC/THE	140,000	139,020	138,930	CORPORATE BONDS
GSMPS MORTGAGE LOAN 4 1A2 144A	1,234,901	1,261,143	1,310,353	CORPORATE BONDS
HEWLETT PACKARD ENTERPRIS 144A	600,000	599,832	601,377	CORPORATE BONDS
HOME DEPOT INC/THE	230,000	224,697	235,127	CORPORATE BONDS
HSBC HOLDINGS PLC	575,000	581,976	686,252	CORPORATE BONDS
HSBC HOLDINGS PLC	225,000	224,512	250,146	CORPORATE BONDS
IMPERIAL BRANDS FINANCE P 144A	675,000	662,825	684,966	CORPORATE BONDS
JM SMUCKER CO/THE	185,000	177,835	180,734	CORPORATE BONDS
JPMORGAN CHASE & CO	375,000	376,815	373,029	CORPORATE BONDS
JPMORGAN CHASE & CO	575,000	641,148	625,715	CORPORATE BONDS
KAUPTHING EHF 144A	850,000	641,500	0	CORPORATE BONDS
KINDER MORGAN INC/DE	325,000	323,908	280,802	CORPORATE BONDS
KINDER MORGAN INC/DE	950,000	835,631	741,599	CORPORATE BONDS
KINDER MORGAN INC/DE 144A	275,000	300,311	251,385	CORPORATE BONDS
KROGER CO/THE	320,000	406,138	395,377	CORPORATE BONDS
LEGG MASON INC	360,000	379,377	357,591	CORPORATE BONDS
LLOYDS BANKING GROUP PLC	200,000	201,616	203,025	CORPORATE BONDS
LOCKHEED MARTIN CORP	370,000	369,921	379,017	CORPORATE BONDS
MACY'S RETAIL HOLDINGS INC	175,000	152,889	146,265	CORPORATE BONDS
MACY'S RETAIL HOLDINGS INC	560,000	462,386	631,058	CORPORATE BONDS
MACY'S RETAIL HOLDINGS INC	300,000	342,860	303,588	CORPORATE BONDS
MACY'S RETAIL HOLDINGS INC	320,000	299,046	245,659	CORPORATE BONDS
MARATHON PETROLEUM CORP	165,000	164,583	153,338	CORPORATE BONDS
MCDONALD'S CORP	375,000	367,905	362,232	CORPORATE BONDS
METLIFE INC	70,000	77,047	76,475	CORPORATE BONDS
METLIFE INC	575,000	606,332	603,235	CORPORATE BONDS
MEXICO GOVERNMENT INTERNATIONAL	230,000	207,358	203,550	CORPORATE BONDS
MICROSOFT CORP	595,000	596,617	613,578	CORPORATE BONDS
MORGAN STANLEY	595,000	744,416	735,747	CORPORATE BONDS
MYRIAD INTERNATIONAL HOLD 144A	350,000	351,500	372,376	CORPORATE BONDS
NAVIENT CORP	150,000	169,125	157,875	CORPORATE BONDS
NAVIENT CORP	250,000	246,875	256,250	CORPORATE BONDS
NAVIENT CORP	300,000	308,250	295,500	CORPORATE BONDS
NIKE INC	305,000	302,610	294,326	CORPORATE BONDS
NORDSTROM INC	600,000	564,288	733,630	CORPORATE BONDS
NORFOLK SOUTHERN CORP	265,000	263,217	253,383	CORPORATE BONDS
ORACLE CORP	350,000	346,413	348,183	CORPORATE BONDS
ORANGE SA	310,000	329,685	320,362	CORPORATE BONDS
PACIFIC GAS & ELECTRIC CO	520,000	510,750	512,977	CORPORATE BONDS
PACIFIC GAS & ELECTRIC CO	100,000	98,130	96,899	CORPORATE BONDS

**CASEY FAMILY PROGRAMS**  
**EIN # 91-0793881**  
**2015 FORM 990-PF**  
**PART II, LINE 10C CORPORATE BONDS**

Investment Name	Shares/Par	Cost	Market Value	Description
PACIFICORP	205,000	201,013	197,697	CORPORATE BONDS
PEPSICO INC	605,000	545,998	547,752	CORPORATE BONDS
PETROBRAS GLOBAL FINANCE BV	700,000	757,516	521,500	CORPORATE BONDS
PETROBRAS GLOBAL FINANCE BV	150,000	148,242	99,000	CORPORATE BONDS
PETROBRAS GLOBAL FINANCE BV	100,000	99,772	71,750	CORPORATE BONDS
PETROLEOS MEXICANOS	150,000	175,350	134,063	CORPORATE BONDS
PETROLEOS MEXICANOS	275,000	289,575	256,438	CORPORATE BONDS
PETROLEOS MEXICANOS	400,000	402,376	338,552	CORPORATE BONDS
PETROLEOS MEXICANOS 144A	75,000	74,567	65,625	CORPORATE BONDS
PETROLEOS MEXICANOS 144A	175,000	173,730	133,910	CORPORATE BONDS
PHILLIPS 66	195,000	218,613	195,459	CORPORATE BONDS
PLAINS ALL AMERICAN PIPELINE L	350,000	408,426	309,178	CORPORATE BONDS
PRUDENTIAL FINANCIAL INC	420,000	518,762	514,242	CORPORATE BONDS
REPUBLIC SERVICES INC	405,000	466,883	453,021	CORPORATE BONDS
REYNOLDS AMERICAN INC	325,000	376,466	361,316	CORPORATE BONDS
ROGERS COMMUNICATIONS INC	185,000	188,145	186,250	CORPORATE BONDS
ROYAL BANK OF SCOTLAND GROUP P	350,000	356,285	376,955	CORPORATE BONDS
ROYAL BANK OF SCOTLAND GROUP P	475,000	474,547	517,132	CORPORATE BONDS
SBA GTD PARTN CTF5 2002-20C 1	185,220	188,924	199,753	CORPORATE BONDS
SLM PRIVATE EDUCATI E A2A 144A	275,000	274,931	272,698	CORPORATE BONDS
SLM PRIVATE EDUCATIO C A2 144A	300,000	319,969	303,780	CORPORATE BONDS
SPECTRA ENERGY PARTNERS LP	420,000	391,864	322,760	CORPORATE BONDS
SUNCOR ENERGY INC	285,000	351,328	304,944	CORPORATE BONDS
TECK RESOURCES LTD	275,000	180,469	115,500	CORPORATE BONDS
TELECOM ITALIA CAPITAL SA	200,000	220,666	220,504	CORPORATE BONDS
TELECOM ITALIA CAPITAL SA	300,000	309,153	312,750	CORPORATE BONDS
TELECOM ITALIA SPA/MILANO 144A	200,000	212,360	197,500	CORPORATE BONDS
TIME WARNER CABLE INC	225,000	225,077	227,189	CORPORATE BONDS
TIME WARNER CABLE INC	200,000	205,150	200,721	CORPORATE BONDS
TIME WARNER CABLE INC	175,000	190,542	178,688	CORPORATE BONDS
TIME WARNER CABLE INC	175,000	161,739	158,138	CORPORATE BONDS
TIME WARNER CABLE INC	75,000	61,475	58,859	CORPORATE BONDS
TIME WARNER INC	800,000	837,721	998,530	CORPORATE BONDS
TIME WARNER INC	430,000	560,798	536,710	CORPORATE BONDS
TRANSCANADA TRUST	375,000	375,250	346,719	CORPORATE BONDS
TRAVELERS COS INC/THE	130,000	128,981	131,052	CORPORATE BONDS
UNION PACIFIC CORP	465,000	502,707	499,715	CORPORATE BONDS
UNION PACIFIC RAILROAD CO 1998	104,186	107,776	111,043	CORPORATE BONDS
UNION PACIFIC RAILROAD CO 2001	183,364	176,239	201,957	CORPORATE BONDS
UNITED TECHNOLOGIES CORP	505,000	627,730	615,303	CORPORATE BONDS
UNUM GROUP	446,000	361,122	530,261	CORPORATE BONDS
VERIZON COMMUNICATIONS INC	175,000	183,956	207,762	CORPORATE BONDS
VERIZON COMMUNICATIONS INC	1,069,000	931,560	965,091	CORPORATE BONDS
VERIZON COMMUNICATIONS INC	170,000	198,667	193,677	CORPORATE BONDS
VERIZON COMMUNICATIONS INC	180,000	216,531	213,698	CORPORATE BONDS
VISA INC	95,000	94,872	95,910	CORPORATE BONDS
VISA INC	165,000	164,724	167,402	CORPORATE BONDS
VULCAN MATERIALS CO	400,000	419,688	466,000	CORPORATE BONDS
WACHOVIA CORP	520,000	584,475	577,885	CORPORATE BONDS
WALT DISNEY CO/THE	410,000	408,758	418,141	CORPORATE BONDS
WASTE MANAGEMENT INC	555,000	520,062	516,166	CORPORATE BONDS
WELLS FARGO & CO	400,000	402,064	408,614	CORPORATE BONDS
WELLS FARGO & CO	305,000	302,676	307,720	CORPORATE BONDS
WEYERHAEUSER CO	385,000	486,193	458,143	CORPORATE BONDS
<b>TOTAL - PART II, LINE 10C</b>		<u>257,995,467</u>	<u>262,758,974</u>	

**CASEY FAMILY PROGRAMS**  
**EIN # 91-0793881**  
**2015 FORM 990-PF**  
**PART II, LINE 13 OTHER INVESTMENTS**

Investment Name	Shares/Par	Cost	Market Value	Description
ABRY ASF III	3,942,164 120	3,826,311 71	3,942,164 12	ALTERNATIVE INVESTMENTS
BLACKSTONE RESOURCES SELECT FD	11,867 209	14,906,371 44	7,088,370 29	ALTERNATIVE INVESTMENTS
EDESIA ALPHA FUND 12/15	8,080 171	8,080,171 38	8,038,752 39	ALTERNATIVE INVESTMENTS
LD COMMODITIES ALPHA FD LTD	30,125 448	30,125,447 97	30,062,050 71	ALTERNATIVE INVESTMENTS
PIMCO COMMODITYPL STRAT-INS	2,087,675 138	20,724,863 42	11,294,322 50	OTHER
ABRY ADVANCED SECURITIES FD II	13,797,133 900	9,100,726 16	13,797,133 90	PRIVATE EQUITY
ABRY PARTNERS VII L P	4,785,873 750	2,725,175 30	4,785,873 75	PRIVATE EQUITY
ABRY PARTNERS VIII LP	3,007,174 310	3,141,559 50	3,007,174 31	PRIVATE EQUITY
ACTIS GLOBAL 4 A LP	5,800,273 840	4,411,875 06	5,800,273 84	PRIVATE EQUITY
AMPERSAND 2011 LP	15,300,079 000	8,572,833 00	15,300,079 00	PRIVATE EQUITY
AMPERSAND 2014 LP	1,892,602 000	1,892,566 00	1,892,602 00	PRIVATE EQUITY
AXIOM ASIA PRIVATE CAPITAL II	9,761,369 000	7,270,733 00	9,761,369 00	PRIVATE EQUITY
CHARLESBANK EQUITY FUND VII	12,921,058 000	2,983,113 00	12,921,058 00	PRIVATE EQUITY
CI CAPITAL INVESTOR II LP	6,125,442 040	3,006,682 77	6,125,442 04	PRIVATE EQUITY
FRANCISCO PARTNERS IV-A LP	2,066,825 000	2,062,352 00	2,066,825 00	PRIVATE EQUITY
GILBERT GLOBAL EQ PTNRS L P	2,544,908 000	5,663,599 02	2,544,908 00	PRIVATE EQUITY
HELLMAN & FRIEDMAN VI L P	2,021,179 680	712,149 68	2,021,179 68	PRIVATE EQUITY
HORSLEY BRIDGE INTERNATIONAL V	25,833,455 000	15,261,793 00	25,833,455 00	PRIVATE EQUITY
HORSLEY BRIDGE IX	35,666,348 000	16,019,585 00	35,666,348 00	PRIVATE EQUITY
HORSLEY BRIDGE XI VENTURE LP	305,808 000	251,771 00	305,808 00	PRIVATE EQUITY
MONDRIAN EM SC	1,306,418 433	19,335,718 09	19,115,113 44	PRIVATE EQUITY
OCM OPPORTUNITIES FUND VII	1,213,982 000	231,964 43	1,213,982 00	PRIVATE EQUITY
OCM OPPORTUNITIES FUND VII-B	968,448 000	1,239,762 79	968,448 00	PRIVATE EQUITY
RESOLUTE FUND II LP	8,856,814 000	7,040,577 00	8,856,814 00	PRIVATE EQUITY
SIGULER GUFF-BRIC OPPTYS FD II	9,843,969 330	8,718,872 95	9,843,969 33	PRIVATE EQUITY
SPLIT ROCK PARTNERS II LP	11,867,148 000	9,980,707 00	11,867,148 00	PRIVATE EQUITY
STEPSTONE PIONEER CAP II	9,015,853 000	6,241,416 00	9,015,853 00	PRIVATE EQUITY
TRUSTBRIDGE PARTNERS IV L P	16,740,003 220	7,315,560 04	16,740,003 22	PRIVATE EQUITY
VINTAGE IV OFFSHORE LP	8,517,320 000	5,658,523 76	8,517,320 00	PRIVATE EQUITY
VINTAGE V OFFSHORE LP	6,378,995 000	4,876,765 50	6,378,995 00	PRIVATE EQUITY
VIVO CAPITAL FUND VIII LP	2,781,550 000	2,687,268 00	2,781,550 00	PRIVATE EQUITY
VIVO VENTURES FUND VII LP	4,963,618 000	3,517,521 00	4,963,618 00	PRIVATE EQUITY
WAYZATA OPPORTUNITIES FUND II	3,622,765 000	4,077,947 00	3,622,765 00	PRIVATE EQUITY
YORKTOWN ENERGY PARTNERS X LP	8,860,840 000	8,474,903 00	8,860,840 00	PRIVATE EQUITY
ACTIS AFRICA RE FUND 3A LP	730,105 810	730,105 81	730,105 81	REAL ESTATE
ACTIS AFRICA REAL ESTATE	13,531,711 750	11,548,469 93	13,531,711 75	REAL ESTATE
ALCION RE PARTNERS FD III-A LP	708,274 000	622,577 00	708,274 00	REAL ESTATE
ALCION REAL ESTATE PARTNERS	8,755,168 000	3,604,831 00	8,755,168 00	REAL ESTATE
GREENFIELD ACQUI RTNRS VII LP	6,177,318 000	5,695,316 00	6,177,318 00	REAL ESTATE
GREENFIELD ACQUISITION	11,095,409 000	9,507,982 00	11,095,409 00	REAL ESTATE
H/2 CREDIT PARTNERS LP SER 1	18,882 841	26,049,375 75	29,555,268 61	REAL ESTATE
INVESCO ASIA RE PARTNERS II	3,116,136 000	2,332,534 39	3,116,136 00	REAL ESTATE
INVESCO CORE REAL ESTATE	155 910	20,998,643 72	24,823,583 00	REAL ESTATE
INVESCO REAL ESTATE FUND II	2,739,347 000	1,707,589 00	2,739,347 00	REAL ESTATE
MESA WEST REAL ESTATE INCOME	6,526,879 000	6,526,982 00	6,526,879 00	REAL ESTATE
PATRON CAPITAL FUND IV LP	4,039,518 000	3,693,085 60	4,388,128 40	REAL ESTATE
PRISA LP	15,179 036	15,074,613 42	20,355,110 63	REAL ESTATE
<b>TOTAL - PART II, LINE 13</b>		<b>358,229,292</b>	<b>447,504,048</b>	