

For calendar year 2015, or tax year beginning 09-01-2015 , and ending 08-31-2016

Name of foundation GEORGE REED MCNEILL ANIMAL WELFARE FUND		A Employer identification number 27-1045290	
Number and street (or P O box number if mail is not delivered to street address) 7000 WEST 127TH STREET		Room/suite	
City or town, state or province, country, and ZIP or foreign postal code PALOS HEIGHTS, IL 60463		B Telephone number (see instructions) (708) 275-2097	
G Check all that apply <div><input type="checkbox"/> Initial return</div> <div><input type="checkbox"/> Initial return of a former public charity</div> <div><input type="checkbox"/> Final return</div> <div><input type="checkbox"/> Amended return</div> <div><input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Name change</div>		C If exemption application is pending, check here <input type="checkbox"/> D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 7,104,183		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	

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)	Disbursements for charitable purposes (d) (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	85,991	82,154		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 _____				
	b Gross sales price for all assets on line 6a _____				
	7 Capital gain net income (from Part IV , line 2)		60,672		
	8 Net short-term capital gain			60,672	
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	30,023	30,023		
	12 Total. Add lines 1 through 11	116,014	172,849	60,672	
	13 Compensation of officers, directors, trustees, etc	40,000	19,356		20,000
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule).	36,250	17,541		18,125
	b Accounting fees (attach schedule).	7,755	3,753		3,877
	c Other professional fees (attach schedule)	30,414	29,435		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	6,450	1,516		1,575
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings.	638	309		319
	22 Printing and publications				
	23 Other expenses (attach schedule).	5,427	2,626		2,713
	24 Total operating and administrative expenses. Add lines 13 through 23	126,934	74,536		46,609
	25 Contributions, gifts, grants paid	141,703			141,703
	26 Total expenses and disbursements. Add lines 24 and 25	268,637	74,536		188,312
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-152,623			
	b Net investment income (if negative, enter -0-)		98,313		
	c Adjusted net income (if negative, enter -0-)			60,672	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	357,364	459,151	459,163
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions).			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	142,177	95,229	110,231
	b	Investments—corporate stock (attach schedule)	1,721,171	1,385,461	1,914,979
	c	Investments—corporate bonds (attach schedule)	1,103,509	1,238,670	1,237,470
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	3,338,983	3,374,181	3,382,340
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
Liabilities	15	Other assets (describe ▶ _____)			
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	6,663,204	6,552,692	7,104,183
	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule).			
	22	Other liabilities (describe ▶ _____)	22,966	4,405	
	23	Total liabilities (add lines 17 through 22)	22,966	4,405	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted	6,640,238	6,548,287	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)	6,640,238	6,548,287	
	31	Total liabilities and net assets/fund balances (see instructions)	6,663,204	6,552,692	

Part III Analysis of Changes in Net Assets or Fund Balances		
1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1 6,640,238
2	Enter amount from Part I, line 27a	2 -152,623
3	Other increases not included in line 2 (itemize) ▶ _____	3 60,672
4	Add lines 1, 2, and 3	4 6,548,287
5	Decreases not included in line 2 (itemize) ▶ _____	5
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6 6,548,287

Part IV

Capital Gains and Losses for Tax on Investment Income

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)	Date sold (d) (mo , day, yr)
1 a	SEE ATTACHED STATEMENT	D	2015-12-31	2015-12-31
b	SEE ATTACHED STATEMENT	P	2015-12-31	2015-12-31
c				
d				
e				

(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)
a 94,726	0	89,299	5,427
b 640,809	0	585,564	55,245
c			
d			
e			

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

(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h)) (l)
a 0	0	0	5,427
b 0	0	0	55,245
c			
d			
e			

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	60,672
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	60,672

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2014	575,406	7,403,446	0 077721
2013	260,634	7,637,567	0 034125
2012	441,796	7,607,387	0 058075
2011	302,068	7,451,770	0 040536
2010	135,773	6,433,453	0 021104

2 Total of line 1, column (d).	2	0 231561
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 046312
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.	4	6,938,202
5 Multiply line 4 by line 3.	5	321,322
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	983
7 Add lines 5 and 6.	7	322,305
8 Enter qualifying distributions from Part XII, line 4.	8	188,312

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 <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	1,966
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2.	3	1,966
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	1,966
6	Credits/Payments		
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	4,000
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.	7	4,000
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	2,034
11	Enter the amount of line 10 to be Credited to 2015 estimated tax <input type="checkbox"/> 2,034 Refunded <input type="checkbox"/>	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>	1b		No
c	Did the foundation file Form 1120-POL for this year?	1c		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		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <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"/> IL _____			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <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		No
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)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <u>N/A</u>	13	Yes	
14	The books are in care of ▶ <u>THOMAS F COURTNEY</u> Telephone no ▶ <u>(708) 448-4400</u> Located at ▶ <u>7000 W 127TH ST PALOS HEIGHTS IL</u> ZIP+4 ▶ <u>60463</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			
16	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 ▶	16	Yes	No

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? 1b			
	Organizations relying on a current notice regarding disaster assistance check here. ▶ <input type="checkbox"/>			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015? 1c			No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 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	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions). 2b			
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did it have excess business holdings in 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>). 3b			
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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?	4b		No

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)?

5b

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

☐

c

If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

☐ Yes

☐ No

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

6a

Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes

☒ No

b

Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

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?

7b

Part VIII

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

1

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

(a) Name and address	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
PAUL GALINSKI 18541 WEST POINT DR TINLEY PARK, IL 60477	PRESIDENT 15 00	40,000	0	0
THOMAS F COURTNEY SR 7000 W 127TH ST PALOS HEIGHTS, IL 60463	SEC/TREAS 2 00	0	0	0
SISTER ANNA DOYLE 12251 S 80TH AVE PALOS HEIGHTS, IL 60463	VICE PRESIDENT 1 00	0	0	0

2

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

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

Total

number of other employees paid over \$50,000.

0

Part VIII

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services. 0

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	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
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.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	6,677,395
b	Average of monthly cash balances.	1b	366,465
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	7,043,860
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	7,043,860
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	105,658
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	6,938,202
6	Minimum investment return. Enter 5% of line 5.	6	346,910

Part XI Distributable Amount(see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6.	1	346,910
2a	Tax on investment income for 2015 from Part VI, line 5.	2a	1,966
b	Income tax for 2015 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	1,966
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	344,944
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	344,944
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	344,944

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	1a	188,312
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	188,312
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	188,312

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				344,944
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.			13	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2015				
a From 2010.				
b From 2011.				
c From 2012.				17,461
d From 2013.				
e From 2014.				212,663
f Total of lines 3a through e.	230,124			
4 Qualifying distributions for 2015 from Part XII, line 4 ► \$ 188,312				
a Applied to 2014, but not more than line 2a				
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.				188,312
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))	156,632			
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	73,492			
b Prior years' undistributed income Subtract line 4b from line 2b.				
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				
e Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount—see instructions			13	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015.				156,632
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.	73,492			
10 Analysis of line 9				
a Excess from 2011. . . .				
b Excess from 2012. . . .				
c Excess from 2013. . . .				
d Excess from 2014. . . .				73,492
e Excess from 2015. . . .				

Part XIV

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[illegible]

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Part XV

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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

b

C

d

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>a Paid during the year</div> <div>See Additional Data Table</div>				
<div>Total</div>			<div>3a</div>	141,703
<div>b Approved for future payment</div>				
<div>Total</div>			<div>3b</div>	

Enter gross amounts unless otherwise indicated

[illegible]

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of				
(1) Cash.		1a(1)		No
(2) Other assets.		1a(2)		No
b Other transactions				
(1) Sales of assets to a noncharitable exempt organization.		1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.		1b(2)		No
(3) Rental of facilities, equipment, or other assets.		1b(3)		No
(4) Reimbursement arrangements.		1b(4)		No
(5) Loans or loan guarantees.		1b(5)		No
(6) Performance of services or membership or fundraising solicitations.		1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.		1c		No
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received				

[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

**Sign
Here**

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

* * * * *

2017-01-03

* * * * *

Signature of officer or trustee

Date _____

Title

May the IRS discuss this return with the preparer shown below

(see instr) ? ☐ Yes ☐ No

(see instr)? ☐ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name EDWARD R IPEMA	Preparer's Signature	Date 2017-01-13	Check if self-employed <input type="checkbox"/>	PTIN
Firm's name <input type="checkbox"/> IPEMA & ASSOCIATES PC			Firm's EIN <input type="checkbox"/>	
Firm's address <input type="checkbox"/> 9742 SOUTH ROBERTS ROAD PALOS HILLS, IL 60465			Phone no (708) 430-1711	

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)				
a Paid during the year				
ILLINOIS HORSE RESCUE OF WILL COUNTY 3751 W CHURCH ROAD BEECHER,IL 60401		501(C)(3) CORP	FOR ANIMALGENERAL SUPPORTWELFARE	50,000
ORPHANS OF THE STORM 2200 RIVERWOODS ROAD DEERFIELD,IL 60015		501(C)(3) CORP	FOR ANIMALGENERAL SUPPORTWELFARE	25,000
TAILS HUMANE SOCIETY 2250 BARBER GREEN ROAD DEKALB,IL 60115		501(C)(3) CORP	FOR ANIMALGENERAL SUPPORTWELFARE	50,000
HUMANE SOCIETY OF CALUMET AREA 421 45TH AVE MUNSTER,IN 46321		501(C)(3) CORP	INCOME PET OWNERSUPPORT FOR LOW	8,640
ANIMAL WELFARE LEAGUE 10305 SW HIGHWAY CHICAGO RIDGE,IL 604151470		501(C)(3) CORP	INCOME PET OWNERSUPPORT FOR LOW	8,063
Total ▶ 3a				141,703

TY 2015 Accounting Fees Schedule**Name:** GEORGE REED MCNEILL ANIMAL WELFARE FUND**EIN:** 27-1045290

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
IPEMA & ASSOCIATES PC ACCOUNTING & TAX RETURN PREP	7,755	3,753		3,877

TY 2015 Investments Corporate Bonds Schedule**Name:** GEORGE REED MCNEILL ANIMAL WELFARE FUND**EIN:** 27-1045290

Name of Bond	End of Year Book Value	End of Year Fair Market Value
SEE ATTACHED SCHEDULE	1,238,670	1,237,470

TY 2015 Investments Corporate Stock Schedule**Name:** GEORGE REED MCNEILL ANIMAL WELFARE FUND**EIN:** 27-1045290

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SEE ATTACHED SCHEDULE	1,385,461	1,914,979

TY 2015 Investments Government Obligations Schedule**Name:** GEORGE REED MCNEILL ANIMAL WELFARE FUND**EIN:** 27-1045290**US Government Securities - End of
Year Book Value:**

39,102

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

38,795

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

56,127

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

71,436

TY 2015 Investments - Other Schedule**Name:** GEORGE REED MCNEILL ANIMAL WELFARE FUND**EIN:** 27-1045290

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ANNUITY CONTRACTS-SCHEDULE ATTACHED		3,208,412	3,229,477
REAL ESTATE-SCHEDULE ATTACHED		110,965	110,905
COMMODITIES-SCHEDULE ATTACHED		54,804	41,958

TY 2015 Legal Fees Schedule**Name:** GEORGE REED MCNEILL ANIMAL WELFARE FUND**EIN:** 27-1045290

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
THOMAS F COURTNEY P C GENERAL LEGAL COUNSEL	36,250	17,541		18,125

TY 2015 Other Expenses Schedule**Name:** GEORGE REED MCNEILL ANIMAL WELFARE FUND**EIN:** 27-1045290

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INSURANCE	5,083	2,460		2,541
POSTAGE	158	76		79
BANK CHARGES	186	90		93

TY 2015 Other Income Schedule**Name:** GEORGE REED MCNEILL ANIMAL WELFARE FUND**EIN:** 27-1045290

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
ANNUITY INCOME	30,023	30,023	

TY 2015 Other Increases Schedule**Name:** GEORGE REED MCNEILL ANIMAL WELFARE FUND**EIN:** 27-1045290

Description	Amount
NET CAPITAL GAINS-PART IV LINE 2	60,672

TY 2015 Other Liabilities Schedule**Name:** GEORGE REED MCNEILL ANIMAL WELFARE FUND**EIN:** 27-1045290

Description	Beginning of Year - Book Value	End of Year - Book Value
DUE TO BROKERS	22,966	
PAYROLL LIABILITIES		4,405

TY 2015 Other Liabilities Schedule**Name:** GEORGE REED MCNEILL ANIMAL WELFARE FUND**EIN:** 27-1045290

Description	Beginning of Year - Book Value	End of Year - Book Value
DUE TO BROKERS	22,966	
PAYROLL LIABILITIES		4,405

TY 2015 Other Professional Fees Schedule**Name:** GEORGE REED MCNEILL ANIMAL WELFARE FUND**EIN:** 27-1045290

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
NORTHERN TRUST CO ASSET MANAGEMENT	30,414	29,435		

TY 2015 Taxes Schedule**Name:** GEORGE REED MCNEILL ANIMAL WELFARE FUND**EIN:** 27-1045290

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
STATE FILING FEES	10			10
PAYROLL TAXES	3,131	1,516		1,565
EXCISE TAX	3,309			

GEORGE REED MCNEIL ANIMAL WELFARE FUND

T.I.N. 27-1045290

FORM 990-PF FOR THE FISCAL PERIOD ENDED 08/31/2016

PART II BALANCE SHEETS, LINE 10b, INVESTMENTS - CORPORATE STOCK

Description	SHARES	Book Value	FAIR MARKET VALUE
ACTIVISION BLIZZARD INCORPORATED COMMON STOCK	625.000	\$ 14,418.75	\$ 25,856.25
ALPHABET INCORPORATED CAPITAL STOCK CLASS A	30.000	7,847.16	23,695.50
ALPHABET INCORPORATED CAPITAL STOCK CLASS B	50.000	20,060.86	38,352.50
AMAZON COMMON STOCK	50.000	26,512.05	38,458.00
AMERICAN TOWER CORPORATION	200.000	16,080.00	22,676.00
APPLE INCORPORATED COMMON STOCK	400.000	21,391.64	42,440.00
BAXTER INTERNATIONAL INCORPORATED COMMON STOCK	275.000	11,245.34	12,850.75
BIOMERIEUX INCORPORATED COMMON STOCK	75.000	21,352.00	22,922.25
C R BARD	90.000	9,126.02	19,875.60
CELGENE CORPORATION COMMON STOCK	125.000	13,091.25	13,342.50
CHEVRON CORPORATION COMMON STOCK	185.000	14,516.83	18,607.30
CITIGROUP INCORPORATED NEW COMMON STOCK	485.000	24,384.92	23,153.90
CVS CAREMARK CORPORATION COMMON STOCK	300.000	13,572.00	28,020.00
DANAHER CORPORATION COMMON STOCK	350.000	11,642.72	28,493.50
EATON CORPORATION COMMON STOCK	250.000	11,717.19	16,635.00
EOG RESOURCES INCORPORATED COMMON STOCK	175.000	11,366.25	15,485.75
EXPRESS SCRIPTS HOLDING COMPANY COMMON STOCK	300.000	16,292.37	21,810.00
EXXON MOBIL CORPORATION COMMON STOCK	6.000	461.50	522.84
EXXON MOBIL CORPORATION COMMON STOCK	269.000	19,814.54	23,440.66
FACEBOOK INCORPORATED CLASS A	175.000	15,253.25	22,071.00
FORTIVE CORPORATION COMMON STOCK	175.000	3,791.41	9,217.25
GENERAL ELECTRIC COMPANY COMMON STOCK	850.000	10,274.37	26,554.00
GILEAD SCIENCES INCORPORATED	160.000	12,003.20	12,540.80
HOME DEPOT INCORPORATED COMMON STOCK	275.000	12,427.70	36,883.00
INTERCONTINENTAL EXCHANGE INCORPORATED COMMON STOCK	100.000	12,810.00	28,202.00
JP MORGAN CHASE & COMPANY COMMON STOCK	625.000	15,653.59	42,187.50
MC DONALDS CORPORATION COMMON STOCK	200.000	17,518.00	23,132.00
MERCK & COMPANY INCORPORATED NEW COMMON STOCK	460.000	13,142.20	28,883.40
MFB NORTHERN FUNDS EMERGING MARKETS EQUITY INDEX FUND	10,867.760	112,587.42	109,329.66
MFB NORTHERN FUNDS SMALL CAP INDEX FUND	12,377.360	104,923.75	148,280.77
MFB NORTHERN INTERNATIONAL EQUITY INDEX FUND	31,728.330	331,180.36	346,473.36
MFB NORTHERN MID CAP INDEX FUND	8,822.540	107,524.03	157,482.33
MFC FLEXSHARES TR STOXX GLOBAL ROAD INFRASTRUCTURE INDEX FD	2,220.000	99,870.47	99,433.80
MONDELEZ INTERNATIONAL INCORPORATED COMMON STOCK	550.000	18,463.50	24,761.00
NIKE INCORPORATED CLASS B	400.000	8,779.25	23,056.00
NORFOLK SOUTHERN CORPORATION COMMON STOCK	185.000	12,597.14	17,371.50
NUCOR CORPORATION COMMON STOCK	185.000	8,416.65	8,974.35
ORACLE CORPORATION COMMON STOCK	500.000	13,853.30	20,610.00
PFIZER INCORPORATED COMMON STOCK	650.000	9,636.25	22,620.00
PHILIP MORRIS INTERNATIONAL COMMON STOCK	250.000	9,398.75	24,982.50
PROCTOR & GAMBLE COMMON STOCK	165.000	10,417.77	14,406.15
QUALCOMM INCORPORATED COMMON STOCK	350.000	17,758.85	22,074.50
RED HAT INCORPORATED COMMON STOCK	175.000	11,957.75	12,771.50
SALESFORCE INCORPORATED COMMON STOCK	300.000	19,923.00	23,826.00
SCHLUMBERGER LIMITED COMMON STOCK	79.000	10,326.80	13,035.00
SCHWAB CHARLES CORPORATION COMMON STOCK	450.000	11,866.50	14,157.00
SHIRE PLC ADR (SHPG)	40.000	7,677.00	7,487.20
STARBUCKS CORPORATION COMMON STOCK	475.000	2,259.81	26,709.25
US BANCORPORATION	450.000	14,896.62	19,867.50
VERIZON COMMUNICATIONS COMMON STOCK	255.000	9,269.25	13,344.15
WALT DISNEY COMPANY COMMON STOCK	250.000	5,156.25	23,615.00
WELLS FARGO & COMPANY NEW COMMON STOCK	675.000	12,791.25	34,290.00
ZIMMER BIOMET HOLDINGS INCORPORATED COMMON STOCK	140.000	16,162.59	18,145.40
ACCRUED DIVIDENDS			1,566.10
TOTALS		\$ 1,385,461.42	\$ 1,914,979.27

GEORGE REED MCNEIL ANIMAL WELFARE FUND**T.I.N. 27-1045290****FORM 990-PF FOR THE FISCAL PERIOD ENDED 08/31/2016****PART II BALANCE SHEETS, LINE 10c, INVESTMENTS - CORPORATE BONDS**

DESCRIPTION	SHARES	BOOK VALUE	MARKET MARKET VALUE
MFB NORTHERN FUNDS CORE BOND FUND	\$ 38,717.87	\$ 402,434.03	\$ 410,796.60
MFB NORTHERN FUNDS SHORT BOND FUND	21,254.31	404,133.41	402,769.17
MFB NORTHERN HIGH YIELD FIXED INCOME FUND	63,081.00	432,102.55	423,904.32
TOTALS		<u>\$ 1,238,669.99</u>	<u>\$ 1,237,470.09</u>

GEORGE REED MCNEIL ANIMAL WELFARE FUND
 T.I.N. 27-1045290
 FORM 990-PF FOR THE FISCAL PERIOD ENDED 08/31/2015
 PART II BALANCE SHEETS, LINE 13, INVESTMENTS - OTHER

SINGLE PREMIUM ANNUITY CONTRACTS	(b) Book Value	(c) Fair Market Value
AMERICAN GENERAL LIFE INSURANCE COMPANY	\$ 201,535.21	\$ 204,513.86
AMERICAN NATIONAL LIFE INSURANCE COMPANY	208,065.15	210,354.73
AMERICAN NATIONAL LIFE INSURANCE COMPANY	833,325.02	847,195.46
ALLIANZ LIFE INSURANCE COMPANY	490,509.51	474,774.96
ING RELIASTAR LIFE INSURANCE COMPANY	279,770.87	276,251.22
ING RELIASTAR LIFE INSURANCE COMPANY	278,500.15	272,284.75
FIDELITY & GUARANTY INSURANCE COMPANY	250,000.00	263,793.01
JACKSON NATIONAL LIFE	666,705.84	680,308.59
TOTAL	\$ 3,208,411.75	\$ 3,229,476.58

REAL ESTATE	SHARES	(b) Book Value	(c) Fair Market Value
MFO DFA DIMENSIONS GROUP INCORPORATED REAL ESTATE	2,986.14	\$ 110,965.00	\$ 110,905.24
TOTAL		\$ 110,965.00	\$ 110,905.24

COMMODITIES	SHARES	(b) Book Value	(c) Fair Market Value
MFC FLEXSHARES TR MORNINGSTAR GLOBAL INDEX FUND	10,680.37	\$ 54,803.64	\$ 41,958.00
TOTAL		\$ 54,803.64	\$ 41,958.00

TOTAL		\$ 3,374,180.39	\$ 3,382,339.82
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GEORGE REED MCNEIL ANIMAL WELFARE FUND

T.I.N. 27-1045290

FORM 990-PF FOR THE FISCAL PERIOD ENDED 08/31/2016

PART IV - CAPITAL GAINS AND LOSSES FROM PROPERTY ACQUIRED BY DONATION FOR TAX ON INVESTMENT INCOME

(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold	(e) Gross Sales Price	(f) Depreciation Allowed	(g) Cost or other basis Plus Expense of Sale Cost	(h) Gain or (loss)
PFIZER INCORPORATED COMMON STOCK	D	1/30/2009	10/21/2015	9,726.42		4,299.25	5,427.17
VAL VERDE CALIF UNI SCH CTFS PARN 4.5%	D	1/30/2009	2/1/2016	85,000.00		85,000.00	-
TOTAL				94,726.42		89,299.25	5,427.17

GEORGE REED MCNEIL ANIMAL WELFARE FUND

T.I.N. 27-1045290

FORM 990-PF FOR THE FISCAL PERIOD ENDED 08/31/2016

PART IV - CAPITAL GAINS AND LOSSES FROM PROPERTY ACQUIRED BY PURCHASE FOR TAX ON INVESTMENT INCOME

(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold	(e) Gross Sales Price	(f) Depreciation Allowed	(g) Cost or other basis Plus Expense of Sale Cost	(h) Gain or (loss)
PRECISION CASTPARTS CORP COMMON STOCK	P	9/27/2012	10/15/2015	5,777.54		4,035.75	1,741.79
PRECISION CASTPARTS CORP COMMON STOCK	P	11/22/2011	10/15/2015	1,155.51		783.40	372.11
DANAHER CORPORATION COMMON STOCK	P	10/11/2011	10/21/2015	6,701.12		3,907.31	3,393.81
HOME DEPOT INCORPORATED COMMON STOCK	P	9/8/2012	10/21/2015	1,231.87		454.50	777.37
PFIZER INCORPORATED COMMON STOCK	P	12/6/2012	10/21/2015	2,012.36		1,545.00	467.36
V F CORPORATION COMMON STOCK	P	12/22/2011	10/21/2015	4,361.32		1,905.15	2,456.17
V F CORPORATION COMMON STOCK	P	11/21/2011	10/21/2015	8,359.19		3,722.26	4,636.93
AMERICAN WATER WORKS COMPANY INCORPORATED	P	2/3/2012	11/4/2015	12,977.15		7,607.23	5,369.92
TERADATA CORPORATION DEL COMMON STOCK	P	3/17/2015	12/14/2015	7,416.69		11,655.90	(4,239.21)
APPLE INCORPORATED COMMON STOCK	P	10/24/2011	12/15/2015	11,201.79		5,769.29	5,432.50
MFC FLEXSHARES TR MORNINGSSTAR GLOBAL UPSTREAM NAT RES INDEX FUND	P	2/1/2003	12/17/2015	14,249.73		22,900.00	(8,650.27)
MFO DFA INVESTMENT DIMENSIONS GROUP-LONG TERM CAPITAL GAINS	P	VARIOUS	12/16/2015	2,028.07			2,028.07
MFB NORTHERN FUNDS CORE BOND FUND-SHORT TERM CAPITAL GAINS	P	VARIOUS	12/17/2015	2,503.56			2,503.56
MFB NORTHERN FUNDS CORE BD FUND-LONG TERM CAPITAL GAINS	P	VARIOUS	12/17/2015	64.47			64.47
MFB NORTHERN FUNDS SMALL CAP INDEX FUND-SHORT TERM CAPITAL GAINS	P	VARIOUS	12/17/2015	456.14			456.14
MFB NORTHERN FUNDS SMALL CAPITAL INDEX FUND-LONG TERM CAPITAL GAINS	P	VARIOUS	12/17/2015	6,449.81			6,449.81
MFB NORTHERN MID CAPINDEX FUND-SHORT TERM CAPITAL GAINS	P	VARIOUS	12/17/2015	434.29			434.29
MFB NORTHERN MID CAP INDEX FUND-LONG TERM CAPITAL GAINS	P	VARIOUS	12/17/2015	8,442.01			8,442.01
REORGANIZATION CASTPARTS CORPORATION CASH MERGER	P	VARIOUS	2/1/2016	10,575.00		7,050.60	3,524.40
MFO DFA INV DIMENSIONS GROUP INC US CORE EQUITY	P	12/15/2015	3/2/2016	1,976.14		2,028.07	(51.93)
MFO DFA INV DIMENSIONS GROUP INC US CORE EQUITY	P	7/13/2015	3/2/2016	45,335.28		49,999.00	(4,663.72)
MFO DFA INV DIMENSIONS GROUP INC US CORE EQUITY	P	8/3/2015	3/2/2016	22,641.55		24,727.00	(2,085.45)
MFO DFA INV DIMENSIONS GROUP INC US CORE EQUITY	P	5/27/2014	3/2/2016	91,776.76		93,588.07	(1,811.31)
AMAGEN INC COMMON STOCK	P	3/13/2012	5/6/2016	10,180.16		4,460.43	5,719.73
TWITTER INC COMMON STOCK	P	10/21/2015	5/26/2016	4,987.39		10,293.50	(5,306.11)
TWITTER INC COMMON STOCK	P	11/16/2015	5/26/2016	1,781.21		3,175.00	(1,393.79)
BAXALTA INC COMMON CASH AND STOCK MERGER WITH SHIRE PLC	P	VARIOUS	6/3/2016	12,772.86		9,126.66	3,646.20
MFB NORTHERN FUNDS EMERGING MARKETS EQUITY INDEX FUND	P	1/25/2012	6/13/2016	21,719.07		27,191.00	(5,471.93)
MFB NORTHERN FUNDS EMERGING MARKETS EQUITY INDEX FUND	P	10/24/2011	6/13/2016	11,686.24		14,074.58	(2,408.34)
MFB NORTHERN FUNDS EMERGING MARKETS EQUITY INDEX FUND	P	10/28/2011	6/13/2016	3,527.69		4,498.68	(970.99)
MFB NORTHERN HIGH YIELD FIXED INCOME FUND	P	12/19/2013	6/13/2016	6,312.66		7,242.10	(929.44)
MFB NORTHERN HIGH YIELD FIXED INCOME FUND	P	5/14/2015	6/13/2016	24,406.76		26,802.52	(2,395.76)
MFB NORTHERN HIGH YIELD FIXED INCOME FUND	P	12/19/2013	6/13/2016	658.58		755.56	(96.98)
MFB NORTHERN INTERNATIONAL EQUITY INDEX FUND	P	3/23/2015	6/13/2016	66,720.00		78,357.28	(11,637.28)
APPLE INCORPORATED COMMON STOCK	P	10/24/2011	6/13/2016	2,464.20		1,442.32	1,021.88
EXPRESS SCRIPTS HOLDING CORPORATION COMMON	P	11/19/2013	6/13/2016	1,136.82		974.39	162.43
EXPRESS SCRIPTS HOLDING CORPORATION COMMON	P	9/11/2012	6/13/2016	3,789.42		3,075.93	713.49
METLIFE INCORPORATED COMMON STOCK	P	3/5/2013	6/13/2016	16,027.14		13,758.75	2,268.39
METLIFE INCORPORATED COMMON STOCK	P	10/28/2013	6/13/2016	1,068.48		1,211.75	(143.27)
TWENTY-FIRST CENTRY FOX INCORPORATED CLASS A	P	5/27/2014	6/13/2016	18,752.09		22,886.50	(4,134.41)
EMC CORPORATION COMMON STOCK	P		6/21/2016	27,060.14		21,911.87	5,148.27
AMERICAN EXPRESS COMPANY COMMON STOCK	P	1/30/2009	6/28/2016	14,978.69		4,366.70	10,611.99
V.F. CORPORATION COMMON STOCK	P	10/5/2011	6/28/2016	11,681.93		6,250.00	5,431.93
MFB NORTHERN FUNDS GLOBAL REAL ESTATE INDEX FUND	P	10/12/2011	7/5/2016	7,117.34		4,999.92	2,117.42
MFB NORTHERN FUNDS GLOBAL REAL ESTATE INDEX FUND	P	2/3/2012	7/5/2016	14,745.37		11,693.95	3,051.42
MFB NORTHERN FUNDS GLOBAL REAL ESTATE INDEX FUND	P	12/22/2011	7/5/2016	4,599.68		3,271.15	1,328.53

GEORGE REED MCNEIL ANIMAL WELFARE FUND

T.J.N. 27-1045290

FORM 990-PF FOR THE FISCAL PERIOD ENDED 08/31/2016

PART IV - CAPITAL GAINS AND LOSSES FROM PROPERTY ACQUIRED BY PURCHASE FOR TAX ON INVESTMENT INCOME

(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold	(e) Gross Sales Price	(f) Depreciation Allowed	(g) Cost or other basis Plus Expense of Sale Cost	(h) Gain or (loss)
MFB NORTHERN FUNDS GLOBAL REAL ESTATE INDEX FUND	P	10/28/2011	7/5/2016	9,583.73		7,378.87	2,204.86
MFB NORTHERN FUNDS GLOBAL REAL ESTATE INDEX FUND	P	4/25/2012	7/5/2016	15,735.21		12,797.34	2,937.87
MFB NORTHERN FUNDS GLOBAL REAL ESTATE INDEX FUND	P	1/19/2012	7/5/2016	23,844.77		17,876.61	5,968.16
MFB NORTHERN FUNDS GLOBAL REAL ESTATE INDEX FUND	P	10/18/2011	7/5/2016	6,391.05		4,563.57	1,827.48
MFB NORTHERN FUNDS GLOBAL REAL ESTATE INDEX FUND	P	9/27/2011	7/5/2016	28,844.80		19,902.29	8,942.51
SHIRE PLC ADR (SHPG)	P	6/3/2016	7/13/2016	128.20		145.86	(17.66)
TOTAL				640,809.03		585,563.61	55,245.42