COLEMAN & WILLIAMS, LTD.
A Professional Services Firm

MARQUETTE UNIVERSITY
EMPLOYEES' RETIREMENT PLAN

FINANCIAL STATEMENTS AND SUPPLEMENTAL SCHEDULE
YEARS ENDED December 31, 2013 and 2012

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Table of Contents

*Note: Other schedules required by Section 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 as amended, have been omitted because they are not applicable.

COLEMAN & WILLIAMS, LTD.
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INDEPENDENT AUDITORS' REPORT

To the Participants and Administrator of the
Marquette University Employees' Retirement Plan:

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Marquette University Employees' Retirement Plan (the "Plan"), which comprise the statements of net assets available for benefits as of December 31, 2013 and 2012, and the related statements of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Plan management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting the audit in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the Basis for Disclaimer of Opinion paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 3, which was certified by TIAA-CREF, the "Trustee" of the Plan, except for comparing the information with the related information included in the financial statements and supplemental schedules. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions.

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The plan administrator has obtained a certification from the trustee as of and for the years ended December 31, 2013 and 2012, that the information provided to the plan administrator by the trustee is complete and accurate.

Disclaimer of Opinion

Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we have not been able to obtain sufficient, appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on these financial statements.

Other Matter

The supplemental schedules as listed in the accompanying table of contents, as of or for the year ended December 31, 2013 are required by the Department of Labor's (DOL) Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, as amended, and are presented for the purpose of additional analysis and are not a required part of the financial statements. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on these supplemental schedules.

Report on Form and Content in Compliance With DOL Rules and Regulations

The form and content of the information included in the financial statements and supplemental schedules, other than that derived from the information certified by the trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, as amended.

Coleman & Williams, Ltd.

Milwaukee, Wisconsin
July 18, 2014

MARQUETTE UNIVERSITY EMPLOYEE RETIREMENT PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

	December 31,	
	2013	2012
ASSETS		
Investments	$ 465,334,472	$ 409,030,507
Net assets available for benefits	$ 465,334,472	$ 409,030,507

See notes to financial statements

MARQUETTE UNIVERSITY EMPLOYEE RETIREMENT PLAN
STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

	Year Ended December 31,	
	2013	2012
ADDITIONS		
Additions to net assets attributed to:		
Investment income		
Net (depreciation)/appreciation in fair value of investments	$ 59,539,002	$ 37,616,859
Other investment income	5,833,916	2,947,629
Revenue Credit	485,532	0
Total investment income	65,858,450	40,564,488
Contributions:		
Employee	6,276,759	6,127,497
Employer	10,071,769	9,833,666
Rollovers	1,010,956	210,509
Total contributions	17,359,484	16,171,672
Total additions	83,217,934	56,736,160
DEDUCTIONS		
Deductions from net assets attributed to:		
Distributions and withdrawals	22,644,335	13,131,168
Annuity Settlement Option	2,448,378	1,868,291
Fees	1,821,256	2,139,099
Total deductions	26,913,969	17,138,558
PLAN TRANSFERS		
Net Transfer in	-	4,145
Total Plan Transfers	-	4,145
Net increase	56,303,965	39,601,747
Net assets available for benefits, beginning of year	409,030,507	369,428,760
Net assets available for benefits, end of year	$ 465,334,472	$ 409,030,507

See notes to financial statements

MARQUETTE UNIVERSITY
EMPLOYEES' RETIREMENT PLAN
FINANCIAL STATEMENTS AND SUPPLEMENTAL SCHEDULE
YEARS ENDED DECEMBER 31, 2013 AND 2012

NOTE 1 – DESCRIPTION OF THE PLAN

The following description of Marquette University Employees' Retirement Plan (the "Plan") provides only general information. Participants should refer to the Plan document provided to all participants for a more complete description of the Plan's provisions.

GENERAL

The Plan is a 403(b) retirement plan covering employees of Marquette University ("the University"). Employees who have completed at least two years of services and are age 21 and older are eligible to participate in the plan.

CONTRIBUTIONS

Employees are eligible to contribute to the plan on the first day of the month following their 2nd year anniversary from their date of hire. Employees who, in the immediate 2 years preceding their date of hire, work for an eligible non-profit and either research or education institution, may be eligible to waive out of part of or all of the 2 year waiting period. The specifics of this eligibility are determined by the Marquette University Benefits Department.

Participating employees may make voluntary before-tax contributions up to $17,500 as defined by the Plan. In addition, catch-up contributions are available to participants who are age 50 or older at the end of the plan year.

Employees electing to participate who make a minimum monthly contribution (on a pre-tax basis) of 5% are eligible for an additional 8% employer match.

INVESTMENT OPTIONS

Participants may direct the investment of their account balances in whole percentages to any of the defined investment options. Participants may change their investment options at any time.

MARQUETTE UNIVERSITY
EMPLOYEES' RETIREMENT PLAN
FINANCIAL STATEMENTS AND SUPPLEMENTAL SCHEDULE
YEARS ENDED DECEMBER 31, 2013 AND 2012

NOTE 1 – DESCRIPTION OF THE PLAN (CONTINUED)

PAYMENT OF BENEFITS

At retirement, death or termination, participants or their beneficiaries are entitled to receive partial distributions, installment payments, or lump sum benefits equal to their vested account balances.

VESTING

Participants have at all times, a fully vested and non-forfeitable interest in all before-tax, after-tax and employer matching contributions, and earnings thereon, and may withdraw the total of such amount in accordance with the provisions of the Plan.

FORFEITED ACCOUNTS

At December 31, 2013 and 2012 forfeited nonvested accounts totaled $0 and $0 respectively.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

BASIS OF ACCOUNTING

The financial statements of the Plan have been prepared on the accrual basis of accounting and in conformity with accounting principles generally accepted in the United States of America.

USE OF ESTIMATES

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and changes therein and disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

INCOME RECOGNITION

Interest income is recorded as earned on the accrual basis. Dividends are recorded on the ex-dividend date.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

INVESTMENT VALUATION

The Plan's investments are stated at fair value. Mutual funds are stated at fair value as determined by quoted market prices, which represents the net asset value of shares held by the plan at year end.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date.

Accounting principles generally accepted in the United States of America define fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Accounting principles generally accepted in the United States of America also establish a three-level fair value hierarchy that prioritizes information used in developing assumptions when pricing an asset or liability as follows:

Level 1: Observable inputs such as quoted prices in active markets;

Level 2: Inputs, other than quoted prices in active markets, that are observable either directly or indirectly; and

Level 3: Unobservable inputs where there is little or no market data, which requires the reporting entity to develop its own assumptions.

Accounting principles generally accepted in the United States of America require the use of observable market data, when available, in making fair value measurements. When inputs used to measure fair value fall within different levels of the hierarchy, the level within which the fair value measurement is categorized is based on the lowest level input that is significant to the fair value measurement.

Following is a description of the valuation methodologies used for assets measured at fair value:

Money Market Funds – Valued at the Net Asset Value (NAV) as of the close of business of the New York Stock Exchange (NYSE), normally 4:00 p.m. Eastern Standard Time.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

INVESTMENT VALUATION (CONTINUED)

Mutual Funds – Valued at the Net Asset Value (NAV) as of the close of business of the New York Stock Exchange (NYSE), normally 4:00 p.m. Eastern Standard Time.

Equity Funds and Fixed Income Funds – Primarily valued using market quotations or prices obtained from independent pricing sources that employ various pricing methods to value the investments including matrix pricing. Each Account determines its unit value each day.

Real Estate Funds - Value is principally derived from the market value of the underlying real estate holdings or other real estate-related investments. Real estate holdings are valued principally using external appraisals, which are estimates of property values based on a professional's opinion.

Guaranteed Investment Contract – Valued at fair value by discounting the related cash flows based on current yields of similar instruments with comparable durations considering the credit–worthiness of the issuer.

The methods described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

NET APPRECIATION/ (DEPRECIATION) IN FAIR VALUE OF INVESTMENTS

Net appreciation/ (depreciation) includes the Plan's gains and losses on investments bought and sold as well as held during the year. Net realized and unrealized appreciation/ (depreciation) is recorded in the accompanying statement of changes in net assets available for benefits as net appreciation/ (depreciation) in fair value of investments.

Brokerage fees are added to the acquisition costs of assets purchased and subtracted from the proceeds of assets sold.

MARQUETTE UNIVERSITY
EMPLOYEES' RETIREMENT PLAN
FINANCIAL STATEMENTS AND SUPPLEMENTAL SCHEDULE
YEARS ENDED DECEMBER 31, 2013 AND 2012

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

ADMINISTRATIVE EXPENSES

Certain expenses incurred in connection with the general administration of the Plan are paid by the Plan and are recorded in the accompanying statement of changes in net assets available for benefits as other expenses.

PAYMENT OF BENEFITS

Benefits are recorded when paid.

DATE OF MANAGEMENT'S REVIEW

Management has evaluated subsequent events through July 18, 2014 the date the financial statements were available to be issued.

NOTE 3 - INVESTMENTS

The Trustee of the Plan executed all investment transactions and certified the assets of the plan as of December 31, 2013 and 2012. All investment information disclosed in the accompanying financial statements and supplemental schedule, including investments held at December 31, 2013 and 2012, net appreciation/(depreciation) in fair value of investments, investment income and investment expenses for the years then ended, was obtained or derived from the information supplied to the Plan administrator and certified as complete and accurate by the Trustee.

Investments that represent 5% or more of the fair value of the Plan's net assets as of December 31, 2013 and 2012 are as follows:

	2013	2012
TIAA TRADITIONAL	$ 156,581,339	$ 153,476,111
CREF Stock	$ 136,035,479	$ 113,368,609

MARQUETTE UNIVERSITY
EMPLOYEES' RETIREMENT PLAN
FINANCIAL STATEMENTS AND SUPPLEMENTAL SCHEDULE
YEARS ENDED DECEMBER 31, 2013 AND 2012

NOTE 3 – INVESTMENTS (CONTINUED)

During 2013 and 2012, the Plan's investments (including gains and losses on investments bought and sold, as well as held during the year) appreciated/ (depreciated) in value by as follows:

	2013	2012
Money Market Funds	$ 32	$ 34
Real Estate Funds	1,361,710	1,194,867
Fixed Income Funds	(1,183,038)	1,377,806
Mutual Funds	6,740,760	1,901,609
Equity Funds	50,164,816	26,010,492
Guaranteed Investment Contract	6,492,931	6,154,693
	$ 63,577,211	$ 36,639,501

NOTE 4 – FAIR VALUE MEASUREMENTS

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2013 and 2012:

	Assets at Fair Value as of December 31, 2013			
	Level 1	*Level 2*	*Level 3*	*Total*
Money Market Funds	$ 8,287,982	$ -	$ -	$ 8,287,982
Real Estate Funds	16,193,232	-	-	16,193,232
Fixed Income Funds	22,677,058	-	-	22,677,058
Mutual Funds	42,690,599	-	-	42,690,599
Equity Funds	218,904,227	-	-	218,904,227
Guaranteed Investment Contract	-	-	156,581,374	156,581,374
Total assets at fair value	**$ 308,753,099**	**$ -**	**$ 156,581,374**	**$ 465,334,472**

	Assets at Fair Value as of December 31, 2012			
	Level 1	*Level 2*	*Level 3*	*Total*
Money Market Funds	$ 9,417,588	$ -	$ -	$ 9,417,588
Real Estate Funds	13,471,079	-	-	13,471,079
Fixed Income Funds	26,712,900	-	-	26,712,900
Mutual Funds	33,601,498	-	-	33,601,498
Equity Funds	172,351,331	-	-	172,351,331
Guaranteed Investment Contract	-	-	153,476,111	153,476,111
Total assets at fair value	**$ 255,544,396**	**$ -**	**$ 153,476,111**	**$ 409,030,507**

NOTE 4 – FAIR VALUE MEASUREMENTS (CONTINUED)

The following table sets forth a summary of changes in the fair value of the plan's level 3 assets for the year ended.

Level 3 Assets
Year Ended December 31, 2013

	Guaranteed Investment Contract
Balance, beginning of year	$ 153,476,111
Realized gains	2,465,221
Unrealized gains	2,386,352
Purchases, sales, issuances and settlements (net)	(1,746,310)
Balance, end of year	**$ 156,581,374**

Quantitative Information about Significant Unobservable Inputs Used In Level 3 Fair Value Measurements

The following table represents the Plan's level 3 financial instruments, the valuation techniques used to measure the fair value of those financial instruments, and the significant unobservable inputs and the range of values for those inputs.

Instrument	Fair Value	Principal Valuation Technique	Unobservable Inputs	Range of Significant Input Values
TIAA Traditional Non Benefit Responsive	$156,581,374	Discounted Cash Flow	Discount Rate Duration(Years)	3%-5% 10 Years

NOTE 5 – INVESTMENT CONTRACT WITH INSURANCE COMPANY

In 2002, the plan entered into a benefit–responsive investment contract with Teachers Insurance and Annuity Association of America (TIAA). The contract is included in the financial statements at contract value as reported to the Marquette University by TIAA. Contract value represents contributions made under the contract, plus earnings, less participant withdrawals and administrative expense.

Average Yields:	2013	2012
Based on actual earnings	4.2%	4.1%
Based on interest rates credited to participant	4.2%	4.1%

NOTE 6 – REVENUE CREDIT

During 2013 the Plan received a Revenue Credit from TIAA-CREF. The Revenue Credit represents the return of a portion of the fees that was above what was considered a 'reasonable' amount needed to cover plan administrative and record-keeping expenses. The credit was allocated to participants on a percentage basis based on the account balance in the Plan as of the date of the allocation, and applied proportionally across the investment options within each account.

NOTE 7– TAX STATUS

The Internal Revenue Service (IRS) is yet to establish a process for issuing determination and opinion letters for 403(b) plans. Therefore, the Plan Administrator is not required to request a determination. However, the Plan administrator believes the Plan, as amended effective January 1, 2009, is being operated in compliance with Internal Revenue Code (IRC) section 403(b).

NOTE 8 – PARTY-IN-INTEREST TRANSACTIONS

Certain plan investments are shares of funds managed by TIAA. TIAA is the trustee of the Plan as defined by the plan and therefore, these transactions qualify as party-in-interest transactions. These transactions are not considered prohibited transactions under 29 CFR 408(b) of the ERISA regulations. Fees paid by the Plan for fund management services amounted to $1,821,256 and $2,139,099 for the years ended December 31, 2013 and 2012 respectively.

MARQUETTE UNIVERSITY
EMPLOYEES' RETIREMENT PLAN
FINANCIAL STATEMENTS AND SUPPLEMENTAL SCHEDULE
YEARS ENDED DECEMBER 31, 2013 AND 2012

NOTE 9 – RISKS AND UNCERTAINTIES

The Plan invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term that such changes could materially affect participants' account balances and the amounts reported in the statement of net assets available for benefits.

NOTE 10 – INSTITUTIONAL CLASS SHARES

Effective *March 19, 2013*, the TIAA-CREF Retirement Share Class was replaced by a new, lower-cost TIAA-CREF Institutional Share Class. The investment strategies for the new share class are the same as the previous share class, but the expenses ratios are 25 basis points lower. Transfers and allocation changes were completed for all plan participants with allocations or balances in the impacted funds. The sale of the existing shares and the purchase of the new shares occurred simultaneously so the participants' balances remained 100% invested throughout the transition. No action was required by the participant.

NOTE 11 –RECONCILIATION OF FINANCIAL STATEMENTS TO FORM 5500

The following is a reconciliation of plan service and investment fees per the financial statements to Form 5500:

	2013	2012
Fees per the financial statements	$ 1,821,256	$ 2,139,099
Less: Fees allocated to net (depreciation)/appreciation	-	(2,138,968)
Fees per Form 5500	$ 1,821,256	$ 131

SUPPLEMENTAL SCHEDULE

COLEMAN & WILLIAMS, LTD.
A Professional Services Firm

MARQUETTE UNIVERSITY
SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
PLAN #001, EIN: 39-0806251
December 31, 2013

Identity of Issue, Borrower, Lessor or Similar Party	Description of Investment (Including Maturity Date, Rate of Interest, Par or Maturity Value		Market Value
*TIAA-CREF			
TIAA Traditional Benefit Responsive		Shares	$ 35
TIAA Traditional Non Benefit Responsive		Shares	156,581,339
TIAA Real Estate	54,181.21	Shares	16,193,232
CREF Stock	396,131.73	Shares	136,035,479
CREF Money Market	324,589.95	Shares	8,287,982
CREF Social Choice	58,706.83	Shares	10,682,542
CREF Bond Market	139,531.66	Shares	15,004,704
CREF Global Equities	130,988.54	Shares	17,453,280
CREF Growth	168,570.39	Shares	19,082,808
CREF Equity Index	93,114.38	Shares	13,411,934
CREF Inflation-Linked Bond	119,168.31	Shares	7,672,354
TIAA-CREF Lifecycle 2010-Inst	98,907.06	Shares	1,112,704
TIAA-CREF Lifecycle 2015-Inst	260,158.58	Shares	2,726,462
TIAA-CREF Lifecycle 2020-Inst	301,303.32	Shares	3,175,737
TIAA-CREF Lifecycle 2025-Inst	483,783.46	Shares	5,123,267
TIAA-CREF Lifecycle 2030-Inst	438,624.38	Shares	4,640,646
TIAA-CREF Lifecycle 2035-Inst	477,215.84	Shares	5,106,210
TIAA-CREF Lifecycle 2040-Inst	690,663.42	Shares	7,466,072
TIAA-CREF Lifecycle 2045-Inst	149,009.47	Shares	1,616,753
TIAA-CREF Lifecycle 2050-Inst	93,060.10	Shares	1,006,910
TIAA-CREF Lifecycle 2055-Inst	457.83	Shares	5,512
TIAA-CREF Lfcyle Inst Inc-Inst	2,528.15	Shares	27,784
TIAA-CREF Gr & Inc-Inst	289,532.37	Shares	3,468,598
TIAA-CREF Intl Eq-Inst	562,594.49	Shares	6,582,355
TIAA-CREF Lg-Cap Val-Inst	329,892.87	Shares	5,796,218
TIAA-CREF Mid-Cap Gr-Inst	129,522.92	Shares	2,997,160
TIAA-CREF Mid-Cap Val-Inst	207,933.47	Shares	4,736,724
TIAA-CREF Real Est Secs-Inst	104,161.04	Shares	1,279,098
TIAA-CREF Sm-Cap Eq-Inst	194,352.46	Shares	3,661,600
TIAA-CREF Social Ch Eq-Inst	129,034.54	Shares	1,997,455
TIAA-CREF S&P 500 Idx-Inst	116,239.96	Shares	2,401,518
Total investments			$ 465,334,472

* Party-in-interest

Note: Cost information is not required for participant-directed investments and is therefore, not included.