

SECURITIES AND EXCHANGE COMMISSION

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NORTHERN INSTITUTIONAL FUNDS

CIK: [710124](#) | IRS No.: **363209613** | State of Incorporation: **DE** | Fiscal Year End: **1130**
Type: **NSAR-B** | Act: **40** | File No.: [811-03605](#) | Film No.: **13551744**

Mailing Address
*NORTHERN TRUST
50 SOUTH LASALLE
CHICAGO IL 60603*

Business Address
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50 SOUTH LASALLE
CHICAGO IL 60603
312-557-7547*

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 SIGNATURE RANDAL REIN
 TITLE TREASURER

NORTHERN INSTITUTIONAL FUNDS

FORM N-SAR

File No. 811-03605

Fiscal Year Ended November 30, 2012

Exhibits

EX-99.77B: Accountant's report on internal control

Report of Independent Registered Public Accounting Firm

To the Shareholders and Board of Trustees of
Northern Institutional Funds

In planning and performing our audit of the financial statements of each of the portfolios comprising the Northern Institutional Funds listed in Exhibit A attached hereto (the "Funds") as of and for the year ended November 30, 2012, in accordance with the standards of the Public Company Accounting Oversight Board (United States), we considered the Funds' internal control over financial reporting, including controls over safeguarding securities, as a basis for designing our auditing procedures for the purpose of expressing our opinion on the financial statements and to comply with the requirements of Form N-SAR, but not for the purpose of expressing an opinion on the effectiveness of the Funds' internal control over financial reporting. Accordingly, we express no such opinion.

The management of the Funds is responsible for establishing and maintaining effective internal control over financial reporting. In fulfilling this responsibility, estimates and judgments by management are required to assess the expected benefits and related costs of controls. A fund's internal control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with U.S. generally accepted accounting principles. A fund's internal control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the fund; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with U.S. generally accepted accounting principles, and that receipts and expenditures of the fund are being made only in accordance with authorizations of management and trustees of the fund; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use or disposition of a fund's assets that could have a material effect on the financial statements.

Because of its inherent limitations, internal control over financial reporting may not prevent or detect misstatements. Also, projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

A deficiency in internal control over financial reporting exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent or detect misstatements on a timely basis. A material weakness is a deficiency, or a combination of deficiencies, in internal control over financial reporting, such that there is a reasonable possibility that a material misstatement of the fund's annual or interim financial statements will not be prevented or detected on a timely basis.

Our consideration of the Funds' internal control over financial reporting was for the limited purpose described in the first paragraph and would not necessarily disclose all deficiencies in internal control that might be material weaknesses under standards established by the Public Company Accounting Oversight Board (United States). However, we noted no deficiencies in the Funds' internal control over financial reporting and its operation, including controls over safeguarding securities, that we consider to be a material weakness as defined above as of November, 30, 2012.

This report is intended solely for the information and use of management and the Board of Trustees of the Funds and the Securities and Exchange Commission and is not intended to be and should not be used by anyone other than these specified parties.

/s/ Ernst & Young LLP

Chicago, Illinois

January 23, 2013

Exhibit A

Northern Institutional Money Market Portfolios

Diversified Assets Portfolio

Treasury Portfolio

Tax-Exempt Portfolio

U.S. Government Portfolio

U.S. Government Select Portfolio

Municipal Portfolio

Liquid Assets Portfolio

Prime Obligations Portfolio

Ex-99.77E: Legal Proceedings

In 2007, the Equity Index Portfolio was a shareholder of the Tribune Company (“Tribune”). In December of 2007, as a part of a leveraged buy-out transaction (the “LBO”), Tribune was converted from a public company to a privately-held company. On December 8, 2008, Tribune filed for bankruptcy in the U.S. Bankruptcy Court for the District of Delaware.

On December 7, 2010, Northern Institutional Funds was named as a defendant and a putative member of the proposed defendant class of shareholders named in an adversary proceeding brought by The Official Committee of Unsecured Creditors of Tribune Company (the “Committee”) in the U.S. Bankruptcy Court for the District of Delaware, in connection with Tribune Company’s Chapter 11 bankruptcy proceeding (In re Tribune Company). On June 2, 2011, a second suit was initiated by certain creditors of Tribune and named Northern Institutional Funds as a defendant in the Delaware Superior Court with respect to claims related to the Tribune LBO (Niese et al. v. A.G. Edwards, Inc. et al.), which was subsequently removed to federal court in the United States District Court, District of Delaware. The indenture trustees, on behalf of certain noteholders of Tribune, filed a third suit and named Northern Institutional Funds as a defendant on June 2, 2011 in the U.S. District Court for the Northern District of Illinois (Deutsche Bank Trust Co. et al. v. Ohlson Enterprises et al.).

Each of the above proceedings to which Northern Institutional Funds is a party attempts to “clawback” the proceeds paid out in connection with the LBO. The putative defendant class is comprised of beneficial owners of shares of Tribune Company who received proceeds of the LBO. Each of the above proceedings has now been consolidated into a Multi-District Litigation (“MDL”) proceeding, pending in the Southern District of New York. Except for certain administrative and organizational matters, the cases have generally been stayed pursuant to orders of the Court. On September 7, 2012, the Court in the MDL proceeding entered an order modifying the stay and establishing a schedule and process with respect to certain of the proceedings.

The value of the proceeds received by the Equity Index Portfolio in the LBO was approximately \$371,000. The Portfolio cannot predict the outcome of these proceedings. The complaints allege no misconduct by the Portfolio or any member of the putative defendant class, and the Portfolio intends to vigorously defend any lawsuit. The Portfolio is currently assessing the cases, but the value of the proceeds is not considered to be material to the Equity Index Portfolio’s net asset value.

Ex-99.77Q1(a): Copies of any material amendments to the registrant' s charter or by-laws

NORTHERN INSTITUTIONAL FUNDS

(a Delaware statutory trust)

**AMENDMENT NO. 20 TO THE AGREEMENT
AND DECLARATION OF TRUST**

This Amendment No. 20 (the "Amendment") to the Agreement and Declaration of Trust of Northern Institutional Funds (the "Trust") amends, effective November 16, 2012, the Agreement and Declaration of Trust of the Trust dated as of July 1, 1997, as amended (the "Declaration of Trust").

WHEREAS, under Article V, Section 2 of the Declaration of Trust, the Trustees have full power and authority, in their sole discretion and without obtaining shareholder approval, to abolish any one or more series or classes of shares; and

WHEREAS, each of the Bond Portfolio and the U.S. Government Securities Portfolio of the Trust has been liquidated as of October 26, 2012 pursuant to a Plan of Reorganization;

WHEREAS, the Intermediate Bond Portfolio of the Trust has been liquidated as of October 29, 2012 pursuant to a Plan of Reorganization;

WHEREAS, each of the Equity Index Portfolio, the International Equity Index Portfolio and the Small Company Index Portfolio of the Trust has been liquidated as of November 2, 2012 pursuant to a Plan of Reorganization;

WHEREAS, each of the Large Cap Equity Portfolio, the Large Cap Growth Portfolio and the International Equity Portfolio of the Trust has been liquidated as of November 9, 2012 pursuant to a Plan of Reorganization; and

WHEREAS, each of the Core Bond Portfolio, the Short Bond Portfolio and the U.S. Treasury Index Portfolio of the Trust has been liquidated as of November 16, 2012 pursuant to a Plan of Reorganization;

NOW, THEREFORE, the Declaration of Trust is hereby amended as follows:

1. The Bond Portfolio, the U.S. Government Securities Portfolio, the Intermediate Bond Portfolio, the Equity Index Portfolio, the International Equity Index Portfolio, the Small Company Index Portfolio, the Large Cap Equity Portfolio, the Large Cap Growth Portfolio, the International Equity Portfolio, the Core Bond Portfolio, the Short Bond Portfolio and the U.S. Treasury Index Portfolio of the Trust are abolished and terminated.

2. All references in the Declaration of Trust to the "Declaration" shall mean the Declaration of Trust as amended by this Amendment.

3. Except as specifically amended by this Amendment, the Declaration of Trust is hereby confirmed and remains in full force and effect.