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**Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation**

2009

Department of the Treasury
Internal Revenue Service

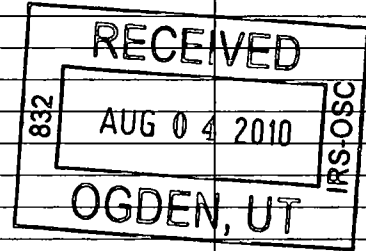
Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

For calendar year **2009**, or tax year beginning _____, and ending _____

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

Use the IRS label. Otherwise, print or type. See Specific Instructions	Name of foundation MCVAY FOUNDATION	A Employer identification number 36-3311833
	Number and street (or P O box number if mail is not delivered to street address) Room/suite 14820 HIGHWAY 7 200	B Telephone number (952) 545-8815
	City or town, state, and ZIP code MINNETONKA, MN 55345-3630	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"/>
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	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	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"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 9,038,226.	(Part I, column (d) must be on cash basis)	

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</small>	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received			N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	17,731.	17,731.		
4 Dividends and interest from securities	178,100.	178,100.		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	1,367.			
b Gross sales price for all assets on line 6a 2,203,475.				
7 Capital gain net income (from Part IV, line 2)		1,367.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss)				
11 Other income	12,824.	0.		STATEMENT 1
12 Total. Add lines 1 through 11	210,022.	197,198.		
13 Compensation of officers, directors, trustees, etc	0.	0.		0.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees				
b Accounting fees STMT 2	3,375.	0.		3,375.
c Other professional fees STMT 3	21,171.	21,171.		0.
17 Interest				
18 Taxes STMT 4	7,186.	4,881.		25.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses STMT 5	3,276.	3,276.		0.
24 Total operating and administrative expenses Add lines 13 through 23	35,008.	29,328.		3,400.
25 Contributions, gifts, grants paid	788,500.			788,500.
26 Total expenses and disbursements. Add lines 24 and 25	823,508.	29,328.		791,900.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	<613,486.>			
b Net investment income (if negative, enter -0-)		167,870.		
c Adjusted net income (if negative, enter -0-)			N/A	



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Part II Balance Sheets <small>Attached schedules and amounts in the description column should be for end-of-year amounts only</small>		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	460,700.	237,170.	237,170.	
	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				
	7 Other notes and loans receivable ▶ 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				
	b Investments - corporate stock STMT 7	7,379,659.	7,208,092.	8,442,981.	
	c Investments - corporate bonds STMT 8	453,903.	231,804.	242,433.	
	11 Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation ▶				
	12 Investments - mortgage loans				
	13 Investments - other STMT 9	111,948.	115,642.	115,642.	
14 Land, buildings, and equipment: basis ▶ Less accumulated depreciation ▶					
15 Other assets (describe ▶ _____)					
16 Total assets (to be completed by all filers)	8,406,210.	7,792,708.	9,038,226.		
Liabilities	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable				
	22 Other liabilities (describe ▶ _____)				
	23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds	0.	0.		
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
	29 Retained earnings, accumulated income, endowment, or other funds	8,406,210.	7,792,708.		
30 Total net assets or fund balances	8,406,210.	7,792,708.			
31 Total liabilities and net assets/fund balances	8,406,210.	7,792,708.			

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	8,406,210.
2 Enter amount from Part I, line 27a	2	<613,486.>
3 Other increases not included in line 2 (itemize) ▶ _____	3	0.
4 Add lines 1, 2, and 3	4	7,792,724.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 6	5	16.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	7,792,708.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SHORT TERM - SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
b LONG TERM - SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
c LITIGATION SETTLEMENTS	P	VARIOUS	VARIOUS
d CASH IN LIEU	P	VARIOUS	VARIOUS
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 939,205.		991,615.	<52,410.>
b 1,257,507.		1,210,493.	47,014.
c 6,704.			6,704.
d 59.			59.
e			

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	
a			<52,410.>
b			47,014.
c			6,704.
d			59.
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	1,367.
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). If (loss), enter -0- in Part I, line 8	3	N/A

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))
2008	591,280.	10,980,325.	.053849
2007	559,293.	13,065,188.	.042808
2006	562,281.	12,405,024.	.045327
2005	563,984.	11,370,542.	.049600
2004	550,105.	10,900,647.	.050465

2 Total of line 1, column (d)	2	.242049
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	.048410
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	8,034,177.
5 Multiply line 4 by line 3	5	388,935.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,679.
7 Add lines 5 and 6	7	390,614.
8 Enter qualifying distributions from Part XII, line 4	8	791,900.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	1,679.
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	1,679.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	1,679.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	2,280.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	2,500.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	4,780.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" 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	3,101.	
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax <input type="checkbox"/> 1,680. Refunded <input checked="" type="checkbox"/>	11	1,421.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? 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		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV		X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> MN		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation		X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>MARY MCVAY</u> Telephone no. ► <u>(952) 545-8815</u> Located at ► <u>10201 WAYZATA BLVD, #230, MINNETONKA, MN</u> ZIP+4 ► <u>55305</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15		N/A

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 page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/> N/A	1b	
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 2009? <input type="checkbox"/>	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years: _____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) <input type="checkbox"/> N/A	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. <input type="checkbox"/>		
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 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009) <input type="checkbox"/> N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/>	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009? <input type="checkbox"/>	4b	X

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 509(a)(1), (2), or (3), or section 4940(d)(2)? 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 N/A

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). N/A

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.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
M.D. MCVAY 2201 ISENGARD MINNETONKA, MN 55305	PRESIDENT 0.00	0.	0.	0.
DANITA GREENE 2711 DEAN PARKWAY MINNEAPOLIS, MN 55413	VICE-PRESIDENT/SECRETARY 0.00	0.	0.	0.
MARY MCVAY 2201 ISENGARD MINNETONKA, MN 55305	TREASURER 0.00	0.	0.	0.

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

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

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. 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 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

	Amount
1 N/A	
2	
3 All other program-related investments. See instructions.	
Total. Add lines 1 through 3 ▶	0.

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	7,536,197.
b	Average of monthly cash balances	1b	504,655.
c	Fair market value of all other assets	1c	115,673.
d	Total (add lines 1a, b, and c)	1d	8,156,525.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	8,156,525.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	122,348.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,034,177.
6	Minimum investment return. Enter 5% of line 5	6	401,709.

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	401,709.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	1,679.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,679.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	400,030.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	400,030.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	400,030.

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	791,900.
b	Program-related investments - total from Part IX-B	1b	0.
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	791,900.
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	5	1,679.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	790,221.

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 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				400,030.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004	11,645.			
b From 2005	5,270.			
c From 2006				
d From 2007				
e From 2008	46,754.			
f Total of lines 3a through e	63,669.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ \$ 791,900.				
a Applied to 2008, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				400,030.
e Remaining amount distributed out of corpus	391,870.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	455,539.			
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		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	11,645.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	443,894.			
10 Analysis of line 9:				
a Excess from 2005	5,270.			
b Excess from 2006				
c Excess from 2007				
d Excess from 2008	46,754.			
e Excess from 2009	391,870.			

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

N/A

- 1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling ▶
- b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see the 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).)
- SEE STATEMENT 10**
- 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 of the person to whom applications should be addressed:
- b The form in which applications should be submitted and information and materials they should include:
- c Any submission deadlines.
- d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<p>a <i>Paid during the year</i> SCHEDULES ATTACHED</p>		EXEMPT	TO PROVIDE FINANCIAL SUPPORT FOR PUBLIC CHARITY	788,500.
Total				▶ 3a 788,500.
<p>b <i>Approved for future payment</i> NONE</p>				
Total				▶ 3b 0.

FORM 990-PF	OTHER INCOME		STATEMENT	1
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	
2008 FEDERAL TAX REFUND	12,824.		0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	12,824.		0.	

FORM 990-PF	ACCOUNTING FEES		STATEMENT	2
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION	3,375.	0.		3,375.
TO FORM 990-PF, PG 1, LN 16B	3,375.	0.		3,375.

FORM 990-PF	OTHER PROFESSIONAL FEES		STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	21,171.	21,171.		0.
TO FORM 990-PF, PG 1, LN 16C	21,171.	21,171.		0.

FORM 990-PF	TAXES		STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX W/H FROM DIVIDEND	4,881.	4,881.		0.
STATE REGISTRATION FEE	25.	0.		25.
FEDERAL TAXES	2,280.	0.		0.
TO FORM 990-PF, PG 1, LN 18	7,186.	4,881.		25.

FORM 990-PF	OTHER EXPENSES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
PORTFOLIO DEDUCTIONS	3,276.	3,276.			0.
TO FORM 990-PF, PG 1, LN 23	3,276.	3,276.			0.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	6
DESCRIPTION			AMOUNT
LFE CAPITAL FUND K-1: NON-DEDUCTIBLE EXPENSES			16.
TOTAL TO FORM 990-PF, PART III, LINE 5			16.

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
SCHEDULE ATTACHED	7,208,092.	8,442,981.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	7,208,092.	8,442,981.	

FORM 990-PF	CORPORATE BONDS	STATEMENT	8
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
SCHEDULE ATTACHED	231,804.	242,433.	
TOTAL TO FORM 990-PF, PART II, LINE 10C	231,804.	242,433.	

FORM 990-PF		OTHER INVESTMENTS		STATEMENT	9
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE		
LFE CAPITAL	COST	115,642.	115,642.		
TOTAL TO FORM 990-PF, PART II, LINE 13		115,642.	115,642.		

FORM 990-PF	PART XV - LINE 1A	STATEMENT	10
	LIST OF FOUNDATION MANAGERS		

NAME OF MANAGER

M.D. MCVAY
 MARY MCVAY

10:27 AM
04/27/10
Accrual Basis

McVay Foundation
Account QuickReport
January through December 2009

<u>Date</u>	<u>Name</u>	<u>Amount</u>
Contributions		
Arts		
5/11/2009	Chicago League of Theaters	3,000.00
11/17/2009	Minnesota Orchestra	5,000.00
11/17/2009	Kanabec County Historical Museum	9,000.00
11/23/2009	Twin Cities Public Television	1,500.00
11/30/2009	Jungle Theatre	1,000.00
12/17/2009	Minnesota Opera	2,000.00
Total Arts		21,500.00
Church & School		
1/6/2009	Education for Coahoma	1,000.00
1/9/2009	Best Prep	2,500.00
1/20/2009	Central Asia Institute	500.00
1/23/2009	UCLA Dance Marathon	4,000.00
8/7/2009	Kansas State University	500,000.00
10/7/2009	The Principia	10,000.00
10/14/2009	Northwestern College	25,000.00
11/2/2009	H.A.U.M.C.	15,000.00
11/2/2009	Hope Academy	15,000.00
11/2/2009	Mora U.M.C.	6,000.00
11/2/2009	Cumberland College	5,000.00
11/9/2009	Kansas State University Foundation	10,000.00
11/9/2009	Sterling College	10,000.00
11/9/2009	Hamline University	10,000.00
11/9/2009	United Theological Seminary	10,000.00
11/17/2009	Minneapolis College of Art & Design	2,000.00
11/23/2009	Children's Bible Club	15,000.00
Total Church & School		641,000.00
People		
1/6/2009	Concord Coalition	1,000.00
1/20/2009	Kwanza Community Fellowship	25,000.00
5/5/2009	Minnesota Public Radio	1,000.00
5/5/2009	Cedars Camps	1,000.00
5/5/2009	AU/Disc. Bd. Foundation	1,000.00
5/5/2009	Institute for Global Entities	500.00
5/5/2009	Citizens Against Government Waste	300.00
6/4/2009	MN Special Olympics	500.00
6/10/2009	Kwanza Community Fellowship	25,000.00
8/10/2009	U. S. English, Inc.	500.00
8/25/2009	Library Foundation of Hennepin County	5,000.00
9/17/2009	MN Landscape Arboretum	1,000.00
11/2/2009	United Way	15,000.00
11/2/2009	Salvation Army	35,000.00
11/2/2009	Union Gospel Mission	4,000.00

10:27 AM
04/27/10
Accrual Basis

McVay Foundation
Account QuickReport
January through December 2009

<u>Date</u>	<u>Name</u>	<u>Amount</u>
11/9/2009	Second Harvest	5,000.00
11/9/2009	Emergency Food Shelves	5,000.00
11/9/2009	Mpls. Recreation Development, Inc.	2,500.00
11/12/2009	Courage Center	5,000.00
11/23/2009	Amicus	1,500.00
11/23/2009	Disabled American Veterans	200.00
11/30/2009	Leelanau Children's Center	2,500.00
11/30/2009	Youth Frontiers, Inc.	2,000.00
11/30/2009	UNICEF	2,000.00
11/30/2009	Women Venture	1,000.00
12/17/2009	East Metro Women's Council	1,000.00
Total People		<u>143,500.00</u>
Total Contributions		<u>806,000.00</u>

Adjustment for prior year uncashed checks

<17,500.00>

Total Contributions

788,500.00

**MCVAY FOUNDATION
2009 SHORT TERM CAPITAL GAINS**

STOCK	BROKER	DATE SOLD	SALES PRICE	BASIS	GAIN (LOSS)
Rohm & Haas Co	Dain	04/02/09	93,600 00	64,840 00	28,760 00
Adj Apache	JE		344 71		344 71
Adj Medtronic	JE			424 27	(424 27)
Adj Microsoft	JE		152.42		152 42
Adj Nike	JE		243 91		243 91
Adj Target	JE		175 78		175 78
Apache Corp	LH	1/5/2009	108,860 39	109,205 10	(344.71)
Medco Health Solutions	LH	1/5/2009	43,798 55	38,500 72	5,297 83
Research in Motion	LH	1/5/2009	23,398.67	74,584 26	(51,185 59)
Target Corp	LH	1/5/2009	66,689 62	66,865 40	(175 78)
Bank of America Corp	LH	1/6/2009	151 42	731 42	(580 00)
Exxon Mobil Corp	LH	1/6/2009	55,502 68	55,711 74	(209 06)
Microsoft	LH	1/6/2009	73,833 58	73,986 00	(152 42)
Nike Inc.	LH	1/6/2009	87,019 14	87,263 05	(243 91)
General Electric	LH	1/20/2009	3,565 02	8,113 40	(4,548 38)
AT&T Corp	LH	1/23/2009	6,663 26	10,513 65	(3,850 39)
Chevron Corp	LH	1/23/2009	15,627 11	16,508 68	(881 57)
Coca-Cola	LH	1/23/2009	608 44	745 50	(137 06)
Colgate Palmolive Co	LH	1/23/2009	8,586 86	9,104 82	(517 96)
Johnson & Johnson	LH	1/23/2009	5,845 06	6,296 66	(451 60)
Norfolk Southern Corp	LH	1/23/2009	29,560 25	53,702 69	(24,142 44)
Ominicom Group	LH	1/23/2009	1,165 59	2,269 65	(1,104 06)
Toyota Motor Corp-ADR	LH	1/23/2009	26,904 69	40,565 52	(13,660 83)
American Reprographics	LH	1/26/2009	527 96	1,731 51	(1,203 55)
Key Energy Services Inc	LH	1/26/2009	359 27	1,778 98	(1,419 71)
Textron Inc	LH	2/9/2009	6,006 78	12,209 48	(6,202 70)
Regal Entertainment	LH	2/11/2009	207 75	275 43	(67 68)
Regal Entertainment	LH	2/11/2009	2,804 30	3,640 09	(835 79)
United Stationers Inc	LH	2/19/2009	1,941 39	2,517 11	(575 72)
Ishares Barclays 1-3 Yr	LH	3/4/2009	5,043 44	5,071 50	(28 06)
Ishares Barclays 1-3 Yr	LH	3/5/2009	3,783 53	3,803 63	(20 10)
Wright Express Corp	LH	4/6/2009	183 85	328 97	(145 12)
Wright Express Corp	LH	4/7/2009	1,183 14	1,857 53	(674 39)
Taiwan Semiconductor Mfg	LH	4/8/2009	6,310 88	6,270 61	40 27
Dupont E I De Nemours & Co	LH	4/22/2009	26,942 75	22,752 37	4,190 38
Ishares Barclays 1-3 Yr	LH	4/27/2009	7,971 58	8,026 13	(54 55)
Microsoft	LH	4/29/2009	79,987 94	73,986 00	6,001 94
Dealertrack Hldgs Inc	LH	5/5/2009	573 21	760 28	(187 07)
Dealertrack Hldgs Inc	LH	5/5/2009	1,259 60	1,539 52	(279 92)
Oceaneering Intl Inc	LH	5/5/2009	7,584 14	3,833 64	3,750 50
Ishares Barclays 1-3 Yr	LH	5/28/2009	4,613 63	4,629 69	(16.06)
Analog Devices	LH	6/22/2009	1,642 02	1,317 32	324 70
Neustar Inc	LH	7/20/2009	9,860 92	10,116 48	(255 56)
Ishares Dow Jones Select	LH	8/17/2009	7,882 10	7,134 22	747 88
Ishares Barclays 1-3 Yr	LH	8/21/2009	6,194 08	6,222 96	(28 88)
Ishares Barclays 1-3 Yr	LH	8/24/2009	2,848 13	2,857 38	(9 25)
Ishares Barclays 1-3 Yr	LH	8/25/2009	4,355 67	4,367 61	(11 94)
Ishares Dow Jones Select	LH	9/23/2009	16,462 22	13,911 73	2,550 49
Union Pacific Corp	LH	9/23/2009	8,750 43	5,325 73	3,424 70
Valero Energy Corp	LH	9/23/2009	17,468 07	18,381 42	(913 35)
Ishares Barclays 1-3 Yr	LH	10/1/2009	1,678 26	1,679 88	(1 62)
Research in Motion	LH	10/13/2009	40,278 88	33,185 52	7,093 36
Ishares Barclays 1-3 Yr	LH	11/4/2009	5,042 57	5,037 82	4 75
Ishares Barclays 1-3 Yr	LH	12/7/2009	52 26		52 26
Ishares Barclays 1-3 Yr	LH	12/15/2009	7,106 69	7,131 93	(25 24)
			939,204.59	991,615.00	(52,410.41)

**MCVAY FOUNDATION
2009 LONG TERM CAPITAL GAINS**

STOCK	BROKER	DATE SOLD	SALES PRICE	BASIS	GAIN (LOSS)
Eaton Vance (AJE)	AGE	12/31/09	1,645 99		1,645 99
Phase Forward Inc	Dain	11/17/2009	27,035 93	15,839 84	11,196 09
Marriott Int'l Inc (AJE)				46 02	(46 02)
Adj Apache Corp (AJE)			108,860 39	30,463 57	78,396 82
Adj Exxon Mobile (AJE)			209 06		209 06
Adj Exxon Mobile (AJE)			55,502 68	5,781 65	49,721 03
Adj Medco Health Solutions			43,798 55	38,500 72	5,297 83
Adj Microsoft			73,833 58	8,751 40	65,082 18
Adj Nike Inc CL B			87,017 14	71,464 58	15,554 56
Adj Target Corp			66,689 62	10,162 23	56,527 39
American Express	LH	1/6/2009	22,589 80	62,699 50	(40,109 70)
Bank of America Corp	LH	1/6/2009	14,990 54	58,341 83	(43,351 29)
General Electric	LH	1/20/2009	21,899 42	50,234 14	(28,334 72)
Analog Devices	LH	1/23/2009	4,709 97	8,992 50	(4,282 53)
Chevron Corp	LH	1/23/2009	2,976 60	3,141 40	(164 80)
Colgate Palmolive Co	LH	1/23/2009	12,356 72	13,105 39	(748 67)
Johnson & Johnson	LH	1/23/2009	18,509 38	19,943 29	(1,433 91)
3M Company	LH	1/23/2009	11,396 51	16,117 14	(4,720 63)
American Reprographics	LH	1/26/2009	5,338 28	17,502 83	(12,164 55)
Harte-Hanks Communications	LH	1/26/2009	1,317 78	2,715 13	(1,397 35)
Key Energy Services Inc	LH	1/26/2009	2,634 69	12,446 48	(9,811 79)
American Reprographics	LH	1/27/2009	2,409 65	6,468 87	(4,059 22)
Harte-Hanks Communications	LH	1/27/2009	1,854 48	3,922 75	(2,068 27)
Key Energy Services Inc	LH	1/27/2009	1,636 75	8,095 89	(6,459 14)
Harte-Hanks Communications	LH	1/28/2009	1,490 47	3,144 43	(1,653 96)
Regal Entertainment Group	LH	2/11/2009	2,100 56	3,858 31	(1,757 75)
Regal Entertainment Group	LH	2/11/2009	10,549 50	7,375 06	3,174 44
United Stationers Inc	LH	2/19/2009	3,605 43	4,694 56	(1,089 13)
United Stationers Inc	LH	2/19/2009	3,264 77	4,108 45	(843 68)
United Stationers Inc	LH	2/20/2009	4,257 51	5,681 46	(1,423 95)
Johnson & Johnson	LH	3/16/2009	4,785 77	6,118 00	(1,332 23)
Mens Warehouse Inc	LH	3/16/2009	4,384 23	8,506 19	(4,121 96)
ISHARES MSCI EAFE	LH	4/3/2009	1,897 45	3,972 07	(2,074 62)
Wright Express Corp	LH	4/3/2009	888 24	1,625 42	(737 18)
Wright Express Corp	LH	4/3/2009	256 42	474 08	(217 66)
Wright Express Corp	LH	4/6/2009	2,499 82	4,588 91	(2,089 09)
Wright Express Corp	LH	4/6/2009	1,230 35	2,224 56	(994 21)
Middleby Corp	LH	4/7/2009	1,299 85	2,274 85	(975 00)
Middleby Corp	LH	4/7/2009	1,800 39	3,141 41	(1,341 02)
Wright Express Corp	LH	4/7/2009	4,194 80	6,555 02	(2,360 22)
Middleby Corp	LH	4/8/2009	991 79	1,755 90	(764 11)
Middleby Corp	LH	4/8/2009	4,730 66	8,364 22	(3,633 56)
Taiwan Semiconductor	LH	4/8/2009	3,706 39	3,730 02	(23 63)
HSBC HLDGS PLC	LH	4/9/2009	1 42		1 42
Analog Devices	LH	4/22/2009	4,277 19	7,194 00	(2,916 81)
Gentex Corp	LH	4/27/2009	1,972 53	3,060 87	(1,088 34)
Gentex Corp	LH	4/27/2009	4,181 44	6,297 08	(2,115 64)
Dealertrack Hldgs Inc	LH	5/5/2009	648 74	794 58	(145 84)
Dealertrack Hldgs Inc	LH	5/6/2009	1,866 86	2,161 52	(294 66)
Dealertrack Hldgs Inc	LH	5/6/2009	1,164 17	1,348 79	(184 62)
School Specialty Inc	LH	6/16/2009	2,615 23	3,907 83	(1,292 60)
School Specialty Inc	LH	6/16/2009	5,092 91	7,494 96	(2,402 05)
Ishares MSCI Japan	LH	6/17/2009	1,918 95	2,800 36	(881 41)
Ishares MSCI Japan	LH	6/17/2009	2,566 96	3,685 47	(1,118 51)
Ishares MSCI Japan	LH	6/18/2009	2,525 19	3,685 39	(1,160 20)
Ishares MSCI Japan	LH	6/18/2009	1,263 57	1,842 70	(579 13)
Ishares MSCI Japan	LH	6/19/2009	6,380 35	9,066 94	(2,686 59)
Analog Devices	LH	6/22/2009	19,367 04	26,569 70	(7,202 66)
Wright Express Corp	LH	7/20/2009	6,530 92	7,454 76	(923 84)
Gentex Corp	LH	7/27/2009	5,756 10	7,620 79	(1,864 69)
Ansys Inc	LH	8/11/2009	5,574 94	4,443 86	1,131 08
Ansys Inc.	LH	8/12/2009	1,302 79	929 42	373 37
Taiwan Semiconductor	LH	8/17/2009	1 05	1 01	0 04
Dealertrack Hldgs Inc	LH	8/26/2009	1,923 95	1,546 21	377 74
Dealertrack Hldgs Inc	LH	8/26/2009	2,346 65	1,866 36	480 29

**MCVAY FOUNDATION
2009 LONG TERM CAPITAL GAINS**

Gentex Corp	LH	9/1/2009	11,624 74	14,928 65	(3,303 91)
Mens Warehouse Inc	LH	9/1/2009	4,444 50	4,504 71	(60 21)
Wright Express Corp	LH	9/1/2009	5,213 78	4,385 98	827 80
Walmart Stores	LH	9/18/2009	25,773 28	9,432 14	16,341 14
Omincom Group	LH	9/23/2009	5,717 37	7,243 58	(1,526 21)
BE Aerospace	LH	10/1/2009	10,388 91	14,478 80	(4,089 89)
BE Aerospace	LH	10/1/2009	10,169 54	14,088 24	(3,918 70)
FPL Group	LH	10/13/2009	26,551 31	21,768 35	4,782 96
Ansys Inc	LH	10/15/2009	7,085 66	4,377 43	2,708 23
Mettler-Toledo Intl Inc	LH	11/4/2009	9,359 96	6,915 47	2,444 49
Ishares Barclays 1-3 Yr	LH	11/4/2009	53 62		53 62
FPL Group	LH	11/25/2009	35,412 64	30,475 69	4,936 95
Ishares Barclays 1-3 Yr	LH	12/7/2009	210 26		210 26
Mariner Energy Inc	LH	12/15/2009	2,343 69	3,894 25	(1,550 56)
Mariner Energy Inc	LH	12/15/2009	202 04	276 70	(74 66)
Mariner Energy Inc	LH	12/16/2009	2,130 54	3,006 85	(876 31)
Mariner Energy Inc	LH	12/17/2009	3,136 78	4,353 47	(1,216 69)
Mariner Energy Inc	LH	12/18/2009	5,512 64	6,287 11	(774 47)
Medtronic Inc	LH	12/18/2009	74,626 38	78,880 00	(4,253 62)
Qualcomm Inc, (AJE)	LH	12/31/2009	5,572 82		5,572 82
Eaton Vance	WWF	5/20/2009	25,065 29	31,207 37	(6,142 08)
Fairpoint Communications	WWF	12/3/2009	1 00	173 03	(172 03)
Goldman Sachs	WWF	5/15/2009	200,000 00	199,312 67	687 33
Motorola	WWF	12/3/2009	8,053 45	17,329 43	(9,275 98)
Otelco Inc	WWF	4/2/2009	9,753 93	19,289 63	(9,535 70)
Shering merger into Merck	WWF	11/5/2009	10,500 00	7,029 58	3,470 42
Sunamerica Focused Alpha Growth Fund	WWF	10/16/2009	31,064 88	40,952 13	(9,887 25)
Interest Income (AJE)	WWF	12/31/2009		687 33	(687 33)
Time Warner Spinoff (AJE)	WWF	12/31/2009		24 18	(24 18)
Fairpoint Communications (AJE)	WWF	12/31/2009	9 53		9 53
Sun America (AJE)	WWF	12/31/2009	750 00		750 00
Cr Dividend Inc (AJE)	WWF	12/31/2009	351 76		351 76
Dr. Pepper Snapple (AJE)	WWF	12/31/2009		13,936 09	(13,936 09)
General Journal (LFE k-1)	AJE	12/31/2009		552	-552 00
TOTAL LONG TERM CAPITAL GAINS			1,257,507 16	1,210,493 53	47,015 63

MCVAY FOUNDATION 2009 STOCKS

QUANTITY	NAME	BROKER	BOOK VALUE	MARKET VALUE
3000	3M Company	Wachovia	238,256.67	248,010.00
1000	Aflac	Wachovia	33,844.94	46,250.00
3000	Allianz Aktien	Wachovia	47,260.56	37,350.00
60	AOL Inc.	Wachovia	1,272.75	1,396.80
2000	AT&T Inc	Wachovia	52,118.02	56,060.00
3000	Autodesk Inc.	Wachovia	27,279.99	76,230.00
1180	AXA	Wachovia	39,493.12	27,942.40
2364	Bank of America Corp (Combined)	Wachovia	67,298.20	50,081.84
3000	Best Buy	Wachovia	38,420.37	118,380.00
6565	Blackrock Dividend Achievers TR	Wachovia	89,230.79	61,842.30
	Blackrock Enhanced Cap	Wachovia	24,400.31	31,918.50
	Briggs & Stratton	Wachovia	35,871.27	37,420.00
2000	Cadbury Schweppes	Wachovia	19,067.18	32,889.60
640	Chesapeake Energy Corp	Wachovia	36,395.09	25,880.00
1000	Cisco Systems	Wachovia	26,734.00	23,940.00
1000	Consol Energy Inc.	Wachovia	100,022.64	199,200.00
	Dell Computer	Wachovia	32,734.38	14,360.00
1000	Dr Pepper Snapple Group Inc	Wachovia	7,132.05	13,584.00
2000	EMC Corporation (MA)	Wachovia	22,335.96	34,940.00
2000	Exelon Corp	Wachovia	66,717.56	97,740.00
3000	Express Scripts Inc.	Wachovia	16,644.83	86,420.00
1000	Exxon Mobil Corp	Wachovia	89,872.98	68,190.00
37	Federal Nat'l Mtg Assoc.	Wachovia	199,939.50	8,635.00
7850	Fedex Corp	Wachovia	42,901.13	83,450.00
1000	Frontier Oil Corp	Wachovia	3,807.86	12,040.00
1000	General Electric	Wachovia	36,652.47	15,130.00
1000	Home Depot	Wachovia	68,573.62	57,860.00
2000	Hubbell Inc Class B	Wachovia	84,075.59	94,600.00
2000	ING Groep NV	Wachovia	50,000.00	33,960.00
2000	Iowa Telecommunications Service	Wachovia	16,307.04	16,760.00
1000	Johnson & Johnson	Wachovia	30,880.78	193,230.00
3000	JP Morgan Chase	Wachovia	37,719.85	41,670.00
1000	Koninklijke Philips	Wachovia	22,015.48	58,880.00
2000	MacQuare Infrastructure	Wachovia	31,983.77	12,280.00
1000	McDonalds Corp	Wachovia	58,026.07	62,440.00
1000	Medtronic Inc	Wachovia	55,514.42	87,960.00
576	Merck & Co Inc New	Wachovia	9,549.63	21,047.04
2000	Monsanto Company New	Wachovia	54,524.43	81,750.00
1000	Nestle SA	Wachovia	42,553.91	193,400.00
2000	Nicholas-Applegate Equity Fund	Wachovia	50,000.00	33,120.00
2000	Nicor Inc	Wachovia	42,190.13	42,100.00
1000	Nokia Corp	Wachovia	12,277.46	12,850.00
1000	Norfolk Southern Corp	Wachovia	29,545.54	52,420.00
1000	Nucor Corp	Wachovia	28,306.71	93,300.00
2000	Oneok Inc. New	Wachovia	34,631.17	44,570.00
1000	Patterson UTI Energy Inc.	Wachovia	63,825.69	61,400.00
4000	Penney JC Company Inc	Wachovia	64,365.96	26,610.00
1000	Pepsico	Wachovia	28,596.29	121,600.00
2000	Proctor & Gamble	Wachovia	59,003.52	121,260.00
2000	Public Storage Inc Cum Per	Wachovia	100,000.00	88,360.00
1000	Spectra Energy Corp	Wachovia	9,340.28	10,255.00
500	State Street Corp.	Wachovia	87,570.51	87,080.00
2500	Symantec Corp.	Wachovia	36,220.57	125,230.00
7000	Target Corp	Wachovia	87,471.77	96,740.00
2000	Tesoro Petroleum Corp.	Wachovia	7,859.94	13,550.00
1000	Thermo Fisher Scientific	Wachovia	49,250.64	47,690.00
1000	Time Warner	Wachovia	6,196.18	6,912.13
	Time Warner Inc. New	Wachovia	17,559.62	19,407.24
3000	Travelers	Wachovia	115,483.77	149,580.00

MCVAY FOUNDATION 2009 STOCKS

250	Tyco Electronics	Wachovia	13,405.08	6,137.50
250	Tyco International LTD	Wachovia	18,001.65	8,920.00
3000	Wal-Mart	Wachovia	59,343.85	160,350.00
1000	Walgreen Company	Wachovia	34,758.69	36,720.00
3000	Waste Management Inc.	Wachovia	34,135.32	33,810.00
3199	Wells Fargo & Co. New	Wachovia	152,090.84	86,341.01
1000	Wisconsin Energy Corp.	Wachovia	48,949.34	49,830.00
3000	Xcel Energy	Wachovia	17,347.14	63,660.00
1000	TOTAL WACHOVIA		3,265,156.87	4,164,920.36
3000	3M Company	Dain	38,526.80	42,988.40
400	Alcon Inc	Dain	62,739.30	65,740.00
845	Allstate Corp	Dain	50,999.21	25,383.80
890	American Express	Dain	51,513.20	36,062.80
1300	Amphenol Corp New	Dain	62,686.00	60,034.00
1200	Autoliv Inc	Dain	65,024.00	52,032.00
990	Bank of America Corp	Dain	51,885.90	14,909.40
1000	C H Robinson Worldwide	Dain	62,856.00	58,730.00
550	Caterpillar Inc	Dain	40,315.00	31,344.50
500	Devon Energy Corp	Dain	59,180.39	36,750.00
1170	Dow Chemical	Dain	51,066.50	32,327.10
5000	Emcore Corp	Dain	26,244.00	5,350.00
1100	Emerson Electric Co	Dain	62,653.00	46,860.00
470	Entergy Corp	Dain	43,450.56	38,464.80
550	Exxon Mobil Corp.	Dain	40,562.50	37,504.50
450	Fedex Corp	Dain	51,615.00	37,552.50
1300	Garmin Ltd	Dain	65,353.80	39,910.00
1440	Halliburton Co	Dain	55,843.20	43,329.60
2700	Hologic Inc	Dain	64,782.00	39,150.00
780	Johnson & Johnson	Dain	51,862.20	50,239.80
1295	Johnson Controls	Dain	39,349.23	35,275.80
1106	Marriott Intl Inc New*	Dain	52,448.28	30,138.50
600	McDonalds Corp	Dain	34,405.64	37,464.00
600	Nucor Corp	Dain	40,311.96	27,990.00
585	Pepsico	Dain	38,077.65	35,568.00
1100	Phase Forward Inc	Dain	10,889.89	16,874.00
610	Proctor & Gamble	Dain	39,546.30	36,984.30
1300	StatOilHydro ASA	Dain	65,632.00	42,347.00
1000	Terex Corp New	Dain	69,264.46	19,810.00
1500	Verisign Inc	Dain	27,333.50	36,360.00
	TOTAL DAIN		1,476,417.47	1,113,474.80
403	3M Company	Lowry Hill	29,769.68	33,316.01
1023	ABB LTD-ADR	Lowry Hill	13,823.07	19,539.30
455	Abbott Labs	Lowry Hill	20,952.66	24,565.45
3000	Accenture LTD	Lowry Hill	75,647.95	124,500.00
642	AFLAC Inc.	Lowry Hill	23,320.36	29,692.50
	Aftermarket Technology Corp. (ATC)	Lowry Hill	9,808.51	18,650.70
816	Alexander & Baldwin Inc	Lowry Hill	31,923.13	27,931.68
954	Allstate Corp.	Lowry Hill	26,927.74	28,658.16
555	Ansys Inc	Lowry Hill	13,973.00	24,120.30
1500	Apache Corp	Lowry Hill	109,205.10	154,755.00
1306	Arbitron Inc.	Lowry Hill	28,024.75	30,586.52
1131	AT&T Corp	Lowry Hill	43,095.21	31,701.93
832	Bank New York Mellon Corp.	Lowry Hill	14,186.43	23,271.04
419	BHP Biliton Ltd. ADR	Lowry Hill	4,984.51	32,087.02
585	BP BLP-ADR	Lowry Hill	25,769.79	33,912.45
1250	C H Robinson Worldwide	Lowry Hill	62,545.00	73,412.50
365	Chevron Corp	Lowry Hill	25,466.05	28,101.35
2350	Cisco Systems	Lowry Hill	66,266.24	56,259.00
666	Coca-Cola	Lowry Hill	31,693.53	37,962.00
340	Colgate Palmolive Co.	Lowry Hill	22,338.00	27,931.00
239	Core Laboratories	Lowry Hill	23,082.37	28,230.68

MCVAY FOUNDATION 2009 STOCKS

926	Dealertrack Hldgs Inc	Lowry Hill	15,325.95	17,399.54
485	Diago PLC	Lowry Hill	33,074.29	33,663.85
1001	Edison International	Lowry Hill	30,750.19	34,814.78
700	Exxon Mobil Corp. (55,711 74)	Lowry Hill	55,711.74	47,733.00
1044	Gamestop Corp New	Lowry Hill	25,337.60	22,905.36
202	Google	Lowry Hill	78,939.54	125,235.96
575	Graco Inc.	Lowry Hill	22,917.50	16,427.75
1720	Harte-Hanks Communications	Lowry Hill	23,089.58	18,541.60
320	HSBC HLDGS PLC	Lowry Hill	18,321.13	18,268.80
1530	Illinois Tool Works Inc.	Lowry Hill	85,183.84	73,424.70
170	Internation Business Machines	Lowry Hill	20,768.70	22,253.00
453	Johnson & Johnson	Lowry Hill	27,560.92	29,177.73
1252	Komatsu JPY	Lowry Hill	22,189.50	26,009.65
93	Markel Holdings	Lowry Hill	21,096.87	31,620.00
1020	Medco Health Solutions	Lowry Hill	43,374.28	65,188.20
500	Mednax Inc	Lowry Hill	21,291.00	30,055.00
786	Mens Warehouse Inc Com	Lowry Hill	16,829.91	16,553.16
243	Mettler-Toledo Intl Inc.	Lowry Hill	16,538.65	25,512.57
490	Middleby Corp	Lowry Hill	20,704.13	24,019.80
365	Morningstar Inc	Lowry Hill	10,841.54	17,644.10
1210	Mosaic Co.	Lowry Hill	55,331.61	72,273.30
1075	Nestle SA	Lowry Hill	25,523.32	51976.25
973	Neustar Inc.	Lowry Hill	19,571.88	22,417.92
995	Neutral Tandem Inc.	Lowry Hill	21,228.79	22,636.25
1750	Nike Inc. CL B	Lowry Hill	87,263.05	115,622.50
770	Nintendo	Lowry Hill	25,711.41	22,961.40
2730	Noble Drilling Corp	Lowry Hill	63,736.65	111,111.00
1034	Nokia Corp	Lowry Hill	14,544.29	13,286.90
378	Oceaneering Intl Inc.	Lowry Hill	8,402.01	22,120.56
710	Omnicom Group	Lowry Hill	29,619.27	27,796.50
1455	Orbital Sciences Corp.	Lowry Hill	20,967.34	22,203.30
745	Pharmaceutical Prod Dev Inc Com	Lowry Hill	13,843.14	17,462.80
1700	Qualcomm Inc *	Lowry Hill	32,130.00	78,642.00
985	Quest Diagnostics Inc.	Lowry Hill	61,120.04	59,474.30
653	Reckitt Benckiser ORD GBPO	Lowry Hill	11,764.34	35,388.90
2650	Republic Services Inc	Lowry Hill	85,723.00	75,021.50
576	Rofin Sinar Technologies	Lowry Hill	17,099.57	13,599.36
420	SAP Ag Adr	Lowry Hill	10,861.52	19,660.20
656	School Specialty Inc	Lowry Hill	13,530.57	15,350.40
4500	Schwab Charles Corp	Lowry Hill	80,562.15	84,690.00
1605	Scientific Games Corp-A	Lowry Hill	29,039.06	23,352.75
405	Stericycle Inc.	Lowry Hill	8,652.87	22,343.85
2433	Taiwan Semiconductor	Lowry Hill	18,534.48	27,833.52
2000	Target Corp	Lowry Hill	66,865.40	96,740.00
1619	TCF	Lowry Hill	21,808.27	22,050.78
418	Telefonica SA	Lowry Hill	19,276.23	34,911.36
3991	Tesco PLC 5P	Lowry Hill	14,375.89	27,584.01
1130	Thermo Fisher Scientific	Lowry Hill	47,236.03	53,889.70
503	Total SA ADR	Lowry Hill	21,505.04	32,212.12
224	Transocean LTD*	Lowry Hill	12,869.10	18,547.20
1031	UGI Corp New Com	Lowry Hill	22,958.63	24,939.89
464	Union Pacific	Lowry Hill	17,650.97	29,649.60
1900	United Technologies Corp	Lowry Hill	45,996.10	131,879.00
1085	VCA Antech Inc.	Lowry Hill	30,720.13	27,038.20
635	Wiley, John & Sons	Lowry Hill	20,481.48	26,593.80
646	Wright Express Corp	Lowry Hill	11,316.18	20,581.56
1217	Xcel Energy	Lowry Hill	22,291.36	25,824.74
1033	Zebra Technologies Corp	Lowry Hill	23,756.39	29,285.55
	TOTAL LOWRY HILL		2,466,517.50	3,164,586.11
	GRAND TOTAL		7,208,091.84	8,442,981.27

MCVAY FOUNDATION 2009 BONDS

QUANTITY	NAME	BROKER	BOOK VALUE	MARKET VALUE
4000	Wells Fargo Cap XI	WF-Wacovia	100,000.00	89,960.00
445	Ishares Barclays 1-3 Yr.	Lowry Hill	37,192.62	36,917.20
242	Ishares MSCI Brazil	Lowry Hill	16,693.91	18,055.62
275	Ishares MSCI EAFE	Lowry Hill	19,161.95	15,202.00
3074	Ishares MSCI Japan	Lowry Hill	32,223.39	29,940.76
1277	Vanguard Emerging Mkts.	Lowry Hill	26,531.72	52,357.00
			231,803.59	242,432.58

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Electronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit www.irs.gov/efile and click on e-file for *Chanties & Nonprofits*.

Type or print	Name of Exempt Organization MCVAY FOUNDATION	Employer identification number 36-3311833
File by the due date for filing your return. See instructions.	Number, street, and room or suite no. If a P.O. box, see instructions 14820 HIGHWAY 7, NO. 200	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions MINNETONKA, MN 55345-3630	

Check type of return to be filed (file a separate application for each return).

- | | | |
|---|--|------------------------------------|
| <input type="checkbox"/> Form 990 | <input type="checkbox"/> Form 990-T (corporation) | <input type="checkbox"/> Form 4720 |
| <input type="checkbox"/> Form 990-BL | <input type="checkbox"/> Form 990-T (sec 401(a) or 408(a) trust) | <input type="checkbox"/> Form 5227 |
| <input type="checkbox"/> Form 990-EZ | <input type="checkbox"/> Form 990-T (trust other than above) | <input type="checkbox"/> Form 6069 |
| <input checked="" type="checkbox"/> Form 990-PF | <input type="checkbox"/> Form 1041-A | <input type="checkbox"/> Form 8870 |

MARY MCVAY

- The books are in the care of ▶ **10201 WAYZATA BLVD, #230, - MINNETONKA, MN 55305**
Telephone No ▶ **(952) 545-8815** FAX No ▶ _____
- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension will cover

1 I request an automatic 3-month (6-months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2010**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ calendar year **2009** or
▶ tax year beginning _____, and ending _____

2 If this tax year is for less than 12 months, check reason: Initial return Final return Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	4,780.
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	2,280.
c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	2,500.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.