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

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

For calendar year 2011 or tax year beginning **2011**, and ending **20**

POSTMARKED MAY 3 2012

Name of foundation THE MCWETHY FOUNDATION		A Employer identification number 36-3912789
Number and street (or P O box number if mail is not delivered to street address) BANK OF AMERICA, NA 231 S LASALLE ST.		B Telephone number (see instructions) (312) 828-5548
City or town, state, and ZIP code CHICAGO, IL 60697		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply:	<input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change	<input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation		D 1 Foreign organizations, check here <input type="checkbox"/>
<input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust		2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 5,809,186.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
<input type="checkbox"/> Other (specify) _____		
(Part I, column (d) must be on cash basis.)		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)

	(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 (attach schedule)				
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	140,800.	139,582.		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	282,692.			
b Gross sales price for all assets on line 6a	3,824,005.			
7 Capital gain net income (from Part IV, line 2)		282,692.		
8 Net short-term capital gain				
9 Income modifications				
10 a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)	56.			STMT 1
12 Total. Add lines 1 through 11	423,548.	422,274.		
13 Compensation of officers, directors, trustees, etc.				
14 Other employee salaries and wages		NONE	NONE	
15 Pension plans, employee benefits		NONE	NONE	
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule)	49,115.	33,304.		15,811.
17 Interest				
18 Taxes (attach schedule) (see instructions)	16,629.	2,620.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings		NONE	NONE	
22 Printing and publications		NONE	NONE	
23 Other expenses (attach schedule)	2,548.	338.		2,210.
24 Total operating and administrative expenses. Add lines 13 through 23	68,292.	36,262.	NONE	18,021.
25 Contributions, gifts, grants paid	255,000.			255,000.
26 Total expenses and disbursements. Add lines 24 and 25	323,292.	36,262.	NONE	273,021.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	100,256.			
b Net investment income (if negative, enter -0-)		386,012.		
c Adjusted net income (if negative, enter -0-)				

REVENUE

Operating and Administrative Expenses

14 7/8

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	NONE	NONE	
	2 Savings and temporary cash investments	232,659.	218,568.	218,568.
	3 Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ * Less: allowance for doubtful accounts ▶	NONE	* NONE	NONE
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S and state government obligations (attach schedule)	NONE	NONE	NONE
	b Investments - corporate stock (attach schedule)	4,754,299.	4,868,621.	5,590,618.
	c Investments - corporate bonds (attach schedule)	NONE	NONE	NONE
	11 Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶	NONE	NONE	
	12 Investments - mortgage loans	NONE	NONE	
	13 Investments - other (attach schedule)	NONE	NONE	NONE
	14 Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
15 Other assets (describe ▶)	NONE	NONE	NONE	
16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	4,986,958.	5,087,189.	5,809,186.	
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 (attach schedule)			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)				
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	4,986,958.	5,087,189.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	NONE	NONE	
30 Total net assets or fund balances (see instructions)	4,986,958.	5,087,189.		
31 Total liabilities and net assets/fund balances (see instructions)	4,986,958.	5,087,189.		

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	4,986,958.
2 Enter amount from Part I, line 27a	2	100,256.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	5,087,214.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 5	5	25.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	5,087,189.

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 PUBLICLY TRADED SECURITIES						
b						
c						
d						
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 3,814,359.		3,541,313.	273,046.			
b						
c						
d						
e						
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69						
(i) FM.V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col (h) gain minus col. (k), but not less than -0-) or Losses (from col (h))			
a			273,046.			
b						
c						
d						
e						
2 Capital gain net income or (net capital loss)				2	282,692.	
{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }						
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6).				3		
If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8						

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 the 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))
2010	248,817.	5,587,612.	0.04453011412
2009	306,865.	4,948,536.	0.06201126960
2008	347,604.	6,228,942.	0.05580466153
2007	312,851.	7,380,478.	0.04238898890
2006	321,462.	6,784,916.	0.04737892112
2 Total of line 1, column (d)			2 0.25211395527
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.05042279105
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			4 6,075,742.
5 Multiply line 4 by line 3			5 306,356.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 3,860.
7 Add lines 5 and 6			7 310,216.
8 Enter qualifying distributions from Part XII, line 4			8 273,021.

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)

Table with 11 rows for excise tax calculations. Includes sub-rows 6a-6d for credits and payments. Total tax due is 2,399. Refunded.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Columns include question number, Yes, and No. Includes questions about political activities, unrelated business income, and substantial contributors.

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 make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) 12 X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? 13 X
Website address N/A
14 The books are in care of Bank of America, N.A. Telephone no (312) 828-5548
Located at 231 SOUTH LASALLE ST., CHICAGO, IL ZIP + 4 60697
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here 15
16 At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? 16 Yes No X
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country

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.

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? Yes X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? X Yes No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? X Yes 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)? Yes X 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). Yes X No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? 1b X
Organizations relying on a current notice regarding disaster assistance check here
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 2011? 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 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? Yes X 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.) 2b X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes X No
b If "Yes," did it have excess business holdings in 2011 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 2011.) 3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 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 2011? 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))?
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?
(3) Provide a grant to an individual for travel, study, or other similar purposes?
(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)? (see instructions)
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?
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)?
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?
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?
6b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?
7b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).
(a) Name and address (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
SEE STATEMENT 6 -0- -0- -0-
2 Compensation of five highest-paid employees (other than those included on line 1 - see instructions). If none, enter "NONE."
(a) Name and address of each employee paid more than \$50,000 (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 NONE NONE NONE NONE
Total number of other employees paid over \$50,000 NONE

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		NONE
Total number of others receiving over \$50,000 for professional services		NONE

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 NOT APPLICABLE	
2 THE SOLE CHARITABLE ACTIVITY OF THIS ORGANIZATION IS THE MAKING OF CONTRIBUTIONS AND GRANTS TO QUALIFIED CHARITABLE ORGANIZATIONS. NO DIRECT CHARITABLE ACTIVITIES ARE CONDUCTED	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NOT APPLICABLE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	5,903,693.
b	Average of monthly cash balances	1b	264,573.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	6,168,266.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	6,168,266.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	92,524.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,075,742.
6	Minimum investment return. Enter 5% of line 5	6	303,787.

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	303,787.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	7,720.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	7,720.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	296,067.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	296,067.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	296,067.

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	273,021.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	273,021.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	273,021.

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 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				296,067.
2 Undistributed income, if any, as of the end of 2011:				
a Enter amount for 2010 only			254,778.	
b Total for prior years: 20 09, 20 , 20		NONE		
3 Excess distributions carryover, if any, to 2011:				
a From 2006		NONE		
b From 2007		NONE		
c From 2008		NONE		
d From 2009		NONE		
e From 2010		NONE		
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2011 from Part XII, line 4: ► \$ 273,021.				
a Applied to 2010, but not more than line 2a			254,778.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2011 distributable amount				18,243.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2010 Subtract line 4a from line 2a. Taxable amount - see instructions				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				277,824.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9:				
a Excess from 2007		NONE		
b Excess from 2008		NONE		
c Excess from 2009		NONE		
d Excess from 2010		NONE		
e Excess from 2011		NONE		

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

NOT APPLICABLE

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 2011, 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)

Table with 5 main rows (2a-e) and 5 columns (a-e). Row 2a: Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed. Row 2b: 85% of line 2a. Row 2c: Qualifying distributions from Part XII, line 4 for each year listed. Row 2d: Amounts included in line 2c not used directly for active conduct of exempt activities. Row 2e: Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c. Row 3: Complete 3a, b, or c for the alternative test relied upon. Row 3a: "Assets" alternative test - enter (1) Value of all assets, (2) Value of assets qualifying under section 4942(j)(3)(B)(i). Row 3b: "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. Row 3c: "Support" alternative test - enter (1) Total support other than gross investment income, (2) Support from general public and 5 or more exempt organizations, (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 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).)

JAMES B MCWETHY

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.

SEE ATTACHED DETAIL

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: SEE STATEMENT 7

b The form in which applications should be submitted and information and materials they should include: SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines: SEE ATTACHED STATEMENT FOR LINE 2

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors: SEE ATTACHED STATEMENT FOR LINE 2

Part XV Supplementary Information (continued)

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

Recipient	if recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<p>a Paid during the year</p> <p>SEE STATEMENT 16</p>				
<p>Total</p>			▶ 3a	255,000.
<p>b Approved for future payment</p>				
<p>Total</p>			▶ 3b	

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code... a Transfers from the reporting foundation to a noncharitable exempt organization of: (1) Cash, (2) Other assets, b Other transactions: (1) Sales of assets to a noncharitable exempt organization, (2) Purchases of assets from a noncharitable exempt organization, (3) Rental of facilities, equipment, or other assets, (4) Reimbursement arrangements, (5) Loans or loan guarantees, (6) Performance of services or membership or fundraising solicitations, c Sharing of facilities, equipment, mailing lists, other assets, or paid employees, d If the answer to any of the above is "Yes," complete the following schedule.

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements.

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes No

b If "Yes," complete the following schedule.

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship.

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

Paid Preparer Use Only Print/Type preparer's name, Preparer's signature, Date, Check if self-employed, PTIN, Firm's name, Firm's address, Firm's EIN, Phone no.

: :

FORM 990PF, PART I - OTHER INCOME
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
FOREIGN TAX REFUNDS	56.

TOTALS	56.
	=====

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
BANK OF AMERICA/ADVISORY FEES	49,115.	33,304.	15,811.
TOTALS	49,115.	33,304.	15,811.

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	1,462.	1,462.
EXCISE TAX PAID	3,890.	
ESTIMATED TAX PAID	10,119.	
FOREIGN TAX ON QUAL. DIV.	819.	819.
FOREIGN TAX ON NON-QUAL. DIV.	339.	339.
	-----	-----
TOTALS	16,629.	2,620.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
STATE FILING FEES	25.		25.
FOREIGN DIVIDEND DEPOSIT FEES	303.	303.	
FOREIGN TAX APPLICATION FEE	35.	35.	
B OF A TAX PREP FEES	2,185.		2,185.
TOTALS	2,548.	338.	2,210.

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION

AMOUNT

ADJ FOR MUTUAL FD RECEIPTS/ROUNDING

25.

TOTAL

25.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

OFFICER NAME:

James B McWethy

ADDRESS:

8701 Washington St.
Downers Grove, IL 60516

TITLE:

Director

OFFICER NAME:

Susan McWethy

ADDRESS:

8701 Washington St.
Downers Grove, IL 60516

TITLE:

Director

OFFICER NAME:

Thomas H Snyder, c/o Wildman, Harro

ADDRESS:

225 W. Wacker Dr.
Chicago, IL 60606

TITLE:

Director

OFFICER NAME:

Karen A Hagnell

ADDRESS:

20 S Clark Street, Suite 1620
Chicago, IL 60603

TITLE:

Asst. Secretary

RECIPIENT NAME:

THE MCWETHY FOUNDATION

ADDRESS:

C/O BANK OF AMERICA, N.A., 231 S. LASALLE ST.
CHICAGO, IL 60697

RECIPIENT'S PHONE NUMBER: 312-828-2055

FORM, INFORMATION AND MATERIALS:

NO FORMAL APPLICATION REQUIRED

SUBMISSION DEADLINES:

NONE

RESTRICTIONS OR LIMITATIONS ON AWARDS:

NONE

=====

RECIPIENT NAME:
Alzheimer Association
ADDRESS:
225 N MICHIGAN AVE,
Chicago, IL 60601
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
American Heart Association
Association
ADDRESS:
208 SOUTH LASALLE ST.
Chicago, IL 60604
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
Augustana College
Education Dept.
ADDRESS:
639 38TH ST.
Rock Island, IL 61201
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 2,000.

=====

RECIPIENT NAME:

CATO Institute

ADDRESS:

1000 MASSACHUSETTS AVE., NW
Washington, DC 20002

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

Children's Brittle Bone

ADDRESS:

7701 95TH ST.
Pleasant Prarie, WI 53158

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 11,500.

RECIPIENT NAME:

Children's Memorial
Hospital

ADDRESS:

2300 CHILDREN'S PLAZA
Chicago, IL 60614

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 2,000.

=====

RECIPIENT NAME:

Cornell College

ADDRESS:

600 FIRST ST., SW
West Mount Vernon, IA 52314

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 90,000.

RECIPIENT NAME:

Disabled American
Veterans

ADDRESS:

536 N. CLARK ST.
Chicago, IL 60610

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

DuPage Community
Foundation

ADDRESS:

P.O. BOX 467
Wheaton, IL 60189

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 2,500.

=====

RECIPIENT NAME:

DuPage Easter Seals

ADDRESS:

830 S. ADDISON ST.
Villa Park, IL 60181

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

Heartland Institute

ADDRESS:

19 S LASALLE ST., SUITE 903
Chicago, IL 60603

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 20,000.

RECIPIENT NAME:

Les Turner/ALS

ADDRESS:

8142 N. LAWNSDALE AVE.
Skokie, IL 60076

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 1,000.

=====

RECIPIENT NAME:

Make A Wish Foundation

ADDRESS:

640 N. LASALLE ST.

Chicago, IL 60610

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

Media Research Center

ADDRESS:

325 S. PATRICK ST.

Alexandria, VA 22314

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 25,000.

RECIPIENT NAME:

The Morton Arboretum

ADDRESS:

ROUTE 53

Lisle, IL 60532

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 2,500.

=====

RECIPIENT NAME:

Suny-Cobleskill/Plant Science

ADDRESS:

STATE ROUTE 7

Cobleskill, NY 12043-1701

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

University of Chicago

ADDRESS:

5807 S. WOODLAWN,

Chicago, IL 60637

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

The Smile Train

ADDRESS:

PO BOX 96231

Washington, DC 20090

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 2,000.

=====

RECIPIENT NAME:

Center for Competitive Politics

ADDRESS:

124 S WEST STREET
Alexandria, VA 22314

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

Foundation for Teaching

ADDRESS:

260 RUSSELL BLVD SUITE B
Davis, CA 95616

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:

The Heritage Foundation

ADDRESS:

214 MASSACHUSETTS AVENUE
Washington, DC 20002-4999

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 20,000.

=====

RECIPIENT NAME:

Teach for America

ADDRESS:

300 WEST ADAMS STREET-SUITE 1000
Chicago, IL 60606

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

Fund for American Studies

ADDRESS:

1706 NEW HAMPSHIRE AVE NW
Washington, DC 20009

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

Illinois Policy Institute

ADDRESS:

190S. LASALLE ST STE 1630
Chicago, IL 60603

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 10,000.

=====

RECIPIENT NAME:

Leukekmia & Lymphoma Soci

ADDRESS:

6651 WASHINGTON BLVD STE 400
Chicago, IL 60661

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

Freedomworks

ADDRESS:

400 NORTH CAPITOL STREET
Washington, DC 20001

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

Smart Love Family Services

ADDRESS:

800 W. BUENA AVENUE
Chicago, IL 60613

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

PRESCHOOL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 1,500.

TOTAL GRANTS PAID:

255,000.

=====

THE MCWETHY FOUNDATION
 36-3912789
 Balance Sheet
 12/31/2011



Cusip	Asset	Units	Basis	Market Value
00206R102	AT&T INC	1894.000	64,809.98	57,274.56
002824100	ABBOTT LABS	555.000	8,551.06	31,207.65
003881307	ACACIA RESH CORP	320.000	11,272.88	11,683.20
00846U101	AGILENT TECHNOLOGIES INC	281.000	9,603.51	9,815.33
018490102	ALLERGAN INC	339 000	27,470.45	29,743.86
018805101	ALLIANZ SE	571.000	6,769.84	5,478.74
02209S103	ALTRIA GROUP INC	772.000	12,660.03	22,889.80
02364W105	AMERICA MOVIL S A B DE C V	102.000	2,565.26	2,305.20
025537101	AMERICAN ELEC PWR INC	354.000	10,958.63	14,623.74
025816109	AMERICAN EXPRESS CO	485.000	18,672.59	22,877.45
031100100	AMETEK INC NEW	244.000	9,844.77	10,272.40
031162100	AMGEN INC	245 000	14,059.27	15,731.45
032095101	AMPHENOL CORP NEW	348 000	14,348.70	15,795.72
03662Q105	ANSYS INC	191.000	10,055.90	10,940.48
037833100	APPLE INC	190.000	30,184.85	76,950.00
043400100	ASAHI KASEI CORP	343.000	3,409.42	4,136.92
045327103	ASPEN TECHNOLOGY INC	728 000	12,772.83	12,630.80
045604105	ASSOCIATED ESTATES RLTY CORP	422 000	7,428.04	6,730.90
053015103	AUTOMATIC DATA PROCESSING INC	429.000	15,580.78	23,170.29
053332102	AUTOZONE INC	30.000	9,449.07	9,749.10
053807103	AVNET INC	429.000	14,943.68	13,337.61
055262505	BASF SE	56.000	3,116.40	3,917.59
05565A202	BNP PARIBAS	154.000	6,165.36	3,033.65
056752108	BAIDU INC	531.000	28,854.05	61,845.57
05946K101	BANCO BILBAO VIZCAYA ARGENTARIA	242.000	3,117.55	2,073.94
072730302	BAYER A G	99.000	5,446.92	6,348.67
073302101	BE AEROSPACE INC	209.000	7,734.59	8,090.39
088606108	BHP BILLITON LTD	285.000	20,457.57	20,129.55
090572207	BIO RAD LABS INC	62.000	5,589.92	5,954.48
09062X103	BIOGEN IDEC INC	464 000	48,795.91	51,063.20
09247X101	BLACKROCK INC	104 000	16,314.31	18,536.96
097023105	BOEING CO	206 000	13,427.27	15,110.10
099724106	BORG WARNER INC	145.000	9,508.36	9,242.30
110122108	BRISTOL MYERS SQUIBB CO	2410 000	75,536.18	84,928.40

THE MCWETHY FOUNDATION
36-3912789
Balance Sheet
12/31/2011



Cusip	Asset	Units	Basis	Market Value
12572Q105	CME GROUP INC	59.000	14,458.01	14,376.53
14161H108	CARDTRONICS INC	285.000	5,767.03	7,712.10
143130102	CARMAX INC	350.000	11,301.39	10,668.00
14754D100	CASH AMER INTL INC	175.000	9,506.58	8,160.25
15670R107	CEPHEID	252.000	7,739.52	8,671.32
166764100	CHEVRON CORP	634.000	54,699.45	67,457.60
171232101	CHUBB CORP	337.000	22,701.55	23,327.14
171340102	CHURCH & DWIGHT INC	150.000	6,564.66	6,864.00
189754104	COACH INC	479.000	29,270.09	29,238.16
192446102	COGNIZANT TECHNOLOGY SOLUTIONS	142.000	9,596.53	9,132.02
197199813	COLUMBIA ACORN INTERNATIONAL	4222.394	164,386.81	144,870.34
19765Y886	COLUMBIA BOND FUND	75715.001	648,605.34	717,778.21
200340107	COMERICA INC	264.000	6,852.20	6,811.20
212015101	CONTINENTAL RES INC	24.000	1,584.09	1,601.04
225401108	CREDIT SUISSE GROUP	265.000	8,806.15	6,222.20
228368106	CROWN HLDGS INC	284.000	9,551.15	9,536.72
229899109	CULLEN FROST BANKERS INC	126.000	6,214.06	6,666.66
231021106	CUMMINS INC	408.000	34,986.76	35,912.16
233825108	DAIMLER AG	111.000	5,466.20	4,887.66
235851102	DANAHER CORP DEL	735.000	30,180.41	34,574.40
23918K108	DAVITA INC	133.000	9,845.15	10,082.73
25030W100	DESARROLLADORA HOMEX S A DE	91.000	2,539.81	1,535.17
251561304	DEUTSCHE LUFTHANSA A G	322.000	5,208.61	3,839.53
25243Q205	DIAGEO PLC	342.000	24,427.78	29,897.64
253868103	DIGITAL RLTY TR INC	259.000	16,463.06	17,267.53
25470M109	DISH NETWORK CORP	370.000	9,459.53	10,537.60
256746108	DOLLAR TREE INC	57.000	4,762.53	4,737.27
260003108	DOVER CORP	524.000	21,366.86	30,418.20
260543103	DOW CHEM CO	760.000	11,959.20	21,857.60
263534109	DU PONT E I DE NEMOURS & CO	391.000	17,692.38	17,899.98
26884L109	EQT CORP	104.000	6,439.69	5,698.16
278058102	EATON CORP	680.000	27,497.31	29,600.40
291011104	EMERSON ELEC CO	296.000	14,423.10	13,790.64
29977A105	EVERCORE PARTNERS INC	315.000	11,295.91	8,385.30

THE MCWETHY FOUNDATION
 36-3912789
 Balance Sheet
 12/31/2011



Cusip	Asset	Units	Basis	Market Value
30231G102	EXXON MOBIL CORP	696.000	47,392.42	58,992.96
343498101	FLOWERS FOODS INC	486.000	9,939.28	9,224.28
344419106	FOMENTO ECONOMICO MEXICANO SA	36.000	1,662.69	2,509.56
345550107	FOREST CITY ENTERPRISES INC	535.000	6,521.06	6,323.70
349882100	FOSSIL INC	77.000	6,230.83	6,110.72
359590304	FUJITSU LTD	235.000	7,081.12	6,108.59
36160B105	GDF SUEZ	181.000	5,216.00	4,962.48
363576109	GALLAGHER ARTHUR J & CO	520.000	16,147.23	17,388.80
365558105	GARDNER DENVER INC	95.000	6,895.53	7,320.70
37733W105	GLAXOSMITHKLINE PLC	528.000	22,297.14	24,092.64
38259P508	GOOGLE INC	84.000	51,068.58	54,255.60
388689101	GRAPHIC PACKAGING HLDG CO	2908.000	16,125.17	12,388.08
406216101	HALLIBURTON CO	1492.000	66,029.87	51,488.92
410693105	HANNOVER RUECKVERSICHERUNG AG	230.000	5,451.00	5,721.48
423074103	HEINZ H J CO	523.000	23,845.83	28,262.92
437076102	HOME DEPOT INC	1813.000	51,791.05	76,218.52
438516106	HONEYWELL INTL INC	496.000	22,930.97	26,957.60
445658107	HUNT J B TRANS SVCS INC	312.000	14,215.63	14,061.84
44919P508	IAC / INTERACTIVECORP	421.000	13,805.31	17,934.60
453142101	IMPERIAL TOBACCO GROUP PLC	93.000	5,724.67	7,038.70
458140100	INTEL CORP	1712.000	33,067.24	41,516.00
45865V100	INTERCONTINENTAL EXCHANGE INC	107.000	12,258.24	12,898.85
459200101	INTERNATIONAL BUSINESS MACHS	341.000	29,805.14	62,703.08
464287234	ISHARES MSCI EMERGING MKTS	5799.000	199,670.08	220,014.06
465685105	ITC HLDGS CORP	156.000	11,268.61	11,837.28
46625H100	J P MORGAN CHASE & CO	970.000	41,846.06	32,252.50
478160104	JOHNSON & JOHNSON	536.000	35,255.78	35,150.88
494368103	KIMBERLY CLARK CORP	363.000	25,800.89	26,702.28
49456B101	KINDER MORGAN INC DEL	685.000	19,080.44	22,036.45
500458401	KOMATSU LTD	164.000	3,731.72	3,834.65
500467402	KONINKLIJKE AHOLD NV	403.000	5,230.94	5,443.32
50048B104	KONICA MINOLTA HLDGS INC	325.000	5,996.45	4,849.32
50127R103	KURARAY CO LTD	101.000	4,506.49	4,312.30
50540R409	LABORATORY CORP AMER HLDGS	124.000	11,011.63	10,660.28

THE MCWETHY FOUNDATION
 36-3912789
 Balance Sheet
 12/31/2011



Cusip	Asset	Units	Basis	Market Value
512807108	LAM RESEARCH CORP	173.000	6,233.02	6,404.46
517942108	LASALLE HOTEL PPTYS	369.000	6,553.29	8,933.49
518439104	LAUDER ESTEE COS INC	530.000	43,266.42	59,529.60
530322106	LIBERTY MEDIA CORP NEW	137.000	11,187.90	10,692.85
532716107	LIMITED BRANDS INC	307.000	13,016.84	12,387.45
535678106	LINEAR TECHNOLOGY CORP	267 000	8,555.85	8,018.01
550021109	LULULEMON ATHLETICA INC	103 000	4,917.80	4,805.98
552697104	MDC PARTNERS INC	448 000	6,589.77	6,056.96
553530106	MSC INDL DIRECT INC	158 000	9,886.11	11,304.90
580135101	MCDONALDS CORP	1055.000	68,911.83	105,848.15
582839106	MEAD JOHNSON NUTRITION CO	537.000	33,417.78	36,908.01
58502B106	MEDNAX INC	150 000	8,325.67	10,801.50
58933Y105	MERCK & CO INC	1041.000	38,292.52	39,245.70
589433101	MEREDITH CORP	317.000	8,819.23	10,350.05
59156R108	METLIFE INC	390.000	19,566.48	12,160.20
594918104	MICROSOFT CORP	1691 000	47,304.59	43,898.36
59522J103	MID-AMER APT CMNTYS INC	98 000	6,464.09	6,129.90
606769305	MITSUBISHI CORP	129 000	5,545.71	5,214.31
61022P100	MONOTYPE IMAGING HLDGS INC	925.000	6,830.76	14,420.75
61166W101	MONSANTO CO	813.000	39,600.13	56,966.91
62474M108	MTN GROUP LTD	228.000	3,728.92	4,059.08
632525408	NATIONAL AUSTRALIA BK LTD	287.000	7,607.02	6,873.36
637071101	NATIONAL OILWELL VARCO INC	475.000	32,949.69	32,295.25
65334H102	NEXEN INC	349 000	8,785.89	5,552.59
65339F101	NEXTERA ENERGY INC	223 000	11,716.02	13,576.24
654106103	NIKE INC	687 000	37,501.75	66,206.19
654624105	NIPPON TELEG & TEL CORP	188 000	4,375.02	4,762.04
655664100	NORDSTROM INC	248 000	5,655.25	12,328.08
655844108	NORFOLK SOUTHERN CORP	181 000	13,267.81	13,187.66
66987V109	NOVARTIS A G	108.000	5,661.36	6,174.36
670346105	NUCOR CORP	414.000	17,004.92	16,381.98
67103H107	O REILLY AUTOMOTIVE INC	338 000	20,776.77	27,023.10
674599105	OCCIDENTAL PETE CORP DEL	859.000	73,011.92	80,488.30
678026105	OIL STS INTL INC	154 000	11,358.47	11,760.98

THE MCWETHY FOUNDATION
36-3912789
Balance Sheet
12/31/2011



Cusip	Asset	Units	Basis	Market Value
69331C108	PG&E CORP	231 000	8,744.14	9,521.82
693475105	PNC FINL SVCS GROUP INC	433.000	28,827.77	24,971.11
693506107	PPG INDS INC	241 000	13,264.63	20,121.09
696429307	PALL CORP	168 000	9,748.59	9,601.20
701094104	PARKER HANNIFIN CORP	157.000	6,640.59	11,971.25
707887105	PENN WEST PETE LTD	520.000	9,050.64	10,296.00
71654V408	PETROLEO BRASILEIRO SA PETROBR	189.000	7,242.00	4,696.65
717081103	PFIZER INC	2282 000	35,791.04	49,382.48
718172109	PHILIP MORRIS INTL INC	852.000	19,334.61	66,864.96
727493108	PLANTRONICS INC NEW	192.000	7,218.95	6,842.88
74005P104	PRAXAIR INC	620.000	45,989.68	66,278.00
740189105	PRECISION CASTPARTS CORP	273.000	35,914.31	44,987.67
74144T108	PRICE T ROWE GROUP INC	260 000	6,998.87	14,807.00
741503403	PRICELINE COM INC	134 000	33,068.00	62,673.14
74267C106	PROASSURANCE CORP	106 000	5,358.30	8,460.92
742718109	PROCTER & GAMBLE CO	424 000	26,870.87	28,285.04
74435K204	PRUDENTIAL PLC	322.000	6,180.59	6,356.28
744573106	PUBLIC SVC ENTERPRISE GROUP	560.000	18,384.50	18,485.60
74460D109	PUBLIC STORAGE INC	99.000	11,393.40	13,311.54
747525103	QUALCOMM INC	609.000	34,253.16	33,312.30
749685103	RPM INTL INC	604 000	13,451.38	14,828.20
754907103	RAYONIER INC	217.000	5,653.12	9,684.71
755111507	RAYTHEON CO	382.000	16,512.26	18,481.16
758204200	REED ELSEVIER NV	183.000	4,397.62	4,247.43
759509102	RELIANCE STEEL & ALUMINUM CO	144.000	6,290.05	7,011.36
761655406	REXAM PLC	152 000	3,518.80	4,166.93
767204100	RIO TINTO PLC	101.000	5,082.41	4,940.92
771195104	ROCHE HLDG LTD	193 000	7,452.37	8,214.47
772739207	ROCK-TENN CO	138.000	5,821.80	7,962.60
775781206	ROLLS-ROYCE HLDGS PLC	99.000	3,791.70	5,742.69
777779307	ROSETTA RES INC	157 000	6,825.52	6,829.50
780259107	ROYAL DUTCH SHELL PLC	121 000	6,231.61	9,197.21
780259206	ROYAL DUTCH SHELL PLC	682.000	45,443.08	49,847.38
78404D109	SBM OFFSHORE NV	257.000	6,686.57	5,311.42

THE MCWETHY FOUNDATION
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Cusip	Asset	Units	Basis	Market Value
78442P106	SLM CORP	1195.000	15,701.93	16,013.00
790849103	ST JUDE MED INC	193.000	7,606.01	6,619.90
816851109	SEMPRA ENERGY	375.000	21,004.09	20,625.00
824348106	SHERWIN WILLIAMS CO	208.000	17,471.62	18,568.16
826197501	SIEMENS A G	25.000	3,332.34	2,390.25
82929R304	SINGAPORE TELECOMMUNICATIONS	256.000	6,128.56	6,100.74
83175M205	SMITH & NEPHEW PLC	113.000	5,402.00	5,440.95
834376501	SOLUTIA INC	489.000	6,411.22	8,449.92
835898107	SOTHEBYS HLDGS INC	208.000	8,977.48	5,934.24
855244109	STARBUCKS CORP	1536.000	52,522.70	70,671.36
85590A401	STARWOOD HOTELS & RESORTS	348.000	6,911.55	16,693.56
86562X106	SUMITOMO MITSUI TR HLDGS INC	1261.000	4,364.14	3,703.56
869587402	SVENSKA CELLULOSA AKTIEBOLAGET	393.000	5,493.09	5,847.45
872540109	TJX COS INC NEW	1549.000	75,759.69	99,987.95
87612E106	TARGET CORP	446.000	23,459.68	22,844.12
87817A107	TEAM HEALTH HOLDINGS INC	337.000	7,413.60	7,437.59
87944W105	TELENOR ASA	123.000	5,277.08	6,065.50
88076W103	TERADATA CORP	170.000	9,744.15	8,246.70
88157K101	TESCO CORP	700.000	9,718.70	8,848.00
881624209	TEVA PHARMACEUTICAL INDS LTD	156.000	6,389.64	6,296.16
882508104	TEXAS INSTRS INC	497.000	15,705.27	14,467.67
886423102	TIDEWATER INC	189.000	10,888.55	9,317.70
886547108	TIFFANY & CO NEW	362.000	15,203.48	23,986.12
88706M103	TIM HORTONS INC	165.000	8,003.79	7,989.30
887317303	TIME WARNER INC	2285.000	80,972.01	82,579.90
891894107	TOWERS WATSON & CO	96.000	6,315.96	5,753.28
902973304	US BANCORP DEL	2478.000	60,030.15	67,029.90
907818108	UNION PAC CORP	540.000	28,098.90	57,207.60
913017109	UNITED TECHNOLOGIES CORP	300.000	11,917.50	21,927.00
92343V104	VERIZON COMMUNICATIONS INC	1476.000	51,530.50	59,217.12
92345Y106	VERISK ANALYTICS INC	259.000	8,757.15	10,393.67
92826C839	VISA INC	607.000	52,540.37	61,628.71
928662303	VOLKSWAGEN AG	159.000	4,865.30	4,278.85
931142103	WAL-MART STORES INC	278.000	16,143.38	16,613.28

THE MCWETHY FOUNDATION
 36-3912789
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Cusip	Asset	Units	Basis	Market Value
941053100	WASTE CONNECTIONS INC	284.000	8,769.53	9,411.76
94106L109	WASTE MGMT INC DEL	372 000	11,488 07	12,168 12
949746101	WELLS FARGO & CO	1341.000	38,497.95	36,957.96
949746879	WELLS FARGO & CO NEW	491.000	9,883 43	13,959.13
968223206	WILEY JOHN & SONS INC	305.000	11,835 93	13,542.00
978097103	WOLVERINE WORLD WIDE INC	183.000	4,828.97	6,522.12
98310W108	WYNDHAM WORLDWIDE CORP	382.000	11,777 13	14,451.06
983134107	WYNN RESORTS LTD	477.000	56,343.84	52,703 73
98418K105	XSTRATA PLC	1638 000	5,740.27	4,979 52
98742U100	YOUKU INC	631.000	25,032.03	9,887 77
988498101	YUM BRANDS INC	829.000	38,810 36	48,919.29
98982M107	ZURICH FINL SVCS	276 000	6,527.40	6,272 10
G1151C101	ACCENTURE PLC	1294.000	69,176.18	68,879.62
G7945E105	SEADRILL LTD	152 000	5,269.71	5,043.36
H01531104	ALLIED WORLD ASSURANCE CO	195.000	9,055 35	12,271.35
H8817H100	TRANSOCEAN LTD	232.000	12,281.53	8,906 48
M22465104	CHECK POINT SOFTWARE TECH LTD	521 000	26,391.32	27,373 34
N63218106	NIELSEN HLDGS N V	333.000	9,029.49	9,886 77
Y0486S104	AVAGO TECHNOLOGIES LTD	404.000	13,705 63	11,659.44
	Cash/Cash Equivalent	218568.160	218,568.16	218,568 16
		Totals.	5,087,189 31	5,809,186.35