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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012, or tax year beginning 01-01-2012 , and ending 12-31-2012

Name of foundation
MCCARTHEY FAMILY FOUNDATION

A Employer identification number
20-8067695

Number and street (or P O box number if mail is not delivered to street address) Room/suite
610 EAST SOUTH TEMPLE Room 200

B Telephone number (see instructions)
(801) 578-1240

City or town, state, and ZIP code
SALT LAKE CITY, UT 84102

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization ☑ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)*▶$ 41,197,856

J Accounting method ☐ Cash ☑ Accrual
☐ Other (specify)
(Part I, column (d) must be on cash basis.)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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)
Revenue 1	Contributions, gifts, grants, etc , received (attach schedule)				
2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
3	Interest on savings and temporary cash investments	138,117	138,117		
4	Dividends and interest from securities.	816,220	816,220		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	380,553			
b	Gross sales price for all assets on line 6a 6,742,430				
7	Capital gain net income (from Part IV, line 2) . . .		380,553		
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) (attach schedule)				
11	Other income (attach schedule)	344,668	344,668		
12	**Total.** Add lines 1 through 11	1,679,558	1,679,558		
Operating and Administrative Expenses 13	Compensation of officers, directors, trustees, etc	125,000	62,500		62,500
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)	164	82		82
c	Other professional fees (attach schedule)	125,793			125,793
17	Interest				
18	Taxes (attach schedule) (see instructions)	43,300	38,401		4,899
19	Depreciation (attach schedule) and depletion . . .				
20	Occupancy				
21	Travel, conferences, and meetings	36,100			36,100
22	Printing and publications	3,589			3,589
23	Other expenses (attach schedule)	251,444	195,534		55,910
24	**Total operating and administrative expenses.** Add lines 13 through 23	585,390	296,517		288,873
25	Contributions, gifts, grants paid	2,107,000			2,107,000
26	**Total expenses and disbursements.** Add lines 24 and 25	2,692,390	296,517		2,395,873
27	Subtract line 26 from line 12				
a	**Excess of revenue over expenses and disbursements**	-1,012,832			
b	**Net investment income** (if negative, enter -0-)		1,383,041		
c	**Adjusted net income** (if negative, enter -0-) . . .				

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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets				
1	Cash—non-interest-bearing			
2	Savings and temporary cash investments	529,184	714,663	714,663
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 page 15 of the instructions)			
7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges		27,000	27,000
10a	Investments—U S and state government obligations (attach schedule)			
b	Investments—corporate stock (attach schedule)			
c	Investments—corporate bonds (attach schedule)			
11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)	39,153,640	37,932,315	40,456,193
14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)			
16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	39,682,824	38,673,978	41,197,856
Liabilities				
17	Accounts payable and accrued expenses	11,656	15,642	
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)	11,656	15,642	
Net Assets or Fund Balances				
	Foundations that follow SFAS 117, check here ▶ ☐ **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 ▶ ☑ **and complete lines 27 through 31.**			
27	Capital stock, trust principal, or current funds	39,671,168		
28	Paid-in or capital surplus, or land, bldg , and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds		38,658,336	
30	**Total net assets or fund balances** (see page 17 of the instructions)	39,671,168	38,658,336	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	39,682,824	38,673,978	

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	39,671,168
2	Enter amount from Part I, line 27a	2	-1,012,832
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	38,658,336
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	38,658,336

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	See Additional Data Table			
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	See Additional Data Table			
b				
c				
d				
e				

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

	(i) F M V as of 12/31/69	(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	See Additional Data Table			
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	380,553
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	-5,825

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 page 18 of 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))
2011	2,217,020	42,696,648	000 051925
2010	3,436,193	42,841,036	000 080208
2009	2,032,191	40,103,486	000 050674
2008	1,428,938	16,280,507	000 087770
2007			

2	**Total** of line 1, column (d).	2	000 270577
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	000 067644
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	41,106,637
5	Multiply line 4 by line 3.	5	2,780,617
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	13,830
7	Add lines 5 and 6.	7	2,794,447
8	Enter qualifying distributions from Part XII, line 4.	8	2,395,873

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ 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 ▶ ☐ and enter 1% of Part I, line 27b			1	27,661
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	
3	Add lines 1 and 2			3	27,661
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	27,661
6	Credits/Payments				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	27,000		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	27,000
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	292
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	953
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶	**Refunded** ▶		11	

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?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*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.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
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.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶AK			
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*	8b		No
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 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

Part VII-A Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶Todd F Brashear CPA Telephone no ▶(801) 578-1246

Located at ▶610 E South Temple Suite 200 Salt Lake City UT ZIP+4 ▶84102

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 | |

16	At any time during calendar year 2012, 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		No

See 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.		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? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ 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 ☑ 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 ☑ 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)?	1b		
	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 2012?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2012 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 2012.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		No

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required *(continued)*

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ **Yes** ☑ **No**			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ **Yes** ☑ **No**			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ **Yes** ☑ **No**			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ **Yes** ☑ **No**			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ **Yes** ☑ **No**			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	**5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ **Yes** ☐ **No**			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ **Yes** ☐ **No**			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		**No**
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ **Yes** ☑ **No**			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		

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

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

(a) Name and address	**(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 Additional Data Table				

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
Total number of other employees paid over $50,000 ▶				

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
Mary Kay Lazarus Public Relations Inc PO Box 58 1198 Salt Lake City, UT 84158	Administrative Public Relations	67,438
Washington Speakers Bureau Inc 1663 Prince Street Alexandria, VA 22314	Lecture Series Speaker Fees	51,428

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

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 NONE	0
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See page 24 of the instructions	
3	
Total. Add lines 1 through 3 . . . . ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	41,134,403
b	Average of monthly cash balances	1b	598,223
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	41,732,626
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	41,732,626
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	625,989
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	41,106,637
6	**Minimum investment return.** Enter 5% of line 5	6	2,055,332

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	2,055,332
2a	Tax on investment income for 2012 from Part VI, line 5	2a	27,661		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	27,661
3	Distributable amount before adjustments Subtract line 2c from line 1			3	2,027,671
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	2,027,671
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	2,027,671

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	2,395,873
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	2,395,873
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	2,395,873

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 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7					2,027,671
2 Undistributed income, if any, as of the end of 2012					
a Enter amount for 2011 only.					
b Total for prior years 20___ , 20___ , 20___					
3 Excess distributions carryover, if any, to 2012					
a From 2007.					
b From 2008.	614,913				
c From 2009.	34,401				
d From 2010.	1,310,033				
e From 2011.	108,211				
f **Total** of lines 3a through e.		2,067,558			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 2,395,873					
a Applied to 2011, but not more than line 2a					
b Applied to undistributed income of prior years (Election required—see instructions).					
c Treated as distributions out of corpus (Election required—see instructions).					
d Applied to 2012 distributable amount.					2,027,671
e Remaining amount distributed out of corpus		368,202			
5 Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a).)*					
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		2,435,760			
b Prior years' undistributed income Subtract line 4b from line 2b					
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.					
d Subtract line 6c from line 6b Taxable amount —see instructions					
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions					
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013					0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)					
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . .					
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a		2,435,760			
10 Analysis of line 9					
a Excess from 2008. . . .	614,913				
b Excess from 2009. . . .	34,401				
c Excess from 2010. . . .	1,310,033				
d Excess from 2011. . . .	108,211				
e Excess from 2012. . . .	368,202				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling. . . . . . . ▶

b Check box to indicate whether the organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2012	**(b)** 2011	**(c)** 2010	**(d)** 2009	
2a 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 organization 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))

NONE

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 or e-mail of the person to whom applications should be addressed

Todd F Brashear Executive Director
610 East South Temple Ste 200
Salt Lake City, UT 84102
(801) 578-1246

b The form in which applications should be submitted and information and materials they should include

Grant request letter, supporting documentation, IRS tax-exempt determination letter

c Any submission deadlines

NONE

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

NONE

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
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				2,107,000
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments			14	138,117	
4 Dividends and interest from securities. . . .			14	816,220	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.			24	344,668	
8 Gain or (loss) from sales of assets other than inventory			18	380,553	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				1,679,558	

13 **Total.** Add line 12, columns (b), (d), and (e). 13 1,679,558

(See worksheet in line 13 instructions to verify calculations)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash	1a(1)		No
(2) Other assets	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		No
(3) Rental of facilities, equipment, or other assets	1b(3)		No
(4) Reimbursement arrangements	1b(4)		No
(5) Loans or loan guarantees	1b(5)		No
(6) Performance of services or membership or fundraising solicitations	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		No

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(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

(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 or fiduciary) is based on all information of which preparer has any knowledge

******	2013-11-15	******
Signature of officer or trustee	Date	Title

May the IRS discuss this return with the preparer shown below (see instr)? ☑ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
Todd F Brashear	Todd F Brashear	2013-11-15		

Firm's name ▶	Todd F Brashear CPA	Firm's EIN ▶
Firm's address ▶	610 East South Temple 200 Salt Lake City, UT 84102	Phone no (801) 578-1246

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
Dodge Cox International	P	2011-01-31	2012-01-18
BARC Callable Palldium CP NT	P	2011-05-03	2012-05-14
BARC 2YR USD	P	2010-02-03	2012-02-08
DB BREN Brent Crude	P	2011-10-07	2012-10-18
DB CONT BUFF EQ SPX	P	2011-10-07	2012-10-24
Dodge Cox International	P	2008-12-24	2012-01-18
Dreyfus/Laurel FDS TR	P	2011-04-25	2012-06-06
IShares Russell 1000 Growth Index Fund	P	2007-07-10	2012-02-10
JPM Intl Currency Income Fund	P	2011-05-20	2012-06-07
JPM Market Plus Gold Note	P	2011-10-07	2012-10-22
JPM Short Duration Bond Fund Sel	P	2009-06-03	2012-12-31
JPM US Large Cap Core Plus	P	2007-07-10	2012-02-10
Manning Napier Fund Inc	P	2009-09-17	2012-04-18
PIMCO Total Return Fund	P	2009-09-29	2012-01-06
SG REN SPX REN	P	2011-01-20	2012-02-08
SPDR Gold Trust	P	2011-01-01	2012-12-31
T Rowe Price Intl Funds New Asia	P	2009-06-05	2012-01-18
Paradigm Master Fund	P	2008-09-30	2012-12-31
Paradigm Master Fund	P	2012-01-01	2012-12-31
Global Access Portfolio	P	2008-01-29	2012-12-31
Global Access Portfolio	P	2012-01-01	2012-12-31
SPDR Gold Trust	P	2011-01-01	2012-12-31
JPM OAP UST Portfolio	P	2012-01-01	2012-12-31

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
32,964		38,789	-5,825
126,968		160,000	-33,032
85,516		100,000	-14,484
153,685		125,000	28,685
360,000		300,000	60,000
67,036		46,068	20,968
150,000		167,058	-17,058
1,034,391		991,136	43,255
150,000		160,853	-10,853
185,275		175,000	10,275
1,668,000		1,627,843	40,157
100,000		97,817	2,183
1,123,135		915,971	207,164
998,169		1,000,000	-1,831
213,662		200,000	13,662
490			490
200,000		175,907	24,093
		80,330	-80,330
82			82
86,844			86,844
6,190			6,190
23			23
		105	-105

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-5,825
			-33,032
			-14,484
			28,685
			60,000
			20,968
			-17,058
			43,255
			-10,853
			10,275
			40,157
			2,183
			207,164
			-1,831
			13,662
			490
			24,093
			-80,330
			82
			86,844
			6,190
			23
			-105

Form 990PF Part VIII Line 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
Sarah J McCarthey 610 E South Temple Suite 200 Salt Lake City, UT 84102	Director 002 00	0		
Thomas K McCarthey Jr 610 E South Temple Suite 200 Salt Lake City, UT 84102	Director 002 00	0		
Philip G McCarthey 610 E South Temple Suite 200 Salt Lake City, UT 84102	Director 002 00	0		
Maureen P McCarthey 610 E South Temple Suite 200 Salt Lake City, UT 84102	Director 002 00	0		
Todd F Brashear 610 E South Temple Suite 200 Salt Lake City, UT 84102	Executive Director 010 00	85,000		
John P O'Brien 610 E South Temple Suite 200 Salt Lake City, UT 84102	SecretaryTreasurer 005 00	40,000		

Form 990PF Part XV Line 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
a *Paid during the year*				
Ability Found 5236 S Greenpine Dr Salt Lake City, UT 84123		Charitable	Equipment Replacement Program	10,000
American Cancer Society 941 East 3300 South Salt Lake CIty, UT 84106		Charitable	Cancer Research	10,000
Blessed Sacrament Catholic School 1745 East 9800 South Sandy, UT 84092		Educational	Capital Campaign	15,000
Carmel of the Immaculate Heart of Mary 5714 South Holladay Blvd Holladay, UT 84121		Religious	Program Funding	70,000
Cathedral of the Madeleine 331 E South Temple Salt Lake CIty, UT 84111		Religious/Charitable	Capital Campaign	50,000
Catholic Community Services 745 East 300 South Salt Lake CIty, UT 84102		Religious	Refugee Resettlement Homeless Prevention	110,000
Gonzaga University University Relations Spokane, WA 99258		Educational	Capital Campaign	395,000
Herreshoff Marine Museum One Burnside St PO Box 450 Bristol, RI 02809		Charitable	Seamanship Program	5,000
Holy Cross Ministries 860 East 4500 South Suite 204 Salt Lake City, UT 84107		Religious/Charitable	Mental Health Counseling Program	20,000
Huntsman Cancer Foundation 500 Huntsman Way Salt Lake CIty, UT 84108		Charitable	Cancer Research	10,000
Judge Memorial Catholic High School 650 South 100 East Salt Lake CIty, UT 84102		Educational	Capital Campaign/Tuition Assistance	69,801
Kearns St Ann's Catholic School 430 East 2100 South Salt Lake CIty, UT 84115		Religious/Educationa	Tuition Assistance Youth Sports Program	118,000
National Multiple Sclerosis Society 6364 S Highland Dr Suite 101 Salt Lake CIty, UT 84121		Charitable	Medical Research	60,000
Playworks Salt Lake City 1214 Wilmington Ave Suite 102 Salt Lake CIty, UT 84106		Charitable	Program Funding	5,000
Race Swami 1208 Browning Ave Salt Lake CIty, UT 84105		Charitable	Program Funding	20,000

Form 990PF Part XV Line 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
a *Paid during the year*				
Rape Recovery Center 2035 South 1300 East Salt Lake CIty, UT 84105		Charitable	Program Funding	2,500
Red Butte Gardens 285 S Connor Street Salt Lake CIty, UT 84113		Charitable	Capital Campaing	20,000
Ronald McDonald House Charities 935 East South Temple Salt Lake City, UT 84102		Charitable	Capital Campaign	250,000
Rowland Hall 720 Guardsman Way Salt Lake CIty, UT 84108		Educational	Capital Campaign	50,000
Saint Joseph the Worker Catholic School 7405 South Redwood Road West Jordan, UT 84084		Educational	Tuition Assistance	15,000
Saint Vincent de Paul School 1385 East Spring Lane Salt Lake CIty, UT 84117		Educational	Tuition Assistance	3,000
The Haven 974 East South Temple Salt Lake CIty, UT 84102		Charitable	Sober Living Aftercare Program	51,000
The Road Home 210 South Rio Grand Street Salt Lake CIty, UT 84101		Charitable	Homeless Prevention Funding	97,000
University of Utah 1825 E South Campus Dr Salt Lake City, UT 84112		Educational/Charitab	Capital Capaign	400,000
University of Utah Family Consumer Studies 201 Presidents Circle Salt Lake CIty, UT 84112		Educational	Computer Laptops	10,699
University of Utah Men's Lacrosse Program 4710 Rainbow Circle Murray, UT 84107		Charitable	Capital Equipment	2,500
Utah Food Bank 3150 South 900 West Salt Lake CIty, UT 84119		Charitable	Program Funding	5,000
Utah Health & Human Rights Project 225 South 200 East Suite 250 Salt Lake CIty, UT 84111		Charitable	Human Rights Abuse Prevention	10,000
Utah Open Lands Conservation Association 2188 South Highland Dr Suite 203 Salt Lake CIty, UT 84106		Charitable	Environmental Protection Funding	20,000
Utah Pride Center 355 North 300 West First Floor Salt Lake CIty, UT 84103		Charitable	Program Funding	5,000

Form 990PF Part XV Line 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
a *Paid during the year*				
Utah Society for Environmental Education 466 East 500 South Suite 100 Salt Lake CIty, UT 84111		Charitable	Environmental Awareness Programs	10,000
Utah SymphonyUtah Opera 123 West South Temple Salt Lake CIty, UT 84101		Charitable	Program Funding for the Arts	5,000
Valley Recreation & Rehabilitation Camp 1785 29th Street 403 Ogden, UT 84403		Charitable	Capital Campaign	15,000
Volunteers of America Utah 435 West Bearcat Dr Salt Lake CIty, UT 84115		Charitable	Homeless Preventation Program	15,000
Westminster College 1840 South 1300 East Salt Lake CIty, UT 84105		Educational	Tuition Assistance	75,000
YWCA Utah 322 East 300 South Salt Lake CIty, UT 84111		Charitable	Program Funding	2,500
The Madeleine Choir School 205 East 1st Avenue Salt Lake City, UT 84103		Religious/Educationa	Tuition Assistance	75,000
Total . . . . ▶ **3a**				2,107,000

TY 2012 Accounting Fees Schedule

Name: MCCARTHEY FAMILY FOUNDATION

EIN: 20-8067695

Software ID: 12000057

Software Version: 12.19.1011.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Payroll Perfect, Inc	164	82		82

TY 2012 All Other Program Related Investments Schedule

Name: MCCARTHEY FAMILY FOUNDATION

EIN: 20-8067695

Software ID: 12000057

Software Version: 12.19.1011.1

Category	Amount
N/A	

TY 2012 Explanation of Non-Filing with Attorney General Statement

Name: MCCARTHEY FAMILY FOUNDATION

EIN: 20-8067695

Software ID: 12000057

Software Version: 12.19.1011.1

Statement: The Attorney General for the State of Alaska does not require a copy of Form 990-PF to be furnished.

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2012 Gain/Loss from Sale of Other Assets Schedule

Name: MCCARTHEY FAMILY FOUNDATION
EIN: 20-8067695
Software ID: 12000057
Software Version: 12.19.1011.1

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
Dodge Cox International	2011-01	P	2012-01		32,964	38,789			-5,825	
BARC Callable Palldium CP NT	2011-05	P	2012-05		126,968	160,000			-33,032	
BARC 2YR USD	2010-02	P	2012-02		85,516	100,000			-14,484	
DB BREN Brent Crude	2011-10	P	2012-10		153,685	125,000			28,685	
DB CONT BUFF EQ SPX	2011-10	P	2012-10		360,000	300,000			60,000	
Dodge Cox International	2008-12	P	2012-01		67,036	46,068			20,968	
Dreyfus/Laurel FDS TR	2011-04	P	2012-06		150,000	167,058			-17,058	
IShares Russell 1000 Growth Index Fund	2007-07	P	2012-02		1,034,391	991,136			43,255	
JPM Intl Currency Income Fund	2011-05	P	2012-06		150,000	160,853			-10,853	
JPM Market Plus Gold Note	2011-10	P	2012-10		185,275	175,000			10,275	
JPM Short Duration Bond Fund Sel	2009-06	P	2012-12		1,668,000	1,627,843			40,157	
JPM US Large Cap Core Plus	2007-07	P	2012-02		100,000	97,817			2,183	
Manning Napier Fund Inc	2009-09	P	2012-04		1,123,135	915,971			207,164	
PIMCO Total Return Fund	2009-09	P	2012-01		998,169	1,000,000			-1,831	
SG REN SPX REN	2011-01	P	2012-02		213,662	200,000			13,662	
SPDR Gold Trust	2011-01	P	2012-12		490				490	
T Rowe Price Intl Funds New Asia	2009-06	P	2012-01		200,000	175,907			24,093	
Paradigm Master Fund	2008-09	P	2012-12			80,330			-80,330	
Paradigm Master Fund	2012-01	P	2012-12		82				82	
Global Access Portfolio	2008-01	P	2012-12		86,844				86,844	
Global Access Portfolio	2012-01	P	2012-12		6,190				6,190	
SPDR Gold Trust	2011-01	P	2012-12		23				23	
JPM OAP UST Portfolio	2012-01	P	2012-12			105			-105	

TY 2012 General Explanation Attachment

Name: MCCARTHEY FAMILY FOUNDATION

EIN: 20-8067695

Software ID: 12000057

Software Version: 12.19.1011.1

TY 2012 Investments - Other Schedule

Name: MCCARTHEY FAMILY FOUNDATION

EIN: 20-8067695

Software ID: 12000057

Software Version: 12.19.1011.1

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
JPM Structured Equity Notes	AT COST	4,590,000	4,691,744
JPM OAP IHD	AT COST	195,665	199,843
JPMorgan Managed Equity Portfolio	AT COST	24,279,008	25,897,498
JPMorgan Global Access Portfolios, LLC	AT COST	6,833,791	8,020,918
Paradigm Equities I, LLC	AT COST	432,773	435,387
Paradigm Master Fund, L.P.	AT COST	78,218	149,659
Accrued Interest Dividends	AT COST	43,579	43,579
Next IT Corporation	AT COST	500,000	
Starwood Opportunities Fund VIII, LLC	AT COST	789,112	822,799
JPM OAP UST	AT COST	190,169	194,766

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491319013493

TY 2012 Legal Fees Schedule

Name: MCCARTHEY FAMILY FOUNDATION

EIN: 20-8067695

Software ID: 12000057

Software Version: 12.19.1011.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes

TY 2012 Other Expenses Schedule

Name: MCCARTHEY FAMILY FOUNDATION

EIN: 20-8067695

Software ID: 12000057

Software Version: 12.19.1011.1

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Supplies	3,957			3,957
Rent/Lease Expense	27,360			27,360
Licenses Fees	364			364
Meals Entertainment	556			556
Portfolio Deductions Section 1256 Net Gain/Loss	131,589	131,589		
Investment Interest Expense	4,089	4,089		
Commissions Investment Fees	59,856	59,856		
Insurance	4,572			4,572
Catering Expense	16,470			16,470
Contract Labor	2,500			2,500
Miscellaneous	131			131

TY 2012 Other Income Schedule

Name: MCCARTHEY FAMILY FOUNDATION

EIN: 20-8067695

Software ID: 12000057

Software Version: 12.19.1011.1

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
From Investment Schedules K-1	344,668	344,668	

TY 2012 Other Professional Fees Schedule

Name: MCCARTHEY FAMILY FOUNDATION
EIN: 20-8067695
Software ID: 12000057
Software Version: 12.19.1011.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Cardon-Ferro Creative	5,097			5,097
Mary Kay Lazarus Public Relations, Inc	67,438			67,438
Washington Speakers Bureau	51,428			51,428
La Petite Photo	1,830			1,830

TY 2012 Taxes Schedule

Name: MCCARTHEY FAMILY FOUNDATION
EIN: 20-8067695
Software ID: 12000057
Software Version: 12.19.1011.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Excise Tax on investment income	24,094	24,094		
Payroll taxes	9,799	4,900		4,899
Foreign dividends taxes	9,407	9,407		