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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.

2012

Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation <b>MCVAY FOUNDATION</b>		A Employer identification number <b>36-3311833</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>14820 HIGHWAY 7</b>	Room/suite <b>200</b>	B Telephone number <b>(952) 545-8815</b>
City or town, state, and ZIP code <b>MINNETONKA, MN 55345-3630</b>		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		D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ <b>12,648,494.</b>	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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))		(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	3,096,469.		N/A	
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	1,210.	1,210.		
	4 Dividends and interest from securities	266,051.	266,051.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	322,192.			STATEMENT 1
	b Gross sales price for all assets on line 6a	2,940,603.			
	7 Capital gain net income (from Part IV, line 2)		482,261.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total Add lines 1 through 11	3,685,922.	749,522.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	STMT 2 4,500.	0.		4,500.
	c Other professional fees	STMT 3 58,533.	58,533.		0.
	17 Interest				
	18 Taxes	STMT 4 4,708.	4,683.		25.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses				
	24 Total operating and administrative expenses Add lines 13 through 23	67,741.	63,216.		4,525.
	25 Contributions, gifts, grants paid	685,400.			685,400.
26 Total expenses and disbursements Add lines 24 and 25	753,141.	63,216.		689,925.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	2,932,781.				
b Net investment income (if negative, enter -0-)		686,306.			
c Adjusted net income (if negative, enter -0-)			N/A		

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**Part II Balance Sheets**

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	367,342.	463,375.	463,375.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock <b>STMT 5</b>	6,863,112.	7,104,422.	9,520,118.
	c Investments - corporate bonds			
11 Investments - land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other <b>STMT 6</b>	69,563.	2,665,001.	2,665,001.	
14 Land, buildings, and equipment, basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 <b>Total assets</b> (to be completed by all filers)	7,300,017.	10,232,798.	12,648,494.	
<b>Liabilities</b>	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 <b>Total liabilities</b> (add lines 17 through 22)	0.	0.	
<b>Net Assets or Fund Balances</b>	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds	7,300,017.	10,232,798.		
30 <b>Total net assets or fund balances</b>	7,300,017.	10,232,798.		
31 <b>Total liabilities and net assets/fund balances</b>	7,300,017.	10,232,798.		

**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	7,300,017.
2 Enter amount from Part I, line 27a	2	2,932,781.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	10,232,798.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	10,232,798.

**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				
b SEE ATTACHED STATEMENT				
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				
b				
c				
d				
e 2,940,603.		2,458,342.	482,261.	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				
b				
c				
d				
e			482,261.	
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		2 482,261.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):		{ If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3 N/A

**Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year, see 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	421,875.	9,257,712.	.045570
2010	404,350.	8,895,683.	.045455
2009	790,221.	8,034,177.	.098357
2008	591,280.	10,980,325.	.053849
2007	559,293.	13,065,188.	.042808
2 Total of line 1, column (d)			2 .286039
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 .057208
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 9,124,474.
5 Multiply line 4 by line 3			5 521,993.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 6,863.
7 Add lines 5 and 6			7 528,856.
8 Enter qualifying distributions from Part XII, line 4			8 689,925.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	6,863.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	6,863.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-		5	6,863.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	3,620.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	15,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	18,620.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	11,757.	
11 Enter the amount of line 10 to be. Credited to 2013 estimated tax <input checked="" type="checkbox"/> 11,757. Refunded <input type="checkbox"/>	11	0.	

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> MN		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation 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 <b>▶ N/A</b>				
14	The books are in care of <b>▶ MARY MCVAY</b> Telephone no. <b>▶ (952) 545-8815</b>			
Located at <b>▶ 14820 HWY 7, MINNETONKA, MN</b>		ZIP+4 <b>▶ 55345</b>		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
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	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country <b>▶</b>				X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <b>N/A</b> <b>▶</b> <input type="checkbox"/>	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	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 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
If "Yes," list the years <b>▶</b> _____			
b	Are there any years listed in 2a for which the foundation is <b>not</b> 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.) <b>N/A</b>	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 <b>▶</b> _____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 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.) <b>N/A</b>	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 2012?	4b	X

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

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?

N/A

☐ 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?

If "Yes" to 6b, file Form 8870

6b

X

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?

N/A

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.

(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 7		0.	0.	0.

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

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

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

0

Form 990-PF (2012)





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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	8,413,590.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	546,386.
<b>c</b>	Fair market value of all other assets	<b>1c</b>	303,449.
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	9,263,425.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	9,263,425.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	138,951.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	9,124,474.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	456,224.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	456,224.
<b>2a</b>	Tax on investment income for 2012 from Part VI, line 5	<b>2a</b>	6,863.
<b>b</b>	Income tax for 2012. (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	6,863.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	449,361.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	0.
<b>5</b>	Add lines 3 and 4	<b>5</b>	449,361.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	0.
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	449,361.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	689,925.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	689,925.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	<b>5</b>	6,863.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	683,062.

**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				449,361.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2012				
a From 2007				
b From 2008				
c From 2009	370,978.			
d From 2010				
e From 2011				
f Total of lines 3a through e	370,978.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ 689,925.				
a Applied to 2011, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				449,361.
e Remaining amount distributed out of corpus	240,564.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below.	611,542.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instructions			0.	
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)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2013 Subtract lines 7 and 8 from line 6a	611,542.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009	370,978.			
c Excess from 2010				
d Excess from 2011				
e Excess from 2012	240,564.			

N/A

- ▶

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☐ 4942(1)(3) or ☐ 4942(1)(5)

- [illegible]

### 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).)

**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:

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

- c** Any submission deadlines

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

**Part XV** **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a Paid during the year</b>				
SCHEDULES ATTACHED		EXEMPT	TO PROVIDE FINANCIAL SUPPORT FOR PUBLIC CHARITY	685,400.
<b>Total</b>			<b>3a</b>	685,400.
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>			<b>3b</b>	0.





**Schedule B**(Form 990, 990-EZ,  
or 990-PF)Department of the Treasury  
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

OMB No. 1545-0047

**2012**

Name of the organization

MCVAY FOUNDATION

Employer identification number

36-3311833

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)( ) (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

**Special Rules**

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ \_\_\_\_\_

**Caution.** An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

Name of organization

Employer identification number

**MCVAY FOUNDATION****36-3311833****Part I Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<b>1</b>	<b>M.D. MCVAY ESTATE</b> <b>14820 HWY 7, SUITE 200</b> <b>MINNETONKA, MN 55345</b>	\$ <b>3,096,469.</b>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)



Employer identification number	
--------------------------------	--

36-3311833

**Part II    Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

[illegible]

Name of organization

Employer identification number

**MCVAY FOUNDATION****36-3311833****Part III**

*Exclusively* religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once) ► \$

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

MCVAY FOUNDATION

**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	JP MORGAN SCH ATT			
b	JP MORGAN SCH ATT			
c	ABBOT DOWNING SCH ATT			
d	ADJUST BASIS ABBOT DOWNING LT			
e	WELLS FARGO ADVISORS SCH ATT			
f	ABBOT DOWNING SCH ATT			
g	WELLS FARGO ADVISORS SCH ATT			
h	ALLOCATED CAPITAL GAIN FROM MD MCVAY ESTATE			
i	WELLS FARGO ADVISORS OPTIONS SCH ATT			
j				
k				
l				
m				
n				
o				

(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	970,306.		771,057.	199,249.
b	140,604.		149,892.	<9,288.>
c	661,435.		636,429.	25,006.
d			<4,143.>	4,143.
e	537,857.		462,042.	75,815.
f	187,171.		181,671.	5,500.
g	247,937.		257,854.	<9,917.>
h	160,069.			160,069.
i	35,224.		3,540.	31,684.
j				
k				
l				
m				
n				
o				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			199,249.
b			<9,288.>
c			25,006.
d			4,143.
e			75,815.
f			5,500.
g			<9,917.>
h			160,069.
i			31,684.
j			
k			
l			
m			
n			
o			

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	482,261.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8 }		3	N/A

FORM 990-PF                      GAIN OR (LOSS) FROM SALE OF ASSETS                      STATEMENT      1

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
JP MORGAN SCH ATT			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
(F) GAIN OR LOSS			
970,306.	771,057.	0.	0.
			199,249.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
JP MORGAN SCH ATT			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
(F) GAIN OR LOSS			
140,604.	149,892.	0.	0.
			<9,288.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
ABBOT DOWNING SCH ATT			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
(F) GAIN OR LOSS			
661,435.	636,429.	0.	0.
			25,006.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
ADJUST BASIS ABBOT DOWNING LT	0.	<4,143.>	0.	0.	4,143.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
WELLS FARGO ADVISORS SCH ATT	537,857.	462,042.	0.	0.	75,815.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
ABBOT DOWNING SCH ATT	187,171.	181,671.	0.	0.	5,500.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
WELLS FARGO ADVISORS SCH ATT	247,937.	257,854.	0.	0.	<9,917.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
ALLOCATED CAPITAL GAIN FROM MD MCVAY ESTATE	PURCHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
160,069.	160,069.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
WELLS FARGO ADVISORS OPTIONS SCH ATT				
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
35,224.	3,540.	0.	0.	31,684.

CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	322,192.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	2
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION	4,500.	0.		4,500.
TO FORM 990-PF, PG 1, LN 16B	4,500.	0.		4,500.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT FEES	58,533.	58,533.			0.
TO FORM 990-PF, PG 1, LN 16C	58,533.	58,533.			0.

FORM 990-PF	TAXES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAX W/H FROM DIVIDEND	4,683.	4,683.			0.
STATE REGISTRATION FEE	25.	0.			25.
TO FORM 990-PF, PG 1, LN 18	4,708.	4,683.			25.

FORM 990-PF	CORPORATE STOCK		STATEMENT	5
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
SCHEDULE ATTACHED	2,998,805.	4,492,009.		
SCHEDULE ATTACHED	1,769,019.	1,827,958.		
SCHEDULE ATTACHED	2,362,038.	3,222,787.		
OPTIONS	<25,440.>	<22,636.>		
TOTAL TO FORM 990-PF, PART II, LINE 10B	7,104,422.	9,520,118.		

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	6
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
LFE CAPITAL	COST	91,734.	91,734.
INSTALLMENT NOTES RECEIVABLE	COST	2,545,668.	2,545,668.
ESTATE RECEIVABLE	COST	27,599.	27,599.
TOTAL TO FORM 990-PF, PART II, LINE 13		2,665,001.	2,665,001.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	7
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
DANITA GREENE 2711 DEAN PARKWAY MINNEAPOLIS, MN 55413	TREASURER 1.00	0.	0.	0.
MARY MCVAY 2201 ISENGARD MINNETONKA, MN 55305	PRESIDENT 1.00	0.	0.	0.
SARA MCVAY PO BOX 970 LELAND, MI 49654	DIRECTOR 0.00	0.	0.	0.
T. TODD MCVAY 1636 W 25TH ST MINNEAPOLIS, MN 55405	DIRECTOR 0.00	0.	0.	0.
MARCELLE MCVAY 2739 N SHEFFIELD CHICAGO, IL 60614	VICE PRESIDENT/SECRETARY 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.



4:40 PM  
10/01/13  
Accrual Basis

McVay Foundation  
Account QuickReport  
January through December 2012

Date	Name	Amount
<b>Contributions</b>		
<b>Arts</b>		
1/26/2012	Paradise Community Theatre, Inc.	2,000.00
3/1/2012	Smithsonian Institute	850.00
4/6/2012	Longyear Museum	1,000.00
4/24/2012	Minneapolis Institute of Art	2,500.00
5/3/2012	Penumbra Theater	3,500.00
10/25/2012	Minnesota Orchestra	5,000.00
10/25/2012	Guthrie Theatre Foundation	2,000.00
10/25/2012	Minnesota Opera	2,000.00
11/21/2012	Children's Theatre Co.	2,000.00
12/20/2012	Penumbra Theater	1,500.00
12/20/2012	Kanabec County Historical Museum	9,000.00
Total Arts		31,350.00
<b>Church &amp; School</b>		
1/26/2012	Hamline University	150,000.00
1/26/2012	United Theological Seminary	10,000.00
1/26/2012	U of M Foundation	10,000.00
2/3/2012	Best Prep	0.00
2/3/2012	Best Prep	2,500.00
2/14/2012	First Church of Christ Scientist	4,000.00
3/1/2012	Sterling College	10,000.00
5/8/2012	Mountain Outreach	1,000.00
5/22/2012	H.A.U.M.C.	31,000.00
5/30/2012	Hamline University	200,000.00
7/18/2012	Best Prep	2,500.00
8/14/2012	The Principia	10,000.00
8/14/2012	Cumberland College	5,000.00
8/15/2012	Richfield U.M.C.	300.00
8/17/2012	Best Prep	-2,500.00
10/1/2012	Hope Academy	16,000.00
10/1/2012	Northwestern College	25,000.00
10/25/2012	Rust College	10,000.00
10/25/2012	Kansas State University	10,000.00
Total Church & School		494,800.00

4:40 PM  
10/01/13  
Accrual Basis

McVay Foundation  
Account QuickReport  
January through December 2012

Date	Name	Amount
<b>People</b>		
1/26/2012	Mobile Loaves & Fishes	4,000.00
2/3/2012	Pathfinders Int'l	4,000.00
2/9/2012	The Family Partnership	300.00
2/10/2012	Lee-Mar Ranch Equine Center, Inc.	1,000.00
3/6/2012	Center for the American Experiment	2,500.00
3/9/2012	Salvation Army	30,000.00
4/3/2012	Wounded Warriors Project	500.00
4/6/2012	Institute for Global Ethics	500.00
4/6/2012	Citizens Against Government Waste	500.00
4/10/2012	Cedars Camps	1,200.00
4/13/2012	U. S. English, Inc.	750.00
4/13/2012	Friends of Sunrise in Africa	500.00
4/24/2012	Adventure Unlimited	1,500.00
5/5/2012	Minnesota Public Radio	1,500.00
5/8/2012	Doctors W/O Borders	1,000.00
5/30/2012	Care	1,000.00
8/20/2012	U. S. English, Inc.	500.00
10/1/2012	United Way	15,400.00
10/1/2012	Center for the American Experiment	1,500.00
10/23/2012	Salvation Army	35,000.00
10/25/2012	Special Olympics of MN	500.00
10/25/2012	Amicus	1,000.00
10/25/2012	Leelanau Children's Center	3,500.00
10/25/2012	Courage Center	5,000.00
10/25/2012	Union Gospel Mission	4,000.00
10/25/2012	Second Harvest	5,000.00
10/25/2012	Center for Victims of Torture	2,000.00
10/31/2012	Beacon Haven	15,000.00
11/1/2012	Mpls. Recreation Development, Inc.	2,500.00
11/2/2012	American Red Cross	7,500.00
11/13/2012	Baby's Space	5,000.00
11/21/2012	MN Landscape Arboretum	1,100.00
12/20/2012	Camphill Village	2,000.00
12/20/2012	The Women's Club of Mpls.	2,000.00
Total People		159,250.00
Total Contributions		685,400.00
<b>TOTAL</b>		<b>685,400.00</b>

QUANTITY	NAME	BROKER	BOOK VALUE	MARKET VALUE
24,984	Blackrock High Yield Bond JPM	JPM	200,000 00	202,124 39
19,769	Doubleline FDS TR TTL-JPM	JPM	225,000 00	223,989 73
3,331	Dreyfus Laurel EMG (Foreign)	JPM	50,000 00	51,099 27
	Ishares Dow Jones Select	JPM	151,813 49	152,268 40
1,500	Ishares MSCI ACWI Index Fund (Global Equity)	JPM	70,826 55	72,120 00
5,268	Ishares MSCI EAFE	JPM	293,146 72	299,538 48
1,850	Ishares MSCI EX-Japan JPM INV	JPM	109,241 69	111,962 00
	Ishares S&P Midcap	JPM	129,708 80	132,210 00
2,299	JPM TR I INFL Managed BD	JPM	25,000 00	24,862 01
	JPM Large Cap Growth	JPM	120,000 00	120,100 00
23,333	Ridgeworth FDS JPM	JPM	200,000 00	200,558 40
	SPD S&P 500 ETF Trust	JPM	127,179 50	142,410 00
	Vanguard Emerging Mkts	JPM	67,102 14	94,715 31
			1,769,018 89	1,827,957 99
1985-F	ACCENTURE LTD	JP Morgan	49,896 08	132,002 50
1,610	AMERICAN EXPRESS	JP Morgan	68,205 57	92,542 80
360	APPLE INC	JP Morgan	101,752 23	191,582 28
1,370	EXXON MOBIL	JP Morgan	105,199 56	118,573 50
815	GLOBAL PMTS INC. W/I	JP Morgan	35,479 42	36,919 50
505	GOLDMAN SACHS GROUP INC.	JP Morgan	74,191 12	64,417 80
595	GRACO INC.	JP Morgan	19,291 52	30,636 55
839	HARTE-HANKS COMMUNICATIONS	JP Morgan	10,158 39	4,950 10
620	HEINZ H J CO	JP Morgan	30,632 14	35,761 60
1025-F	HSBC HLDGS PLC	JP Morgan	51,683 30	54,396 75
1,405	ILLINOIS TOOL WORKS INC	JP Morgan	78,207 12	85,438 05
633	JOHNSON & JOHNSON	JP Morgan	39,376 51	44,373 30
460	JP MORGAN CHASE & CO	JP Morgan	15,428 26	20,225 74
2052-F	KOMATSU JPY	JP Morgan	47,425 92	52,053 75
93	MARKEL HOLDINGS	JP Morgan	21,096 87	40,308 06
1,350	MCDONALDS CORP	JP Morgan	90,137 62	119,083 50
594	MEDNAX	JP Morgan	27,942 19	47,234 88
203	METTLER-TOLEDO INTL INC	JP Morgan	16,661 33	39,239 90
459	MORNINGSTAR INC.	JP Morgan	14,966 30	28,838 97
180	NATIONAL PRESTO INDS.	JP Morgan	19,449 47	12,438 00
1380-F	NESTLE SA	JP Morgan	42,371 52	89,854 56
954	NEUSTAR INC.	JP Morgan	19,149 47	40,001 22
1,730	NIKE INC. CLB	JP Morgan	43,132 88	89,268 00
2,150	NORDSTROM INC.	JP Morgan	89,295 09	115,025 00
587	OCEANEERING INTL INC	JP Morgan	6,522 60	31,574 73
475	OIL STATE INTERNATIONAL INC.	JP Morgan	31,712 00	33,981 50
3,085	ORBITAL SCIENCES CORP	JP Morgan	42,205 95	42,480 45
1,151	PAYCHEX	JP Morgan	36,877 78	35,796 10
1,135	PEPSICO	JP Morgan	74,575 10	77,668 05
1,140	PERRIGO CO	JP Morgan	99,200 52	118,594 20
325	PNC FINANCIAL SERVICES GROUP	JP Morgan	20,288 09	18,950 75
700	PRECISION CASTPARTS CORP	JP Morgan	99,138 97	132,594 00
1,420	QUALCOMM INC	JP Morgan	26,838 00	87,841 20
1053-F	RECKITT BENCKISER ORD GBPO	JP Morgan	33,722 45	66,394 96
505	ROCK-TENN CO CL A	JP Morgan	25,650 27	35,304 55
850-F	SAP AG ADR	JP Morgan	33,884 16	68,323 00
1,400	SCHLUMBERGER LTD	JP Morgan	98,811 86	97,018 60
725	SPECTRUM BRANDS HLDGS INC	JP Morgan	30,367 97	32,574 25
3,320	STAPLES INC	JP Morgan	42,206 72	37,848 00
2,504	STEEL DYNAMICS INC COM	JP Morgan	32,969 48	34,379 92
3983-Emg Mkt	TAIWAN SEMICONDUCTOR	JP Morgan	39,428 48	68,348 28
2,456	TCF FINANCIAL	JP Morgan	29,503 11	29,840 40
2004-F	TELEFONICA SA (35,582 98)	JP Morgan	35,583 71	27,033 96
6441-F	TESCO PLC 5P	JP Morgan	30,862 12	35,178 67
1,425	THERMO FISHER SCIENTIFIC	JP Morgan	64,550 90	90,886 50
281	TRANSDIGM GROUP INC	JP Morgan	26,049 96	38,317 16
899-F	TRANSOCEAN LTD	JP Morgan	58,359 33	40,149 34
916	UGI CORP NEW COM	JP Morgan	20,100 68	29,962 36
1,120	UNITED TECHNOLOGIES CORP	JP Morgan	21,628 30	91,851 20
1,885	VCA ANTECH INC.	JP Morgan	46,977 27	39,679 25
1475-F	VODAFONE GROUP	JP Morgan	41,898 43	37,155 25
430	WALMART STORES INC	JP Morgan	22,723 03	29,338 90
860	WASTE MANAGEMENT INC	JP Morgan	28,874 65	29,016 40
510	WILEY JOHN & SONS INC	JP Morgan	16,202 20	19,854 30
495	WEX fka WRIGHT EXPRESS CORP	JP Morgan	7,729 93	37,308 15
1,078	ZEBRA TECHNOLOGIES	JP Morgan	25,464 27	42,376 18
	TOTAL		2,362,038 17	3,222,786 87

QUANTITY	NAME	BROKER	BOOK VALUE	MARKET VALUE
2,400	3M COMPANY	WF	187,651.29	222,840.00
838	AGL RESOURCES FKA NICOR INC.	WF	33,645.34	33,494.86
500	APACHE CORP COMMON	WF	40,474.95	39,250.00
200	APPLE INC	WF	117,199.47	106,434.58
2,000	AT&T INC.	WF	52,118.02	67,420.00
	BANK OF AMERICA	WF	50,000.00	50,740.00
3,000	BEST BUY	WF	38,420.37	35,550.00
2,000	BRIGGS & STRATTON	WF	35,871.27	42,160.00
800	CATERPILLAR INC.	WF	67,246.56	71,686.80
2,000	CISCO SYSTEMS	WF	43,473.90	39,298.80
1,000	CONOCOPHILLIPS	WF	53,215.80	57,990.00
3,400	CONSOL ENERGY INC.	WF	81,714.67	109,140.00
480	DR. PEPPER SNAPPLE INC.	WF	7,132.05	21,206.40
1,000	DU PONT E I DE NEMOURS & CO.	WF	40,950.60	44,978.50
2,000	EMC CORPORATION (MA)	WF	22,335.96	50,600.00
2,000	EXELON CORP	WF	66,717.56	59,480.00
1,000	EXPRESS SCRIPTS INC.*	WF	8,322.41	54,000.00
1,000	EXXON MOBIL CORP.	WF	89,872.98	86,550.00
1,000	FEDEX CORP	WF	42,901.13	91,720.00
	FNMA	WF	199,939.50	13,109.50
1,500	GENERAL ELECTRIC	WF	46,440.07	31,485.00
962	HOLLY FRONTIER OIL CORP.	WF	3,807.86	44,781.10
2,000	HUBBELL INC.	WF	84,075.59	169,260.00
	ING GROEP	WF	50,000.00	48,380.00
2,500	INTEL CORP.	WF	61,420.20	51,550.00
2,500	ISHARES TR MSCI EMERGING MKTS	WF	100,087.50	110,875.00
3,000	JOHNSON & JOHNSON	WF	30,880.78	210,300.00
1,000	JP MORGAN CHASE	WF	37,719.85	43,969.10
2,000	KONINKLIJKE PHILLIPS	WF	22,015.48	53,080.00
1,000	MACQUARIE INFRASTRUCTURE*	WF	34,680.31	45,560.00
1,000	MCDONALDS CORP.	WF	58,026.07	88,210.00
2,000	MEDTRONIC INC.	WF	55,514.42	82,040.00
576	MERCK & CO INC NEW	WF	9,549.63	23,581.44
1,300	MICROSOFT	WF	39,696.93	34,722.61
1,000	MONSANTO COMPANY NEW	WF	54,524.43	94,650.00
700	MOSAIC COMPANY	WF	39,391.03	39,641.00
3,500	NESTLE SA	WF	37,234.67	228,095.00
1,000	NORFOLK SOUTHERN CORP.	WF	29,545.54	61,840.00
1,000	NUCOR CORP	WF	14,415.68	43,160.00
2,000	ONEOK INC. NEW	WF	34,631.17	85,500.00
1,000	PENNEY JC COMPANY INC.	WF	64,365.96	19,710.00
2,000	PEPSICO	WF	28,596.29	136,860.00
2,000	PROCTOR & GAMBLE	WF	59,003.52	135,780.00
1,000	SELECT SECTOR SPDR FD MATERIALS	WF	38,924.22	37,540.00
500	SPECTRA ENERGY CORP.	WF	9,340.28	13,690.00
2,000	STATE STREET CORP.	WF	87,570.51	94,020.00
7,000	SYMANTEC CORP	WF	36,220.57	131,740.00
2,000	TARGET CORP.	WF	87,471.77	118,370.00
1,000	TESEORO PETROLEUM CORP.	WF	7,859.94	44,050.00
1,000	THERMO FISHER SCIENTIFIC	WF	49,250.64	63,780.00
167	TIME WARNER CABLE	WF	6,196.18	16,230.73
666	TIME WARNER INC. NEW	WF	17,559.62	31,854.78
1,230	TRANSOCEAN LTD	WF		54,931.80
3,000	TRAVELERS	WF	115,483.77	215,460.00
250	TYCO ELECTRONICS/TE	WF	13,485.08	9,280.00
1,500	VERIZON COMMUNICATIONS COM	WF	64,224.00	64,905.00

3,000	WAL-MART	WF	59,343.85	204,690.00
1,000	WASTE MANAGEMENT INC.	WF	34,135.32	33,740.00
2,804	WINDSTREAM CORPORATION	WF	30,616.08	23,217.12
2,000	WISCONSIN ENERGY CORP	WF	48,949.34	73,700.00
3,000	XCEL ENERGY	WF	17,347.14	80,130.00
	<b>TOTAL</b>		<b>2,998,805.12</b>	<b>4,492,009.12</b>



MCVAY FOUNDATION ACCT W78364002  
For the Period 12/1/12 to 12/31/12

#### TRADE ACTIVITY

Note L indicates Long Term Realized Gain/Loss

S indicates Short Term Realized Gain/Loss

Trade Date	Type	Description	Quantity	Per Unit Amount	Proceeds	Tax Cost	Realized Gain/Loss
Settle Date	Selection Method						
Settled Sales/Maturities/Redemptions							
12/3	Sale	ABB LTD SPONS ADR @ 19 44 32,523 12 BROKERAGE	(1 673 000)	19 39	32,438 74	(28,331 01)	4,107 73
12/6	High Cost	83 65 TAX &/OR SEC 73 J P MORGAN SECURITIES LLC (ID 000375-20 4)					
12/3	Sale	AFLAC INC @ 52 83/67 55,056 85 BROKERAGE 52 10	(1,042 000)	52 786	55,003 51	(45,555 92)	9,447 59
12/6	High Cost	TAX &/OR SEC 1 24 J P MORGAN SECURITIES LLC (ID 001055-10-2)					
12/3	Sale	ABBOTT LABORATORIES @ 64 32568 38,273 78	(595 000)	64 274	38,243 17	(28 087 86)	10,155 31
12/6	High Cost	BROKERAGE 29 75 TAX &/OR SEC 86 J P MORGAN SECURITIES LLC (ID 002824-10-0)					
12/3	Sale	ALLISON TRANSMISSION HOLDING @ 20 43789	(1,457 000)	20 387	29 704 49	(29 343 24)	361 25
12/6	High Cost	29,778 01 BROKERAGE 72 85 TAX &/OR SEC 67 J P MORGAN SECURITIES LLC (ID 01973R-10-1)					
12/3	Sale	AMERICAN EXPRESS CO @ 56 16 45,489 60 BROKERAGE	(810 000)	56 109	45 448 08	(46 682 80)	(1 434 72)
12/6	High Cost	40 50 TAX &/OR SEC 1 02 J P MORGAN SECURITIES LLC (ID 025816-10 5)					
12/3	Sale	AMPHENOL CORP CL A @ 61 0251 72 009 62	(1,190 000)	60 974	71 949 00	(63 321 28)	8,627 72
12/6	High Cost	BROKERAGE 59 00 TAX &/OR SEC 1 62 J P MORGAN SECURITIES LLC (ID 032095-10-1)					
12/3	Sale	ANSYS INC @ 65 79383 26,581 92 BROKERAGE 20 20	(404 000)	65 745	26 561 12	(10 103 93)	16,457 19
12/6	High Cost	TAX &/OR SEC 60 J P MORGAN SECURITIES LLC (ID 03662Q-10-5)					
12/3	Sale	APACHE CORP @ 73 4046 41 640 51 BROKERAGE 27 25	(545 000)	76 353	41,612 32	(39,677 85)	1,934 47
12/6	High Cost	TAX &/OR SEC 94 J P MORGAN SECURITIES LLC (ID 037411-10-5)					
12/3	Sale	ARBITRON INC @ 36 95942 23,912 74 BROKERAGE	(647 000)	36 909	23 879 85	(9,582 58)	14 297 27
12/6	High Cost	32 35 TAX &/OR SEC 54 J P MORGAN SECURITIES LLC (ID 03875Q-10-1)					

J.P.Morgan



MCVAY FOUNDATION ACCT W78364002  
For the Period 12/1/12 to 12/31/12

Trade Date Settle Date	Type Selection Method	Description	Quantity	Per Unit Amount	Proceeds	Tax Cost	Realized Gain/Loss
Settled Sales/Maturities/Redemptions							
12/3 12/6	Sale High Cost	BHP LTD SPONS ADR @ 71 62 51,494 78 BROKERAGE 35 95 TAX &/OR SEC 1 16 J P MORGAN SECURITIES LLC (ID 088606-10-8)	(719 000)	71 568	51 457 67	(31 714 48)	19,743 19
12/3 12/6	Sale High Cost	BIG LOTS INC @ 27 95 20,962 50 BROKERAGE 37 50 TAX &/OR SEC 47 J P MORGAN SECURITIES LLC (ID 089302-10-3)	(750 000)	27 899	20 924 53	(23,805 68)	(2 881 15)
12/3 12/6	Sale High Cost	CNOOC LTD ADR @ 210 1625 33,626 00 BROKERAGE 8 00 TAX &/OR SEC 76 J P MORGAN SECURITIES LLC (ID 126132-10-9)	(160 000)	210 108	33,617 24	(30,630 91)	2 986 33
12/3 12/6	Sale High Cost	CSX CORP @ 19 55018 34,310 57 BROKERAGE 87 75 TAX &/OR SEC 77 J P MORGAN SECURITIES LLC (ID 126408-10-3)	(1,755 000)	19 50	34 222 05	(28,618 49)	5,603 56
12/3 12/6	Sale High Cost	CHEVRON CORP @ 104 64512 40,811 60 BROKERAGE 19 50 TAX &/OR SEC 92 J P MORGAN SECURITIES LLC (ID 166764-10-0)	(390 000)	104 593	40,791 18	(27,315 41)	13,475 77
12/3 12/6	Sale High Cost	CLOUD PEAK ENERGY INC @ 18 80755 17,434 60 BROKERAGE 46 35 TAX &/OR SEC 40 J P MORGAN SECURITIES LLC (ID 189110-10-2)	(927 000)	18 757	17,387 85	(18,518 78)	(1,130 93)
12/3 12/6	Sale High Cost	COLGATE PALMOLIVE CO @ 108 10919 47,027 50 BROKERAGE 21 75 TAX &/OR SEC 1 06 J P MORGAN SECURITIES LLC (ID 194162-10-3)	(435 000)	108 057	47,004 69	(29,810 72)	17,193 97
12/3 12/6	Sale High Cost	DENTSPLY INTERNATIONAL INC @ 39 46373 32 991 68 BROKERAGE 41 80 TAX &/OR SEC 74 J P MORGAN SECURITIES LLC (ID 249030-10-7)	(836 000)	39 413	32,949 14	(28,254 90)	4,423 19
12/3 12/6	Sale High Cost	DIAGEO PLC SPONS ADR NEW @ 119 67617 93 945 79 BROKERAGE 39 25 TAX &/OR SEC 2 11 J P MORGAN SECURITIES LLC (ID 252430-20-5)	(785 000)	119 623	93,904 43	(56,099 26)	37,805 17



MCVAY FOUNDATION ACCT W78364002  
For the Period 12/1/12 to 12/31/12

Trade Date Settle Date	Type Selection Method	Description	Quantity	Per Unit Amount	Proceeds	Tax Cost	Realized Gain/Loss
Settled Sales/Maturities/Redemptions							
12/3 12/6	Sale High Cost	EBIX INC @ 16 5307 32,565 50 BROKERAGE 98 50 TAX &/OR SEC 73 J P MORGAN SECURITIES LLC (ID 278715-20-6)	(1,970 000)	16 48	32,466 27	(36,012 01)	(3,545 74)
12/3 12/6	Sale High Cost	EDISON INTERNATIONAL @ 45 04003 44 634 67 BROKERAGE 49 55 TAX &/OR SEC 1 00 J P MORGAN SECURITIES LLC (ID 281020-10-7)	(991 000)	44 989	44 584 12	(30 424 21)	14 159 91
12/3 12/6	Sale High Cost	FMC TECHNOLOGIES INC @ 41 14776 61 721 64 BROKERAGE 75 00 TAX &/OR SEC 1 39 J P MORGAN SECURITIES LLC (ID 30249U-10-1)	(1,500 000)	41 097	61,645 25	(85,400 00)	(3,754 75)
12/3 12/6	Sale High Cost	GENTEX CORP @ 1 / 74182 48,701 30 BROKERAGE 137 25 TAX &/OR SEC 1 10 J P MORGAN SECURITIES LLC (ID 371901-10-9)	(2,745 000)	17 691	48 562 95	(55,238 79)	(6,673 84)
12/3 12/6	Sale High Cost	ISHARES BARCLAYS 1-3 YEAR TREASURY BOND FUND @ 84 43 5,825 67 BROKERAGE 3 45 TAX &/OR SEC 14 J P MORGAN SECURITIES LLC (ID 464287-45-7)	(69 000)	84 378	5,822 08	(5 735 09)	86 99
12/3 12/6	Sale High Cost	THERMO FISHER SCIENTIFIC INC @ 63 54 34 947 00 BROKERAGE 27 50 TAX &/OR SEC 79 J P MORGAN SECURITIES LLC (ID 883556-10-2)	(550 000)	63 489	34,918 71	(30,821 94)	4,096 77
12/3 12/6	Sale High Cost	3M CO @ 90 25534 82 403 13 BROKERAGE 45 65 TAX &/OR SEC 1 85 J P MORGAN SECURITIES LLC (ID 88579Y-10-1)	(913 000)	90 203	82,355 63	(67,529 00)	14,826 63
12/3 12/6	Sale High Cost	UNITED TECHNOLOGIES CORP @ 79 98 18,790 60 BROKERAGE 11 75 TAX &/OR SEC 43 J P MORGAN SECURITIES LLC (ID 913017-10-9)	(235 000)	79 908	18,778 42	(7,341 58)	11,436 84





MCVAY FOUNDATION ACCT W78364002  
For the Period 12/1/12 to 12/31/12

Trade Date	Type			Per Unit			Realized
Settle Date	Selection Method	Description	Quantity	Amount	Proceeds	Tax Cost	Gain/Loss
Settled Sales/Maturities/Redemptions							
12/3	Sale	WISDOMTREE JAPAN TOTAL DIVIDEND FUND @ 33.39241	(1,340,000)	33.342	44,677.82	(46,793.52)	(2,115.70)
12/6	High Cost	44,745.83 BROKERAGE 67.00 TAX &/OR SEC 1.01 J.P. MORGAN SECURITIES LLC (ID 97717W-85-1)					
Total Settled Sales/Maturities/Redemptions					\$1,110,910.31	(\$920,949.24)	\$199,249.24 (\$9,288.17)

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140,604.10 149,892.33 9288.17  
970,306.15 771,056.91 199,249.24

J.P.Morgan

MCVAY FOUNDATION M/A 10594300

**Totals**

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MCVAY FOUNDATION M/A 10594300  
Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
15% RATE CAPITAL GAINS (LOSSES)					
249. ALEXANDER & BALDWIN INC	04/29/2005	03/09/2012	11,684.49	10,060.13	1,624.36
277. ALEXANDER & BALDWIN INC	VAR	03/12/2012	12,716.29	9,107.81	3,608.48
96. ANSYS INC COM	VAR	10/03/2012	6,913.65	3,140.15	3,773.50
95. ANSYS INC COM	07/26/2007	10/04/2012	6,832.02	2,432.31	4,399.71
45. ARBITRON INC					
COM	09/26/2001	10/03/2012	1,675.03	1,203.68	471.35
209. ARBITRON INC					
COM	VAR	10/04/2012	7,727.88	5,254.41	2,473.47
2190. C H ROBINSON WORLDWIDE INC	VAR	09/12/2012	125,626.97	122,398.84	3,228.13
175. GRACO INC COM W/RIGHTS					
ATTACHED EXP 3/29/2010	VAR	08/17/2012	8,779.90	6,896.52	1,883.38
193. HARTE-HANKS INC. NEW COM	03/20/2001	09/28/2012	1,343.71	3,004.33	-1,660.62
83. HARTE-HANKS INC. NEW COM	03/20/2001	10/01/2012	577.00	1,292.02	-715.02
83. HARTE-HANKS INC. NEW COM	03/20/2001	10/02/2012	571.94	1,292.02	-720.08
137. HARTE-HANKS INC. NEW COM	03/20/2001	10/03/2012	950.21	2,132.60	-1,182.39
58. HARTE-HANKS INC. NEW COM	03/20/2001	10/04/2012	400.11	902.85	-502.74
302. HARTE-HANKS INC. NEW COM	VAR	10/05/2012	2,046.94	3,918.21	-1,871.27
2150. HEWLETT PACKARD CO	01/11/2011	03/27/2012	50,807.67	97,997.00	-47,189.33
175. ISHARES DOW JONES SELECT	VAR	05/22/2012	9,578.78	8,130.76	1,448.02
280. ISHARES DOW JONES SELECT	09/07/2010	05/29/2012	15,486.87	12,770.29	2,716.58
235. ISHARES DOW JONES SELECT	VAR	09/10/2012	13,645.46	10,497.38	3,148.08
5. ISHARES BARCLAYS 1-3 YEAR					
TREAS BOND	06/11/2009	07/25/2012	422.59	416.08	6.51
24. ISHARES BARCLAYS 1-3 YEAR					
TREAS BOND	06/11/2009	10/03/2012	2,026.76	1,997.16	29.60
660. LABORATORY CRP OF AMER					
HLDS					
210. NESTLE S A SPONSORED ADR	05/23/2011	08/24/2012	58,360.18	65,253.61	-6,893.43
185. NESTLE S A SPONSORED ADR	01/11/2011	06/11/2012	11,971.18	11,600.40	370.78
128. INTELIGENT, INC.	01/11/2011	08/06/2012	11,412.76	10,219.40	1,193.36
196. INTELIGENT, INC.	12/15/2009	02/21/2012	1,553.05	2,777.14	-1,224.09
363. INTELIGENT, INC.	VAR	02/22/2012	2,337.77	4,237.47	-1,899.70
Totals	VAR	02/23/2012	4,252.54	7,791.75	-3,539.21

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MCVAY FOUNDATION M/A 10594300  
Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
15% RATE CAPITAL GAINS (LOSSES)					
249. ALEXANDER & BALDWIN INC	04/29/2005	03/09/2012	✓ 11,684.49	✓ 10,060.13	1,624.36
277. ALEXANDER & BALDWIN INC	VAR	03/12/2012	✓ 12,716.29	✓ 9,107.81	3,608.48
96. ANSYS INC COM	VAR	10/03/2012	✓ 6,913.65	✓ 3,140.15	3,773.50
95. ANSYS INC COM	07/26/2007	10/04/2012	✓ 6,832.02	✓ 2,432.31	4,399.71
45. ARBITRON INC					
COM	09/26/2001	10/03/2012	✓ 1,675.03	✓ 1,203.68	471.35
209. ARBITRON INC					
COM	VAR	10/04/2012	✓ 7,727.88	✓ 5,254.41	2,473.47
2190. C H ROBINSON WORLDWIDE INC	VAR	09/12/2012	✓ 125,626.97	✓ 122,398.84	3,228.13
175. GRACO INC COM W/RIGHTS					
ATTACHED EXP 3/29/2010	VAR	08/17/2012	8,779.90	✓ 6,896.52	1,883.38
193. HARTE-HANKS INC. NEW COM	03/20/2001	09/28/2012	✓ 1,343.71	✓ 3,004.33	-1,660.62
83. HARTE-HANKS INC. NEW COM	03/20/2001	10/01/2012	✓ 577.00	✓ 1,292.02	-715.02
83. HARTE-HANKS INC. NEW COM	03/20/2001	10/02/2012	✓ 571.94	✓ 1,292.02	-720.08
137. HARTE-HANKS INC. NEW COM	03/20/2001	10/03/2012	✓ 950.21	✓ 2,132.60	-1,182.39
58. HARTE-HANKS INC. NEW COM	03/20/2001	10/04/2012	✓ 400.11	✓ 902.85	-502.74
302. HARTE-HANKS INC. NEW COM	VAR	10/05/2012	✓ 2,046.94	✓ 3,918.21	-1,871.27
2150. HEWLETT PACKARD CO	01/11/2011	03/27/2012	✓ 50,807.67	✓ 97,997.00	-47,189.33
175. ISHARES DOW JONES SELECT	VAR	05/22/2012	✓ 9,578.78	✓ 8,130.76	1,448.02
280. ISHARES DOW JONES SELECT	09/07/2010	05/29/2012	✓ 15,486.87	✓ 12,770.29	2,716.58
235. ISHARES DOW JONES SELECT	VAR	09/10/2012	✓ 13,645.46	✓ 10,497.38	3,148.08
5. ISHARES BARCLAYS 1-3 YEAR					
TREAS BOND	06/11/2009	07/25/2012	422.59	✓ 416.08	6.51
24. ISHARES BARCLAYS 1-3 YEAR					
TREAS BOND	06/11/2009	10/03/2012	✓ 2,026.76	✓ 1,997.16	29.60
660. LABORATORY CRP OF AMER					
HLDS	05/23/2011	08/24/2012	✓ 58,360.18	✓ 65,253.61	-6,893.43
210. NESTLE S A SPONSORED ADR	01/11/2011	06/11/2012	✓ 11,971.18	✓ 11,600.40	370.78
185. NESTLE S A SPONSORED ADR	01/11/2011	08/06/2012	✓ 11,412.76	✓ 10,219.40	1,193.36
128. INTELIGENT, INC.	12/15/2009	02/21/2012	✓ 1,553.05	✓ 2,777.14	-1,224.09
196. INTELIGENT, INC.	VAR	02/22/2012	2,337.77	✓ 4,237.47	-1,899.70
363. INTELIGENT, INC.	VAR	02/23/2012	✓ 4,252.54	✓ 7,791.75	-3,539.21
Totals					

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MCVAY FOUNDATION M/A 10594300  
Schedule D Detail of Long-term Capital Gains and Losses

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## 2012 SUMMARY AMENDMENT

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Account Number: 4440-5140  
MC VAY FOUNDATION

## Realized Gain/Loss

## Realized Gain/Loss Detail

SHORT TERM GAINS OR LOSSES FOR COVERED SECURITIES						
Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost
Pfizer Incorporated						Gain or Loss Amount
CUSIP 717081103	1,800.00000	21.0950	02/09/12	11/06/12	42,029.06 <sup>a</sup>	37,972.80
SPDR S&P EMERGING ETF						4,056.26
SMALL CAP						
CUSIP 78463X756						
	300.00000	53.5516	02/09/11	01/17/12	11,999.77	16,065.48
	300.00000	51.9252	02/22/11	01/17/12	11,999.77	15,577.56
	200.00000	50.7171	03/15/11	01/17/12	7,999.85	10,143.42
Subtotal	800.00000				31,999.39	41,786.46
SPDR S&P 500 TRUST ETF						-4,065.71
CUSIP 78462F103	500.00000	123.8499	10/26/11	01/20/12	65,153.75 <sup>a</sup>	61,924.95
VANGUARD MSCI EMERGING						-3,577.79
MARKETS ETF						-2,143.57
CUSIP 922042858						-9,787.07
Subtotal	1,700.00000				68,595.89	78,339.78
VERIZON COMMUNICATIONS						-3,309.83
COM						-3,041.63
CUSIP 92343V104	1,000.00000	37.8299	02/09/12	07/05/12	40,159.11 <sup>a</sup>	23,829.21
TOTAL SHORT TERM GAINS OR LOSSES FOR COVERED SECURITIES					\$247,937.20	\$257,853.89
						-9,916.69



## 2012 SUMMARY AMENDMENT

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Account Number: 4440-5140  
MC VAY FOUNDATION

## Realized Gain/Loss

LONG TERM GAINS OR LOSSES FOR COVERED SECURITIES							
Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
SECTOR SPDR TR							
TECHNOLOGY SELECT SECTOR							
CUSIP 81369Y803	800 00000	26 8954	02/09/11	03/15/12	22 319.59 a	21,516.32	803 27
	400 00000	26 4300	02/22/11	03/15/12	11,159.81 a	10,572.00	587 81
	400 00000	26 4300	02/22/11	06/14/12	11,187.74 a	10 572.00	615 74
	400 00000	25 7866	03/10/11	06/14/12	11,187.75 a	10,314.64	873 11
	500 00000	25 8454	05/17/11	06/14/12	13,984 70 a	12,922 70	1,062.00
Subtotal	2,500.00000				69,839.59	65,897.66	3,941.93
TOTAL LONG TERM GAINS OR LOSSES FOR COVERED SECURITIES							
					\$69,839.59	\$65,897.66	\$3,941.93
LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES							
Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
AFLAC INC							
CUSIP 001055102	1,000.00000	33 4800	10/09/03	11/08/12	48 828 91 a	33,844.94	14 983.97
AGIC EQUITY & CONV INCM							
FD							
CUSIP 00119P102	2 000.00000	25.0000	02 22/07	01/17/12	33,068 37	50 000.00	-16 931.63
ALLIANZ SE-ADR							
CUSIP 018805101	3 000 00000	15 5300	06/02/06	12/11/12	40 078.10	47,260.56	-7 181 46
AXA-ADR							
CUSIP 054536107	590 00000	33 4687	05/11/00	12/11/12	9,935 37	19,746 56	-9,811 19
	590 00000	33 4687	06/30/00	12/11/12	9,935 38	19,746 56	-9,811 18
Subtotal	1,180.00000				19,870.75	39,493.12	-19,622.37
EXPRESS SCRIPTS HLDG CO							
CUSIP 30219G108	1,000 00000	8 2600	01/02/04	06/15/12	50,698.88 a	8 322 42	42,376 46
HOME DEPOT INC							
CUSIP 437076102	1,000 00000	34,0000	09/10/07	01/20/12	40,249 23 a	34,286 81	5 962 42
	1 000 00000	34 0000	09/10/07	11/16/12	56,918.73 a	34,286 81	22,631 92

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## 2012 SUMMARY AMENDMENT

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Account Number: 4440-5140  
MC VAY FOUNDATION

## Realized Gain/Loss

LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES						
Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost
						Gain or Loss Amount
Subtotal	2,000.00000				97,167.96	68,573.62
NUCOR CORP CUSIP 670346105	1 000 00000	13.7775	01/07/04	10/19/12	41 499 07 a	13,891 03
PUBLIC STORAGE 6.45% PERPETUAL CUMULATIVE PFD CALL STARTING 8/23/2010 CUSIP 74460D380	4.000 00000	25 0000	08/16/05	10/15/12	100,250 80	100,000.00
WALGREEN COMPANY CUSIP 931422109	1,000 00000	34.3900	01/12/04	12/11/12	36,553.18	34,758 69
TOTAL LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES					\$488,017.02	\$396,144.38
						\$71,872.64

## Option Activity Gain/Loss Detail for Year

SHORT TERM OPTIONS						
Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost
						Gain or Loss Amount
C EEM 061612 41	-25 00000	2 6000	01/17/12	06/16/12	6 499.88	0 00
C EMC 042112 26	-20 00000	1 1900	10/26/11 01/17/12	01/18/12	2,379.95	400 00
C INTC 102012 28	-15 00000	1.4500	02/09/12	10/20/12	2,174.96	0 00
C JCP 012112 38	-10.00000	2 1800	07/05/11 01/17/12	01/18/12	2,179.96	30 00
C JCP 081812 37	-10 00000	1 8000	05/04/12	08/18/12	1,799.96	0 00
C MDT 051912 37	-10.00000	1.5000	10/26/11	05/19/12	1,499.97	0.00
C MOS 092212 60	-7 00000	4.5000	02/09/12	09/22/12	3,149.94	0 00
C MSFT 102012 32	-13 00000	1 3000	02/09/12	10/20/12	1,689.97	0 00
C RIG 111712 47 50	-12 00000	2 1500	06/26/12	11/17/12	2 579.89	0.00
						2,174.96
						2,149 96
						1,799.96
						1,499 97
						3,149 94
						1,689 97
						2,579 89





Account Number. 4440-5140  
MC VAY FOUNDATION



## Realized Gain/Loss

SHORT TERM OPTIONS						
Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost
C SYMC 042112 20	-50.00000	1.1800	10/26/11 01/17/12	01/18/12	5,899.89	500.00
C WAG 042013 35	-10.00000	1.1600	11/08/12 12/11/12	12/12/12	1,159.93	2 610 04
C WAG 042112 37	-10.00000	1.3400	10/27/11	04/21/12	1,339.97	0.00
C WAG 102012 36	-10.00000	1.2600	05/04/12	10/20/12	1,259.97	0.00
C XLB 061612 38	-10.00000	1.6100	01/17/12	06/16/12	1,609.97	0.00
TOTAL SHORT TERM OPTIONS					\$35,224.21	\$3,540.04
						\$31,684.17

**B** Option premiums are included in the proceeds when the underlying option results in a sale. Similarly, option premiums are included in the cost basis when the underlying option results in a purchase.

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box ☒ **X**

**Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1)

**Part II Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed).

Enter filer's identifying number, see instructions	
Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions <b>MCVAY FOUNDATION</b>
	Employer identification number (EIN) or <b>36-3311833</b>
	Number, street, and room or suite no. If a P.O. box, see instructions <b>14820 HIGHWAY 7, NO. 200</b>
	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions <b>MINNETONKA, MN 55345-3630</b>

Enter the Return code for the return that this application is for (file a separate application for each return)

**04**

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

**STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.**

**MARY MCVAY**

- The books are in the care of **14820 HWY 7 - MINNETONKA, MN 55345**

Telephone No **(952) 545-8815**

FAX No

- If the organization does not have an office or place of business in the United States, check this box ☐

- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) \_\_\_\_\_ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

**4** I request an additional 3-month extension of time until **NOVEMBER 15, 2013**

**5** For calendar year **2012**, or other tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_

**6** If the tax year entered in line 5 is for less than 12 months, check reason ☐ Initial return ☐ Final return  
☐ Change in accounting period

**7** State in detail why you need the extension

**THE FOUNDATION IS MISSING INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE RETURN IN THE TIME PRESCRIBED BY LAW. THEREFORE, WE RESPECTFULLY REQUEST AN ADDITIONAL EXTENSION OF TIME TO FILE.**

<b>8a</b> If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	<b>8a</b>	\$	<b>18,620.</b>
<b>b</b> If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	<b>8b</b>	\$	<b>18,620.</b>
<b>c</b> <b>Balance due.</b> Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	<b>8c</b>	\$	<b>0.</b>

**Signature and Verification must be completed for Part II only.**

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ☐

Title **TREASURER**

Date ☐

Form 8868 (Rev. 1-2013)