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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
Treacy Foundation

A Employer identification number
81-0270257

Number and street (or P O box number if mail is not delivered to street address) PO Box 1479 | Room/suite

B Telephone number (see instructions)
(406) 443-3549

City or town, state, and ZIP code
Helena, MT 59624

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)* ▶$ 37,358,279

J Accounting method ☐ Cash ☐ Accrual ☑ Other (specify) Modified Cash
(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))

		Line	(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				
	4	Dividends and interest from securities	1,412,079	1,412,079		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	619,062			
	b	Gross sales price for all assets on line 6a 5,955,914				
	7	Capital gain net income (from Part IV, line 2)		619,062		
	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)				
	12	**Total.** Add lines 1 through 11	2,031,141	2,031,141		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	64,000	16,000		48,000
	14	Other employee salaries and wages	2,318	580		1,738
	15	Pension plans, employee benefits	4,440	1,117		3,323
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	9,030	2,258		6,772
	c	Other professional fees (attach schedule)	1,763			1,763
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	42,194	42,194		
	19	Depreciation (attach schedule) and depletion	1,215	1,215		
	20	Occupancy	17,776	4,444		13,332
	21	Travel, conferences, and meetings	2,868	717		2,151
	22	Printing and publications				
	23	Other expenses (attach schedule)	312,615	304,516		8,099
	24	**Total operating and administrative expenses.** Add lines 13 through 23	458,219	373,041		85,178
	25	Contributions, gifts, grants paid	1,158,555			1,158,555
	26	**Total expenses and disbursements.** Add lines 24 and 25	1,616,774	373,041		1,243,733
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	414,367			
	b	**Net investment income** (if negative, enter -0-)		1,658,100		
	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	6,394	14,671	14,671
	2	Savings and temporary cash investments	2,074,016	1,745,320	1,745,320
	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) ▶ 11,285 Less allowance for doubtful accounts ▶	187,017	11,285	11,285
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	10,856,359	10,589,664	10,965,793
	b	Investments—corporate stock (attach schedule)	14,690,846	15,249,992	18,371,596
	c	Investments—corporate bonds (attach schedule)	5,149,640	5,777,136	6,245,814
	11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ 5,996 Less accumulated depreciation (attach schedule) ▶ 3,209	3,177	2,787	2,500
	15	Other assets (describe ▶)	1,300	1,300	1,300
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	32,968,749	33,392,155	37,358,279
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)	1,225	1,375	
	23	**Total liabilities** (add lines 17 through 22)	1,225	1,375	
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	32,967,524	33,390,780	
	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			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see page 17 of the instructions)	32,967,524	33,390,780	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	32,968,749	33,392,155	

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	32,967,524
2	Enter amount from Part I, line 27a	2	414,367
3	Other increases not included in line 2 (itemize) ▶	3	8,889
4	Add lines 1, 2, and 3	4	33,390,780
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	33,390,780

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				
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				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				
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	619,062
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	51,184

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	1,068,439	35,431,239	0 03016
2010	639,408	26,220,467	0 02439
2009	221,252	4,257,653	0 05197
2008	166,743	2,710,209	0 06152
2007	153,312	2,736,224	0 05603

2	**Total** of line 1, column (d).	2	0 22406
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years . . .	3	0 04481
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	36,516,068
5	Multiply line 4 by line 3.	5	1,636,358
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	16,581
7	Add lines 5 and 6.	7	1,652,939
8	Enter qualifying distributions from Part XII, line 4.	8	1,243,733

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	33,162
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	33,162
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	33,162
6	Credits/Payments				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	32,460		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	20,000		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	52,460
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ 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	19,298
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶	19,298	**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		No
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) ▶MT			
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	Yes	
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)*

			Yes	No
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 ▶www treacyfoundation org

14 The books are in care of ▶Kimmy Skiftun Telephone no ▶(406) 443-3549

Located at ▶PO Box 1479 Helena MT ZIP +4 ▶59624

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 |

			Yes	No
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		No
	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		No
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		No
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**		**No**
	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**		**No**

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

1 List all officers, directors, trustees, foundation managers and their compensation (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
NONE				

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
Stifel Nicolaus One Financial Plaza 501 N Broadway St Louis, MO 63102	Investment advisor	70,179
Wells Fargo PO Box 95021 Henderson, NV 890095021	Investment advisor	54,532
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	
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	
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	35,187,764
b	Average of monthly cash balances		1b	1,869,301
c	Fair market value of all other assets (see instructions)		1c	15,085
d	**Total** (add lines 1a, b, and c)		1d	37,072,150
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0		
2	Acquisition indebtedness applicable to line 1 assets		2	
3	Subtract line 2 from line 1d		3	37,072,150
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	556,082
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	36,516,068
6	**Minimum investment return.** Enter 5% of line 5		6	1,825,803

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	1,825,803
2a	Tax on investment income for 2012 from Part VI, line 5	2a 33,162		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	33,162
3	Distributable amount before adjustments Subtract line 2c from line 1		3	1,792,641
4	Recoveries of amounts treated as qualifying distributions		4	
5	Add lines 3 and 4		5	1,792,641
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	1,792,641

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	1,243,733
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	1,243,733
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	1,243,733

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				1,792,641
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			1,169,722	
b Total for prior years 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2012				
a From 2007.				
b From 2008.				
c From 2009.				
d From 2010.				
e From 2011.				
f **Total** of lines 3a through e.				
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 1,243,733				
a Applied to 2011, but not more than line 2a			1,169,722	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2012 distributable amount.				74,011
e Remaining amount distributed out of corpus				
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				
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				1,718,630
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				
10 Analysis of line 9				
a Excess from 2008. . . .				
b Excess from 2009. . . .				
c Excess from 2010. . . .				
d Excess from 2011. . . .				
e Excess from 2012. . . .				

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			
	(a) 2012	**(b)** 2011	**(c)** 2010	**(d)** 2009	**(e) Total**
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))

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

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

Treacy Foundation
PO Box 1479
Helena, MT 59624
(406) 443-3549

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

Grant information and applications can be obtained at the website, treacyfoundation org Organizations that apply for grants must qualify as an exempt organization under I R C Section 501(c)(3) The organization should submit a letter outlining the needs of the grant

c Any submission deadlines

May 1

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

The Treacy Foundation also awards scholarship grants to starting freshman and sophmore college students who are residents of Montana, Idaho, and North Dakota The scholarships are generally $ 2,000 00 per year and are renewable for 4 years provided the student requests renewal each year Scholarships are not offered to junior, senior or graduate college students The grants are paid directly to the school to be applied to the student's account rather than to the student directly Scholarship applicants can obtain the application form from the website - treacyfoundation org Upon receipt of the student's application form, the application is reviewed by the Scholarship Selection Committee which meets between the first and the fifteenth day of May The applicant will then be notified of his/her selection or nonselection following the review of all applicants Once the student has been selected for a Treacy Foundation scholarship, they will receive a preference for renewal provided they writ

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 TableSee Additional Data Table				
Total . . . . ▶ **3a**				1,158,555
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					
4 Dividends and interest from securities. . . .			14	1,412,079	
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.					
8 Gain or (loss) from sales of assets other than inventory			14	619,062	
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). .				2,031,141	

13 **Total.** Add line 12, columns (b), (d), and (e). **13** 2,031,141

(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

******	2013-08-13	******
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
Dan Gruber CPA	Dan Gruber CPA			P00024405

Firm's name	Dan Gruber & Co	Firm's EIN	
Firm's address	501 N Sanders Street Helena, MT 59601	Phone no	(406) 442-9112

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
Kimmy Skiftun PO Box 1479 Helena, MT 59624	Executive Direc 40 00	55,000	3,108	
Mike Cooney PO Box 1479 Helena, MT 59624	Trustee 1 00	2,000		
Don Campbell PO Box 1479 Helena, MT 59624	Chairman 1 00	2,000		
Theresa Ortega PO Box 1479 Helena, MT 59624	Trustee 1 00	1,500		
Kelly O'Connell PO Box 1479 Helena, MT 59624	Trustee 1 00	1,500		
Tom McCarvel PO Box 1479 Helena, MT 59624	Trustee 1 00	2,000		

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*				
Helena YWCA PO Box 518 Helena, MT 59624	N/A	Public	Capital campaign	50,000
Unity Church of Missoula 546 S Ave W Missoula, MT 59801	N/A	Public	Funding for purchase of new lift	25,000
Saint Peter's Hospital 2475 E Broadway Helena, MT 59601	N/A	Public	Funding for general purchase of equipment	10,100
Rocky Mountain Development Council PO Box 1717 Helena, MT 59624	N/A	Public	Funding for purchase of supplies	2,500
Our Lady of Lourdes 13th Street S Great Falls, MT 59405	N/A	Public	Funding for purchase of new computer equipment	20,000
North Valley Hospital 1600 Hospital Way Whitefish, MT 59937	N/A	Public	Capital campaign	10,000
Myrna Loy Center 15 N Ewing Helena, MT 59601	N/A	Public	New projection system	100,000
Museum of the Rockies 600 W Kagy Blvd Bozeman, MT 59717	N/A	Public	Funding for puchase of displays	10,000
Jefferson Elementary School 1023 Broadway Helena, MT 59601	N/A	Public	Funding for purchase of art supplies	7,000
Montana Sight Hearing Box 1266 Forsyth, MT 59327	N/A	Public	Funding for purchase of hearing devices	5,000
Montana Shakespeare 6137 Moondance Rd Helena, MT 59601	N/A	Public	Funding for purchase of new stage	5,000
Montana Non-Profit Association 432 N Last Chance Gulch Helena, MT 59601	N/A	Public	Funding for purchase of new computer equipment	1,000
Montana Club 24 W 6th Ave Helena, MT 59601	N/A	Public	Capital campaign	5,000
Mercy House 540 N Eagle Rd 117 Eagle, ID 83616	N/A	Public	Funding for purchase of new computer equipment	6,000
Lewis Clark Library Foundation 120 S Last Chance Gulch Helena, MT 59601	N/A	Public	Funding for operation of Book Mobile	10,000

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*				
Lewis Clark County Community PO Box 92 Helena, MT 59624	N/A	Public	To fund endowment	7,500
Lewis Clark Animal Shelter PO Box 4455 Helena, MT 59604	N/A	Public	Funding for purchase of supplies	200
Hopa Mountain Project PO Box 10892 Bozeman, MT 59718	N/A	Public	Support for education costs	4,000
Highwood Pedestrian Foundation 127 McGowan Rd Highwood, MT 59450	N/A	Public	Assist with cost of construction of new bridge	25,000
Helena Rotary PO Box 333 Helena, MT 59624	N/A	Public	Provide assistance with clothing purchases	1,500
Helena Kiwanis PO Box 4178 Helena, MT 59604	N/A	Public	Assist with purchase of amplification system	5,000
Helena Food Share 1616 Lewis St Helena, MT 59601	N/A	Public	Children's food backback program	12,500
Helena Community Garden PO Box 1222 Helena, MT 59624	N/A	Public	Funding for purchase of rototiller	1,000
Great Divide Ski Foundation PO Box 754 Helena, MT 59601	N/A	Public	Funding for purchase of ski supplies	500
Friendship Center 1430 N Sanders Helena, MT 59601	N/A	Public	Emergency funds	7,500
Forence Crittenton Home 901 N Harris Helena, MT 59601	N/A	Public	Assist with funding of new beds purchase	32,500
Family Promise PO Box 939 Helena, MT 59624	N/A	Public	Assist with funding of capital campaign	86,000
Career Training Institute 347 N Last Chance Gulch Helena, MT 59601	N/A	Public	Funding of new computer	1,000
Better Business Bureau Education PO Box 7642 Helena, MT 59604	N/A	Public	Provide assistance with general operations	2,290
Association of Small Foundations 1720 N Street NW Washington, DC 20036	N/A	Public	Funding for general operations	500

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*				
Yellowstone Foundation 222 East Main St Ste 301 Bozeman, MT 59715	N/A	Public	Assist with funding for photo project	25,000
Special K Ranch PO Box 479 Columbus, MT 59019	N/A	Public	Funding for new building	38,500
Rialto Community Theater PO Box 874 Deer Lodge, MT 59722	N/A	Public	Assist with funding of capital campaign	26,500
NAMI 616 Helena Ave Ste 218 Helena, MT 59601	N/A	Public	Provide assistance for general operations	500
Lewis Clark Literacy Council PO Box 67 Helena, MT 59624	N/A	Public	Funding for new books	3,000
Humane Society of NW Montana PO Box 221 Kalispell, MT 59903	N/A	Public	Funding of new lighting	7,000
Helena Education Foundation PO Box 792 Helena, MT 59624	N/A	Public	Assist with books purchase	6,500
Farm in the Dell 1208 Poplar Helena, MT 59601	N/A	Public	Assistance with funding capital campaign	30,000
Eagle Mount Helena 3400 Centennial Helena, MT 59601	N/A	Public	Funding for equine program	5,000
Exploration Works 995 Carousel Way Helena, MT 59601	N/A	Public	Assist with purchasing displays	13,640
Civic Center PO Box 272 Helena, MT 59624	N/A	Public	General support	500
Aware 616 Helena Ave Helena, MT 59601	N/A	Public	Capital campaign	30,000
Habitat for Humanity PO Box 459 Helena, MT 59624	N/A	Public	For construction materials	10,000
Komen of Montana 1066 Helena Ave Helena, MT 59601	N/A	Public	Funding for general operations	5,000
Intermountain Childrens Home 500 South Lamborn Helena, MT 59601	N/A	Public	Capital campaign	51,000

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*				
Student Assistance Foundation 2500 Broadway Helena, MT 59601	N/A	Public	Assist with computer purchase	700
Salish Kootenai College 58138 US Hwy 93 Pablo, MT 59855	N/A	Public	Higher education scholarships	2,500
Helena Symphony Society PO Box 1073 Helena, MT 59624	N/A	Public	Assist with purchasing music material	10,000
Big Brothers and Sisters 30 W 6th Ave Helena, MT 59601	N/A	Public	Computer and software cost support	14,100
Montana DECA PO Box 7261 Helena, MT 59604	N/A	Public	Assist with funding of general operations	500
Lewis Clark Co United Way 805 N Last Chance Gulch Helena, MT 59601	N/A	Public	General support	250
Carroll College 1601 N Benton Ave Helena, MT 59625	N/A	Public	Assist with facilty improvements	120,000
Helena YMCA 1200 Last Chance Gulch Helena, MT 59601	N/A	Public	Capital campaign	128,625
Gallatin Historical Society 317 West Main Bozeman, MT 59715	N/A	Public	Provide assistance ith facility repairs	7,500
Angel Fund PO Box 7436 Helena, MT 59604	N/A	Public	Provide coats for students	300
Special Olympics Montana PO Box 3507 Great Falls, MT 59403	N/A	Public	Assist with general operations	250
Ballet Montana 1601 N Benton Ave Helena, MT 59625	N/A	Public	Assist with purchase of ballet equipment	1,000
Western Rendevous of Arts PO Box 201205 Helena, MT 59620	N/A	Public	Funding for general operations	2,000
WestMont 2708 Bozeman Ave Helena, MT 59601	N/A	Public	Assistance with capital improvements projects	36,000
Student Scholarships Various Various, MT 59601	N/A	Public	College scholarships	125,000

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*				
Growing Friends of Helena PO Box 709 Helena, MT 59624	N/A	Public	Assist with community efforts to plant trees and shrubs	250
Healthy Mothers Healthy Babies 400 N Park Ave Helena, MT 59601	N/A	Public	Assist with purchases of cribs	3,850
Total . . . . ▶ **3a**				1,158,555

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Form **4562**
Department of the Treasury
Internal Revenue Service (99)

Depreciation and Amortization
(Including Information on Listed Property)

▶ See separate instructions. ▶ Attach to your tax return.

OMB No 1545-0172
2012
Attachment Sequence No **179**

Name(s) shown on return	Business or activity to which this form relates	Identifying number
Treacy Foundation	Form 990/990-PF	81-0270257

Part I **Election To Expense Certain Property Under Section 179**
Note: *If you have any listed property, complete Part V before you complete Part I.*

1	Maximum amount (see instructions)	1	
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	$ 2,000,000
4	Reduction in limitation Subtract line 3 from line 2 If zero or less, enter -0-	4	
5	Dollar limitation for tax year Subtract line 4 from line 1 If zero or less, enter -0- If married filing separately, see instructions	5	

6	**(a)** Description of property	**(b)** Cost (business use only)	**(c)** Elected cost
6			

7	Listed property Enter the amount from line 29	7	
8	Total elected cost of section 179 property Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2011 Form 4562	10	
11	Business income limitation Enter the smaller of business income (not less than zero) or line 5 (see instructions)	11	
12	Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2013 Add lines 9 and 10, less line 12 ▶	13	

Note: *Do not use Part II or Part III below for listed property. Instead, use Part V.*

Part II **Special Depreciation Allowance and Other Depreciation (Do not** include listed property **)** (See instructions)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	

Part III **MACRS Depreciation (Do not** include listed property.) (See instructions.)

Section A

17	MACRS deductions for assets placed in service in tax years beginning before 2012	17	1,097
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here ▶ ☐		

Section B—Assets Placed in Service During 2012 Tax Year Using the General Depreciation System

(a) Classification of property	**(b)** Month and year placed in service	**(c)** Basis for depreciation (business/investment use only—see instructions)	**(d)** Recovery period	**(e)** Convention	**(f)** Method	**(g)** Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property		825	7 0	HY	200 DB	118
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property			27 5 yrs	MM	S/L	
			27 5 yrs	MM	S/L	
i Nonresidential real property			39 yrs	MM	S/L	
				MM	S/L	

Section C—Assets Placed in Service During 2012 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year			40 yrs	MM	S/L	

Part IV **Summary** (see instructions)

21	Listed property Enter amount from line 28	21	
22	**Total.** Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21 Enter here and on the appropriate lines of your return Partnerships and S corporations—see instructions	22	1,215
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

Part V **Listed Property** (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement.)
Note: *For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete **only** 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.*

Section A—Depreciation and Other Information (Caution: *See the instructions for limits for passenger automobiles.***)**

24a Do you have evidence to support the business/investment use claimed? ☐ **Yes** ☐ **No** | **24b** If "Yes," is the evidence written? ☐ **Yes** ☐ **No**

(a) Type of property (list vehicles first)	**(b)** Date placed in service	**(c)** Business/ investment use percentage	**(d)** Cost or other basis	**(e)** Basis for depreciation (business/investment use only)	**(f)** Recovery period	**(g)** Method/ Convention	**(h)** Depreciation/ deduction	**(i)** Elected section 179 cost
25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use (see instructions)						**25**		
26 Property used more than 50% in a qualified business use								
		%						
		%						
		%						
27 Property used 50% or less in a qualified business use								
		%				S/L -		
		%				S/L -		
		%				S/L -		

28 Add amounts in column (h), lines 25 through 27 Enter here and on line 21, page 1 . . . **28**

29 Add amounts in column (i), line 26 Enter here and on line 7, page 1 . . . . **29**

Section B—Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person
If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles

	(a) Vehicle 1		**(b)** Vehicle 2		**(c)** Vehicle 3		**(d)** Vehicle 4		**(e)** Vehicle 5		**(f)** Vehicle 6	
30 Total business/investment miles driven during the year (**do not** include commuting miles) . .												
31 Total commuting miles driven during the year .												
32 Total other personal(noncommuting) miles driven												
33 Total miles driven during the year Add lines 30 through 32												
34 Was the vehicle available for personal use	**Yes**	**No**	**Yes**	**No**	**Yes**	**No**	**Yes**	**No**	**Yes**	**No**	**Yes**	**No**
during off-duty hours?												
35 Was the vehicle used primarily by a more than 5% owner or related person?												
36 Is another vehicle available for personal use? .												

Section C—Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who **are not** more than 5% owners or related persons (see instructions)

	Yes	**No**
37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?		
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners . . .		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use? (See instructions)		
Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles		

Part VI **Amortization**

(a) Description of costs	**(b)** Date amortization begins	**(c)** Amortizable amount	**(d)** Code section	**(e)** Amortization period or percentage	**(f)** Amortization for this year
42 Amortization of costs that begins during your 2012 tax year (see instructions)					

43 Amortization of costs that began before your 2012 tax year **43**

44 Total. Add amounts in column (f) See the instructions for where to report **44**

TY 2012 Accounting Fees Schedule

Name: Treacy Foundation
EIN: 81-0270257
Software ID: 12000229
Software Version: 2012v2.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Accounting fees	9,030	2,258	0	6,772

TY 2012 Contractor Compensation Explanation

Name: Treacy Foundation
EIN: 81-0270257
Software ID: 12000229
Software Version: 2012v2.0

Contractor	Explanation
Wells Fargo	Investment advisor
Stifel Nicolaus	

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

TY 2012 Depreciation Schedule

Name: Treacy Foundation
EIN: 81-0270257
Software ID: 12000229
Software Version: 2012v2.0

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
New computer	2012-08-01	825		57	14 29 %	118			
Chair	2011-04-18	475	68	57	24 49 %	116			
Desk	2011-02-21	2,100	300	57	24 49 %	514			
Computer equipment	2010-09-02	1,746	908	53	19 20 %	335			
Copier	2007-10-31	850	769	53	9 58 %	81			
Computer upgrade	2007-05-01	1,174	1,123	53	4 26 %	51			

TY 2012 Land, Etc. Schedule

Name: Treacy Foundation

EIN: 81-0270257

Software ID: 12000229

Software Version: 2012v2.0

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
Furniture and Fixtures	5,996	3,209	2,787	2,500

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491225004333

TY 2012 Other Assets Schedule

Name: Treacy Foundation

EIN: 81-0270257

Software ID: 12000229

Software Version: 2012v2.0

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
Rent Deposit	1,300	1,300	1,300

TY 2012 Other Expenses Schedule

Name: Treacy Foundation

EIN: 81-0270257

Software ID: 12000229

Software Version: 2012v2.0

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Workers Comp Insurance	680	170		510
Telephone	2,549	637		1,912
Software Expense	6,337	5,094		1,243
Scholarship Selection Committee	450			450
Postage	289	72		217
Office Expense	1,359	340		1,019
Miscellaneous expense	182	46		136
Investment Fees	145,251	145,251		
Insurance expense	2,116	529		1,587
Dues	1,350	325		1,025
Bad debt - uncollectible note receivable	152,052	152,052		

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491225004333

TY 2012 Other Increases Schedule

Name: Treacy Foundation

EIN: 81-0270257

Software ID: 12000229

Software Version: 2012v2.0

Description	Amount
Tax basis revisions to marketable securities	8,889

TY 2012 Other Liabilities Schedule

Name: Treacy Foundation

EIN: 81-0270257

Software ID: 12000229

Software Version: 2012v2.0

Description	Beginning of Year - Book Value	End of Year - Book Value
Rounding		1

TY 2012 Other Professional Fees Schedule

Name: Treacy Foundation

EIN: 81-0270257

Software ID: 12000229

Software Version: 2012v2.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Legal fees	1,763	0	0	1,763

TY 2012 Taxes Schedule

Name: Treacy Foundation
EIN: 81-0270257
Software ID: 12000229
Software Version: 2012v2.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Foreign Taxes Paid	5,994	5,994		
Federal Taxes Paid	36,200	36,200		

The Treacy Foundation **EIN 81-0270257**

Common, Preferred Stock and Mutual Funds

Year Ended December 31, 2012

Quantity	Security	Total Cost	Market Value
RBC Wealth Management			
Equities			
500	A O Smith	24,639	31,535
500	AFLAC Inc	22,635	26,560
550	American States Water Company	21,038	26,389
1,200	Artesian Resources Corp	21,612	26,916
1,000	Bruker Corporation	15,560	15,238
2,500	Clearwater Energy MLP Opportunity	50,000	51,850
1,250	Clearwater Energy MLP Total Return	25,000	23,800
650	Coca Cola Company	24,686	23,563
925	Connecticut Water Service Inc	22,061	27,546
2,000	Cushing Royalty & Income Fund	50,000	37,980
500	DST Systems Inc	22,035	30,300
4,000	Eaton Vance Risk Managed Div Eq	57,658	41,725
500	Facebook Inc	16,919	13,310
750	First Trust Energy Income	19,130	22,988
2,000	General Electric	38,000	41,980
1,000	Johnson & Johnson	65,990	70,100
500	Merck & Co	20,500	20,470
1,250	Middlesex Water Co	22,437	24,450
750	Norfolk Southern Corp	52,013	46,380
1,000	Salient Midstream & MLP Fund	20,000	18,700
1,000	Salient MLP & Energy	25,000	25,090
250	Sandisk Corp	10,963	10,875
500	Staples Inc	5,825	5,700
750	Target Corp	42,079	44,377
1,000	Tortoise Energy Independence	25,000	21,540
1,000	3M Company	83,230	92,850
1,000	BCE Inc New	30,153	42,940
2,500	Matthews Asia Dividend Fund	33,405	36,450
750	Schlumberger Ltd	50,923	51,974
	Subtotal - Equities	**918,491**	**953,576**
Mutual Funds / Other			
500	Blackstone GSO Strategic Credit Fund	10,000	9,275
500	Hi Crush Partners LP	8,500	7,545
	Subtotal - Mutual Funds / Other	**18,500**	**16,820**
	Subtotal - RBC Wealth Management	**936,991**	**970,396**
Stifel Nicolaus - Horizon			
Equities			
1,500	AT&T Inc	40,696	50,565
1,089	American Electric Power Company Inc	38,268	46,479
2,761	Ares Capital Corp	42,849	48,318
500	Baxter International Inc	4,717	33,330
500	Boeing Company	29,765	37,680

The Treacy Foundation **EIN 81-0270257**

Common, Preferred Stock and Mutual Funds

Year Ended December 31, 2012

Quantity	Security	Total Cost	Market Value
1,600	Bristol Myers Squibb	21,120	52,144
2,000	CSX Corp	48,860	39,460
1,700	CVS Caremark Corp	61,547	82,195
500	Cathay General Bancorp	6,530	9,765
1,000	Celgene Corp	66,555	78,470
1,000	CenturyLink Inc	36,549	39,120
700	Chevron Corp	65,081	75,698
1,500	Cisco Systems Inc	28,665	29,474
1,800	Coca-Cola Company	49,023	65,250
3,000	ConocoPhillips	131,916	173,970
500	Cooper Tire & Rubber Company	11,080	12,680
1,000	Deere & Company	75,220	86,420
1,000	Dover Corp Common	64,290	65,710
500	Du Pont E I De Nemours & Company	22,755	22,489
333	Duke Energy Corp New	16,334	21,245
1,000	E M C Corp Mass	24,585	25,300
500	Exelon Corp	19,195	14,870
34,000	Exxon Mobil Corp	2,344,980	2,942,700
500	Facebook Inc CL A	10,395	13,310
2,000	Ford Motor Company New	23,780	25,900
2,000	General Electric Company	36,500	41,980
1,000	Heinz HJ Company	36,610	57,680
500	Helmerich & payne Inc	28,355	28,005
500	Illinois Tool Works Inc	28,085	30,405
400	International Business	63,148	76,620
1,000	Jabil Circuit Inc	23,694	19,290
300	Johnson & Johnson	17,703	21,030
1,000	KLA-Tencor Corp	50,919	47,760
500	Kellogg Company	26,309	27,925
1,000	Kraft Foods Grp Inc	42,397	45,470
800	Lockheed Martin Corp	58,951	73,832
1,000	Lowes Companies Inc	24,450	35,520
2,250	MDU Resources Group Inc	6,286	47,790
1,000	McDonalds Corp	55,513	88,210
1,500	Microsoft Corp	40,190	40,065
1,000	Microchip Technology Inc	30,456	32,590
1,000	Molson Coors Brewing Company Class B	44,090	42,790
1,000	Mondelez International Inc	23,224	25,453
1,000	Mosaic Company New	58,955	56,630
1,000	Northwestern Corp New	35,270	34,730
1,500	Oracle Corp	45,520	49,980
1,000	Pepsico Inc	64,006	68,430
3,000	Pfizer Inc	49,710	75,238
1,000	Questar Corp	14,944	19,760
1,000	Ryder System Inc	42,444	49,930
300	Sigma Aldrich Corp	16,932	22,074
1,200	Stifel Financial Corp	40,614	38,364
400	Teco Energy Icn	6,660	6,704

The Treacy Foundation **EIN 81-0270257**

Common, Preferred Stock and Mutual Funds

Year Ended December 31, 2012

Quantity	Security	Total Cost	Market Value
1,000	TCP Capital Corp	15,383	14,740
500	Thermo Fisher Scientific Inc	32,439	31,890
800	3M Company	46,016	74,280
1,000	Trinity Industries Inc	29,097	35,820
1,000	U S Bancorp De New	28,210	31,940
1,000	UnitedHealth Group Inc	51,720	54,240
1,000	Wal-Mart Stores Inc	69,240	68,230
1,000	Wells Fargo & Co New	34,940	34,180
1,000	Whiting Petroleum Corp New	47,818	43,370
1,000	Williams Cos Inc Del	31,730	32,740
500	Covidien PLC New	21,846	28,870
500	Ingersoll Rand PLC	18,740	23,980
500	TE Connectivity Ltd	13,703	18,560
Preferreds			
1,300	Barclays Bank PLC Pfd	16,510	32,734
2,000	Cabco Ser 2004-1 TR Pfd	37,895	49,520
500	Chesapeake Energy Corp Preferred	42,597	40,432
2,000	CitiGroup Capital TR IX Trups	40,580	49,940
200	Corp Backed TR CTFS 03-7 Boeing Corp	4,925	5,178
1,600	Corp Backd TR CTFS 03-17 Sprint Capital	12,800	39,680
1,600	Corp Backed Trust CTFS 04-04 Goldman	19,600	39,088
4,000	Corts Trust Goldman Sach Capital Trust	82,500	99,960
2,600	Deutsche Bank Capital Funding Trust IX	54,030	65,182
500	El Paso Energy Cap Pfd	19,122	27,600
1,000	General Electric Capital Corp Global	25,000	26,250
333	General Electric Capital Corp Pines	8,395	8,332
600	JP Morgan Chase Capital XIX	15,000	15,162
180	MDU Res Group	14,040	16,476
1,000	Merrill Lynch Capital Trust I	25,000	24,930
2,000	Morgan Stanley Capital Trust III	36,985	49,934
2,000	Morgan Stanley Capital Trust VII	26,760	50,080
3,250	National Rural Utilities Coop Financial	78,500	83,135
1,000	Preferred Plus Trust Cl A Series RRD-1	25,000	24,005
600	Preferred Plus Liberty Media Ser LMG-4	4,770	15,036
2,000	Preferred Plus Trust Pfd Ser QWS	44,540	51,480
500	Strats Trust for Sprint Corp	12,505	12,255
2,500	Saturns 2004-6 Goldman Sachs Capital	31,500	61,225
1,000	U S Bancorp De	25,150	25,600
150	VNB Capital Tr I Valley National	3,801	3,773
500	Wells Fargo Capital VII	12,430	12,795
1,000	Wells Fargo Capital XII	24,284	25,330
200	Wisconsin Power & Light	17,600	19,619
	Subtotal - Equities	**5,499,391**	**6,764,366**
Mutual Funds / Other			
1,000	EV Energy Partners	63,958	56,560
1,000	Enterprise Products	36,180	50,080
600	Oneok Partners LP	14,139	32,394

The Treacy Foundation **EIN 81-0270257**

Common, Preferred Stock and Mutual Funds

Year Ended December 31, 2012

Quantity	Security	Total Cost	Market Value
1,000	Plains All American Pipeline	39,000	45,240
	Subtotal - Mutual Funds / Other	**153,277**	**184,274**
	Subtotal - Stifel Nicolaus - Horizon	**5,652,668**	**6,948,640**

The Treacy Foundation **EIN 81-0270257**
Common, Preferred Stock and Mutual Funds
Year Ended December 31, 2012

Quantity	Security	Total Cost	Market Value
Stifel Nicolaus - ACL Pine			
Equities			
2,190	Berkshire Hathaway Inc	165,749	196,443
13,125	Calamos Asset Management	164,922	138,731
2,895	DST Systems Inc Del	133,654	175,437
18,559	Dell Inc	233,642	188,188
477	Fairfax Financial	195,324	172,197
1,870	Illinois Tool Works Inc	87,927	113,715
5,160	JPMorgan Chase & Company	177,084	226,881
3,080	Johnson & Johnson	199,855	215,908
2,095	Lockheed Martin Corp	166,754	193,348
2,509	Magna International Inc	82,060	125,500
4,470	Merck & Company Inc New	164,085	183,002
6,540	Microsoft Corp	191,161	174,681
7,845	NYSE Euronext	199,379	247,431
4,590	Sysco Corp	130,932	145,319
6,945	Vodafone Group PLC New	189,645	174,945
1,465	Wal-Mart Stores Inc	82,977	99,957
3,800	Market Vectors Pharmaceutical	134,538	150,974
	Subtotal - Stifel Nicolaus - ACL Pine	**2,699,688**	**2,922,657**
DA Davidson - Holland			
400	AT&T Inc	14,226	13,484
1,000	Adobe Sys Inc	34,620	37,680
150	Apple Inc	53,418	79,826
880	Archer Daniels Midland C	25,172	24,103
400	Ashford Hospitality Trust	9,393	10,720
500	Bank of Nova Scotia	26,103	28,940
300	Baxter International Inc	10,391	19,998
400	BHP Billiton LTD	31,712	31,368
1,000	Cisco Systems Inc	19,795	19,649
300	Devon Energy Corporation	17,991	15,612
500	Eagle Bancorp Mont Inc	5,005	5,175
900	Ebay Inc	23,760	45,897
400	Exelon Corporation	17,883	11,896
700	Exelis Inc	9,648	7,889
500	Expeditors Intl Wash Inc	19,623	19,775
200	Express Scripts Holding	8,973	10,800
200	First Interstate Bancsys	2,905	3,086
200	First Energy Corp	8,090	8,352
1,300	General Electric Co	24,763	27,287
800	Glaxo Smithkline	33,191	34,776
500	HSBC Holdings	26,613	26,535
350	ITT Corporation	7,453	8,211
500	International Paper Co	14,261	19,920
500	KK & R Company	6,924	7,615
300	Kimberly-Clark	15,645	25,329

The Treacy Foundation **EIN 81-0270257**

Common, Preferred Stock and Mutual Funds

Year Ended December 31, 2012

Quantity	Security	Total Cost	Market Value
400	Lowes Co	9,851	14,208
100	MDU Resources Group Inc	5,225	9,500
400	National-Oilwell Varco Inc	26,320	27,340
500	Paychex Inc	13,359	15,550
100	Procter & Gamble Co	4,597	6,789
200	Sempra Energy	8,797	14,188
300	Siemens Aktiengeselischa	26,579	32,841
630	Stryker Corp	36,625	34,537
1,300	Suncor Energy Inc	44,805	42,875
1,000	Teva Pharmaceutical Inds	56,544	37,340
300	3M Company	25,526	27,855
500	Timken Co	22,859	23,915
250	Total S A	11,512	13,003
500	The Travelers Companies	26,565	35,910
400	Ultra Petroleum Corp	15,336	7,252
400	Visa Inc	37,318	60,632
875	Vodafone Group PLC ADR N	20,287	22,041
500	Western Union Company	9,446	6,805
400	Whiting Petroleum	20,310	17,348
700	Xylem Inc	22,333	18,970
1,000	Prudential PLC	25,005	25,300
400	Seagate Technology PLC	9,393	12,168
400	Transocean Ltd	20,330	17,864
1,000	Seaspan Corporation	25,007	25,300
	Subtotal - Equities	**991,486**	**1,093,454**
Mutual Funds / Other			
1,000	Calamos Strategic Total Return	14,732	9,810
1,000	Gabelli Dividend & Income	16,684	16,180
300	Ishares MSCI Brazil	22,172	16,782
500	Ishares MSCI Emerging Markets	21,328	22,175
100	Annaly Capital Management	2,170	2,541
1,000	Ares Capital Corp	25,005	26,580
400	CitiGroup Capital X	9,408	9,948
1,000	CitiGroup Capital XI	25,005	24,850
1,000	First Pactrust Bancorp	25,005	25,400
1,000	PS Business Parks Inc	25,005	26,370
	Subtotal - Mutual Funds / Other	**186,514**	**180,636**
	Subtotal - DA Davidson - Holland	**1,178,000**	**1,274,089**
DA Davidson - Matelich			
Equities			
750	Aflac Corp	38,573	39,840
1,000	Alliant Energy Corporation	43,446	43,910
1,000	Allianz SE	26,000	25,625
500	American Capital Agency	16,861	14,450
100	Apple Inc	51,547	53,217

The Treacy Foundation **EIN 81-0270257**

Common, Preferred Stock and Mutual Funds

Year Ended December 31, 2012

Quantity	Security	Total Cost	Market Value
400	Ashford Hospitality Trust	9,393	10,720
1,000	Astrazeneca PLC ADR	48,605	47,270
500	Automatic Data Processing	22,455	28,465
750	Billiton PLC Sponsored A	46,263	52,778
500	Becton Dickinson & Co	38,139	39,095
1,000	CSX Corp	20,777	19,730
1,000	Canon Inc	37,922	39,210
500	Caterpillar Inc	40,556	44,804
500	Chevron Corporation	50,248	54,070
1,000	Coinstar Inc	48,108	52,010
1,000	Commercial Metals	13,711	14,860
750	ConocoPhillips	41,656	43,493
1,000	DB Capital Funding X	24,150	25,070
1,000	E M C Corp Mass	24,112	25,300
700	Emerson Electric Co	37,551	37,072
2,000	Ford Motor Co	20,206	25,900
500	Internation Paper Co	15,433	19,920
1,000	Investors Real Estate Tr	25,190	27,500
500	JPMorgan Chase & Co	21,148	21,985
1,500	Johnson Controls Inc	41,826	46,005
750	Nextera Energy Inc	42,863	51,893
800	Nike Inc	37,191	41,280
500	Novartis A G Adr	27,853	31,650
500	Potash corp Saskatchewan	21,154	20,345
500	Procter & Gamble Co	33,617	33,945
1,000	Reynolds American Inc	43,234	41,430
750	Rio Tinto PLC ADR	36,603	43,568
1,000	TCP Capital Corp	14,755	14,740
1,000	Total S A	52,037	52,010
500	True Religion Apparel Inc	11,478	12,710
1,000	Tutor Perini Corp	12,540	13,700
1,000	Unilever PLC Adr New	37,729	38,720
750	United Technologies Corp	53,040	61,508
1,000	Vodafone Group PLC Adr	26,434	25,190
1,000	Eaton Corp PLC	51,655	54,180
	Subtotal - Equities	**1,306,060**	**1,389,165**
Mutual Funds / Other			
450	Ishares Iboxx $ Investment	50,807	54,446
1,000	Vanguard Capital management Inc	45,056	45,750
1,000	Annaly Capital Management Inc	25,005	25,100
1,000	Annaly Capital Mgmt	25,005	24,870
1,000	Ares Capital Corp	25,005	26,580
500	Aviva PLC	12,505	13,900
1,000	BGC Partners Inc	25,005	25,990
1,000	Dominion Resources Inc Ser A	27,920	26,930
1,000	First Pactrust Bancorp	25,145	25,400
1,000	Invesco Mortgage Capital Inc	25,005	24,940

The Treacy Foundation **EIN 81-0270257**
Common, Preferred Stock and Mutual Funds
Year Ended December 31, 2012

Quantity	Security	Total Cost	Market Value
1,000	Lloyds Banking Group PLC	25,005	27,420
1,000	Nextera Energy Capital	28,780	26,710
1,000	Public Storage	25,005	25,980
1,000	Qwest Corp	25,005	26,810
1,000	Qwest Corporation	25,005	26,970
1,000	Telephone & Data Systems	25,005	26,100
	Subtotal - Mutual Funds / Other	**440,267**	**453,896**
	Subtotal - DA Davidson - Matelich	**1,746,327**	**1,843,061**

The Treacy Foundation **EIN 81-0270257**

Common, Preferred Stock and Mutual Funds

Year Ended December 31, 2012

Quantity	Security	Total Cost	Market Value
Wells Fargo Trust			
Equities			
200	Comcast Corp Class A	4,497	7,472
200	Johnson Controls Inc	8,498	6,134
1,500	McDonalds Corp	34,860	132,315
1,000	Target Corp	33,502	59,170
470	TJX Cos Inc New	12,956	19,952
1,500	Walt Disney Co	31,392	74,685
200	CVS/Caremark Corporation	8,279	9,670
1,500	Pepsico Inc	1,638	102,645
130	Apache Corp	12,394	10,205
800	Chevron Corp	31,607	86,512
750	Exxon Mobil Corporation	359	64,913
90	Affiliated Managers Group, Inc	8,513	11,714
300	Aflac Inc	13,907	15,936
700	American Express Co	25,741	40,236
200	Berkshire Hathaway Inc	16,389	17,940
200	Capital One Financial Corp	10,112	11,586
600	CME Group INCE	31,706	30,402
100	Goldman Sachs Group Inc	11,942	12,756
1,160	JPMorgan Chase & Co	34,605	51,004
500	Travelers Companies, Inc	19,292	35,910
500	US Bancorp Del New	15,057	15,970
200	Gilead Sciences Inc	10,354	14,690
200	Johnson & Johnson	12,096	14,020
200	McKesson Corp	18,689	19,392
1,500	Merck & Co Inc New	756	61,410
370	Thermo Fisher Scientific Inc	19,556	23,599
100	UnitedHealth Group Inc	3,907	5,424
150	Boeing Co	11,157	11,304
1,000	Emerson Electric Co	34,315	52,960
5,500	General Electric Co	1,460	115,445
100	Union Pacific Corp	9,806	12,572
285	United Parcel Service-Cl B	17,973	21,013
1,000	3M Co	2,340	92,850
250	Apple Inc	20,931	133,043
1,000	Cisco Systems Inc	22,522	19,649
1,000	E M C Corp Mass	21,854	25,300
25	Google Inc	17,051	17,685
2,000	Intel Corp	47,260	41,240
1,000	International Business Machs Corp	1,284	191,550
1,000	Microsoft Corp	28,960	26,710
500	Oracle Corporation	15,156	16,660
700	Celanese Corp	32,120	31,171
700	AT&T Inc	18,032	23,597
1,400	Nextera Energy Inc	18,925	96,866
600	Public SVC Enterprise Group Inc	13,911	18,360
500	Accenture PLC	16,475	33,250

The Treacy Foundation **EIN 81-0270257**

Common, Preferred Stock and Mutual Funds

Year Ended December 31, 2012

Quantity	Security	Total Cost	Market Value
400	Anhueser-Busch Inbev SPN	21,220	34,964
200	BHP Billiton Limited - ADR	18,235	15,684
200	Diageo PLC - ADR	15,179	23,316
69	Eaton Corp PLC	3,582	3,738
200	Nestle S A Registered Shares	11,815	13,034
200	Schlumberger Ltd	15,164	13,860
500	Teva Pharmaceutical Industries	21,128	18,670
500	Total S A - ADR	22,065	26,005
	Subtotal - Equities	**912,521**	**2,086,156**
Mutual Funds / Other			
2,400	Ishares Core S&P Mid-Cap	176,746	244,080
1,520	Ishares Core S&P Small-Cap	82,752	118,712
4,414	Keeley Small Cap Value Fund Class I	121,301	127,172
5,226	Harbor International Fund Class	300,000	324,612
1,000	Ishares MSCI Eafe	55,190	56,860
5,193	T Rowe Price Institutional Emerging	155,000	161,813
3,000	Vanguard MSCI Emerging Markets	82,089	133,590
5,241	AQR Managed Futures Strategy Fund	50,000	51,258
4,711	Diamond Hill Long-Short Fund	75,000	86,448
5,005	Eaton Vance Global Macro Absolute	50,000	49,199
3,945	Gateway Fund - Y	100,000	106,943
7,794	Hussman Strategic Growth Fund	100,000	83,476
6,439	Merger Fd Sh Ben Int	100,000	101,932
10,500	Powershares Listed Private Equity	111,657	106,260
500	Plum Creek Timber Co Inc	18,439	22,185
10,870	Chambers Street Properties	95,963	108,696
1,653	Cohen & Steers Institutional Realty	50,000	69,577
10,638	Dividend Capital Diversified Property	86,173	71,277
11,800	Elements Linked to the Rogers	77,128	77,172
8,200	Elements Rogers Agri Tot Ret	86,412	74,292
6,000	Elements Rogers Metal Tr	72,030	64,380
1,300	SPDR DJ Wilshire International	51,341	53,755
500	Vanguard Reit Viper	26,566	32,900
	Subtotal - Mutual Funds / Other	**2,123,788**	**2,326,588**
	Subtotal - Wells Fargo Trust	**3,036,309**	**4,412,744**
Partnership			
600	Forum West	54,813	54,813
	Partnership tax basis adjustment	(54,804)	(54,804)
	Totals	**15,249,992**	**18,371,596**

The Treacy Foundation
Municipal Bonds
Year Ended December 31, 2012

Security	Total Cost	Market Value
RBC Wealth Management	1,053,476	1,103,509
Stifel Nicolaus - Horizon	4,842,174	5,032,643
DA Davidson - Holland	100,021	108,473
DA Davidson - Matelich	3,075,713	3,169,684
Wells Fargo Trust	1,518,279	1,551,483
Total State and Municipal Bonds	**10,589,664**	**10,965,793**

The Treacy Foundation EIN 81-0270257
Corporate Bonds
Year Ended December 31, 2012

Quantity	Security	Total Cost	Market Value
RBC Wealth Management			
300	Qwest Corporation 7.000%	7,500	7,920
2,000	Stone Harbor Emerging Mkts Income Fund	50,000	49,520
1,000	Stone Harbor Emerging Mkts Total Income Fund	25,000	24,520
1,000	First Republic Bank 6.700%	25,000	26,980
1,000	General Electric Capital Corp 4.875%	25,000	25,490
1,000	Hercules Technology Growth 7.000%	25,000	25,080
2,000	Nuveen Preferred and Income Term Fund	50,000	49,100
1,000	MetLife Inc 6.500%	24,980	25,222
1,000	Public Storage 6.500%	25,000	27,140
1,000	Public Storage 5.750%	25,000	25,970
1,000	Public Storage 5.625%	25,000	25,980
1,000	Regency Centers Corporation 6.625%	25,000	26,570
1,000	Tortoise Energy Cap Corp 3.950%	10,000	10,150
25,000	Royal Bk CDA 3.314%	24,643	25,025
50,000	Royal Bk CDA Global 2.991%	49,395	50,000
50,000	Goldman Sachs Group Inc 1.311%	47,954	50,146
25,000	John Deere Cap Corp 3.250%	25,000	26,416
50,000	Barclays Bank PLC 3.000%	50,000	50,710
25,000	CWMBS Inc 4.500%	4,036	4,175
25,000	Prospect Cap Corp 5.900%	25,000	24,369
50,000	National Rural Utils Coop 4.000%	50,000	52,501
30,000	Safeway Inc	29,640	30,007

The Treacy Foundation **EIN 81-0270257**
Corporate Bonds
Year Ended December 31, 2012

Quantity	Security	Total Cost	Market Value
	3.950%		
50,000	Dow Chem Co Sr Internotes	50,000	50,151
	5.000%		
50,000	Gap Inc / The	48,974	57,202
	5.950%		
15,000	Campbell Soup Co	15,077	16,969
	4.250%		
25,000	Genearl Elec Cap Corp	25,657	28,526
	4.650%		
25,000	Safeway Inc	24,838	25,757
	4.750%		
25,000	Target Corp	25,003	26,498
	2.900%		
25,000	Berkshire Hathaway Inc	25,473	26,930
	3.400%		
25,000	Dow Chemical Co/ The	25,104	24,944
	3.000%		
25,000	SLM Corp	18,997	25,008
	5.750%		
50,000	Toyota Mtr Crd Corp	50,000	49,984
	3.000%		
60,000	General Electric Capital Corp	60,000	64,611
	5.000%		
25,000	Goldman Sachs Group Inc	25,000	24,660
	4.000%		
20,000	Goldman Sachs Group Inc	20,000	19,866
	4.000%		

The Treacy Foundation **EIN 81-0270257**

Corporate Bonds

Year Ended December 31, 2012

Quantity	Security	Total Cost	Market Value
25,000	Toyota Mtr Crd Corp 2.250%	25,000	24,561
4,000	Wells Fargo & Co 3.000%	40,000	38,903
50,000	JPMorgan Chase & Co 4.000%	50,000	52,094
50,000	Tennessee Vy Auth 4.250%	50,000	52,288
30,000	General Elec Cap Corp 4.000%	30,000	30,251
40,000	JPMorgan Chase & Co 3.150%	40,000	39,416
40,000	Government National Mtn Assn 4.500%	1,570	1,602
175,000	Ginnie Mae CMO 4.500%	37,873	39,019
95,000	Prospect Cap Corp FR 6.625%	95,000	94,706
Subtotal - RBC Wealth Management		**1,431,713**	**1,476,935**
Stifel Nicolaus - Horizon			
25,000	SLM Corp Ednotes B/E 4.500%	22,375	25,031
70,000	Transocean Inc Senior Note 5.250%	73,870	70,615
50,000	Burlington Northrn Santa Fe 4.300%	52,500	50,927
25,000	Rio Tinto Finance USA 5.875%	27,500	25,675
25,000	Whiting Petroleum Corp 7.000%	25,813	26,188
25,000	Waste Management Inc 5.000%	24,398	26,242
10,000	May Dept Stores Company 5.750%	9,707	10,724
25,000	PPL Energy Supply LLC 5.400%	24,935	26,655
10,000	Bellsouth Corp 5.200%	9,541	10,741
15,000	Deluxe Corp 5.125%	12,322	15,600
25,000	United Health Grp Inc 4.875%	26,375	27,245

The Treacy Foundation **EIN 81-0270257**
Corporate Bonds
Year Ended December 31, 2012

Quantity	Security	Total Cost	Market Value
70,000	Ingersoll Rand Company 4.750%	70,529	75,064
45,000	Autozone Inc 5.500%	46,089	50,584
25,000	Home Depot Inc 5.400%	23,871	28,561
20,000	Commonwealth Edison 5.950%	19,698	23,309
45,000	Anadarko Petroleum Corp 5.950%	46,505	51,801

The Treacy Foundation **EIN 81-0270257**

Corporate Bonds

Year Ended December 31, 2012

Quantity	Security	Total Cost	Market Value
25,000	Cardinal Health Inc 5.800%	27,625	28,973
60,000	Black & Decker Corp 5.750%	66,000	69,235
25,000	Southwest Airlines Company 5.125%	24,750	27,665
50,000	CVS Caremark Corp 5.750%	54,500	59,779
25,000	Chesapeake Energy Corp 6.500%	25,188	27,125
25,000	Starbucks Corp 6.250%	27,375	30,072
15,000	Genl Electric Cap Corp 5.625%	14,841	17,696
50,000	Ford Mtr Cr Company LLC 3.000%	50,000	49,638
15,000	Emerson Electric Company 5.375%	14,673	17,706
25,000	Union Pacific Corp 5.750%	27,188	29,973
50,000	Encana Corp 5.900%	45,220	59,552
25,000	Textron Inc 5.600%	23,469	28,306
50,000	American Tower Corp 4.500%	49,450	54,811
25,000	Nordstrom Inc 6.250%	27,819	30,309
100,000	Penney J C Corp Inc 5.750%	85,706	88,000
42,000	Marathon Oil Corp 5.900%	42,382	50,798
30,000	Transocean Inc Sr Note B/E 6.000%	30,113	34,794
50,000	Jefferies Group Inc 5.125%	50,470	52,500
20,000	Transocean Sedco Forex Inc 7.375%	19,200	23,797
50,000	PPL Energy Supply LLC 6.500%	54,750	59,872
25,000	Pitney Bowes Inc 4.750%	23,168	25,938
1,700,000	Wamu Mtg Pass Thru CTFS 5.000%	56,991	57,233

The Treacy Foundation **EIN 81-0270257**

Corporate Bonds

Year Ended December 31, 2012

Quantity	Security	Total Cost	Market Value
100,000	SLM Corp Medium Term 5.000%	64,006	100,380
32,000	Merrill Lynch & Company 6.500%	31,205	37,305
30,000	Genl Motors Accept Corp 6.650%	30,000	29,723
25,000	Wal Mart Stores Inc 4.125%	25,475	28,446
25,000	Forest Oil Corp 7.250%	24,613	25,125
200,000	Banc Amer Alt Ln TR 5.000%	46,636	47,630
25,000	Shell Intl Fin Bv 4.300%	25,250	28,963
15,000	Burlington Northrn Santa Fe 4.700%	15,103	17,291
25,000	Boeing Capital Corp 4.700%	25,500	29,497
25,000	Cisco Systems Inc 4.450%	25,313	28,989
65,000	Potash Corp Saskatchewan Inc 4.875%	66,788	74,719
30,000	Arcelormittal SA 5.750%	29,790	30,060
64,000	Goodyear Tire & Rubber Co 8.750%	62,227	73,760
50,000	Safeway Inc	47,784	50,012

The Treacy Foundation **EIN 81-0270257**
Corporate Bonds
Year Ended December 31, 2012

Quantity	Security	Total Cost	Market Value
	3.950%		
50,000	Best Buy Inc	49,321	42,375
	5.500%		
50,000	Range Resource Corp	49,250	53,500
	5.750%		
50,000	Barrett Bill Corp	49,188	51,500
	7.000%		
44,000	Block Finl LLC	44,008	45,270
	5.500%		
50,000	Teck Resources LTD	48,658	51,284
	3.750%		
50,000	Bear Stearns & Cos Inc	50,000	49,058
	5.500%		
25,000	Genl Electric Cap Corp	25,000	25,001
	5.500%		
50,000	Georgia Power Co	46,997	63,736
	5.750%		
10,000	Lehman Bros Hldgs	9,400	
	5.500%		
15,000	Bear Stearns Cos Inc	12,500	15,040
	5.650%		
30,000	Fort James Corp	17,719	31,457
	7.750%		
85,000	Genl Motors Accept Corp	12,965	84,289
	7.000%		
15,000	Merrill Lynch & Co Inc	15,000	14,626
	5.500%		
70,000	Ryder System Inc	68,950	89,468
	6.950%		
30,000	Lilly Eli & Company	29,848	37,839
	5.500%		
100,000	Puget Sound Energy	97,890	133,722
	7.020%		
40,000	MMI Cap TR I Ser B	40,000	46,860
	7.625%		
20,000	GTE Florida Inc	20,005	24,206
	6.860%		
95,000	GTE North Inc	91,322	90,298

The Treacy Foundation **EIN 81-0270257**
Corporate Bonds
Year Ended December 31, 2012

Quantity	Security	Total Cost	Market Value
	6.730%		
20,000	GTE Corp Debenture	19,452	26,608
	6.940%		
15,000	Lucent Technologies Inc	5,888	11,400
	6.450%		
39,000	First Horizon Mtg Tr	39,980	39,312
	5.000%		
20,000	CWMBS Inc	20,405	20,122
	5.250%		
7,000	Credit Suisse First Bstn	7,001	7,019
	5.250%		
50,000	First Horizon Mtg Tr	13,846	14,531
	5.250%		
50,000	CWMBS Inc	19,000	19,334
	5.500%		
1,000,000	CWMBS Inc	24,000	25,734
	6.000%		
67,000	CWMBS Inc	68,523	68,824
	5.250%		
50,000	Credit Suisse First Bstn	4,234	4,265
	6.500%		
2,129,000	Master Alt Ln TR	77,277	77,779
	6.500%		
50,000	Fedl Natl Mtg Assn	48,107	53,512
	5.500%		
100,000	Indymac MBS Inc	3,436	3,858
	5.250%		
140,000	Indymac MBS Inc	39,214	38,415
	5.250%		
300,000	Residential Accr Lns Inc	16,763	19,889
	5.500%		
36,000	Banc Amer Fdg Corp	24,476	23,993
	5.500%		
250,000	Specialty Undrwrtg Rsdtl	47,353	47,982
	5.500%		
200,000	JP Morgan Mtg TR	26,797	28,397
	8.000%		
100,000	Residential ACCR Lns Inc	70,881	69,576
	5.500%		
150,000	Washington Mut Mtg Secs	30,224	36,728

The Treacy Foundation **EIN 81-0270257**
Corporate Bonds
Year Ended December 31, 2012

Quantity	Security	Total Cost	Market Value
	5.500%		
145,000	Washington Mut Mtg Secs	41,617	40,656
	6.500%		
2,000	Stifel Financial Corp	50,000	52,800
	6.700%		
2,000	Stifel Financial Corp	50,000	50,750
	5.375%		
Subtotal - Stifel Nicolaus - Horizon		**3,403,082**	**3,801,639**
		✓	✓
DA Davidson - Holland			
10,000	Duke Capital Sr Notes	9,405	10,063
	6.250%		
10,000	Principal Life Inc Fdg	10,005	10,143
	5.300%		
10,000	Autozone Inc	9,395	10,154
	4.375%		
20,000	Boeing Internotes	19,666	20,239
	4.650%		
10,000	Verizon	9,930	10,310
	4.750%		
10,000	HSBC Internotes Floating Rate	9,980	10,129
	4.070%		
10,000	John Hancock Sig Notes	9,705	10,143
	0.000%		
10,000	Simon Property Group LP	10,326	10,605
	4.200%		
20,000	Hartford Finl Svcs Grp	19,855	21,134
	4.000%		
10,000	Bank of America Corp	10,095	10,659
	4.500%		
10,000	Altria Group Inc	10,081	10,855
	4.125%		
25,000	Ventas Realty LP	24,849	26,356
	3.125%		
30,000	GE Capital Corp Internotes	29,930	29,981
	5.375%		
30,000	Best Buy Co Inc	29,510	28,050
	3.750%		
25,000	Goldman Sachs Group Inc	25,005	25,885
	3.500%		

The Treacy Foundation **EIN 81-0270257**

Corporate Bonds

Year Ended December 31, 2012

Quantity	Security	Total Cost	Market Value
50,000	Zions Bancorp 5.250%	50,005	50,668
50,000	Nokia Corp 5.375%	50,086	47,625
10,000	Morgan Stanley CPI Floater 4.500%	10,005	9,338
10,000	Morgan Stanley CPI Floater 3.632%	10,005	10,338
25,000	Family Dollar Stores Inc 5.000%	25,193	26,986
20,000	Arcelormittal 5.500%	20,005	19,943
20,000	Plum Creek Timberlands 4.700%	20,105	22,230
10,000	Intl Paper Co 6.875%	10,796	12,262
25,000	GE Capital Corp Step Up 5.500%	25,138	25,116
20,000	JPMorgan Chase Sr Note 4.000%	20,005	20,401
50,000	Westpac Banking Corp 3.000%	50,005	49,166
Subtotal - DA Davidson - Holland		**529,089**	**538,778**

The Treacy Foundation **EIN 81-0270257**
Corporate Bonds
Year Ended December 31, 2012

Quantity	Security	Total Cost	Market Value
DA Davidson - Matelich			
25,000	Morgan Stanley 2.875%	24,643	25,550
50,000	Block Financial Corp 5.125%	52,155	52,646
25,000	Ford Motor Credit Notes 2.250%	25,005	24,758
25,000	Zions Bancorp 4.000%	25,480	25,720
50,000	Morgan Stanley 4.750%	50,705	54,548
20,000	Natl Rural Internotes 4.000%	20,005	21,000
50,000	Dow Chemical Internotes 5.050%	50,005	50,156
50,000	Goldman Sachs Sr Notes 4.500%	50,005	52,587
50,000	Bank of America Internotes 5.000%	50,005	53,031
25,000	Plum Creek Timberlands 4.700%	25,230	27,788
20,000	Barclays Bank PLC 4.350%	20,005	19,490
20,000	GE Capital Internotes 4.650%	20,005	21,189
Subtotal - DA Davidson - Matelich		**413,252**	**428,463**
	Total Corporate Bonds	**5,777,136**	**6,245,814**