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 09-01 , 2012, and ending 08-31 , 2013

Name of foundation: The Eugene McDermott Foundation

A Employer identification number: 23-7237919

Number and street (or P O box number if mail is not delivered to street address): 3808 Euclid

Room/suite:

B Telephone number (see instructions): (214)521-2924

City or town, state, and ZIP code: Dallas, TX 75205-3102

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐

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

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 91,279,437

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

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

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc., received (attach schedule)				
	2	Check ▶ ☒ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	553	553		
	4	Dividends and interest from securities	3,070,552	3,070,552		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	5,617,745			
	b	Gross sales price for all assets on line 6a 59,990,732				
	7	Capital gain net income (from Part IV, line 2)		5,617,745		
	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	8,688,850	8,688,850		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	34,000	8,500		25,500
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule) STM107	489	122		367
	b	Accounting fees (attach schedule) STM108	8,975	2,244		6,731
	c	Other professional fees (attach schedule) STM109	224,121	167,197		56,924
	17	Interest				
	18	Taxes (attach schedule) (see instructions) STM110	83,900			
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule) STM103	1,511	616		895
	24	**Total operating and administrative expenses.** Add lines 13 through 23	352,996	178,679		90,417
	25	Contributions, gifts, grants paid	6,000,500			6,000,500
	26	**Total expenses and disbursements.** Add lines 24 and 25	6,353,496	178,679		6,090,917
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	2,335,354			
	b	**Net investment income** (if negative, enter -0-)		8,510,171		
	c	**Adjusted net income** (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2012)

EEA

2

Part II Balance Sheets

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

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	3,224	1,715	1,715
	2	Savings and temporary cash investments	3,211,373	452,955	452,955
	3	Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U S and state government obligations (attach schedule) STM136	26,454,073	21,503,370	21,463,985
	b	Investments - corporate stock (attach schedule) STM137	22,373,431	34,508,149	47,481,792
	c	Investments - corporate bonds (attach schedule) STM138	24,079,283	21,990,549	21,878,990
	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 ▶ Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	76,121,384	78,456,738	91,279,437
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds	96,993,450	102,611,195	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	(20,872,066)	(24,154,457)	
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	76,121,384	78,456,738	
	31	**Total liabilities and net assets/fund balances** (see instructions)	76,121,384	78,456,738	

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	76,121,384
2	Enter amount from Part I, line 27a	2	2,335,354
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	78,456,738
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	78,456,738

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 (yr., mo , day)	(d) Date sold (yr , mo., day)
1a	Publicly traded securities			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	59,990,732		54,372,987	5,617,745
b				
c				
d				
e				

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col (h))
a				5,617,745
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 5,617,745

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

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	6,287,714	92,613,381	0.067892
2010	6,175,222	97,483,748	0.063346
2009	6,247,236	93,834,795	0.066577
2008	6,039,910	90,203,128	0.066959
2007	5,304,439	102,576,858	0.051712

2	**Total** of line 1, column (d)	2	0.316486
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	0.063297
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	92,995,448
5	Multiply line 4 by line 3	5	5,886,333
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	85,102
7	Add lines 5 and 6	7	5,971,435
8	Enter qualifying distributions from Part XII, line 4	8	6,090,917

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 ▶ ☐ 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	85,102
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	85,102
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	85,102
6	Credits/Payments:				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a			
b	Exempt foreign organizations - tax withheld at source	6b	127,921		
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d			7	127,921
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	42,819
11	Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ▶ 42,819 **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		X
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		X
	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		X
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		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	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5		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?	6	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.	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ TX			
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	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	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ Bank of America Private Bank Telephone no ▶ 214-559-6304

Located at ▶ 901 Main St., 19th Floor Dallas, TX ZIP+4 ▶ 75202-3714

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		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

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

			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 instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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? ☐ Yes ☒ No If "Yes," list the years ▶ _____, _____, _____, _____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	2b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ _____, _____, _____, _____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ 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	N/A	
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)? (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** 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? ☐ 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** X

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** N/A

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 See 990_OFOV	**(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
Mary McDermott Cook 10840 Strait Lane Dallas, TX 75229	Pres., Trustee 10	0	0	0
J H Cullum Clark 53443 Waneta Dallas, TX 75209	Trustee 1	0	0	0
Patricia Brown 4303 Glenleigh Drive, TX 75220	Assistant Sec. 20	34,000	0	0
Mrs Eugene McDermott 4701 Drexel Drive Dallas, TX 75205	Trustee 1	0	0	0

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

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

Total number of other employees paid over $50,000 ▶ 0

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
Bank of America Private Bank 901 Main St., 19th Floor Dallas, TX 75202	Agency/Investment	202,121
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 N/A	0
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	0
2	
All other program-related investments See 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	94,409,356
b	Average of monthly cash balances	1b	2,266
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	94,411,622
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	94,411,622
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see *instructions*)	4	1,416,174
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	92,995,448
6	**Minimum investment return.** Enter 5% of line 5	6	4,649,772

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	4,649,772
2a	Tax on investment income for 2012 from Part VI, line 5	2a	85,102		
b	Income tax for 2012. (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	85,102
3	Distributable amount before adjustments Subtract line 2c from line 1			3	4,564,670
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	4,564,670
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	4,564,670

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	6,090,917
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	6,090,917
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	85,102
6	***Adjusted qualifying distributions.*** *Subtract line 5 from line 4*	6	6,005,815

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					4,564,670
2	Undistributed income, if any, as of the end of 2012					
a	Enter amount for 2011 only					
b	Total for prior years ______ , ______ , ______					
3	Excess distributions carryover, if any, to 2012					
a	From 2007					
b	From 2008					
c	From 2009					
d	From 2010	214,353				
e	From 2011	1,748,905				
f	**Total** of lines 3a through e		1,963,258			
4	Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 6,090,917					
a	Applied to 2011, but not more than line 2a					
b	Applied to undistributed income of prior years (Election required - see instructions)					
c	Treated as distributions out of corpus (Election required - see instructions)					
d	Applied to 2012 distributable amount					4,564,670
e	Remaining amount distributed out of corpus		1,526,247			
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		3,489,505			
b	Prior years' undistributed income Subtract line 4b from line 2b					
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed					
d	Subtract line 6c from line 6b. Taxable amount - see instructions					
e	Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instructions					
f	Undistributed income for 2012. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013					0
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)					
8	Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)					
9	**Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a		3,489,505			
10	Analysis of line 9:					
a	Excess from 2008					
b	Excess from 2009					
c	Excess from 2010	214,353				
d	Excess from 2011	1,748,905				
e	Excess from 2012	1,526,247				

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 ▶ N/A

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

	Tax year	Prior 3 years			
	(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 foundation had $5,000 or more in assets at any time during the year - see instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000). (See section 507(d)(2).)

Mrs. Eugene McDermott

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:

990APP - see attached

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
a Paid during the year See attached schedule				6,000,500
Total ▶ **3a**				6,000,500
b Approved for future payment None				0
Total ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	553	
4 Dividends and interest from securities			14	3,070,552	
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			18	5,617,745	
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)				8,688,850	

13 **Total.** Add line 12, columns (b), (d), and (e) 13 8,688,850

(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)
	N/A

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)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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
		N/A	

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

Mary M Cook | 1-9-14 | PRESIDENT

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
Owen E Barnett	Owen E. Barnett	1-7-14		P00500582

Firm's name ▶ Owen E Barnett CPA

Firm's EIN ▶ 75-2069885

Firm's address ▶ 2902 Carlisle Street Ste 104
Dallas TX 75204-1072

Phone no 214-855-0670

List of Officers, Directors, Trustees, and Key Employees

1 List all officers, directors, trustees, and key employees for the year even if they were not compensated.

(a) Name and title	(b) Average hours per week devoted to position	(c) Reportable compensation (Form W-2/1099-MISC) (if not paid, enter -0-)	(d) Health benefits, contributions to employee benefit plans, and deferred compensation	(e) Estimated amount of other compensation
Sam Self Trustee 6918 Oak Manor Drive Dallas, TX 75230	1	0	0	0
Liza Lee Trustee 3740 Holland Avenue D Dallas, TX 75219	1	0	0	0

Federal Supporting Statements

2012 PG 01

Name(s) as shown on return

The Eugene McDermott Foundation

Employer Identification Number

23-7237919

Form 990PF, Part I, Line 23 - Other Expenses Schedule

Statement #103

Description	Revenue and expenses	Net investment	Adjusted net income	Charitable purpose
Postage	736	0	0	736
Office supplies	770	616	0	154
Miscellaneous	5	0	0	5
Totals	1,511	616	0	895

Federal Supporting Statements

2012 PG 01

Name(s) as shown on return: The Eugene McDermott Foundation

Employer Identification Number: 23-7237919

Form 990PF, Part I, Line 16(a) - Legal Fees Schedule

Statement #107

Description	Revenue and expenses	Net investment	Adjusted net income	Charitable purpose
Thompson Knight - various	489	122	0	367
Totals	489	122	0	367

Federal Supporting Statements

2012 PG 01

Name(s) as shown on return

The Eugene McDermott Foundation

Employer Identification Number

23-7237919

Form 990PF, Part I, Line 16(b) - Accounting Fees Schedule

Statement #108

Description	Revenue and expenses	Net investment	Adjusted net income	Charitable purpose
Owen Barnett, CPA-Form 990-PF	8,975	2,244	0	6,731
Totals	8,975	2,244	0	6,731

Federal Supporting Statements

2012 PG 01

Name(s) as shown on return
The Eugene McDermott Foundation

Employer Identification Number
23-7237919

Form 990PF, Part I, Line 16(c) - Other Professional Fees Schedule

Statement #109

Description	Revenue and expenses	Net investment	Adjusted net income	Charitable purpose
Bank of America-agency fees	202,121	161,697	0	40,424
Angie Shepard-contract admin	22,000	5,500	0	16,500
Totals	224,121	167,197	0	56,924

Federal Supporting Statements

2012 PG 01

Name(s) as shown on return

The Eugene McDermott Foundation

Employer Identification Number

23-7237919

Form 990PF, Part I, Line 18 - Taxes Schedule

Statement #110

Description	Revenue and expenses	Net investment	Adjusted net income	Charitable purpose
Federal excise taxes paid	83,900	0	0	0
Totals	83,900	0	0	0

Federal Supporting Statements **2012** PG 01

Name(s) as shown on return: The Eugene McDermott Foundation

Employer Identification Number: 23-7237919

Form 990PF, Part II, Line 10(a)
Investments: U.S. Government Obligation Schedule

Statement #136

Category	Book Value (BOY)	Book Value (EOY)	FMV (EOY)
See attached schedule	26,454,073	21,503,370	21,463,985
Totals	26,454,073	21,503,370	21,463,985

Federal Supporting Statements **2012** PG 01

Name(s) as shown on return: The Eugene McDermott Foundation

Employer Identification Number: 23-7237919

Form 990PF, Part II, Line 10(b)
Investments: Corporate Stock Schedule

Statement #137

Category	BOY	Book Value	EOY FMV
See attached schedule	22,373,431	34,508,149	47,481,792
Totals	22,373,431	34,508,149	47,481,792

Federal Supporting Statements

2012 PG 01

Name(s) as shown on return: The Eugene McDermott Foundation

Employer Identification Number: 23-7237919

Form 990PF, Part II, Line 10(c)
Investments: Corporate Bond Schedule

Statement #138

Category	BOY	Book Value	EOY FMV
See attached schedule	24,079,283	21,990,549	21,878,990
Totals	24,079,283	21,990,549	21,878,990

	Federal Supporting Statements	2012 PG 01

Name(s) as shown on return	Your Social Security Number
The Eugene McDermott Foundation	23-7237919

Form 990PF, Part XV, Line 2
Application Submission Information

990APP

Grant Program

Applicant Name
Mary McDermott Cook

Address
3808 Euclid Dallas TX 75205

Telephone
214-521-2924

Email Address

Form & Content
No prescribed form required

Submission Deadline
None

Restrictions on Award
None

70931281090

Settlement Date

Attach to Form 990-PF
The Eugene McDermott Foundation
23-7237919
August 31, 2013

Portfolio Detail

Aug. 01, 2013 through Aug. 31, 2013

Account: 30-01-100-1872092 EUGENE MCDERMOTT FDN-COMBINED
Sub-Account: 30-01-100-2629210 IM EUGENE MCDERMOTT FDN - FIF

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Cash/Currency								
Cash Equivalents								
342,152.480	BANK OF AMERICA TEMPORARY OVERNIGHT DEPOSIT	99Z490460	$342,152.48	$1.12	$342,152.48 1.000	$0.00	$205.29	0.06%
	Total Cash Equivalents		**$342,152.48**	**$1.12**	**$342,152.48**	**$0.00**	**$205.29**	**0.06%**
Total Cash/Currency			**$342,152.48**	**$1.12**	**$342,152.48**	**$0.00**	**$205.29**	**0.06%**
Fixed Income								
Investment Grade Taxable								
4,920,000.000	***2013*** UNITED STATES TREAS NT DTD 11/17/03 4.250% DUE 11/15/13 Moody's. AAA S&P: AA+	912828BR0	$4,960,737.60 100.828	$61,934.51	$5,053,712.11 102.718	-$92,974 51	$209,100.00	4 21% 0.11
1,900,000 000	***2014*** FEDERAL HOME LN BK GLOBAL BD DTD 05/27/04 5.250% DUE 06/18/14 Moody's: AAA S&P: AA+	3133X7FK5	1,977,007.00 104.053	20,227.08	1,998,136.88 105.165	-21,129 88	99,750.00	5 04 0.15
200,000.000	ALLSTATE CORP SR NT DTD 08/16/04 5.000% DUE 08/15/14 Moody's. A3 S&P: A-	020002AR2	208,120.00 104.060	444.44	223,484.00 111.742	-15,364 00	10,000 00	4 80 0.87
500,000 000	PRUDENTIAL FINL INC MTN SER B DTD 09/20/04 5.100% DUE 09/20/14 Moody's: BAA1 S&P: A	74432QAE5	523,600.00 104 720	11,404.17	502,390.00 100.478	21,210 00	25,500.00	4 87 0.74
500,000 000	GOLDMAN SACHS GROUP INC NT DTD 09/29/04 5.000% DUE 10/01/14 Moody's A3 S&P: A-	38143UAW1	521,805.00 104.361	10,416.66	468,490.00 93.698	53,315.00	25,000.00	4 79 1 08
1,200,000.000	UNITED STATES TREAS NT DTD 11/15/04 4.250% DUE 11/15/14 Moody's. AAA S&P· AA+	912828DC1	1,258,080.00 104.840	15,105.97	1,305,521.48 108.793	-47,441.48	51,000.00	4.05 0 25

Settlement Date

Portfolio Detail

Aug. 01, 2013 through Aug. 31, 2013

Account: 30-01-100-1872092 EUGENE MCDERMOTT FDN-COMBINED
Sub-Account: 30-01-100-2629210 IM EUGENE MCDERMOTT FDN - FIF

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Fixed Income (cont)								
Investment Grade Taxable (cont)								
500,000.000	***2015*** MERCK & CO INC NT DTD 02/17/05 4.750% DUE 03/01/15 Moody's: A1 S&P: AA	589331AK3	530,915.00 106.183	11,874.99	560,665.00 112.133	-29,750.00	23,750.00	4.47 0 74
500,000.000	DU PONT E I DE NEMOURS & CO SR NT DTD 02/20/09 4.750% DUE 03/15/15 Moody's: A2 S&P: A	263534BX6	530,930.00 106.186	10,951.39	568,065.00 113.613	-37,135.00	23,750.00	4.47 0.84
1,900,000.000	FEDERAL HOME LN MTG CORP NT DTD 07/14/05 4.375% DUE 07/17/15 Moody's: AAA S&P: AA+	3134A4VC5	2,039,954.00 107.366	10,159.72	2,032,728.29 106.986	7,225.71	83,125.00	4.07 0 52
500,000 000	CREDIT SUISSE FIRST BOSTON USA INC GLOBAL SR NT DTD 08/17/05 5.125% DUE 08/15/15 Moody's: A1 S&P: A	22541LBK8	540,390.00 108.078	1,138.88	546,550.00 109.310	-6,160.00	25,625.00	4.74 1 07
150,000.000	UNITED STATES TREAS NT DTD 08/15/05 4.250% DUE 08/15/15 Moody's: AAA S&P: AA+	912828EE6	161,209.50 107.473	294.50	165,087.89 110.059	-3,878.39	6,375 00	3 95 0 52
500,000.000	***2016*** ORACLE CORP / OZARK HLDG INC NT DTD 01/13/06 5.250% DUE 01/15/16 Moody's: A1 S&P: A+	68402LAC8	550,120.00 110.024	3,354 16	539,830.00 107.966	10,290.00	26,250.00	4 77 1 15
500,000.000	FIFTH THIRD BANCORP SR UNSCED NT DTD 01/25/11 3.625% DUE 01/25/16 Moody's: BAA1 S&P: BBB	316773CK4	525,720.00 105.144	1,812.49	535,915.00 107.183	-10,195.00	18,125.00	3.44 1 56
500,000.000	UNITED STATES TREAS NT DTD 02/15/06 4.500% DUE 02/15/16 Moody's: AAA S&P· AA+	912828EW6	547,930.00 109.586	1,039 40	552,580.12 110.516	-4,650.12	22,500 00	4 10 0 71

Portfolio Detail

Aug. 01, 2013 through Aug. 31, 2013

Account: 30-01-100-1872092 EUGENE MCDERMOTT FDN-COMBINED
Sub-Account: 30-01-100-2629210 IM EUGENE MCDERMOTT FDN - FIF

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Fixed Income (cont)								
Investment Grade Taxable (cont)								
500,000.000	VERIZON COMMUNICATIONS INC NT DTD 02/15/06 5.550% DUE 02/15/16 Moody's: BAA1 S&P: BBB+	92343VAC8	551,005.00 110 201	1,233.33	544,565.00 108.913	6,440.00	27,750.00	5.03 1.76
500,000.000	CISCO SYS INC NT DTD 02/22/06 5.500% DUE 02/22/16 Moody's. A1 S&P: A+	17275RAC6	555,315.00 111.063	687.49	528,800.00 105.760	26,515 00	27,500 00	4 95 1.15
500,000 000	METLIFE INC SR UNSECD NT DTD 05/29/09 6.750% DUE 06/01/16 Moody's: A3 S&P: A-	59156RAU2	572,540.00 114 508	8,437 50	581,815 00 116.363	-9,275.00	33,750.00	5.89 1.55
1,900,000 000	FEDERAL NATL MTG ASSN NT DTD 08/17/06 5.250% DUE 09/15/16 Moody's: AAA S&P: AA+	31359MW41	2,147,076.00 113.004	45,995.83	2,180,757.60 114 777	-33,681 60	99,750 00	4.64 1 10
500,000.000	TIME WARNER INC NEW NT DTD 11/13/06 5.875% DUE 11/15/16 Moody's: BAA2 S&P: BBB	887317AC9	565,685.00 113.137	8,649.30	582,080.00 116.416	-16,395 00	29,375.00	5 19 1 84
500,000.000	***2017*** CVS CAREMARK CORP SR UNSECD NT DTD 05/25/07 5.750% DUE 06/01/17 Moody's: BAA2 S&P: BBB+	126650BH2	570,165.00 114.033	7,187.50	591,800.00 118.360	-21,635 00	28,750.00	5.04 2.11
1,900,000 000	FEDERAL NATL MTG ASSN MTN DTD 06/08/07 5.375% DUE 06/12/17 Moody's: AAA S&P· AA+	31398ADM1	2,181,333.00 114.807	22,410 76	2,036,743 00 107.197	144,590 00	102,125 00	4 68 1 54
500,000.000	INTERNATIONAL BUSINESS MACHS CORP SR NT DTD 09/14/07 5.700% DUE 09/14/17 Moody's· AA3 S&P: AA-	459200GJ4	574,805.00 114.961	13,220.83	510,650.00 102.130	64,155 00	28,500 00	4 95 2.12

Settlement Date

U.S. TRUST

Bank of America Private Wealth Management

Portfolio Detail

Aug. 01, 2013 through Aug. 31, 2013

Account: 30-01-100-1872092 EUGENE MCDERMOTT FDN-COMBINED
Sub-Account: 30-01-100-2629210 IM EUGENE MCDERMOTT FDN - FIF

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Fixed Income (cont)								
Investment Grade Taxable (cont)								
500,000.000	MCDONALDS CORP SR UNSECD MTN DTD 10/18/07 5.800% DUE 10/15/17 Moody's: A2 S&P: A	58013MEB6	577,235.00 115.447	10,955 55	505,315.00 101 063	71,920.00	29,000.00	5.02 2 14
500,000.000	COCA-COLA CO NT DTD 11/01/07 5.350% DUE 11/15/17 Moody's: AA3 S&P: AA-	191216AK6	570,790.00 114.158	7,876.38	516,305.00 103.261	54,485.00	26,750.00	4.68 2.09
500,000 000	UNITED TECHNOLOGIES CORP NT DTD 12/07/07 5.375% DUE 12/15/17 Moody's: A2 S&P: A	913017BM0	571,100.00 114.220	5,673.61	547,900.00 109.580	23,200.00	26,875 00	4 70 2 14
500,000.000	***2018*** WAL-MART STORES INC SR NT DTD 08/24/07 5.800% DUE 02/15/18 Moody's: AA2 S&P: AA	931142CJ0	583,250.00 116.650	1,288.89	544,010.00 108.802	39,240.00	29,000.00	4 97 2 14
500,000.000	HONEYWELL INTL INC SR UNSECD MTN DTD 02/29/08 5.300% DUE 03/01/18 Moody's: A2 S&P: A	438516AX4	569,175.00 113.835	13,249 99	510,590.00 102.118	58,585 00	26,500.00	4 65 2.32
500,000.000	UNITED STATES TREAS NT DTD 08/15/08 4.000% DUE 08/15/18 Moody's: AAA S&P: AA+	912828JH4	558,595.00 111.719	923.91	523,554.69 104.711	35,040.31	20,000 00	3.58 1.76
500,000.000	DEERE JOHN CAP CORP MTN DTD 09/08/08 5.750% DUE 09/10/18 Moody's: A2 S&P· A	24422EQV4	580,025.00 116.005	13,815.97	610,630 00 122.126	-30,605.00	28,750.00	4 95 2 59
500,000.000	***2019*** AT&T INC GLOBAL NT DTD 02/03/09 5.800% DUE 02/15/19 Moody's: A3 S&P: A-	00206RAR3	573,415.00 114.683	1,288 88	617,030.10 123 406	-43,615 10	29,000.00	5 05 3 22

70951281110

Settlement Date

Portfolio Detail

Aug 01, 2013 through Aug. 31, 2013

Account: 30-01-100-1872092 EUGENE MCDERMOTT FDN-COMBINED
Sub-Account: 30-01-100-2629210 IM EUGENE MCDERMOTT FDN - FIF

Units	*Description*	*CUSIP Sector (2)*	*Market Value(1)/ Market Price*	*Accrued Income*	*Tax Cost/ Average Unit Cost*	*Unrealized Gain/Loss*	*Estimated Annual Income*	*Cur Yld/ YTM*
Fixed Income (cont)								
Investment Grade Taxable (cont)								
500,000 000	UNILEVER CAPITAL CORP CO GTD SR NT DTD 02/12/09 4 800% DUE 02/15/19 Moody's: A1 S&P: A+	904764AK3	560,300.00 112.060	1,066.66	527,590.00 105.518	32,710 00	24,000.00	4.28 2.68
500,000 000	CHEVRON CORP SR NT DTD 03/03/09 4.950% DUE 03/03/19 Moody's AA1 S&P: AA	166751AJ6	567,815.00 113.563	12,237.50	538,510.00 107.702	29,305.00	24,750.00	4.35 2 56
1,300,000.000	FEDERAL HOME LN MTG CORP REFERENCE NTS DTD 03/27/09 3 750% DUE 03/27/19 Moody's AAA S&P: AA+	3137EACA5	1,413,945 00 108.765	20,854.17	1,379,454.70 106.112	34,490 30	48,750.00	3.44 2 26
500,000 000	BANK NEW YORK INC MEDIUM TERM SR NT DTD 05/12/09 5 450% DUE 05/15/19 Moody's: AA3 S&P: A+	06406HBM0	571,610 00 114.322	8,023.61	577,065.00 115.413	-5,455 00	27,250.00	4.76 2.97
500,000 000	***2020*** KROGER CO SR NT DTD 01/16/08 6.150% DUE 01/15/20 Moody's: BAA2 S&P: BBB	501044CH2	573,750.00 114 750	3,929.16	606,975.00 121.395	-33,225.00	30,750.00	5.35 3.82
500,000.000	BOEING CO SR UNSECD NT DTD 07/28/09 4.875% DUE 02/15/20 Moody's: A2 S&P: A	097023AZ8	563,635.00 112.727	1,083.33	594,660.00 118.932	-31,025 00	24,375.00	4.32 2.94
500,000 000	ANHEUSER BUSCH INBEV WORLDWIDE INC CO GTD NT DTD 03/29/10 5.000% DUE 04/15/20 Moody's A3 S&P: A	03523TAV0	560,530 00 112 106	9,444.44	577,230.00 115.446	-16,700.00	25,000.00	4 46 3.20
500,000.000	WASTE MGMT INC CO GTD SR NT DTD 06/08/10 4 750% DUE 06/30/20 Moody's: BAA3 S&P: BBB	94106LAW9	536,375.00 107.275	4,024.31	567,860.00 113.572	-31,485.00	23,750.00	4 42 3.77

Settlement Date

Portfolio Detail

Aug. 01, 2013 through Aug. 31, 2013

Account: 30-01-100-1872092 EUGENE MCDERMOTT FDN-COMBINED
Sub-Account: 30-01-100-2629210 IM EUGENE MCDERMOTT FDN - FIF

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Fixed Income (cont)								
Investment Grade Taxable (cont)								
500,000.000	TARGET CORP SR UNSECD NT DTD 07/16/10 3.875% DUE 07/15/20 Moody's: A2 S&P: A+	87612EAV8	532,710.00 106.542	2,475.69	520,240.00 104.048	12,470.00	19,375.00	3.63 3.04
500,000.000	PEPSICO INC SR UNSECD NT DTD 10/26/10 3.125% DUE 11/01/20 Moody's: A1 S&P: A-	713448BR8	502,090.00 100.418	5,208 33	533,360.00 106 672	-31,270 00	15,625.00	3.11 3 28
500,000 000	DOW CHEM CO SR UNSECD NT CALL 08/15/20 DTD 11/09/10 4.250% DUE 11/15/20 Moody's: BAA2 S&P: BBB	260543CC5	520,445.00 104.089	6,256.94	547,005 00 109.401	-26,560.00	21,250.00	4 08 3.82
500,000.000	***2021*** BERKSHIRE HATHAWAY FIN CORP CO GTD SR NT DTD 01/11/11 4.250% DUE 01/15/21 Moody's: AA2 S&P: AA	084664BQ3	533,190.00 106.638	2,715.27	494,335.00 98 867	38,855.00	21,250.00	3 98 3 46
1,200,000.000	UNITED STATES TREAS NT DTD 02/15/11 3.625% DUE 02/15/21 Moody's: AAA S&P: AA+	912828PX2	1,311,096.00 109.258	2,009.51	1,351,107.42 112.592	-40,011.42	43,500.00	3 31 2.50
500,000.000	HOME DEPOT INC SR UNSECD NT CALL 1/21/21 @100 DTD 03/31/11 4.400% DUE 04/01/21 Moody's: A3 S&P: A-	437076AW2	546,415.00 109.283	9,166 67	561,205.00 112.241	-14,790.00	22,000.00	4 02 3.30
500,000.000	WELLS FARGO & CO NEW MEDIUM TERM SR NT DTD 03/29/11 4.600% DUE 04/01/21 Moody's: A2 S&P: A+	94974BEV8	538,740.00 107.748	9,583 33	574,130.00 114.826	-35,390.00	23,000.00	4.26 3.65
500,000 000	INTEL CORP SR UNSECD NT DTD 09/19/11 3.300% DUE 10/01/21 Moody's: A1 S&P: A+	458140AJ9	495,470.00 99.094	6,874.99	538,420 00 107.684	-42,950.00	16,500.00	3.33 3 67

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Settlement Date

Portfolio Detail

Account: 30-01-100-1872092 EUGENE MCDERMOTT FDN-COMBINED
Sub-Account: 30-01-100-2629210 IM EUGENE MCDERMOTT FDN - FIF

Aug. 01, 2013 through Aug. 31, 2013

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Fixed Income (cont)								
Investment Grade Taxable (cont)								
500,000.000	GENERAL ELEC CAP CORP SR UNSECD MTN DTD 10/17/11 4.650% DUE 10/17/21 Moody's: A1 S&P: AA+	36962G5J9	526,955.00 105.391	8,654.16	513,370.00 102.674	13,585.00	23,250.00	4.41 4.06
500,000 000	*2022* LOWES COS INC UNSECD SR NT CALL 1/15/22 @100 DTD 04/23/12 3.120% DUE 04/15/22 Moody's: A3 S&P: A-	548661CW5	486,725.00 97 345	5,893.33	529,640.00 105.928	-42,915 00	15,600.00	3.20 3.77
500,000.000	BLACKROCK INC SR UNSECD NT DTD 05/25/12 3.375% DUE 06/01/22 Moody's: A1 S&P: A+	09247XAJ0	493,120.00 98.624	4,218.75	527,020 00 105.404	-33,900.00	16,875.00	3 42 3 78
314,077.390	FEDERAL HOME LN MTG CORP POOL #G18190 DTD 06/01/07 5.500% DUE 06/01/22 Moody's: AAA S&P: AAA	3128MMF81	339,706.11 108.160	1,439 52	308,617.84 98.262	31,088 27	17,274.26	5.08 2.30
223,416.710	FEDERAL HOME LN MTG CORP POOL #G18202 DTD 07/01/07 6.000% DUE 07/01/22 Moody's AAA S&P: AAA	3128MMGL1	244,808.86 109 575	1,117.08	223,940.33 100.234	20,868.53	13,405 00	5.47 1.70
500,000.000	COMCAST CORP NEW SR UNSECD NT DTD 07/02/12 3.125% DUE 07/15/22 Moody's: A3 S&P: A-	20030NBD2	483,985 00 96.797	1,996.53	511,115 00 102.223	-27,130.00	15,625 00	3.22 3.92
500,000.000	CLOROX CO UNSECD SR NT CALL 06/15/22 @100 DTD 09/13/12 3.050% DUE 09/15/22 Moody's BAA1 S&P: BBB+	189054AT6	470,865 00 94.173	7,031 94	501,930.00 100.386	-31,065.00	15,250.00	3.23 4.04
500,000.000	JPMORGAN CHASE & CO SR UNSECD NT DTD 09/24/12 3.250% DUE 09/23/22 Moody's A2 S&P: A	46625HJE1	468,160.00 93 632	7,131.94	512,010.00 102.402	-43,850 00	16,250.00	3.47 4.30

Settlement Date

Portfolio Detail

Aug. 01, 2013 through Aug. 31, 2013

Account: 30-01-100-1872092 EUGENE MCDERMOTT FDN-COMBINED
Sub-Account: 30-01-100-2629210 IM EUGENE MCDERMOTT FDN - FIF

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Fixed Income (cont)								
Investment Grade Taxable (cont)								
2,267,763.500	***2027*** * FEDERAL NATL MTG ASSN POOL #AB4485 DTD 01/01/12 3.000% DUE 02/01/27 Moody's: AAA S&P: AA+	31417A6X2	2,322,507.31 102.414	5,669.41	2,391,427.47 105.453	-68,920.16	68,032.91	2.92 2 33
	Total Investment Grade Taxable		**$43,342,975.38**	**$471,160.65**	**$43,493,918.92**	**-$150,943.54**	**$1,855,912.17**	**4.28%**
Total Fixed Income	* U.S. and government		**$43,342,975.38**	**$471,160.65**	**$43,493,918.92**	**-$150,943.54**	**$1,855,912.17**	**4.28%**

Portfolio Detail

Aug. 01, 2013 through Aug. 31, 2013

Account: 30-01-100-1872092 EUGENE MCDERMOTT FDN-COMBINED
Sub-Account: 30-01-100-7208143 IM EUGENE MCDERMOTT FOUNDATION

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Cash/Currency								
Cash Equivalents								
0 000	BANK OF AMERICA TEMPORARY OVERNIGHT DEPOSIT (Income Investment)	99Z490460	$0.00	$2.82	$0.00	$0.00	$0.00	0.00%
71,085.960	BANK OF AMERICA TEMPORARY OVERNIGHT DEPOSIT	99Z490460	71,085.96	0.23	71,085.96 1.000	0.00	42 65	0.06
5,041.440	BOFA CASH RESERVES TRUST CLASS (Income Investment)	097100788	5,041 44	0.00	5,041.44 1.000	0.00	0.00	0 00
34,675.130	BOFA CASH RESERVES TRUST CLASS	097100788	34,675.13	0 00	34,675.13 1.000	0 00	0.00	0 00
	Total Cash Equivalents		**$110,802.53**	**$3.05**	**$110,802.53**	**$0.00**	**$42.65**	**0.03%**
Total Cash/Currency			**$110,802.53**	**$3.05**	**$110,802.53**	**$0.00**	**$42.65**	**0.03%**
Equities								

(2)Industry Sector Codes
CND = Consumer Discretionary
CNS = Consumer Staples
ENR = Energy
FIN = Financials
HEA = Health Care
IND = Industrials
IFT = Information Technology
MAT = Materials
OEQ = Other Equities
TEL = Telecommunication Services
UTL = Utilities

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
U.S. Large Cap								
3,180 000	ACCENTURE PLC CL A COM IRELAND Ticker. ACN	G1151C101 IFT	$229,755 00 72.250	$0.00	$212,308.70 66.764	$17,446.30	$5,151.60	2 24%
625.000	APPLE INC Ticker: AAPL	037833100 IFT	304,510.00 487 216	0.00	148,679 43 237.887	155,830 57	7,625.00	2 50
3,580 000	AUTOMATIC DATA PROCESSING INC Ticker. ADP	053015103 IFT	254,752.80 71.160	0 00	212,590.75 59.383	42,162 05	6,229.20	2 44
4,450.000	BAXTER INTL INC Ticker BAX	071813109 HEA	309,542 00 69.560	0.00	274,641.76 61.717	34,900 24	8,722.00	2 81
2,130.000	BECTON DICKINSON & CO Ticker BDX	075887109 HEA	207,419 40 97.380	0.00	167,907 84 78.830	39,511.56	4,217.40	2.03

Portfolio Detail

Aug. 01, 2013 through Aug. 31, 2013

Account: 30-01-100-1872092 EUGENE MCDERMOTT FDN-COMBINED
Sub-Account: 30-01-100-7208143 IM EUGENE MCDERMOTT FOUNDATION

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)								
U.S. Large Cap (cont)								
885.000	BLACKROCK INC CL A Ticker: BLK	09247X101 FIN	230,383.20 260.320	1,486.80	164,354 55 185 711	66,028 65	5,947 20	2 58
3,655.000	CATERPILLAR INC Ticker: CAT	149123101 IND	301,683.70 82.540	0.00	338,723.19 92 674	-37,039.49	8,772.00	2.90
2,130 000	CHEVRON CORP Ticker: CVX	166764100 ENR	256,515.90 120 430	2,130 00	261,489.45 122.765	-4,973 55	8,520.00	3.32
3,535.000	CHUBB CORP Ticker: CB	171232101 FIN	294,005.95 83.170	0 00	259,696.25 73.464	34,309.70	6,221.60	2 11
4,555.000	COACH INC Ticker: COH	189754104 CND	240,549.55 52.810	0 00	232,996 92 51.152	7,552 63	6,149.25	2.55
5,555 000	COCA COLA CO Ticker: KO	191216100 CNS	212,089 90 38 180	0.00	201,908.45 36 347	10,181.45	6,221.60	2.93
145,616.789	COLUMBIA SELECT LARGE CAP GROWTH FUND CLASS Z SHARES Ticker: UMLG X	19765Y688 OEQ	2,485,678.59 17.070	0.00	1,346,643 44 9.248	1,139,035.15	0.00	0.00
2,635.000	DEERE & CO Ticker: DE	244199105 IND	220,391.40 83.640	0.00	235,503.51 89.375	-15,112.11	5,375.40	2.43
5,355.000	EMERSON ELEC CO Ticker: EMR	291011104 IND	323,281.35 60.370	2,195.55	286,387.15 53.480	36,894.20	8,782.20	2 71
3,495.000	EXXON MOBIL CORP Ticker: XOM	30231G102 ENR	304,624.20 87.160	2,201 85	212,904 14 60.917	91,720 06	8,807 40	2 89
130,294.934	FEDERATED STRATEGIC VALUE FUND INSTL Ticker: SVAI X	314172560 OEQ	708,804.44 5.440	2,410 46	600,000 00 4 605	108,804.44	26,058.99	3.67
3,365.000	HONEYWELL INTL INC Ticker: HON	438516106 IND	267,753.05 79.570	1,379.65	198,262 63 58.919	69,490 42	5,518 60	2 06
1,425.000	INTERNATIONAL BUSINESS MACHS Ticker. IBM	459200101 IFT	259,734.75 182.270	1,353.75	23,401.17 16 422	236,333 58	5,415.00	2 08
19,000.000	ISHARES RUSSELL 1000 GROWTH ETF Ticker: IWF	464287614 OEQ	1,427,470.00 75.130	0.00	927,667.00 48 825	499,803 00	22,629.00	1.58

Settlement Date

Portfolio Detail

Account: 30-01-100-1872092 EUGENE MCDERMOTT FDN-COMBINED
Sub-Account: 30-01-100-7208143 IM EUGENE MCDERMOTT FOUNDATION

Aug. 01, 2013 through Aug. 31, 2013

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)								
U.S. Large Cap (cont)								
2,810.000	JOHNSON & JOHNSON Ticker: JNJ	478160104 HEA	242,812.10 86.410	1,854.60	200,643.37 71.403	42,168.73	7,418.40	3 05
3,663.000	KRAFT FOODS GROUP INC Ticker: KRFT	50076Q106 CNS	189,633 51 51.770	0.00	161,957.49 44.214	27,676.02	7,326.00	3.86
3,175 000	MCDONALDS CORP Ticker: MCD	580135101 CND	299,593 00 94 360	2,444.75	274,762.79 86.539	24,830 21	9,779.00	3.26
2,075.000	MEAD JOHNSON NUTRITION CO Ticker MJN	582839106 CNS	155,687.25 75 030	0.00	160,176.93 77.194	-4,489 68	2,822 00	1 81
5,525 000	MONDELEZ INTL INC Ticker MDLZ	609207105 CNS	169,451 75 30.670	0.00	138,040.78 24.985	31,410.97	3,094.00	1.82
3,425.000	OCCIDENTAL PETE CORP DEL Ticker: OXY	674599105 ENR	302,119.25 88 210	0.00	232,190.67 67.793	69,928.58	8,768.00	2.90
3,260 000	PEPSICO INC Ticker. PEP	713448108 CNS	259,919.80 79.730	0.00	212,536.57 65.195	47,383 23	7,400 20	2.84
3,005.000	PHILIP MORRIS INTL INC Ticker. PM	718172109 CNS	250,737 20 83.440	0.00	11,317.89 3.766	239,419 31	10,217 00	4 07
2,165.000	PRAXAIR INC Ticker: PX	74005P104 MAT	254,171.00 117 400	0.00	239,137.03 110.456	15,033.97	5,196.00	2.04
2,885.000	PROCTER & GAMBLE CO Ticker PG	742718109 CNS	224,712 65 77 890	0.00	96,090.62 33.307	128,622.03	6,941.31	3.08
4,245.000	QUALCOMM INC Ticker QCOM	747525103 IFT	281,358.60 66.280	1,485.75	268,368.82 63.220	12,989.78	5,943.00	2 11
3,250.000	SCHLUMBERGER LTD NETHERLANDS ANTILLES Ticker: SLB	806857108 ENR	263,055.00 80.940	1,015.63	229,172.57 70 515	33,882.43	4,062.50	1.54
4,850.000	SELECT SECTOR SPDR TR FINANCIAL SHS BEN INT Ticker XLF	81369Y605 FIN	94,284 00 19 440	0.00	99,850.35 20.588	-5,566 35	1,498.65	1.59
6,275.000	TE CONNECTIVITY LTD SWITZERLAND Ticker TEL	H84989104 IFT	307,475 00 49.000	1,568 75	211,527.05 33.709	95,947.95	6,275 00	2.04

Settlement Date

Portfolio Detail

Account: 30-01-100-1872092 EUGENE MCDERMOTT FDN-COMBINED
Sub-Account: 30-01-100-7208143 IM EUGENE MCDERMOTT FOUNDATION

Aug. 01, 2013 through Aug. 31, 2013

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)								
U.S. Large Cap (cont)								
246,277.000	TEXAS INSTRS INC Ticker: TXN	882508104 IFT	9,407,781.40 38.200	0.00	470,018 18 1.908	8,937,763 22	275,830.24	2 93
5,135.000	TJX COS INC NEW Ticker: TJX	872540109 CND	270,717.20 52.720	744.58	200,047 05 38.958	70,670 15	2,978.30	1.10
2,540 000	UNITED PARCEL SVC INC CL B Ticker: UPS	911312106 IND	217,373.20 85.580	1,574 80	184,821.02 72 764	32,552.18	6,299.20	2.89
1,565.000	VISA INC CL A COM Ticker: V	92826C839 IFT	272,967.30 174.420	516 45	250,838.13 160.280	22,129 17	2,065 80	0.75
11,525.000	WELLS FARGO & CO NEW COM Ticker WFC	949746101 FIN	473,447.00 41.080	3,457.50	328,125.97 28.471	145,321.03	13,830.00	2.92
2,215.000	3M CO Ticker MMM	88579Y101 IND	251,579.70 113.580	1,406.53	192,731.94 87.012	58,847.76	5,626.10	2.23
	Total U.S. Large Cap		**$23,027,821.09**	**$29,227.40**	**$10,468,421.55**	**$12,559,399.54**	**$549,734.14**	**2.38%**
U.S. Mid Cap								
2,535.000	CULLEN / FROST BANKERS INC Ticker: CFR	229899109 FIN	$179,579.40 70 840	$1,267.50	$139,002.12 54.833	$40,577.28	$5,070.00	2.82%
8,500.000	ISHARES CORE S&P MID CAP ETF Ticker: IJH	464287507 OEQ	1,004,190.00 118.140	0.00	1,012,902.65 119.165	-8,712.65	14,407.50	1.43
82,236.821	JOHN HANCOCK FDS III DISCIPLINED VALUE MID CAP FUND Ticker: JVMI X	47803W406 OEQ	1,314,144.40 15.980	0.00	1,250,000.00 15 200	64,144.40	6,907.89	0.52
49,636.760	PRUDENTIAL JENNISON MID-CAP GROWTH FUND INC CL Z Ticker: PEGZ X	74441C808 OEQ	1,832,589.18 36.920	0.00	1,750,000.00 35.256	82,589.18	5,906.77	0.32
2,555.000	SMUCKER J M CO NEW COM Ticker: SJM	832696405 CNS	271,187.70 106.140	1,481.90	211,496 41 82.777	59,691 29	5,927.60	2.18

Portfolio Detail

Aug. 01, 2013 through Aug. 31, 2013

Account: 30-01-100-1872092 EUGENE MCDERMOTT FDN-COMBINED
Sub-Account: 30-01-100-7208143 IM EUGENE MCDERMOTT FOUNDATION

Units	*Description*	*CUSIP* *Sector (2)*	*Market Value(1)/* *Market Price*	*Accrued* *Income*	*Tax Cost/* *Average Unit Cost*	*Unrealized* *Gain/Loss*	*Estimated* *Annual Income*	*Cur Yld/* *YTM*
Equities (cont)								
U.S. Mid Cap (cont)								
6,100 000	SPDR S&P HOMEBUILDERS ETF Ticker: XHB	78464A888 OEQ	174,155 00 28 550	0.00	186,317.18 30.544	-12,162.18	976.00	0 56
	Total U.S. Mid Cap		**$4,775,845.68**	**$2,749.40**	**$4,549,718.36**	**$226,127.32**	**$39,195.76**	**0.82%**
U.S. Small Cap								
5,675.000	ISHARES RUSSELL 2000 ETF Ticker: IWM	464287655 OEQ	$569,656 50 100 380	$0 00	$551,161.46 97.121	$18,495 04	$9,942 60	1 74%
64,793.301	LEGG MASON CLEARBRIDGE SMALL CAP GROWTH FUND CL I Ticker: SBPY X	52470H765 OEQ	1,720,910.07 26 560	0.00	1,575,000.00 24.308	145,910 07	0.00	0.00
30,822 812	UNDISCOVERED MANAGERS FDS BEHAVIORAL VALUE FD INSTL CL Ticker: UBVL X	904504842 OEQ	1,442,507.60 46 800	0 00	1,400,000.00 45.421	42,507 60	3,729.56	0.25
	Total U.S. Small Cap		**$3,733,074.17**	**$0.00**	**$3,526,161.46**	**$206,912.71**	**$13,672.16**	**0.36%**
International Developed								
85,899.648	JOHN HANCOCK FDS III INTL GROWTH FUND CL I Ticker: GOGI X	47803T627 OEQ	$1,909,549.18 22 230	$0.00	$1,915,000.00 22.293	-$5,450.82	$43,465.22	2.27%
134,347 986	JPMORGAN INTL VALUE FUND INSTL CL Ticker. JNUS X	4812A0573 OEQ	1,841,910 89 13.710	0 00	1,865,000.00 13.882	-23,089 11	44,872.23	2.43
1,840.000	MARKET VECTORS ETF TR AGRIBUSINESS ETF Ticker: MOO	57060U605 OEQ	90,012 80 48.920	0.00	100,910.94 54.843	-10,898 14	1,788.48	1 98
3,685.000	NESTLE S A SPONSORED ADR SWITZERLAND Ticker: NSRG Y	641069406 CNS	241,279.06 65.476	0 00	228,642 90 62.047	12,636 16	6,691 96	2 77

Settlement Date

Portfolio Detail

Account: 30-01-100-1872092 EUGENE MCDERMOTT FDN-COMBINED
Sub-Account: 30-01-100-7208143 IM EUGENE MCDERMOTT FOUNDATION

Aug 01, 2013 through Aug. 31, 2013

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)								
International Developed (cont)								
3,970.000	NOVARTIS A G SPONSORED ADR SWITZERLAND Ticker: NVS	66987V109 HEA	289,730 60 72.980	0 00	243,471 97 61 328	46,258.63	8,166.29	2 81
3,970 000	ROCHE HLDG LTD SPONSORED ADR SWITZERLAND Ticker: RHHB Y	771195104 HEA	247,061.04 62 232	0 00	199,905.08 50 354	47,155 96	6,447 28	2 61
2,100.000	WISDOMTREE JAPAN HEDGED EQUITY FUND Ticker: DXJ	97717W851 OEQ	92,043.00 43 830	0 00	99,713.67 47 483	-7,670.67	1,014.30	1 10
	Total International Developed		**$4,711,586.57**	**$0.00**	**$4,652,644.56**	**$58,942.01**	**$112,445.76**	**2.38%**
Emerging Markets								
174,283.943	COLUMBIA EMERGING MARKETS FUND CLASS Z SHARES Ticker: UMEM X	19765Y852 OEQ	$1,599,926.60 9.180	$0 00	$1,821,267.20 10 450	-$221,340.60	$9,237.05	0 57%
3,725.000	ISHARES MSCI POLAND CAPPED ETF Ticker: EPOL	46429B606 OEQ	100,910.25 27.090	0.00	98,507 63 26 445	2,402 62	3,229 58	3 20
1,500.000	ISHARES MSCI MEXICO CAPPED ETF Ticker: EWW	464286822 OEQ	92,355.00 61.570	0 00	101,404.05 67.603	-9,049 05	948 00	1 02
1,800.000	ISHARES MSCI SOUTH KOREA CAPPED ETF Ticker: EWY	464286772 OEQ	103,014.00 57 230	0 00	101,234.52 56 241	1,779.48	657 00	0 63
98,728 918	LAZARD EMERGING MKTS EQUITY PORTFOLIO INSTL CL Ticker: LZEM X	52106N889 OEQ	1,749,476.43 17.720	0 00	1,675,429 73 16 970	74,046 70	35,147 49	2 00
	Total Emerging Markets		**$3,645,682.28**	**$0.00**	**$3,797,843.13**	**-$152,160.85**	**$49,219.12**	**1.35%**

Settlement Date

Portfolio Detail

Aug. 01, 2013 through Aug. 31, 2013

Account: 30-01-100-1872092 EUGENE MCDERMOTT FDN-COMBINED
Sub-Account: 30-01-100-7208143 IM EUGENE MCDERMOTT FOUNDATION

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)								
Emerging Markets (cont)								
Total Equities			**$39,894,009.79**	**$31,976.80**	**$26,994,789.06**	**$12,899,220.73**	**$764,266.94**	**1.91%**
Fixed Income								
Investment Grade Taxable								
103,428.528	CMG ULTRA SHORT TERM BOND FUND	19765E823	$929,822 47 8 990	$587 76	$930,856.75 9.000	-$1,034 28	$6,826.28	0.73%
8,000.000	ISHARES US PFD STK ETF Moody's: NA S&P: N RTD	464288687	303,200 00 37.900	0.00	310,480.00 38.810	-7,280.00	17,176.00	5 66
19,920.319	PRINCIPAL PFD SECS FUND INSTL CL	742530416	201,593 63 10.120	924.30	200,000 00 10.040	1,593 63	11,533.86	5.72
	Total Investment Grade Taxable		**$1,434,616.10**	**$1,512.06**	**$1,441,336.75**	**-$6,720.65**	**$35,536.14**	**2.47%**
Global High Yield Taxable								
138,744.595	ARTIO GLOBAL HIGH INCOME FUND CL I	04315J860	$1,376,346.38 9.920	$8,324.68	$1,350,000.00 9.730	$26,346 38	$104,197.19	7.57%
	Total Global High Yield Taxable		**$1,376,346.38**	**$8,324.68**	**$1,350,000.00**	**$26,346.38**	**$104,197.19**	**7.57%**
Total Fixed Income			**$2,810,962.48**	**$9,836.74**	**$2,791,336.75**	**$19,625.73**	**$139,733.33**	**4.97%**
Hedge Funds								
Hedge Funds Specific Strategy								
1,953 888	IVY ASSET STRATEGY FUND CL I	466001864	$55,978 89 28 650	$0 00	$50,000.00 25.590	$5,978.89	$1,498.63	2 67%
10,580 708	PERMANENT PORTFOLIO	714199106	499,409.42 47 200	0.00	500,000.00 47.256	-590 58	2,856.79	0.57
22,281.640	PIMCO ALL ASSET ALL AUTH FUND INSTL CL	72200Q182	225,713 01 10 130	0.00	250,000.00 11.220	-24,286 99	13,970.59	6.19

Settlement Date

Portfolio Detail

Account: 30-01-100-1872092 EUGENE MCDERMOTT FDN-COMBINED
Sub-Account: 30-01-100-7208143 IM EUGENE MCDERMOTT FOUNDATION

Aug. 01, 2013 through Aug. 31, 2013

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Hedge Funds (cont)								
Hedge Funds Specific Strategy (cont)								
17,746.229	PIMCO GLOBAL MULTI-ASSET FUND INSTL CL	72201P100	181,543 92 10 230	0.00	200,000 00 11.270	-18,456 08	6,477.37	3 56
	Total Hedge Funds Specific Strategy		**$962,645.24**	**$0.00**	**$1,000,000.00**	**-$37,354.76**	**$24,803.38**	**2.57%**
Total Hedge Funds			**$962,645.24**	**$0.00**	**$1,000,000.00**	**-$37,354.76**	**$24,803.38**	**2.57%**
Real Estate								
Public REITs								
51,298.209	PRUDENTIAL GLOBAL REAL ESTATE FUND CL Z	744336504	$1,078,288.35 21 020	$0.00	$1,209,260 00 23.573	-$130,971.65	$16,723.22	1.55%
	Total Public REITs		**$1,078,288.35**	**$0.00**	**$1,209,260.00**	**-$130,971.65**	**$16,723.22**	**1.55%**
Total Real Estate			**$1,078,288.35**	**$0.00**	**$1,209,260.00**	**-$130,971.65**	**$16,723.22**	**1.55%**
Tangible Assets								
Commodities								
286,729.528	CREDIT SUISSE COMMODITY-RETURN PLUS STRATEGY FUND CL	22544R305	$2,141,869.57 7.470	$0 00	$2,075,921.78 7.240	$65,947.79	$0.00	0 00%
1,325.000	ETFS PALLADIUM TR SH BEN INT	26923A106	93,306.50 70.420	0 00	97,559.75 73.630	-4,253.25	0.00	0 00
37,000.000	ISHARES GOLD TRUST ISHARES	464285105	500,610.00 13.530	0.00	339,281 05 9 170	161,328.95	0.00	0 00
1.000	OIL GAS OR OTHER MINERALS DETAIL MAILED SEPARATELY	907208143	100.00 100 000	0.00	1.00 1.000	99 00	0.00	0 00
	Total Commodities		**$2,735,886.07**	**$0.00**	**$2,512,763.58**	**$223,122.49**	**$0.00**	**0.00%**
Total Tangible Assets			**$2,735,886.07**	**$0.00**	**$2,512,763.58**	**$223,122.49**	**$0.00**	**0.00%**

Portfolio Detail

Aug. 01, 2013 through Aug. 31, 2013

Account: 30-01-100-1872092 EUGENE MCDERMOTT FDN-COMBINED
Sub-Account: 30-01-100-7208143 IM EUGENE MCDERMOTT FOUNDATION

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Tangible Assets (cont)								
Commodities (cont)								
Total Portfolio			**$47,592,594.46**	**$41,816.59**	**$34,618,951.92**	**$12,973,642.54**	**$945,569.52**	**1.98%**

Attach to Form 990-PF
The Eugene McDermott Foundation 23-7237919
August 31, 2013

Page 11, Part XV, Line 3(a) - Grants, Contributions Paid During Year

Organization	Organization Status	Purpose of Grant or Contribution	Amount
African American Museum PO Box 150157, Dallas, TX 75315-0157	Public Charity	For 28th African American Museum Gala	5,000.00
Allen Philharmonic Symphony Inc PO Box 508, Allen, TX 75013-0010	Public Charity	For 15th Anniversary of Programming in honor of Wilma Smith and Marie Burton	5,000 00
Allen Philharmonic Symphony Inc. PO Box 508, Allen, TX 75013-0010	Public Charity	For Program Support	10,000.00
AT&T Performing Arts Center 2100 Ross Ave , Dallas, TX 75201	Public Charity	For Capital Campaign	500,000 00
Booker T Washington HS For Performing and Visual Arts PO Box 192648, Dallas, TX 75219-0000	Public Charity	For Performing and Visual Arts Scholarships	2,500 00
Center for Nonprofit Management 2902 Floyd St., Dallas, TX 75204	Public Charity	For Scholarship Fund	5,000.00
ChildCareGroup 8585 N Stemmons Fwy, Ste. 500 South, Dallas, TX 75247	Public Charity	For Program Support	25,000.00
Contact Crisis Line PO Box 800742, Dallas, TX 75380	Public Charity	For Spirit of Contact	5,000 00
Contemporary Ballet Dallas 1902 Abrams Pkwy, Dallas, TX 75214-6218	Public Charity	For Operations	5,000 00
Dallas Black Dance Theatre PO Box 131290, Dallas, TX 75313-1290	Public Charity	For Operations	10,000 00
Dallas Children's Advocacy Center 5351 Samuell Blvd, Dallas, TX 75228	Public Charity	For Equipment for new rooms	25,000 00
Dallas County Community College District Foundation Inc 1601 S Lamar St., Dallas, TX 75215-1816	Public Charity	To Establish Bill J. Priest Legacy Society	15,000 00
Dallas Film Society Inc. 3625 North Hall Street, Suite 740, Dallas, TX 75219	Public Charity	For Program Support	5,000 00
Dallas Foundation A TX Nonprofit Corporation 3963 Maple Avenue, Suite 390, Dallas, TX 75219	Public Charity	For Dallas Coalition for HIV/AIDS Services for facility	10,000.00
Dallas Foundation A TX Nonprofit Corporation 3963 Maple Avenue, Suite 390, Dallas, TX 75219	Public Charity	For M3 Films for Stanley Marcus documentary	5,000.00

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Organization	Organization Status	Purpose of Grant or Contribution	Amount
Dallas Museum of Art 1717 N. Harwood St., Dallas, TX 75201-2315	Public Charity	For Silver Supper	15,000 00
Dallas Museum of Art 1717 N Harwood St , Dallas, TX 75201-2315	Public Charity	For Dallas Museum of Art League - Art In Bloom	10,000.00
Dallas Museum of Art 1717 N Harwood St , Dallas, TX 75201-2315	Public Charity	To Renovate Founders Room	10,000.00
Dallas Museum of Art 1717 N Harwood St., Dallas, TX 75201-2315	Public Charity	For Arts & Letters Live	10,000 00
Dallas Museum of Art 1717 N Harwood St., Dallas, TX 75201-2315	Public Charity	For Art Ball to Support DMA's Collection	50,000 00
Dallas Symphony Association, Inc. 2301 Flora Street, Suite 300, Dallas, TX 75201-2413	Public Charity	For Operations	1,000,000 00
Dallas Theater Center 2400 Flora Street	Public Charity	For Advancement Campaign	100,000.00
Dallas Urban Debate Alliance PO Box 670564, Dallas, TX 75367	Public Charity	For Operations	5,000 00
Family Place, Inc PO Box 7999, Dallas, TX 75209	Public Charity	For Escapade Fundraiser	3,000 00
Foundation Fighting Blindness, Inc. 7168 Columbia Gtwy Dr , Ste 100, Columbia, MD 21046-3256	Public Charity	For Research honoring Roger Horchow	15,000 00
Friends of Fair Park Inc. 1121 1st Ave., Dallas, TX 75210-1041	Public Charity	Honoring Mary Suhm	10,000 00
Friends of the Allen Public Library Incorporated 300 N. Allen Dr., Allen, TX 75013-2540	Public Charity	For RFID system	50,000.00
Friends of the Dallas Police Inc. 12455 Wood Manor Cir., Dallas, TX 75234-6333	Public Charity	For Awards Banquet	2,500.00
Friends of the Katy Trail, Inc. 3523 McKinney Ave PMB 441, Dallas, TX 75204-1401	Public Charity	For Thomsen Overlook and Katy Trail	5,000 00
Girl Scouts of Northeast Texas 6001 Summerside Drive, Dallas, TX 75252	Public Charity	For National Centennial Exhibition	5,000.00
Groundwork Dallas 718 N Buckner Blvd, Dallas, TX 75218-2700	Public Charity	For Operations	100,000.00

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Organization	Organization Status	Purpose of Grant or Contribution	Amount
Highland Park United Methodist Church 3300 Mockingbird Ln, Highland Park, TX 75205	Public Charity	For Annual Giving	10,000.00
Hockaday School 11600 Welch Rd., Dallas, TX 75229-2913	Public Charity	For Annual Fund	10,000 00
Hockaday School 11600 Welch Rd., Dallas, TX 75229-2913	Public Charity	For Scholarships	20,000.00
Jubilee Park & Community Center Corporation PO Box 710759, Dallas, TX 75371	Public Charity	For New Early Head Start Facility	50,000 00
Junior League of Dallas 8003 Inwood Road, Dallas, TX 75209	Public Charity	For Linz Award honoring Deedie Rose	2,500 00
Les Femmes Du Monde 11520 N. Central Ex Pkwy, Ste 135, Dallas, TX 75243-0000	Public Charity	Honoring Gail Thomas	2,500.00
Mental Health America of Greater Dallas 624 N Good-Latimer, Suite 200, Dallas, TX 75204	Public Charity	For WHO Program	5,000 00
Museum of Nature and Science PO Box 151469, Dallas, TX 75315-1469	Public Charity	To Endow Eugene McDermott CEO	750,000 00
Museum of the American Railroad PO Box 153259, Dallas, TX 75315-3259	Public Charity	For Development of Discovery Center	100,000.00
New Conservatory of Dallas PO Box 743876, Dallas, TX 75374-3876	Public Charity	For Symphony of Toys	5,000 00
North Texas Public Broadcasting, Inc 3000 Harry Hines Blvd, Dallas, TX 75201	Public Charity	For Art & Seek	50,000 00
Pegasus Foundation dba Dallas Institute of Humanities & Culture 2719 Routh St., Dallas, TX 75201-1933	Public Charity	For Endowment in honor of Louise & Donald Cowan	250,000 00
Planned Parenthood of Greater Texas 7424 Greenville Ave Suite 206, Dallas, TX 75231	Public Charity	For Merger Costs	300,000.00
Ronald McDonald House of Dallas, Inc. 5641 Medical Center Dr , Dallas, TX 75235-7207	Public Charity	For Trains at NorthPark	2,500 00
Salesmanship Club Youth and Family Centers, Inc 106 E 10th St , Dallas, TX 75203	Public Charity	For Conference	2,500 00
Shelter Ministries of Dallas dba Austin Street Centre PO Box 710729, Dallas, TX 75371	Public Charity	For Operations	5,000 00

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Organization	Organization Status	Purpose of Grant or Contribution	Amount
Southern Methodist University PO Box 750302, Dallas, TX 75275	Public Charity	For Event of Friends of the SMU Libraries/Colophon honoring LEE Cullum	2,500.00
Southern Methodist University PO Box 750302, Dallas, TX 75275	Public Charity	For University Meadows School of the Arts Scholars Program honoring Sara Martineau	1,500 00
Spirithorse Therapeutic Riding Center 1960 Post Oak Road, Corinth, TX 76210	Public Charity	For Autism Treatment Program	5,000 00
Sunrise Preservation Group Inc. 250 NW Broad St , Southern Pines, NC 28387-4802	Public Charity	For new digital projection equipment honoring Diana Self	25,000 00
TACA Inc 1722 Routh St. Ste 115, Dallas, TX 75201-2537	Public Charity	For Silver Cup Luncheon	5,000.00
The Dallas Opera 2403 Flora Street, Suite 500, Dallas, TX 75201	Public Charity	For New Jake Heggie Opera	500,000 00
The Dallas Opera 2403 Flora Street, Suite 500, Dallas, TX 75201	Public Charity	For Operations	500,000 00
The Stewpot of First Presbyterian Church 408 Park Ave , Dallas, TX 75201	Public Charity	For Soups On benefiting Stew Pot	10,000 00
Trinity Commons Foundation 60110 Desco, Dallas, TX 75225	Public Charity	For Trinity Commons Luncheon	10,000 00
Trinity River Audubon Center National Audubon Society 6500 Great Trinity Forest Way, Dallas, TX 75217	Public Charity	For Scissortails and Cocktails	2,500 00
Trinity River Audubon Center National Audubon Society 6500 Great Trinity Forest Way, Dallas, TX 75217	Public Charity	For Educational Programs	100,000.00
Trinity Trust Foundation 1444 Oak Lawn Ave., Dallas, TX 75207-3618	Public Charity	For Operations	100,000 00
U S A Film Festival 6116 N Central Expwy Ste 105, Dallas, TX 75206-0000	Public Charity	For KidFilm	5,000 00
University of Texas at Dallas 800 W. Campbell Road, Richardson, TX 75080-3021	Public Charity	For Landscape Project	1,000,000 00
University of Texas Law School Foundation 727 E Dean Keeton Room Tnh 3 102 D, Austin, TX 78705	Public Charity	Honoring Senator Kay Bailey Hutchison	25,000.00
West Dallas Community School Foundation 2300 Canada Dr , Dallas, TX 75212-1654	Public Charity	For Scholarships	11,000 00

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Organization	Organization Status	Purpose of Grant or Contribution	Amount
World Affairs Council of Dallas Fort Worth 325 N. St Paul Street, Ste. 2200, Dallas, TX 75201-3842	Public Charity	To help reduce deficit of $75,000	10,000.00
Youth Village Resources of Dallas, Inc. 6333 E. Mockingbird Lane, Suite 147-872, Dallas, TX 75214	Public Charity	For Café Momentum	100,000 00
			6,000,500.00