Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation

▶ Do not enter Social Security numbers on this form as it may be made public.

▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning , and ending

Name of foundation MCVAY FOUNDATION	A Employer identification number 36-3311833
Number and street (or P O box number if mail is not delivered to street address) 14820 HIGHWAY 7 — Room/suite 200	B Telephone number (952)545-8815
City or town, state or province, country, and ZIP or foreign postal code MINNETONKA, MN 55345-3630	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) ▶$ 14,353,433. — J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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

		(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			N/A	
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	34,425.	34,425.		STATEMENT 1
	4 Dividends and interest from securities	259,220.	259,220.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	769,957.			
	b Gross sales price for all assets on line 6a 4,238,215.				
	7 Capital gain net income (from Part IV, line 2)		769,957.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	<3,608.>	<3,608.>		STATEMENT 3
	12 Total. Add lines 1 through 11	1,059,994.	1,059,994.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 4	4,600.	0.		4,600.
	c Other professional fees STMT 5	45,411.	42,771.		2,640.
	17 Interest				
	18 Taxes STMT 6	21,387.	1,862.		25.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 7	500.	500.		0.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	71,898.	45,133.		7,265.
	25 Contributions, gifts, grants paid	583,750.			583,750.
	26 **Total expenses and disbursements.** Add lines 24 and 25	655,648.	45,133.		591,015.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	404,346.			
	b **Net investment income** (if negative, enter -0-)		1,014,861.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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Part II Balance Sheets

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

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	463,375.	572,434.	572,434.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 9	7,104,422.	7,427,808.	11,144,112.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 10	2,665,001.	2,636,887.	2,636,887.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	10,232,798.	10,637,129.	14,353,433.
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			
	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 ▶ [X] and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	10,232,798.	10,637,129.	
	30 **Total net assets or fund balances**	10,232,798.	10,637,129.	
	31 **Total liabilities and net assets/fund balances**	10,232,798.	10,637,129.	

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	10,232,798.
2	Enter amount from Part I, line 27a	2	404,346.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	10,637,144.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	15.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	10,637,129.

Part IV Capital Gains and Losses for Tax on Investment Income SEE ATTACHED STATEMENTS

	(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	4,238,215.		3,468,258.	769,957.

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				
b				
c				
d				
e				769,957.

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 — 769,957.

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

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	683,062.	9,124,474.	.074860
2011	421,875.	9,257,712.	.045570
2010	404,350.	8,895,683.	.045455
2009	790,221.	8,034,177.	.098357
2008	591,280.	10,980,325.	.053849

2	**Total** of line 1, column (d)	2	.318091
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	.063618
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	13,337,174.
5	Multiply line 4 by line 3	5	848,484.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	10,149.
7	Add lines 5 and 6	7	858,633.
8	Enter qualifying distributions from Part XII, line 4	8	591,015.

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	20,297.
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	20,297.
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	20,297.
6	Credits/Payments:			
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a 4,500.		
b	Exempt foreign organizations - tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c 14,500.		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d		7	19,000.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	49.
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** SEE STATEMENT 11 ▶		9	1,346.
10	**Overpayment** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	
11	Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ▶ **Refunded** ▶		11	

Part VII-A Statements Regarding Activities

		Line	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 instructions for the 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. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		X
	If "Yes," attach a detailed description of the activities			
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? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		X
	If "Yes," attach the statement required by General Instruction T.			
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) ▶ MN			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	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 2013 or the taxable year beginning in 2013 (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

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

		Line	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 ▶ MARY MCVAY Telephone no ▶ (952) 545-8815

Located at ▶ 14820 HWY 7, MINNETONKA, MN ZIP+4 ▶ 55345

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

		Line	Yes	No
16	At any time during calendar year 2013, 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.

			Line	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)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?		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 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?	☐ 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.)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ , , ,				
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 2013 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 2013.)*	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?		4b		X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

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

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53 4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** — No: 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? N/A **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 14		0.	0.	0.

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

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

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

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	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ▶	0.

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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	9,341,411.
b	Average of monthly cash balances	1b	1,536,028.
c	Fair market value of all other assets	1c	2,662,839.
d	**Total** (add lines 1a, b, and c)	1d	13,540,278.
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	0.
3	Subtract line 2 from line 1d	3	13,540,278.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	203,104.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	13,337,174.
6	**Minimum investment return** Enter 5% of line 5	6	666,859.

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	666,859.
2a	Tax on investment income for 2013 from Part VI, line 5 — 2a: 20,297.		
b	Income tax for 2013. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	20,297.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	646,562.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	646,562.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	646,562.

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	591,015.
b	Program-related investments - total from Part IX-B	1b	0.
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	591,015.
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	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	591,015.

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 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				646,562.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years: ___ , ___ , ___		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009 370,978.				
c From 2010				
d From 2011				
e From 2012 240,564.				
f **Total** of lines 3a through e	611,542.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ $ 591,015.				
a Applied to 2012, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				591,015.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	55,547.			55,547.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	555,995.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	555,995.			
10 Analysis of line 9:				
a Excess from 2009 315,431.				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012 240,564.				
e Excess from 2013				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling ▶

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

	Tax year	Prior 3 years			
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	(e) Total
2 a 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).)

MARY MCVAY

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 ▶ [X] 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 address of the person to whom applications should be addressed:

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SCHEDULES ATTACHED		EXEMPT	TO PROVIDE FINANCIAL SUPPORT FOR PUBLIC CHARITY	583,750.
Total			▶ 3a	583,750.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
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	34,425.	
4 Dividends and interest from securities			14	259,220.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	<3,608.>	
8 Gain or (loss) from sales of assets other than inventory			18	769,957.	
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)		0.		1,059,994.	0.

13 Total Add line 12, columns (b), (d), and (e) 13 1,059,994.

(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).

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
N/A		

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

Wanita L. McVay 11-12-2014 TREASURER

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
JEAN E. WICKS, CPA	JEAN E. WICKS, CP	10/31/14		P00030316

Firm's name ▶ BAKER TILLY VIRCHOW KRAUSE, LLP Firm's EIN ▶ 39-0859910

Firm's address ▶ 225 S 6TH ST #2300 MINNEAPOLIS, MN 55402 Phone no. 612.876.4500

323622
10-10-13

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	JP MORGAN CG	P		
b	JP MORGAN CG	P		
c	JP MORGAN CG	P		
d	PERRIGO CO TAXABLE MERGER	P		
e	BLACKROCK HIGH YIELD BOND	P		
f	BLACKROCK HIGH YIELD BOND	P		
g	ISHARES MSCI CHINA INDEX FD	P		
h	JP MORGAN CG	P		
i	JP MORGAN CG	P		
j	WELLS FARGO CG	P		
k	WELLS FARGO CG	P		
l	WELLS FARGO CG	P		
m	BEST BUY CO INC	P		
n	VERIZON COMMUNICATIONS	P		
o	MICROSOFT CORP	P		

	(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	1,090,743.		807,789.	282,954.
b	1,153,914.		889,191.	264,723.
c	58,963.		34,477.	24,486.
d	114,922.		65,699.	49,223.
e	50,000.		49,624.	376.
f	118,662.		121,334.	<2,672.>
g	36,400.		42,359.	<5,959.>
h	585,866.		536,091.	49,775.
i	173,196.		182,361.	<9,165.>
j	77,668.		69,956.	7,712.
k	18,550.		26,734.	<8,184.>
l	3,860.			3,860.
m	22,154.		12,807.	9,347.
n	68,878.		64,224.	4,654.
o	14,865.		13,783.	1,082.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) 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				282,954.
b				264,723.
c				24,486.
d				49,223.
e				376.
f				<2,672.>
g				<5,959.>
h				49,775.
i				<9,165.>
j				7,712.
k				<8,184.>
l				3,860.
m				9,347.
n				4,654.
o				1,082.

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

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	AGL RESOURCES INC	P		
b	MICROSOFT CORP	P		
c	3M CO	P		
d	CALL CATERPILLAR INC	P		
e	WELLS FARGO CG	P		
f	WELLS FARGO CG	P		
g	WELLS FARGO CG	P		
h	BANK OF AMERICA	P		
i	MEDTRONIC INC	P		
j	PENNY J C CO INC	P		
k	CALL PENNEY J C	P		
l	EXELON CORPORATION	P		
m	RECKITT BENCKISER	P		
n	TESCO	P		
o	LITIGATION PROCEEDS	P		

	(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	10,473.		9,553.	920.
b	38,648.		39,697.	<1,049.>
c	43,240.		33,737.	9,503.
d	3,432.		1,072.	2,360.
e	10,690.			10,690.
f	144,637.		101,188.	43,449.
g	7,145.		12,665.	<5,520.>
h	50,000.		50,000.	0.
i	102,598.		55,514.	47,084.
j	7,270.		64,366.	<57,096.>
k	1,170.		20.	1,150.
l	55,362.		66,718.	<11,356.>
m	110,472.		64,584.	45,888.
n	52,532.		52,715.	<183.>
o	623.			623.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				920.
b				<1,049.>
c				9,503.
d				2,360.
e				10,690.
f				43,449.
g				<5,520.>
h				0.
i				47,084.
j				<57,096.>
k				1,150.
l				<11,356.>
m				45,888.
n				<183.>
o				623.

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	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8	3	

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	CAPITAL GAINS DIVIDENDS			
b				
c				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	11,282.			11,282.
b				
c				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) 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				11,282.
b				
c				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	769,957.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
INTEREST INCOME - FROM KIDS	34,367.	34,367.	
MINNWEST INTEREST	20.	20.	
WELLS FARGO	38.	38.	
TOTAL TO PART I, LINE 3	34,425.	34,425.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
JP MORGAN 4002	20,292.	0.	20,292.	20,292.	
JP MORGAN 4004	122,573.	11,282.	111,291.	111,291.	
WELLS FARGO	127,637.	0.	127,637.	127,637.	
TO PART I, LINE 4	270,502.	11,282.	259,220.	259,220.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
FOREIGN CURRENCY TRADING	<3,608.>	<3,608.>	
TOTAL TO FORM 990-PF, PART I, LINE 11	<3,608.>	<3,608.>	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION	4,600.	0.		4,600.
TO FORM 990-PF, PG 1, LN 16B	4,600.	0.		4,600.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	42,771.	42,771.		0.
CONSULTING FEES	2,640.	0.		2,640.
TO FORM 990-PF, PG 1, LN 16C	45,411.	42,771.		2,640.

FORM 990-PF TAXES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	1,862.	1,862.		0.
STATE REGISTRATION FEE	25.	0.		25.
FEDERAL TAXES	19,500.	0.		0.
TO FORM 990-PF, PG 1, LN 18	21,387.	1,862.		25.

FORM 990-PF	OTHER EXPENSES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PORTFOLIO DEDUCTIONS	500.	500.		0.
TO FORM 990-PF, PG 1, LN 23	500.	500.		0.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES STATEMENT 8
DESCRIPTION	AMOUNT
LESS: LFE CAPITAL K-1, NON DEDUCTIBLE EXPENSES	15.
TOTAL TO FORM 990-PF, PART III, LINE 5	15.

FORM 990-PF	CORPORATE STOCK	STATEMENT 9
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
WELLS FARGO	2,764,071.	5,308,405.
JP MORGAN 4004	4,104,780.	4,663,908.
JP MORGAN 4002	558,957.	1,171,799.
OPTIONS	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 10B	7,427,808.	11,144,112.

FORM 990-PF	OTHER INVESTMENTS		STATEMENT 10
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
LFE CAPITAL	COST	91,219.	91,219.
INSTALLMENT NOTES RECEIVABLE	COST	2,545,668.	2,545,668.
ESTATE RECEIVABLE	COST	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 13		2,636,887.	2,636,887.

FORM 990-PF	INTEREST AND PENALTIES	STATEMENT 11
TAX DUE FROM FORM 990-PF, PART VI		1,297.
UNDERPAYMENT PENALTY		49.
LATE PAYMENT INTEREST		20.
LATE PAYMENT PENALTY		39.
TOTAL AMOUNT DUE		1,405.

FORM 990-PF	LATE PAYMENT PENALTY				STATEMENT 12
DESCRIPTION	DATE	AMOUNT	BALANCE	MONTHS	PENALTY
TAX DUE	05/15/14	15,797.	15,797.		
EXTENSION PAYMENT	05/15/14	<14,500.>	1,297.	6	39.
DATE FILED	11/15/14		1,297.		
TOTAL LATE PAYMENT PENALTY					39.

FORM 990-PF LATE PAYMENT INTEREST STATEMENT 13

DESCRIPTION	DATE	AMOUNT	BALANCE	RATE	DAYS	INTEREST
TAX DUE	05/15/14	15,797.	15,797.	.0300		
EXTENSION PAYMENT	05/15/14	<14,500.>	1,297.	.0300	184	20.
DATE FILED	11/15/14		1,317.			
TOTAL LATE PAYMENT INTEREST						20.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 14

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

MCVAY FOUNDATION II
Account QuickReport
January through December 2013

Date	Name	Amount
Contributions		
Arts		
1/18/2013	Victory Gardens Theater	10,000.00
4/11/2013	TPT	1,500.00
4/23/2013	Mpls. Institute of Arts	2,500.00
4/24/2013	Mobile Loaves & Fishes	4,000.00
5/8/2013	TPT	10,000.00
5/30/2013	Friends of the Institute	500.00
6/18/2013	Smiithsonian Institution	850.00
8/16/2013	Heart of the Beast	750.00
8/20/2013	Friends of the Smithsonian	200.00
10/28/2013	Victory Gardens Theater	10,000.00
10/28/2013	Minnesota Opera	2,000.00
11/7/2013	Guthrie Theater Foundation	2,500.00
11/7/2013	Kanebec County Historical Society	10,000.00
11/7/2013	Mpls. Institute of Arts	2,000.00
11/7/2013	Penumbra Theatre	2,500.00
11/7/2013	Mpls. Institute of Arts	500.00
11/7/2013	MN Dance Theatre	1,500.00
11/7/2013	Science Museum of MN	2,000.00
11/12/2013	Longyear Museum	1,000.00
11/18/2013	Kanabeck History Center	5,000.00
11/20/2013	Children's Theatre Co.	2,000.00
Total Arts		71,300.00
Church & School		
1/4/2013	Children's Bible Club	15,000.00
1/28/2013	Best Prep	2,500.00
2/4/2013	First Church of Christ Scientist	4,000.00
3/8/2013	United Theological Seminary	10,000.00
4/8/2013	U.S. English	750.00
5/3/2013	H.A.U.M.C.	29,500.00
5/6/2013	Hamline University	200,000.00
5/9/2013	Project Success	5,000.00
5/9/2013	Cumberland College	7,000.00
6/30/2013	Hamline University	10,000.00
10/28/2013	Sterling College	10,000.00
10/28/2013	Sterling College	20,000.00
11/7/2013	Union Gospel Mission	4,000.00
11/8/2013	Hope Academy	20,000.00
11/8/2013	Leelanau Children's Center	5,000.00
11/12/2013	Kansas State University	10,000.00
11/12/2013	The Principia	10,000.00
11/12/2013	University of MN Foundation	10,000.00
11/25/2013	Children's Bible Club	15,000.00

MCVAY FOUNDATION II
Account QuickReport
January through December 2013

Date	Name	Amount
11/30/2013	United Theological Seminary	15,000.00
11/30/2013	Rust College	10,000.00
Total Church & School		412,750.00
People		
1/18/2013	Mounted Patrol Fdn.	500.00
1/30/2013	Youth Frontiers	2,500.00
2/4/2013	Special Olympics of Minnesota	500.00
2/4/2013	U. S. Olympic Center	500.00
4/11/2013	SLS Association	500.00
4/15/2013	Cedars Camps	1,500.00
4/15/2013	Adventure Unlimited	1,500.00
4/24/2013	Pathfinder Intn'l	4,000.00
5/1/2013	Institute for Global Ethics	500.00
5/17/2013	CARE	1,000.00
5/20/2013	American Experiment	2,500.00
6/18/2013	Center for Victims of Torture	2,000.00
7/22/2013	American Experiment	200.00
7/22/2013	Concord Coalition	500.00
8/20/2013	U.S. English	200.00
8/20/2013	MN. Public Radio	1,600.00
9/24/2013	Citizens Against Govt. Waste	500.00
10/31/2013	Second Harvest	4,000.00
11/3/2013	Beacan Haven	15,000.00
11/7/2013	United Way of Greater Twin Cities	17,000.00
11/7/2013	Second Harvest	5,000.00
11/8/2013	Washburn Center for Children	5,000.00
11/8/2013	Pathfinder Intn'l	5,000.00
11/12/2013	Baby Space	5,000.00
11/12/2013	Amicus	1,500.00
11/12/2013	Camphill Village	2,000.00
11/12/2013	Solid Ground	1,000.00
11/12/2013	Gilda's Club Twin Cities	5,000.00
11/12/2013	Mpls Recreation Development, Inc.	2,500.00
11/15/2013	MN Landscape Arboretum	1,200.00
11/20/2013	American Red Cross	7,500.00
11/25/2013	Habitat for Humanity Twin Cities	2,500.00
12/9/2013	Woman's Club of Mpls.	2,000.00
Total People		101,700.00
Total Contributions		585,750.00
TOTAL		**585,750.00**
	LESS: CHECK VOIDED	-2,000.00
	2013 CONTRIBUTIONS	583,750.00

TRADE ACTIVITY

Note L indicates Long Term Realized Gain/Loss S indicates Short Term Realized Gain/Loss

Trade Date / Settle Date	Type / Selection Method	Description	Quantity	Per Unit Amount	Proceeds	Tax Cost	Realized Gain/Loss
Settled Sales/Maturities/Redemptions							
1/11 1/16	Sale High Cost	ACCENTURE PLC-CL A @ 69.84 48,888 00 BROKERAGE 35 00 TAX &/OR SEC 1.10 J.P. MORGAN SECURITIES LLC (ID: G1151C-10-1)	(700.000)	69 788	48,851.90	(17,759 91)	31,091 99 L
1/11 1/16	Sale High Cost	EXXON MOBIL CORP @ 89.36 33,063.20 BROKERAGE 18.50 TAX &/OR SEC .75 J P. MORGAN SECURITIES LLC (ID 30231G-10-2)	(370.000)	89.308	33,043 95	(29,447.63)	3,596 32 L
1/11 1/16	Sale High Cost	GLOBAL PAYMENTS INC @ 48.93 39,877.95 BROKERAGE 40.75 TAX &/OR SEC .90 J.P MORGAN SECURITIES LLC (ID. 37940X-10-2)	(815.000)	48 879	39,836.30	(35,479 42)	3,553.82 L 803 06 S
1/11 1/16	Sale High Cost	GOLDMAN SACHS GROUP INC @ 136.38209 68,872 96 BROKERAGE 25.25 TAX &/OR SEC 1.55 J.P. MORGAN SECURITIES LLC (ID: 38141G-10-4)	(505 000)	136.329	68,846.16	(74,191.12)	(5,344.96) L
1/11 1/16	Sale High Cost	GRACO INC @ 53.70 31,951.50 BROKERAGE 29.75 TAX &/OR SEC .72 J.P. MORGAN SECURITIES LLC (ID. 384109-10-4)	(595.000)	53 649	31,921.03	(19,291.52)	12,629 51 L
1/11 1/16	Sale High Cost	HSBC HOLDINGS PLC SPONS ADR @ 54 3452 55,703.83 BROKERAGE 51.25 TAX &/OR SEC 1 25 J P MORGAN SECURITIES LLC (ID 404280-40-6)	(1,025 000)	54 294	55,651 33	(51,683 30)	3,968.03 L
1/11 1/16	Sale High Cost	HARTE-HANKS INC @ 6.24575 5,240 18 BROKERAGE 41.95 TAX &/OR SEC .12 J.P. MORGAN SECURITIES LLC (ID: 416196-10-3)	(839 000)	6.196	5,198.11	(10,158 39)	(4,960 28) L
1/11 1/16	Sale High Cost	H J HEINZ CO @ 58.39029 36,201 98 BROKERAGE 31 00 TAX &/OR SEC 82 J P MORGAN SECURITIES LLC (ID· 423074-10-3)	(620 000)	58 339	36,170.16	(30,632.14)	5,538 02 L
1/11 1/16	Sale High Cost	ILLINOIS TOOL WORKS INC @ 62.60355 87,957.99 BROKERAGE 70 25 TAX &/OR SEC 1.98 J.P. MORGAN SECURITIES LLC (ID· 452308-10-9)	(1,405 000)	62.552	87,885.76	(78,207.12)	9,678.64 L

Trade Date / Settle Date	Type / Selection Method	Description	Quantity	Per Unit Amount	Proceeds	Tax Cost	Realized Gain/Loss
Settled Sales/Maturities/Redemptions							
1/11 1/16	Sale High Cost	JP MORGAN CHASE & CO @ 45 56 20,957 60 BROKERAGE 23.00 TAX &/OR SEC .47 J.P MORGAN SECURITIES LLC (ID 46625H-10-0)	(460 000)	45 509	20,934 13	(15,428 26)	5,505.87 S
1/11 1/16	Sale High Cost	JOHNSON & JOHNSON @ 72 49015 45,886 26 BROKERAGE 31 65 TAX &/OR SEC 1 03 J.P. MORGAN SECURITIES LLC (ID· 478160-10-4)	(633 000)	72 439	45,853 58	(39,376.51)	5,406 17 L 1,070 90 S
1/11 1/16	Sale High Cost	MARKEL CORPORATION @ 456 60225 42,464.01 BROKERAGE 4 65 TAX &/OR SEC 96 J.P. MORGAN SECURITIES LLC (ID 570535-10-4)	(93.000)	456.542	42,458 40	(21,096 87)	21,361 53 L
1/11 1/16	Sale High Cost	MC DONALDS CORP @ 91.14277 32,811.40 BROKERAGE 18.00 TAX &/OR SEC 74 J P MORGAN SECURITIES LLC (ID: 580135-10-1)	(360 000)	91 091	32,792.66	(26,751 35)	6,041 31 L
1/11 1/16	Sale High Cost	MEDNAX INC @ 83.15 49,391.10 BROKERAGE 29.70 TAX &/OR SEC 1.11 J P. MORGAN SECURITIES LLC (ID 58502B-10-6)	(594 000)	83 098	49,360.29	(27,942.19)	20,683.07 L 735 03 S
1/11 1/16	Sale High Cost	METTLER TOLEDO INTERNATIONAL INC @ 202.21985 41,050 63 BROKERAGE 10 15 TAX &/OR SEC 92 J P. MORGAN SECURITIES LLC (ID: 592688-10-5)	(203.000)	202 165	41,039.56	(16,661 33)	24,378.23 L
1/11 1/16	Sale High Cost	MORNINGSTAR INC @ 65.17217 29,914 03 BROKERAGE 22 95 TAX &/OR SEC 68 J P MORGAN SECURITIES LLC (ID. 617700-10-9)	(459 000)	65 121	29,890 40	(14,966.30)	14,924 10 L
1/11 1/16	Sale High Cost	NATIONAL PRESTO INDUSTRIES INC @ 69.15022 12,447 04 BROKERAGE 9 00 TAX &/OR SEC 28 J P. MORGAN SECURITIES LLC (ID: 637215-10-4)	(180.000)	69 099	12,437.76	(19,449 47)	(7,011.71) L
1/11 1/16	Sale High Cost	NEUSTAR INC-CLASS A @ 43 46115 41,461 94 BROKERAGE 47.70 TAX &/OR SEC 93 J P MORGAN SECURITIES LLC (ID 64126X-20-1)	(954.000)	43 41	41,413 31	(19,149 47)	22,263 84 L

Trade Date / Settle Date	Type / Selection Method	Description	Quantity	Per Unit Amount	Proceeds	Tax Cost	Realized Gain/Loss
Settled Sales/Maturities/Redemptions							
1/11 1/16	Sale High Cost	NIKE INC B @ 52 4852 90,799 40 BROKERAGE 86 50 TAX &/OR SEC 2 04 J P. MORGAN SECURITIES LLC (ID: 654106-10-3)	(1,730.000)	52 434	90,710 86	(43,132 88)	47,577.98 L
1/11 1/16	Sale High Cost	NORDSTROM INC @ 54.23 26,572 70 BROKERAGE 24 50 TAX &/OR SEC .60 J P. MORGAN SECURITIES LLC (ID. 655664-10-0)	(490.000)	54 179	26,547 60	(20,350.97)	6,196.63 L
1/11 1/16	Sale High Cost	OCEANEERING INTERNATIONAL INC @ 56.05293 32,903 07 BROKERAGE 29.35 TAX &/OR SEC .74 J P. MORGAN SECURITIES LLC (ID· 675232-10-2)	(587.000)	56.002	32,872 98	(6,522 60)	26,350.38 L
1/11 1/16	Sale High Cost	OIL STATES INTERNATIONAL @ 75.81 36,009.75 BROKERAGE 23.75 TAX &/OR SEC .81 J.P. MORGAN SECURITIES LLC (ID 678026-10-5)	(475.000)	75 758	35,985 19	(31,712.00)	4,273 19 S
1/11 1/16	Sale High Cost	ORBITAL SCIENCES CORP @ 14.30659 44,135 83 BROKERAGE 154 25 TAX &/OR SEC .99 J P MORGAN SECURITIES LLC (ID. 685564-10-6)	(3,085 000)	14 256	43,980 59	(42,205 95)	(136 64) L 1,911 28 S
1/11 1/16	Sale High Cost	PAYCHEX INC @ 31.85 36,659 35 BROKERAGE 57 55 TAX &/OR SEC 83 J.P. MORGAN SECURITIES LLC (ID 704326-10-7)	(1,151.000)	31 799	36,600 97	(36,877 78)	(276 81) L
1/11 1/16	Sale High Cost	JOHN WILEY & SONS INC CL A @ 40 75784 20,786 50 BROKERAGE 25 50 TAX &/OR SEC 47 J P MORGAN SECURITIES LLC (ID 968223-20-6)	(510 000)	40 707	20,760 53	(16,202 20)	4,558 33 L
1/16 1/22	Sale High Cost	PNC FINANCIAL SERVICES GROUP INC @ 59 78 19,428.50 BROKERAGE 16 25 TAX &/OR SEC 44 J.P. MORGAN SECURITIES LLC (ID· 693475-10-5)	(325.000)	59 729	19,411 81	(20,288 09)	(876 28) S
1/16 1/22	Sale High Cost	UGI CORP @ 33 50 30,686.00 BROKERAGE 45 80 TAX &/OR SEC 69 J P MORGAN SECURITIES LLC (ID· 902681-10-5)	(916 000)	33.449	30,639.51	(20,100 88)	10,538.63 L

Trade Date / Settle Date	Type / Selection Method	Description	Quantity	Per Unit Amount	Proceeds	Tax Cost	Realized Gain/Loss
Settled Sales/Maturities/Redemptions							
1/16 1/22	Sale High Cost	WALMART STORES INC @ 69.00 29,670.00 BROKERAGE 21 50 TAX &/OR SEC 67 J P MORGAN SECURITIES LLC (ID 931142-10-3)	(430.000)	68.948	29,647 83	(22,723.03)	6,924.80 L
Total Settled Sales/Maturities/Redemptions					**$1,090,742.66**	**($807,788.68)**	**$269,530.93 L** **$13,423.05 S**

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03740730070010055510

SWEEP ACCOUNT ACTIVITY

Settle Date	Type Selection Method	Description	Quantity	Amount
Sweep Account Purchases				
2/28	Net Sweep	JPM TAX FREE RESV SWEEP FD #3957 (ID 628266-92-6)	31,541.420	(31,541 42)

TRADE ACTIVITY

Note **L** indicates Long Term Realized Gain/Loss **S** indicates Short Term Realized Gain/Loss
** Realized Gain/Loss and tax cost are shown as "N/A" in cases where we do not have appropriate cost information for all tax lots comprising the sale. Please contact your J.P. Morgan team for additional information.

Trade Date Settle Date	Type Selection Method	Description	Quantity	Per Unit Amount	Proceeds	Tax Cost	Realized Gain/Loss
Settled Sales/Maturities/Redemptions							
2/7 2/12	Sale High Cost	TRANSOCEAN INC @ 56 21079 50,533.50 BROKERAGE 44.95 TAX &/OR SEC 1.14 J.P. MORGAN SECURITIES LLC (ID: H8817H-10-0)	(899.000)	56 16	50,487.41	(58,359.33)	(9,529.69) L 1,657.77 S
2/7 2/12	Sale High Cost	PEPSICO INC @ 72.69 82,503.15 BROKERAGE 56.75 TAX &/OR SEC 1 85 J.P. MORGAN SECURITIES LLC (ID. 713448-10-8)	(1,135.000)	72.638	82,444.55	(74,575.10)	7,869 45 L
2/7 2/12	Sale High Cost	ROCK-TENN CO CL A @ 80.99 40,899.95 BROKERAGE 25 25 TAX &/OR SEC 92 J.P. MORGAN SECURITIES LLC (ID: 772739-20-7)	(505.000)	80.938	40,873 78	(25,650.27)	15,223.51 L
2/7 2/12	Sale High Cost	SAP AKTIENGESELLSCHAFT SPONS ADR @ 79.67315 67,722.18 BROKERAGE 42.50 TAX &/OR SEC 1.52 J P. MORGAN SECURITIES LLC (ID: 803054-20-4)	(850.000)	79.621	67,678.16	(33,884.16)	29,917.31 L 3,876.69 S
2/7 2/12	Sale High Cost	SPECTRUM BRANDS HLDGS INC COM @ 54 76517 39,704.75 BROKERAGE 36.25 TAX &/OR SEC .89 J.P. MORGAN SECURITIES LLC (ID· 84763R-10-1)	(725.000)	54.714	39,667.61	(30,367 97)	9,299 64 S

Trade Date / Settle Date	Type / Selection Method	Description	Quantity	Per Unit Amount	Proceeds	Tax Cost	Realized Gain/Loss
Settled Sales/Maturities/Redemptions							
2/7 2/12	Sale High Cost	STAPLES INC @ 13 16001 43,691 23 BROKERAGE 166.00 TAX &/OR SEC 98 J.P. MORGAN SECURITIES LLC (ID· 855030-10-2)	(3,320 000)	13 11	43,524 25	(42,206.72)	1,317 53 S
2/7 2/12	Sale High Cost	STEEL DYNAMICS INC @ 15 59 39,037.36 BROKERAGE 125 20 TAX &/OR SEC .88 J P MORGAN SECURITIES LLC (ID 858119-10-0)	(2,504 000)	15.54	38,911.28	(32,969.48)	5,941 80 L
2/7 2/12	Sale High Cost	TCF FINANCIAL CORP @ 13.79 33,868.24 BROKERAGE 122.80 TAX &/OR SEC 76 J.P MORGAN SECURITIES LLC (ID 872275-10-2)	(2,456 000)	13 74	33,744.68	(29,503 11)	4,241 57 L
2/7 2/12	Sale High Cost	TAIWAN SEMICONDUCTOR MANUFACTURING CO LTD SPONS ADR @ 18.18006 72,411 18 BROKERAGE 199 15 TAX &/OR SEC 1 63 J P MORGAN SECURITIES LLC (ID 874039-10-0)	(3,983 000)	18 13	72,210 40	(39,428 48)	32,781.92 L
2/7 2/12	Sale High Cost	TELEFONICA S A SPONS ADR @ 13 40024 26,854.08 BROKERAGE 100.20 TAX &/OR SEC .61 J.P MORGAN SECURITIES LLC (ID: 879382-20-8)	(2,004 000)	13 35	26,753.27	N/A **	N/A
2/7 2/12	Sale High Cost	TRANSDIGM GROUP INC @ 143 0325 40,192.13 BROKERAGE 14 05 TAX &/OR SEC .91 J P. MORGAN SECURITIES LLC (ID: 893641-10-0)	(281.000)	142 979	40,177.17	(26,049.96)	14,127.21 L
2/7 2/12	Sale High Cost	VCA ANTECH INC @ 21 92161 41,322 23 BROKERAGE 94 25 TAX &/OR SEC 93 J P. MORGAN SECURITIES LLC (ID: 918194-10-1)	(1,885.000)	21.871	41,227 05	(46,977 27)	(5,750 22) L
2/7 2/12	Sale High Cost	VODAFONE GROUP PLC SPONS ADR @ 27 09016 39,957 99 BROKERAGE 73.75 TAX &/OR SEC .90 J P. MORGAN SECURITIES LLC (ID. 92857W-20-9)	(1,475.000)	27.04	39,883.34	(41,898.43)	(1,932.92) L (82 17) S
2/7 2/12	Sale High Cost	WASTE MANAGEMENT INC @ 36 52019 31,407.36 BROKERAGE 43.00 TAX &/OR SEC 71 J.P. MORGAN SECURITIES LLC (ID. 94106L-10-9)	(860 000)	36 469	31,363.65	(28,874 65)	2,489.00 L

Trade Date / Settle Date	Type / Selection Method	Description	Quantity	Per Unit Amount	Proceeds	Tax Cost	Realized Gain/Loss
Settled Sales/Maturities/Redemptions							
2/7 2/12	Sale High Cost	WEX INCORPORATION @ 74 09 36,674.55 BROKERAGE 24.75 TAX &/OR SEC 83 J P MORGAN SECURITIES LLC (ID 96208T-10-4)	(495 000)	74.038	36,648 97	(7,729.93)	28,919 04 L
2/7 2/12	Sale High Cost	ZEBRA TECHNOLOGIES CORP CL A @ 43 70 47,108 60 BROKERAGE 53 90 TAX &/OR SEC 1 06 J P MORGAN SECURITIES LLC (ID 989207-10-5)	(1,078 000)	43 649	47,053 64	(25,464.27)	20,864 86 L 724 51 S
2/20 2/25	Sale High Cost	APPLE INC @ 450.43 58,555.90 BROKERAGE 6 50 TAX &/OR SEC 1.32 J P. MORGAN SECURITIES LLC (ID 037833-10-0)	(130.000)	450 37	58,548.08	(41,869 76)	16,678 32 L
2/20 2/25	Sale High Cost	EXXON MOBIL CORP @ 89 7005 89,700.50 BROKERAGE 50.00 TAX &/OR SEC 2 01 J P MORGAN SECURITIES LLC (ID 30231G-10-2)	(1,000.000)	89.648	89,648 49	(75,751.93)	13,896.56 L
2/20 2/25	Sale High Cost	MC DONALDS CORP @ 94 01001 93,069 91 BROKERAGE 49 50 TAX &/OR SEC 2.09 J.P. MORGAN SECURITIES LLC (ID 580135-10-1)	(990 000)	93 958	93,018.32	(63,386 27)	29,632 05 L
2/20 2/25	Sale High Cost	NORDSTROM INC @ 56 02409 92,999.99 BROKERAGE 83 00 TAX &/OR SEC 2 09 J P MORGAN SECURITIES LLC (ID 655664-10-0)	(1,660.000)	55 973	92,914.90	(68,944.12)	23,970 78 L
2/20 2/25	Sale High Cost	PERRIGO CO @ 114.71 34,413.00 BROKERAGE 15.00 TAX &/OR SEC 78 J P MORGAN SECURITIES LLC (ID· 714290-10-3)	(300 000)	114 657	34,397 22	(26,105 40)	8,291 82 L
2/20 2/25	Sale High Cost	PRECISION CASTPARTS CORP @ 184.79 36,958.00 BROKERAGE 10.00 TAX &/OR SEC .83 J P. MORGAN SECURITIES LLC (ID· 740189-10-5)	(200.000)	184.736	36,947.17	(28,325.42)	8,621.75 L

Trade Date / Settle Date	Type / Selection Method	Description	Quantity	Per Unit Amount	Proceeds	Tax Cost	Realized Gain/Loss
Settled Sales/Maturities/Redemptions							
2/20 2/25	Sale High Cost	SCHLUMBERGER LTD @ 79.005 15,801.00 BROKERAGE 10 00 TAX &/OR SEC 36 J.P MORGAN SECURITIES LLC (ID 806857-10-8)	(200.000)	78.953	15,790 64	(14,115.98)	1,674 66 S
Total Settled Sales/Maturities/Redemptions					**$1,153,914.03**	**($862,438.01)**	**$246,254.12 L** **$18,468.63 S**

SWEEP ACCOUNT ACTIVITY

Settle Date	Type Selection Method	Description	Quantity	Amount
Sweep Account Purchases				
4/30	Net Sweep	JPM TAX FREE RESV SWEEP FD #3957 (ID: 628266-92-6)	(371 010)	371 01

TRADE ACTIVITY

Note· L Indicates Long Term Realized Gain/Loss

Trade Date / Settle Date	Type / Selection Method	Description	Quantity	Per Unit Amount	Proceeds	Tax Cost	Realized Gain/Loss
Settled Sales/Maturities/Redemptions							
4/23 4/26	Sale High Cost	ACCENTURE PLC-CL A @ 75.99 6,459 15 BROKERAGE 4.25 TAX &/OR SEC .15 J.P. MORGAN SECURITIES LLC (ID G1151C-10-1)	(85 000)	75.938	6,454 75	(2,156 56)	4,298 19 L
4/23 4/26	Sale High Cost	NESTLE S A SPONS ADR REPSTG REG SH @ 70.46 8,455.20 BROKERAGE 6.00 TAX &/OR SEC .19 J.P. MORGAN SECURITIES LLC (ID. 641069-40-6)	(120.000)	70.408	8,449.01	(6,628.80)	1,820.21 L
4/23 4/26	Sale High Cost	PERRIGO CO @ 119 83058 10,185 60 BROKERAGE 4.25 TAX &/OR SEC .23 J.P. MORGAN SECURITIES LLC (ID: 714290-10-3)	(85.000)	119 778	10,181 12	(7,396.53)	2,784 59 L
4/23 4/26	Sale High Cost	THERMO FISHER SCIENTIFIC INC @ 80 91 20,227.50 BROKERAGE 12 50 TAX &/OR SEC .46 J P MORGAN SECURITIES LLC (ID 883556-10-2)	(250 000)	80 858	20,214 54	(14,009 98)	6,204 56 L
4/23 4/26	Sale High Cost	UNITED TECHNOLOGIES CORP @ 91.14 13,671.00 BROKERAGE 7 50 TAX &/OR SEC .31 J.P. MORGAN SECURITIES LLC (ID· 913017-10-9)	(150 000)	91 088	13,663.19	(4,285 27)	9,377 92 L
Total Settled Sales/Maturities/Redemptions					**$58,962.61**	**($34,477.14)**	**$24,485.47 L**

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TRADE ACTIVITY

Note. L indicates Long Term Realized Gain/Loss S indicates Short Term Realized Gain/Loss

Trade Date / Settle Date	Type / Selection Method	Description	Quantity	Per Unit Amount	Proceeds	Tax Cost	Realized Gain/Loss
Settled Sales/Maturities/Redemptions							
8/14 8/15	Sale High Cost	JPM LARGE CAP GROWTH FD - SEL FUND 3118 JP MORGAN CHASE BANK AS SHAREHOLDER SERVICING AGENT @ 27 55 (ID: 4812C0-53-0)	(14,281.762)	27 55	393,462 54	(350,000 00)	43,462 54 S
8/12 8/15	Sale High Cost	VANGUARD FTSE EMERGING MARKETS ETF @ 39 8571 8,609.13 BROKERAGE 4.32 TAX &/OR SEC .15 CREDIT SUISSE FIRST BOSTON LLC (ID· 922042-85-8)	(216.000)	39 836	8,604 66	(10,309 66)	(1,705 00) L
8/12 8/15	Sale High Cost	VANGUARD FTSE EMERGING MARKETS ETF @ 39.8989 183,894.03 BROKERAGE 92 18 TAX &/OR SEC 3 21 CREDIT SUISSE FIRST BOSTON LLC (ID: 922042-85-8)	(4,609 000)	39 878	183,798 64	(175,781 69)	19,414 77 L (11,397 82) S
Total Settled Sales/Maturities/Redemptions					**$585,865.84**	**($536,091.35)**	**$17,709.77 L** **$32,064.72 S**

Trade Date / Settle Date	Type	Description	Quantity	Per Unit Amount	Market Cost
Settled Securities Purchased					
8/12 8/13	Purchase	OAKMARK INTERNATIONAL FD-I (ID. 413838-20-2)	6,709 859	25.18	(168,954 25)
8/12 8/13	Purchase	VIRTUS EMERGING MKTS OPPOR-I (ID: 92828T-88-9)	5,468 380	9 77	(53,426 07)
8/14 8/19	Purchase	ISHARES RUSSELL 1000 GROWTH INDEX FUND @ 76 8481 394,845.54 BROKERAGE 102 76 DEUTSCHE BANC ALEX BROWN INC (ID 464287-61-4)	5,138 000	76 868	(394,948 30)
Total Settled Securities Purchased					**($617,328.62)**

SWEEP ACCOUNT ACTIVITY

Settle Date	Type Selection Method	Description	Quantity	Amount
10/31	Net Sweep	JPM TR I TAX FREE RESERVE SWEEP FD (ID· 628266-92-6)	(66,461.110)	66,461.11

TRADE ACTIVITY

Note S indicates Short Term Realized Gain/Loss

Trade Date Settle Date	Type Selection Method	Description	Quantity	Per Unit Amount	Proceeds	Tax Cost	Realized Gain/Loss
Settled Sales/Maturities/Redemptions							
10/1 10/2	Sale High Cost	DREYFUS EMG MKT DEBT LOC C-I (ID: 261980-49-4)	(7,329.284)	14 08	103,196.32	(112,000.00)	(8,803 68) S
10/29 10/30	Sale High Cost	BLACKROCK HIGH YIELD BOND (ID. 091929-63-8)	(3,627.570)	8.27	30,000.00	(29,093.11)	906.89 S
10/29 10/30	Sale High Cost	DOUBLELINE TOTAL RET BD-I (ID: 258620-10-3)	(3,623.188)	11.04	40,000 00	(41,268 11)	(1,268.11) S
Total Settled Sales/Maturities/Redemptions					**$173,196.32**	**($182,361.22)**	**($9,164.90) S**

Trade Date Settle Date	Type	Description	Quantity	Per Unit Amount	Market Cost
Settled Securities Purchased					
10/1 10/2	Purchase	TEMPLETON GLOBAL BOND FD-AD (ID: 880208-40-0)	7,116.031	12.96	(92,223 76)

WELLS FARGO ADVISORS

MC VAY FOUNDATION

JANUARY 1 - JANUARY 31, 2013
ACCOUNT NUMBER 4440-5140

Realized Gain/Loss Detail

Short term

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	DATE ACQUIRED	CLOSE DATE	PROCEEDS	ADJ COST/ ORIG COST	GAIN/LOSS
CISCO SYSTEMS INC CUSIP 17275R102	1,000.00000	16.7399	06/26/12	01/18/13	18,549 55 B	16,739.90	1,809.65
CONOCOPHILLIPS CUSIP 20825C104	1,000 00000	53.2158	06/26/12	01/18/13	59,118.63 B	53,215.80	5,902 83
Total Short term					**$77,668.18**	7 **$69,955.70**	5 **$7,712.48**

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

Long term

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	DATE ACQUIRED	CLOSE DATE	PROCEEDS	ADJ COST/ ORIG COST	GAIN/LOSS
CISCO SYSTEMS INC CUSIP 17275R102	1,000.00000	26.3900	05/17/07nc	01/18/13	18,549 54 B	26,734.00	-8,184 46
Total Long term					**$18,549.54**	1 **$26,734.00**	6 **-$8,184.46**

nc Cost information for this tax lot is not covered by IRS reporting requirements. Unless indicated, cost for all other lots will be reported to the IRS.
B Option premiums are included in the proceeds when the underlying option results in a sale Similarly, option premiums are included in the cost basis when the underlying option results in a purchase.

Short term options

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	DATE ACQUIRED	CLOSE DATE	PROCEEDS	ADJ COST/ ORIG COST	GAIN/LOSS
CALL APACHE CORP $85 EXP 01/19/13	-5.00000	6 4000	06/26/12nc	01/19/13	3,199 91	0.00	3,199.91
CALL WINDSTREAM CORP $10 EXP 01/19/13	-20.00000	0.3300	06/26/12nc	01/19/13	659 91	0.00	659.91
Total Short term options					**$3,859.82**	**$0.00**	5 **$3,859.82**

1 (shown as debit against options

nc Cost Information for this tax lot is not covered by IRS reporting requirements. Unless indicated, cost for all other lots will be reported to the IRS.

Specific instructions and disclosures

Income on non-reportable accounts
Your income summary is categorized into taxable and tax-exempt income based upon the securities that you hold. Please be aware that, since this is a 1099 non-reportable account, this income will NOT be reported to the IRS, but is being provided to you for informational purposes only.

WELLS FARGO ADVISORS

MCVAY FOUNDATION

JUNE 1 - JUNE 30, 2013
ACCOUNT NUMBER: 4440-5140

Activity detail continued

DATE	ACCOUNT TYPE	TRANSACTION	QUANTITY	DESCRIPTION	PRICE	AMOUNT	CASH AND SWEEP BALANCES
06/28	Cash	DIVIDEND		TRAVELERS COS INC/ THE 062813 3,000		1,500 00	
06/28	Cash	INTEREST		BANK DEPOSIT SWEEP 062813 312,712		2.51	315,589 59

Cash sweep activity

Our Cash Sweep program allows you to earn a return on the idle cash balances in your account by automatically investing such balances into one of our cash sweep options These 'sweep transactions' may represent a net amount for the day and occur on settlement date The following section displays transfers into and out of your sweep option Transactions displayed here are Transfer To, Transfer From and Reinvested Dividends and Interest. These transaction amounts are not included in your cash flow summary

DATE	TRANSACTION	DESCRIPTION	AMOUNT	DATE	TRANSACTION	DESCRIPTION	AMOUNT
06/01		BEGINNING BALANCE	295,071.35	06/17	TRANSFER TO	BANK DEPOSIT SWEEP	1,438.50
06/04	TRANSFER TO	BANK DEPOSIT SWEEP	3,384.50	06/18	TRANSFER TO	BANK DEPOSIT SWEEP	2,251 91
06/06	TRANSFER TO	BANK DEPOSIT SWEEP	1,658.52	06/24	TRANSFER TO	BANK DEPOSIT SWEEP	1,053 80
06/11	TRANSFER TO	BANK DEPOSIT SWEEP	3,103.50	06/28	REINVEST INT	BANK DEPOSIT SWEEP	2 51
06/12	TRANSFER TO	BANK DEPOSIT SWEEP	1,980 00	06/28	TRANSFER TO	BANK DEPOSIT SWEEP	1,050.00
06/13	TRANSFER TO	BANK DEPOSIT SWEEP	1,720.00	06/30		ENDING BALANCE	312,714 59

Realized gain/loss

Realized Gain/Loss Summary

	THIS PERIOD GAIN	THIS PERIOD LOSS	THIS PERIOD NET	THIS YEAR GAIN	THIS YEAR LOSS	THIS YEAR NET
Short term	10,689.55	0 00	10,689 55	34,162 75	0 00	34,162 75
Long term	0.00	0 00	0.00	19,770 00	-13,268.87	6,501 13
Total Realized Gain/Loss	**$10,689.55**	**$0.00**	**$10,689.55**	**$53,932.75**	**-$13,268.87**	**$40,663.88**

Realized Gain/Loss Detail

Short term options

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	DATE ACQUIRED	CLOSE DATE	PROCEEDS	ADJ COST/ ORIG COST	GAIN/LOSS
CALL ISHRS EMERG MKTS $44 EXP 06/22/13	-25 00000	1.7600	11/08/12nc	06/22/13	4,399 80	0 00	4,399 80
CALL MCDONALDS CORP $97 50 EXP 06/22/13	-15.00000	1 5700	02/05/13nc	06/22/13	2,354.89	0 00	2,354 89

MCVAY FOUNDATION

JUNE 1 - JUNE 30, 2013
ACCOUNT NUMBER 4440-5140

Realized Gain/Loss Detail continued

Short term options

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	DATE ACQUIRED	CLOSE DATE	PROCEEDS	ADJ COST/ ORIG COST	GAIN/LOSS
CALL MTRLS SELECT SECTOR $39 EXP 06/22/13	-10 00000	1 1500	11/08/12nc	06/22/13	1,149 93	0.00	1,149 93
CALL APPLE INC $630 EXP 06/22/13	-1 00000	27 8500	11/08/12nc	06/22/13	2,784 93	0 00	2,784 93
Total Short term options					**$10,689.55**	**$0.00**	**$10,689.55**

nc Cost Information for this tax lot is not covered by IRS reporting requirements Unless indicated, cost for all other lots will be reported to the IRS

Specific instructions and disclosures

Income on non-reportable accounts
Your income summary is categorized into taxable and tax-exempt income based upon the securities that you hold Please be aware that, since this is a 1099 non-reportable account, this income will NOT be reported to the IRS, but is being provided to you for informational purposes only

Option accounts
Assignment notices for option contracts are allocated by an automated random selection process pursuant to FINRA Rule 2860 that selects from among all client short option positions those contracts that are subject to exercise, including positions established on the day of assignment A more detailed description of our random allocation procedures is available upon request Further information with respect to commissions and other charges related to the execution of option transactions has been included in confirmations of such transactions previously furnished to you. Copies of transaction confirmations are available upon request

Callable bonds and preferred stock
Bonds and preferred stock that are subject to a partial call will be selected by an impartial lottery process pursuant to NYSE Rule 402 30 in which the probability of your securities being selected for redemption is proportional to the holdings of all shareholders of such securities held in street name. If a security is called prior to maturity it may affect the yield you receive Additional information is available upon request.

Cost basis - To add or update information or modify your reporting options, please contact Your Financial Advisor.
This statement presents estimated unrealized or realized gains or losses for your information only. If acquisition or other information is not available, the gain/loss information may not be displayed and section and summary totals may not reflect your complete portfolio Cost basis information is not verified by FCC or Wells Fargo Advisors and should not be relied upon for legal or tax purposes Revisions to this information (due to corporate mergers, tenders and other reorganizations) may be required from time to time

Cost basis for factored bonds (GNMA, CMO, etc.) will be adjusted for paydown of principal Systematic investments in mutual funds and reinvested dividends for mutual funds and stocks have been consolidated for each position. Unit cost data for systematic investments and dividend reinvestment securities is provided for informational purposes only and is a non-weighted average.

Your account statement should not be used for tax preparation without assistance from your tax consultant We do not report capital gains or losses for non-covered securities to the IRS

Cost basis options
Unless specific tax lots are selected at trade time, sales of tax lots will occur using the cost basis election reflected in the Account profile section

WELLS FARGO ADVISORS

MCVAY FOUNDATION

JULY 1 - JULY 31, 2013
ACCOUNT NUMBER: 4440-5140

Realized gain/loss

Realized Gain/Loss Summary

	THIS PERIOD GAIN	THIS PERIOD LOSS	THIS PERIOD NET	THIS YEAR GAIN	THIS YEAR LOSS	THIS YEAR NET
Short term	3,209 81	-8,729 47	-5,519.66	37,372.56	-8,729 47	28,643 09
Long term	45,345.83	-1,665 29	43,680.54	65,115 83	-14,934 16	50,181 67
Total Realized Gain/Loss	**$48,555.64**	**-$10,394.76**	**$38,160.88**	**$102,488.39**	**-$23,663.63**	**$78,824.76**

Realized Gain/Loss Detail

Long term

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	DATE ACQUIRED	CLOSE DATE	PROCEEDS	ADJ COST/ ORIG COST	GAIN/LOSS
TARGET CORP	1,000 00000	46 0900	06/09/04nc	07/19/13	66,408 80F	46,506 93	19,901 87
CUSIP 87612E106							
	1,000.00000	40.5500	10/07/08nc	07/19/13	66,408 80F	40,964 84	25,443.96
TE CONNECTIVITY LTD	250 00000	53.4558	09/17/01nc	07/11/13	11,819 79	13,485.08	-1,665.29
CUSIP H84989104							
Total Long term					**$144,637.39**	**$100,956.85**	**$43,680.54**

nc Cost information for this tax lot is not covered by IRS reporting requirements. Unless indicated, cost for all other lots will be reported to the IRS.
F Sale proceeds includes option proceeds

Short term options

DR-options Cr. Inv

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	DATE ACQUIRED	CLOSE DATE	PROCEEDS	ADJ COST/ ORIG COST	GAIN/LOSS
CALL MONSANTO CO NEW	-10.00000	2.2100	02/05/13nc	07/20/13	2,209 91	0.00	2,209.91
$110 EXP 07/20/13							
CALL AT&T INC	-20 00000	0.5000	02/07/13nc	07/20/13	999.90	0 00	999 90
$37 EXP 07/20/13							
CALL MICROSOFT CORP	-12 00000	0.7300	02/05/13nc	07/09/13	875 93	6,408 45	-5,532 52
$29 EXP 07/20/13							
CALL INTEL CORP	-15.00000	0.7800	02/05/13nc	07/09/13	1,169 91	2,085.56	-915.65
$22 EXP 07/20/13							
	-30.00000	0.6300	02/07/13nc	07/09/13	1,889.84	4,171.14	-2,281.30
Total Short term options					**$7,145.49**	**$12,665.15**	**-$5,519.66**

nc Cost information for this tax lot is not covered by IRS reporting requirements. Unless indicated, cost for all other lots will be reported to the IRS

options 7,145.49
Inv 12,665.15
G/L 5519.66

PIM

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

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

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

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

Enter filer's identifying number, see instructions

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

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

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

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

• The books are in the care of ▶ MARY MCVAY 14820 HWY 7 - MINNETONKA, MN 55345

Telephone No ▶ (952) 545-8815 Fax No ▶

• If the organization does not have an office or place of business in the United States, check this box ▶ [ ]

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box ▶ [ ] If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until NOVEMBER 15, 2014

5 For calendar year 2013 , or other tax year beginning ______ , and ending ______

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

7 State in detail why you need the extension
THE FOUNDATION IS MISSING INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE RETURN IN THE TIME PRESCRIBED BY LAW. THEREFORE, WE RESPECTFULLY REQUEST AN ADDITIONAL EXTENSION OF TIME TO FILE.

8a	If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	8a	$ 23,257.
b	If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	$ 23,257.
c	**Balance due.** Subtract line 8b from line 8a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	8c	$ 0.

Signature and Verification must be completed for Part II only.

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

Signature ▶ Title ▶ TREASURER Date ▶

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12-31-13