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Form **990-PF**
 Department of the Treasury
 Internal Revenue Service

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

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

OMB No 1545-0052
2016
Open to Public Inspection

For calendar year 2016, or tax year beginning 01-01-2016, and ending 12-31-2016

Name of foundation THE BROOKE-MCCARRAGHER FOUNDATION		A Employer identification number 62-6369585	
% PAUL A BROOKE			
Number and street (or P O box number if mail is not delivered to street address) 21 EAST 90TH STREET Suite 14AB	Room/suite	B Telephone number (see instructions)	
City or town, state or province, country, and ZIP or foreign postal code NEW YORK, NY 101286501		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 9,853,170		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)			

Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</i>		(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)	1,008,325			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	14,594	14,594		
	4 Dividends and interest from securities	127,712	127,712		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-150,528			
	b Gross sales price for all assets on line 6a	2,795,683			
	7 Capital gain net income (from Part IV, line 2)		0		
	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)	54,603	3,675			
12 Total. Add lines 1 through 11	1,054,706	145,981			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	8,075	0	0	8,075
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	6,889			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	71,014	69,803		
	24 Total operating and administrative expenses. Add lines 13 through 23	85,978	69,803	0	8,075
	25 Contributions, gifts, grants paid	285,720			285,720
26 Total expenses and disbursements. Add lines 24 and 25	371,698	69,803	0	293,795	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	683,008				
b Net investment income (if negative, enter -0-)		76,178			
c Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	258,339	920,127	920,127
	3 Accounts receivable ▶ <u>2,388</u>			
	Less allowance for doubtful accounts ▶ _____	0	2,388	2,388
	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)			
	b Investments—corporate stock (attach schedule)	5,482,169	5,529,701	8,689,160
	c Investments—corporate bonds (attach schedule)	308,835	236,545	241,495
	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)	6,049,343	6,688,761	9,853,170	
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 ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds	6,049,343	6,688,761		
30 Total net assets or fund balances (see instructions)	6,049,343	6,688,761		
31 Total liabilities and net assets/fund balances (see instructions) .	6,049,343	6,688,761		

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	6,049,343
2 Enter amount from Part I, line 27a	2	683,008
3 Other increases not included in line 2 (itemize) ▶ _____	3	
4 Add lines 1, 2, and 3	4	6,732,351
5 Decreases not included in line 2 (itemize) ▶ _____	5	43,590
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	6,688,761

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)
1 a PERSHING ST COVERED			2016-12-31
b PERSHING LT COVERED	P		
c PERSHING LT NONCOVERED			
d PERSHING - BASIS ADJUSTMENTS			
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 1,148,347		1,317,417	-153,498
b 1,568,378		1,619,698	-51,320
c 26,250		24,668	1,582
d 38,118			38,118
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			-169,070
b			-51,320
c			1,582
d			38,118
e			

2 Capital gain net income or (net capital loss)	2	-150,528
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 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))
2015	1,125,620	9,232,705	0.121917
2014	136,390	4,834,439	0.028212
2013	141,824	2,286,191	0.062035
2012	92,250	664,985	0.138725
2011	98,073	345,520	0.283842

2 Total of line 1, column (d)	2	0.634731
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	0.126946
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	8,230,753
5 Multiply line 4 by line 3	5	1,044,861
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	762
7 Add lines 5 and 6	7	1,045,623
8 Enter qualifying distributions from Part XII, line 4	8	293,795

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)

Table with 11 rows for excise tax calculation. Includes questions about exempt foundations, tax under section 511, and tax due. Total amount owed is 2,365.

Part VII-A Statements Regarding Activities

Table with 10 rows for statements regarding activities. Includes questions about political campaigns, political expenditures, and state reporting. Columns for Yes/No.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions). 11 No
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) 12 No
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address 13 Yes
14 The books are in care of PAUL A BROOKE Telephone no (917) 860-1133
Located at 21 EAST 90TH STREET 14AB NEW YORK NY ZIP+4 10128
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 -Check here 15
16 At any time during calendar year 2016, 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? Yes No
See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) 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.
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
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 2016? 1c No
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))
a At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? Yes No
If "Yes," list the years 20, 20, 20, 20
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement-see instructions). 2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20, 20, 20, 20
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes No
b If "Yes," did it have excess business holdings in 2016 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 2016). 3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a No
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016? 4b No

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc

	Expenses
1 	
2 	
3 	
4 	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1 	
2 	
3 All other program-related investments. See instructions	

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	8,102,076
b	Average of monthly cash balances.	1b	254,018
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	8,356,094
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	8,356,094
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	125,341
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	8,230,753
6	Minimum investment return. Enter 5% of line 5.	6	411,538

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	411,538
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	1,524
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	1,524
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	410,014
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	410,014
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	410,014

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	293,795
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	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	293,795
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions).	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	293,795

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 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				410,014
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			0	
b Total for prior years 2014, 2013, 2012		0		
3 Excess distributions carryover, if any, to 2016				
a From 2011.	51,440			
b From 2012.	59,212			
c From 2013.	28,011			
d From 2014.				
e From 2015.	665,769			
f Total of lines 3a through e.	804,432			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ <u>293,795</u>				
a Applied to 2015, but not more than line 2a			0	
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 2016 distributable amount.				293,795
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))	116,219			116,219
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	688,213			
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.				
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).				
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	688,213			
10 Analysis of line 9				
a Excess from 2012.				
b Excess from 2013.	22,444			
c Excess from 2014.				
d Excess from 2015.	665,769			
e Excess from 2016.				

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 2016, enter the date of the ruling. ▶

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

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					

3 Complete 3a, b, or c for the alternative test relied upon

a "Assets" alternative test—enter

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . .

c "Support" alternative test—enter

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).

(3) Largest amount of support from an exempt organization

(4) Gross investment income

Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)

1 Information Regarding Foundation Managers:

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

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
NA

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 email 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	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
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total			▶ 3a	285,720
b <i>Approved for future payment</i>				
Total			▶ 3b	

Form 990PF Part XV Line 1a - 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).

PAUL A BROOKE AND KATHLEEN MCCARRA

21 EAST 90TH STREET

NEW YORK NY 10128-6501

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
COLUMBIA COLLEGE 475 RIVERSIDE DRIVE NEW YORK, NY 10115	NONE	PC	CHARITABLE CONTRIBUTION - RESEARCH UNIVERSITY - COLUMBIA COLLEGE ANNUAL FUND	20,420
ST MARYS IN TUXEDO 10 FOX HILL ROAD TUXEDO PARK, NY 10987	NONE	PC	CHARITABLE CONTRIBUTION - CHURCH	4,100
APPALACHIAN MOUNTAIN CLUB 5 JOY STREET BOSTON, MA 02108	NONE	PC	CHARITABLE CONTRIBUTION - CORE AMC PROGRAMS INCLUDING TRAIL MAINTENANCE AND STEWARDSHIP	50,000
GATEWAY SCHOOL 211 WEST 61ST ST 6TH FL NEW YORK, NY 10023	NONE	PC	CHARITABLE CONTRIBUTION - SCHOOL FOR STUDENTS WITH LEARNING DISABILITIES IN NYC	10,700
DUBLIN SCHOOL 18 LEHMANN WAY DUBLIN, NH 03444	NONE	PC	CHARITABLE CONTRIBUTION - EDUCATION, ANNUAL FUND	130,000
RIVERDALE COUNTRY SCHOOL 5250 FIELDSTON ROAD BRONX, NY 10471	NONE	PC	CHARITABLE CONTRIBUTION - EDUCATION	5,000
COVENANT HOUSE 461 EIGHTH AVENUE NEW YORK, NY 10001	NONE	PC	CHARITABLE CONTRIBUTION	500
HARVARD BUSINESS SCHOOL SOLDIERS FIELD BOSTON, MA 02163	NONE	PC	CHARITABLE CONTRIBUTION	10,000
HABITAT FOR HUMANITY 111 JOHN STREET NEW YORK, NY 10038	NONE	PC	CHARITABLE CONTRIBUTION	2,500
CENTRAL PARK CONSERVANCY 14 EAST 60TH STREET NEW YORK, NY 10022	NONE	PC	CHARITABLE CONTRIBUTION	10,000
FRIENDS OF TUXEDO PARK LIBRARY 227 NY-17 NEW YORK, NY 10987	NONE	PC	CHARITABLE CONTRIBUTION	500
TUXDO HISTORICAL SOCIETY 7 HOSPITAL RD TUXEDO PARK, NY 10987	NONE	PC	CHARITABLE ORGANIZATION	500
TUXDO PARK GARDEN CLUB PO BOX 784 TUXEDO PARK, NY 109870784	NONE	PC	CHARITABLE DONATIONS	500
PURE EARTH 475 RIVERSIDE DRIVE SUITE 860 NEW YORK, NY 10115	NONE	PC	CHARITABLE ORGANIZATION	32,500
THE ACTORS FUND 729 SEVENTH AVENUE 10TH FLOOR NEW YORK, NY 10019	NONE	PC	CHARITABLE DONATIONS	1,500
Total				285,720
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
BUXTON SCHOOL 291 SOUTH ST WILLIAMSTOWN, MA 01267	NONE	PC	CHARITABLE CONTRIBUTION	7,000
Total				285,720
3a				

TY 2016 Accounting Fees Schedule**Name:** THE BROOKE-MCCARRAGHER FOUNDATION**EIN:** 62-6369585

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	8,075			8,075

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

TY 2016 Depreciation Schedule

Name: THE BROOKE-MCCARRAGHER FOUNDATION

EIN: 62-6369585

TY 2016 Investments Corporate Bonds Schedule**Name:** THE BROOKE-MCCARRAGHER FOUNDATION**EIN:** 62-6369585

Name of Bond	End of Year Book Value	End of Year Fair Market Value
\$100,000 AK STL CORP GTD FIXED	93,451	102,000
\$25,000 COMMERCIAL METALS	0	0
\$50,000 ATLAS RESOURCES	0	0
M&T CAP TR IV 8.5%		
MORGAN STANLEY DEP SHS	77,928	76,620
NORTHSTAR REALTY FINAL	0	0
REALTY INCOME CORP	65,166	62,875

TY 2016 Investments Corporate Stock Schedule**Name:** THE BROOKE-MCCARRAGHER FOUNDATION**EIN:** 62-6369585

Name of Stock	End of Year Book Value	End of Year Fair Market Value
15,000 SHS BGC PARTNERS	96,588	153,450
30,000 SHS INCYTE CORP	258,900	3,008,100
300 SHS ALLERGAN PLC 5.5%	294,462	228,738
7,500 SHS BANK OF AMERICA	127,893	165,750
1500 SHS - AETNA INC	122,744	186,015
3,300 SHS - DOLLAR GEN CORP NE	232,870	244,431
5,000 SHS - CITIGROUP INC	263,035	297,150
30000 SHS - LEXINGTON RYLTY TR	275,200	324,000
4000 SHS - DELTA AIRLINES	166,149	196,760
2000 SHS - APPLE INC	226,254	231,640
4000 SHS - GILEAD SCIENCES INC	0	0
2400 SHS - NIKE INC CL B	0	0
6000 SHS - ARAMARK COM	197,305	214,320
6000 SHS - MEDLEY CAP CORP	0	0
7500 SHS - NY BANCORP	0	0
2000 SHS - BOEING CO COM	0	0
3500 SHS - CBS CORP CL B	152,948	222,670
1200 SHS - WALGREENS	0	0
2000 SHS - WHITEWAVE FOODS	51,766	111,200
2000 SHS - NORTHSTAR REALTY C	0	0
7500 SHS - NEW MEDIA INVST	106,076	119,925
1000 SHS - AMERICAN CAP AGY CO	25,000	25,100
17,500 - COLONY FINL INC COM	371,731	354,375
2500 -COLONY FINL CUM PREFSERA	64,984	63,150
2000 -CONONY FINL CUM PREF 7.5	50,745	49,360
1000 - GRAMERCY PPTY TRU	25,630	26,480
20,000 - NEW SR INV GROUP INC	214,415	195,800
650 - ALPHABET INC CAP STK CL	349,899	501,683
2,500 - ANADARKO PETE CORP COM	156,658	174,325
4,000 - COMCAST CORP CL A	267,064	276,200

Name of Stock	End of Year Book Value	End of Year Fair Market Value
7,500 - CISCO SYSTEMS INC	224,332	226,650
3,000 - CVS HEALTH CORP COM	274,763	236,730
3,000-GMAC CAP TR I GTD TR PDF	73,308	76,200
1,250 - MCKESSON CORP COM	181,311	175,563
2,500 - MOLSON COORS BREWING	261,339	243,275
10,000 - VODAFONE GROUP PLC NE	272,606	244,300
2,000 - STAG INDL INC COM	50,220	51,320
100 - TEVA PHARMACEUTICAL INDU	93,506	64,500

TY 2016 Other Decreases Schedule**Name:** THE BROOKE-MCCARRAGHER FOUNDATION**EIN:** 62-6369585

Description	Amount
PERSHING - NON DIVIDEND EXPENSES	43,590

TY 2016 Other Expenses Schedule**Name:** THE BROOKE-MCCARRAGHER FOUNDATION**EIN:** 62-6369585**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
NY LAW JOURNAL	150			
NY FILING FEE	250			
MANAGEMENT FEES	69,415	69,415		
FOREIGN TAX PAID	811			
PERSHING - MARGIN INTEREST EXP	388	388		

TY 2016 Other Income Schedule**Name:** THE BROOKE-MCCARRAGHER FOUNDATION**EIN:** 62-6369585**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
990PF - EXCISE TAX REFUND	3,889		
PERSHING - OTHER INCOME	50,714	3,675	

**TY 2016 Substantial Contributors
Schedule****Name:** THE BROOKE-MCCARRAGHER FOUNDATION**EIN:** 62-6369585

Name	Address
KATHLEEN MCCARRAGHER	34 EAST LAKE TUXEDO PARK, NY 10987
PAUL BROOKE	34 EAST LAKE ROAD TUXEDO PARK, NY 10987

TY 2016 Taxes Schedule**Name:** THE BROOKE-MCCARRAGHER FOUNDATION**EIN:** 62-6369585

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
990PF - PY EXCISE TAX PAYMENT	6,889			

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

Schedule of Contributors
▶ Attach to Form 990, 990-EZ, or 990-PF
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at
www.irs.gov/form990

OMB No 1545-0047
2016

Name of the organization
THE BROOKE-MCCARRAGHER FOUNDATION

Employer identification number
62-6369585

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

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

Form 990-PF

- 527 political organization
- 501(c)(3) exempt private foundation
- 4947(a)(1) nonexempt charitable trust treated as a private foundation
- 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

- For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or other property) from any one contributor Complete Parts I and II See instructions for determining a contributor's total contributions

Special Rules

- For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33¹ 3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II
- For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals Complete Parts I, II, and III
- For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc , purposes, but no such contributions totaled more than \$1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc , contributions totaling \$5,000 or more during the year ▶ \$ _____

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

Name of organization
THE BROOKE-MCCARRAGHER FOUNDATION

Employer identification number
62-6369585

Part I **Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	KATHLEEN MCCARRAGHER 34 EAST LAKE TUXEDO PARK, NY10987	\$ 1,000,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
2	PAUL BROOKE 34 EAST LAKE ROAD TUXEDO PARK, NY10987	\$ 8,325	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization THE BROOKE-MCCARRAGHER FOUNDATION	Employer identification number 62-6369585
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Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ▶ \$ _____
 Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	_____	_____	_____
	_____	_____	_____

(e) Transfer of gift Transferee's name, address, and ZIP 4	Relationship of transferor to transferee
_____	_____
_____	_____

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	_____	_____	_____
	_____	_____	_____

(e) Transfer of gift Transferee's name, address, and ZIP 4	Relationship of transferor to transferee
_____	_____
_____	_____

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	_____	_____	_____
	_____	_____	_____

(e) Transfer of gift Transferee's name, address, and ZIP 4	Relationship of transferor to transferee
_____	_____
_____	_____

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	_____	_____	_____
	_____	_____	_____

(e) Transfer of gift Transferee's name, address, and ZIP 4	Relationship of transferor to transferee
_____	_____
_____	_____