

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.**
 ▶ **Go to www.irs.gov/Form990PF for instructions and the latest information.**

OMB No 1545-0052
2018
Open to Public Inspection

For calendar year 2018, or tax year beginning 01-01-2018, and ending 12-31-2018

Name of foundation THE BROOKE-MCCARRAGHER FOUNDATION		A Employer identification number 62-6369585	
% PAUL A BROOKE		B Telephone number (see instructions)	
Number and street (or P O box number if mail is not delivered to street address) 21 EAST 90TH STREET Suite 14AB	Room/suite	C If exemption application is pending, check here <input type="checkbox"/>	
City or town, state or province, country, and ZIP or foreign postal code NEW YORK, NY 101286501		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <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		E If private foundation status was terminated under section 507(b)(1)(A), check here <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		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 9,858,410		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ <i>(Part I, column (d) must be on cash basis)</i>	

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)	0			
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	9,672	9,672		
	4 Dividends and interest from securities	157,377	157,377		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	171,049			
	b Gross sales price for all assets on line 6a	2,658,092			
	7 Capital gain net income (from Part IV, line 2)		171,049		
	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)	-24,112	-25,716			
12 Total. Add lines 1 through 11	313,986	312,382			
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)	8,925	0	0	8,925
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	1,604			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	66,043	65,133		
	24 Total operating and administrative expenses. Add lines 13 through 23	76,572	65,133	0	8,925
	25 Contributions, gifts, grants paid	102,800			102,800
26 Total expenses and disbursements. Add lines 24 and 25	179,372	65,133	0	111,725	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	134,614				
b Net investment income (if negative, enter -0-)		247,249			
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	776,702	52,500	52,500
	3 Accounts receivable ▶ <u>1,216</u>			
	Less allowance for doubtful accounts ▶ _____	657	1,216	1,216
	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)	6,870,620	7,743,394	9,804,694
	c Investments—corporate bonds (attach schedule)			
	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)	7,647,979	7,797,110	9,858,410	
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	7,647,979	7,797,110	
30 Total net assets or fund balances (see instructions)	7,647,979	7,797,110		
31 Total liabilities and net assets/fund balances (see instructions) .	7,647,979	7,797,110		

Part III Analysis of Changes in Net Assets or Fund Balances		
1 Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	7,647,979
2 Enter amount from Part I, line 27a	2	134,614
3 Other increases not included in line 2 (itemize) ▶ _____	3	14,638
4 Add lines 1, 2, and 3	4	7,797,231
5 Decreases not included in line 2 (itemize) ▶ _____	5	121
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	7,797,110

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 See Additional Data Table			
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 See Additional Data Table			
b			
c			
d			
e			

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

2 Capital gain net income or (net capital loss)	2	171,049
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))
2017	108,133	13,422,223	0 008056
2016	293,795	8,230,753	0 035695
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

2 Total of line 1, column (d)	2	0 255915
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5 0, or by the number of years the foundation has been in existence if less than 5 years	3	0 051183
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	11,637,101
5 Multiply line 4 by line 3	5	595,622
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,472
7 Add lines 5 and 6	7	598,094
8 Enter qualifying distributions from Part XII, line 4	8	111,725

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 fields for exempt foundations, domestic foundations, tax under section 511, subtitle A tax, total credits, and tax due/overpayment. Total tax due is 5,159.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, political expenditures, unrelated business income, and substantial contributors. Includes Yes/No columns.

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.
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
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address
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 and enter the amount of tax-exempt interest received or accrued during the year 15
16 At any time during calendar year 2018, 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? See the instructions for exceptions and filing requirements for FinCEN Form 114 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?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(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).
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions. Organizations relying on a current notice regarding disaster assistance check here.
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 2018?
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 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? 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).
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?
b If "Yes," did it have excess business holdings in 2018 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 2018).
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
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 2018?

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 	
All other program-related investments. See instructions	
3 	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	11,631,127
b	Average of monthly cash balances.	1b	183,189
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	11,814,316
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	11,814,316
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	177,215
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	11,637,101
6	Minimum investment return. Enter 5% of line 5.	6	581,855

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	581,855
2a	Tax on investment income for 2018 from Part VI, line 5.	2a	4,945
b	Income tax for 2018 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	4,945
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	576,910
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	576,910
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	576,910

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	111,725
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	111,725
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	111,725

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 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				576,910
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only.			0	
b Total for prior years 2016, 2015, 2014		0		
3 Excess distributions carryover, if any, to 2018				
a From 2013.				
b From 2014.				
c From 2015.				125,996
d From 2016.				
e From 2017.				
f Total of lines 3a through e.	125,996			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ <u>111,725</u>				
a Applied to 2017, 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 2018 distributable amount.				111,725
e Remaining amount distributed out of corpus			0	
5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a))	125,996			125,996
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b		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 2017 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019				339,189
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 2013 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2014.				
b Excess from 2015.				
c Excess from 2016.				
d Excess from 2017.				
e Excess from 2018.				

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 2018, 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) 2018	(b) 2017	(c) 2016	(d) 2015	
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))
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. to individuals or organizations under other conditions, complete items 2a, b, c, and d. See instructions.

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
b <i>Approved for future payment</i>				
Total				▶ 3b

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e.g., real estate, (a) 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 DISPOSITION OF 2,500 UNITS OF MPLX LP	P		
1 DISPOSITION OF 10,000 UNITS OF MPLX LP	P		
PERSHING ST COVERED SEE ATTACHED	P		
PERSHING LT COVERED SEE ATTACHED	P		
PERSHING ST NONCOVERED SEE ATTACHED	P	2017-02-06	2018-01-26
PERSHING LT NONCOVERED SEE ATTACHED	P		
ST ORDINARY GAINS ON DISPOSITION OF MPLX LP	P		
LT ORDINARY GAINS ON DISPOSITION OF MPLX LP	P		
CAPITAL GAIN DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
		47	-47
26,797			26,797
1,229,082		1,215,580	13,502
871,257		815,370	55,887
97,023		95,215	1,808
335,028		360,831	-25,803
14,389			14,389
79,024			79,024
			5,333

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-47
			26,797
			13,502
			55,887
			1,808
			-25,803
			14,389
			79,024

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	10,000
ST MARYS IN TUXEDO 10 FOX HILL ROAD TUXEDO PARK, NY 10987	NONE	PC	CHARITABLE CONTRIBUTION - CHURCH	8,000
APPALACHIAN MOUNTAIN CLUB 5 JOY STREET BOSTON, MA 02108	NONE	PC	CHARITABLE CONTRIBUTION - CORE AMC PROGRAMS INCLUDING TRAIL MAINTENANCE AND STEWARDSHIP	18,000
Total ▶ 3a				102,800

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>				
DUBLIN SCHOOL 18 LEHMANN WAY DUBLIN, NH 03444	NONE	PC	CHARITABLE CONTRIBUTION - EDUCATION, ANNUAL FUND	5,000
RIVERDALE COUNTRY SCHOOL 5250 FIELDSTON ROAD BRONX, NY 10471	NONE	PC	CHARITABLE CONTRIBUTION - EDUCATION	2,500
HARVARD BUSINESS SCHOOL SOLDIERS FIELD BOSTON, MA 02163	NONE	PC	CHARITABLE CONTRIBUTION	10,000
Total ▶ 3a				102,800

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>				
HABITAT FOR HUMANITY - NEWBURGH 125 WASHINGTON ST NEWBURGH, NY 12550	NONE	PC	CHARITABLE CONTRIBUTION	2,000
FRIENDS OF TUXEDO PARK LIBRARY 227 NY-17 NEW YORK, NY 10987	NONE	PC	CHARITABLE CONTRIBUTION	500
PURE EARTH 475 RIVERSIDE DRIVE SUITE 860 NEW YORK, NY 10115	NONE	PC	CHARITABLE ORGANIZATION	25,000
Total ▶ 3a				102,800

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i>				
BUXTON SCHOOL 291 SOUTH ST WILLIAMSTOWN, MA 01267	NONE	PC	CHARITABLE CONTRIBUTION	5,000
GRAND TETON NATIONAL PARK GRAND TETON NATIONAL PARK PO BOX 170 MOOSE, WY 830120170	NONE	GOV	CHARITABLE CONTRIBUTION	5,000
CENTRAL PARK CONSERVANCY 14 E 60TH ST NEW YORK, NY 10022	NONE	PC	CHARITABLE CONTRIBUTION	10,000
Total ▶ 3a				102,800

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>				
TUXEDO FIRE DEPARTMENT 2 CONTRACTORS RD TUXEDO PARK, NY 10987	NONE	PC	CHARITABLE CONTRIBUTION	500
TUXDO PARK GARDEN CLUB PO BOX 784 TUXEDO PARK, NY 109870784	NONE	PC	CHARITABLE DONATIONS	1,000
RIVERSIDE CHORAL SOCIETY 2753 BROADWAY 244 NEW YORK, NY 10025	NONE	PC	CHARITABLE DONATIONS	300
Total				102,800

▶ **3a**

TY 2018 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	8,925			8,925

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

TY 2018 Depreciation Schedule

Name: THE BROOKE-MCCARRAGHER FOUNDATION

EIN: 62-6369585

TY 2018 Investments Corporate Stock Schedule**Name:** THE BROOKE-MCCARRAGHER FOUNDATION**EIN:** 62-6369585**Investments Corporation Stock Schedule**

Name of Stock	End of Year Book Value	End of Year Fair Market Value
BGC PARTNERS	75,840	64,625
INCYTE CORP	258,900	1,907,700
BANK OF AMERICA	127,893	184,800
CITIGROUP INC	263,035	260,300
LEXINGTON RYLTY TR	220,237	205,250
DELTA AIRLINES	116,646	149,700
APPLE INC	226,254	315,480
CBS CORP CL B	0	0
NEW MEDIA INVST	106,076	86,775
AGNC INT CIRO DEP	77,896	75,900
CONONY FINL CUM PEF 7.5	0	0
GRAMERCY PPTY TRU	0	0
ALPHABET INC CAP STK CL	349,899	673,147
COMCAST CORP CL A	0	0
CISCO SYSTEMS INC	164,053	216,650
GMAC CAP TR I GTD TR PDF	99,700	101,400
STAG INDL INC COM	50,220	51,400
TEVA PHARMACEUTICAL INDU	0	0
MORGAN STANLEY DEP SHS	104,845	100,920
COCA COLA COMPANY	0	0
MPLX LP COM UNIT REPSTG LTD	0	0
MARATHON PETE CORP COM	0	0
PAYPAL HLDGS INC COM	192,886	336,360
CITIGROUP INC DEP SHS REP STF1	29,388	26,220
TELEPHONE & DATA SYS INC PFD	25,676	23,290
STARWOOD PPTY TR INC COM	164,334	147,825
VANGUARD INDEX 500 FUND ADMIRA	3,450,828	3,280,662
ISHARES TR MSCI EUROPE FINL	0	0
ALLY FINL INC COM	211,615	226,600
ATLAS AIR WORLDWIDE HLDGS	316,918	210,950

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
HUMANA INC COM	389,634	401,072
SALESFORCE.COM INC COM STOCK	290,787	342,425
VICOR CORP	189,803	170,055
ASHLAND GLOBAL HLDINGS INC COM	240,031	198,688
NEW MARK GROUP INC CL A	0	46,500

TY 2018 Other Decreases Schedule**Name:** THE BROOKE-MCCARRAGHER FOUNDATION**EIN:** 62-6369585

Description	Amount
MPLX LP - NONDEDUCTIBLE EXPENSE	121

TY 2018 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	160			
NY FILING FEE	750			
MANAGEMENT FEES	65,069	65,069		
PERSHING - MARGIN INTEREST EXP	55	55		
K-1 OTHER DEDUCTIONS	9	9		

TY 2018 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	1,604		
MPLX LP - OTHER INCOME	-25,716	-25,716	

TY 2018 Other Increases Schedule**Name:** THE BROOKE-MCCARRAGHER FOUNDATION**EIN:** 62-6369585

Description	Amount
PERSHING - NON DIVIDEND DISTRIBUTION	14,638

**TY 2018 Substantial Contributors
Schedule****Name:** THE BROOKE-MCCARRAGHER FOUNDATION**EIN:** 62-6369585**Name****Address**

KATHLEEN MCCARRAGHER

34 EAST LAKE
TUXEDO PARK, NY 10987

TY 2018 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	1,604			
FOREIGN TAXES				