

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 separate instructions is at www.irs.gov/form990pf.

2015

Open to Public Inspection

Form **990-PF**

Department of the Treasury
Internal Revenue Service

For calendar year 2015 or tax year beginning , and ending

Name of foundation MCCARTHY FAMILY FOUNDATION, INC.		A Employer identification number 95-4182410
Number and street (or P.O. box number if mail is not delivered to street address) POST OFFICE BOX 27389	Room/suite	B Telephone number (858) 485-0129
City or town, state or province, country, and ZIP or foreign postal code SAN DIEGO, CA 92198-1389		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) \$ 11,015,921.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)</small>		(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	58,579.		N/A	
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	114.	114.		STATEMENT 1
	4 Dividends and interest from securities	138,130.	138,130.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	668,370.			
	b Gross sales price for all assets on line 6a	923,622.			
	7 Capital gain net income (from Part IV, line 2)		657,227.		
	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	30,315.	32,620.		STATEMENT 3	
12 Total. Add lines 1 through 11	895,508.	828,091.			
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 19,073.	0.		19,073.
	c Other professional fees	STMT 5 30,750.	20,050.		10,700.
	17 Interest				
	18 Taxes	STMT 6 153.	143.		10.
	19 Depreciation and depletion				
	20 Occupancy	11,232.	0.		11,232.
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	STMT 7 112,370.	105,421.		6,949.
	24 Total operating and administrative expenses. Add lines 13 through 23	173,578.	125,614.		47,964.
	25 Contributions, gifts, grants paid	597,500.			597,500.
26 Total expenses and disbursements. Add lines 24 and 25	771,078.	125,614.		645,464.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	124,430.				
b Net investment income (if negative, enter -0-)		702,477.			
c Adjusted net income (if negative, enter -0-)			N/A		

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only.		
		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	444,521.	252,131.	251,934.
	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 STMT 9	165,177.	166,299.	165,063.
	b Investments - corporate stock STMT 10	1,798,393.	1,883,840.	2,897,675.
	c Investments - corporate bonds STMT 11	269,185.	334,260.	334,564.
	11 Investments - land, buildings, and equipment: basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 12	5,643,351.	5,774,934.	7,362,911.	
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶ OFFICE EQUIPMENT)	3,774.	3,774.	3,774.	
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	8,324,401.	8,415,238.	11,015,921.	
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 ▶ <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	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	8,324,401.	8,415,238.	
30 Total net assets or fund balances	8,324,401.	8,415,238.		
31 Total liabilities and net assets/fund balances	8,324,401.	8,415,238.		

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	8,324,401.
2 Enter amount from Part I, line 27a	2	124,430.
3 Other increases not included in line 2 (itemize) ▶ TIMING DIFFERENCE	3	262.
4 Add lines 1, 2, and 3	4	8,449,093.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	33,855.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	8,415,238.

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 GAIN DIVIDENDS	P		
b TIFF PARTNERS	P		
c BTR	P		
d DISTRIBUTION IN EXCESS OF BASIS	P		
e	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			260,281.
b			273,852.
c 923,622.		806,092.	117,530.
d			16,707.
e			-11,143.

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			260,281.
b			273,852.
c			117,530.
d			16,707.
e			-11,143.

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	657,227.
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))
2014	583,143.	11,613,408.	.050213
2013	530,496.	10,779,436.	.049214
2012	451,868.	9,835,064.	.045945
2011	477,948.	9,792,004.	.048810
2010	404,716.	8,995,863.	.044989

2 Total of line 1, column (d)	2	.239171
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	.047834
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	11,479,943.
5 Multiply line 4 by line 3	5	549,132.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	7,025.
7 Add lines 5 and 6	7	556,157.
8 Enter qualifying distributions from Part XII, line 4	8	645,464.

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 <input type="checkbox"/> 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 <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	7,025.
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	7,025.
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	7,025.
6 Credits/Payments:			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a	9,520.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	9,520.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	2,495.	
11 Enter the amount of line 10 to be: Credited to 2016 estimated tax <input checked="" type="checkbox"/> 2,495. Refunded <input type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? <i>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.</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input checked="" type="checkbox"/> \$ <u>0.</u> (2) On foundation managers. <input checked="" type="checkbox"/> \$ <u>0.</u>		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ <u>0.</u>		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> <u>CA</u>		
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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	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 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i> STMT 13	X	

Part VII-A Statements Regarding Activities (continued)

Table with 3 columns: Question, Yes, No. Rows 11-16. Row 11: At any time during the year, did the foundation, directly or indirectly, own a controlled entity... Row 12: Did the foundation make a distribution to a donor advised fund... Row 13: Did the foundation comply with the public inspection requirements... Row 14: The books are in care of MCCARTHY FAMILY FOUNDATION... Row 15: Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041... Row 16: At any time during calendar year 2015, 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?

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.

Table with 3 columns: Question, Yes, No. Rows 1a-4b. Row 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.) Row 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 Row 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 2015? Row 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 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? If "Yes," list the years Row 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.) Row c: If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. Row 3a: Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Row b: If "Yes," did it have excess business holdings in 2015 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 2015.) Row 4a: Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? Row 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 2015?

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 propoganda, 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 4945(d)(4)(A)? (see instructions) Yes No

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No **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? Yes No **N/A**

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? Yes No 6b X

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No **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
RACHEL MCCARTHY HENNEFORTH P.O. BOX 27389 SAN DIEGO, CA 92198	PRESIDENT 10.00	0.	0.	0.
JANE D. MCCARTHY P.O. BOX 27389 SAN DIEGO, CA 92198	SECRETARY 2.00	0.	0.	0.
JAMES T. MCCARTHY P.O. BOX 27389 SAN DIEGO, CA 92198	DIRECTOR 5.00	0.	0.	0.
DREW SUTTER P.O. BOX 27389 SAN DIEGO, CA 92198	TREASURER/CHIEF FINANCIAL 1.00	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	
3 All other program-related investments. See instructions.	
Total. Add lines 1 through 3	0.

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	11,193,303.
b	Average of monthly cash balances	1b	461,461.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	11,654,764.
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	11,654,764.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	174,821.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	11,479,943.
6	Minimum investment return. Enter 5% of line 5	6	573,997.

Part XI		Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here <input type="checkbox"/> and do not complete this part.)	
1	Minimum investment return from Part X, line 6	1	573,997.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	7,025.
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	7,025.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	566,972.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	566,972.
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	566,972.

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	645,464.
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	645,464.
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	7,025.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	638,439.

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 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				566,972.
2 Undistributed income, if any, as of the end of 2015:				
a Enter amount for 2014 only			410,133.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2015:				
a From 2010				
b From 2011				
c From 2012				
d From 2013				
e From 2014				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2015 from Part XII, line 4: ▶ \$ 645,464.				
a Applied to 2014, but not more than line 2a			410,133.	
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 2015 distributable amount				235,331.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
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 2014. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				331,641.
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)	0.			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2011				
b Excess from 2012				
c Excess from 2013				
d Excess from 2014				
e Excess from 2015				

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 2015, 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				(e) Total
	(a) 2015	(b) 2014	(c) 2013	(d) 2012	
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).)

SEE STATEMENT 14

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:
 Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

SEE STATEMENT 15

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				
ANGELS FOSTER FAMILY NETWORK 4420 HOTEL CIRCLE COURT, SUITE 100 SAN DIEGO, CA 92108	NONE	PC	EXPANDING CARING FAMILIES PROGRAM	11,000.
BOYS & GIRLS CLUBS OF GREATER SAN DIEGO P.O. BOX 178569 SAN DIEGO, CA 92177	NONE	PC	STEPPING STONES TO S.T.E.M SUCCESS	15,000.
CARLSBAD EDUCATIONAL FOUNDATION 5631 PALMER WAY, SUITE L CARLSBAD, CA 92010	NONE	PC	MIDDLE SCHOOL SCIENCE LAB SUPERCHARGE PROJECT	10,000.
CHILD ABUSE A REASON TO SURVIVE (ARTS) 200 EAST 12TH STREET NATIONAL CITY, CA 91950	NONE	PC	HEAL THERAPEUTIC ARTS PROGRAM & SOCIAL WORK TEAM	15,000.
CHILDREN'S INITIATIVE 4438 INGRAHAM STREET SAN DIEGO, CA 92109	NONE	PC	REPORT CARD ON CHILDREN AND FAMILIES	10,000.
Total	SEE CONTINUATION SHEET(S)			597,500.
b Approved for future payment				
HIV AIDS UCLA FOUNDATION (AIDS INSTITUTE) 10940 WILSHIRE BLVD., SUITE 960 LOS ANGELES, CA 90024	NONE	PC	HIV EXTINCTION PROJECT	300,000.
SAN DIEGO GRANTMAKERS 5060 SHOREHAM PLACE, SUITE 350 SAN DIEGO, CA 92122	NONE	PC	CAPACITY BUILDING	20,000.
Total				320,000.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
CLASSICAL ACADEMIES 270 E. PENNSYLVANIA AVENUE ESCONDIDO, CA 92025	NONE	PC	STEM MATERIALS-LAB BOOKS	10,000.
COMMUNITY RESOURCE CENTER 650 SECOND STREET ENCINITAS, CA 92024	NONE	PC	COUNSELING & THERAPEUTIC CHILDREN'S CENTER	10,000.
CRISIS HOUSE 1034 NORTH MAGNOLIA AVENUE EL CAJON, CA 92020	NONE	PC	NEW JOURNEY DOMESTIC VIOLENCE/CHILDREN MATTER PROGRAM	10,000.
DIRECTORS' MATCHING GRANTS POWAY CENTER FOR THE PERFORMING ARTS 15498 ESPOLA ROAD POWAY, CA 92064	NONE	PC	GENERAL SUPPORT	10,000.
HANNAH'S HOUSE 9455 FARNHAM STREET SAN DIEGO, CA 92123	NONE	PC	TRANSITIONS FAMILY PROGRAM	15,000.
HIV AIDS UCLA FOUNDATION (AIDS INSTITUTE) 10940 WILSHIRE BLVD., SUITE 960 LOS ANGELES, CA 90024	NONE	PC	HIV EXTINCTION PROJECT	150,000.
HOMELESS UNITED WAY OF SAN DIEGO COUNTY 4699 MURPHY CANYON ROAD SAN DIEGO, CA 92123	NONE	PC	FUNDERS TOGETHER TO END HOMELESSNESS-SAN DIEGO	150,000.
KIDS' TURN SAN DIEGO 4909 MURPHY CANYON ROAD, SUITE 515 SAN DIEGO, CA 92123	NONE	PC	CONTINUING THE CONVERSATION COUNSELING PROGRAM	10,000.
LIVING COAST DISCOVERY CENTER 1000 GUNPOWDER POINT DRIVE CHULA VISTA, CA 91910	NONE	PC	SCIENCE WITHOUT BOUNDARIES	10,000.
NATIONAL CENTER FOR FAMILY PHILANTHROPY 1101 CONNECTICUT AVENUE NW, SUITE 220 WASHINGTON, DC 20036	NONE	PC	FRIENDS OF FAMILY	500.
Total from continuation sheets				536,500.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
OCEAN DISCOVERY INSTITUTE (ODI) 2211 PACIFIC BEACH DRIVE, SUITE A SAN DIEGO, CA 92109	NONE	PC	AFTER-SCHOOL AND SUMMER SCIENCE PROGRAMS	15,000.
OTHER/SPECIAL FOUNDATION CENTER 79 FIFTH AVENUE NEW YORK, NY 10003	NONE	PC	GENERAL SUPPORT	2,500.
PROMISES2KIDS 9400 RUFFIN COURT, SUITE A SAN DIEGO, CA 92123	NONE	PC	DIRECT SERVICES	15,000.
READING LEGACIES 2750 HISTORIC DECATUR ROAD SAN DIEGO, CA 92106	NONE	PC	GENERAL SUPPORT	10,000.
SAN DIEGO GRANTMAKERS 5060 SHOREHAM PLACE, SUITE 350 SAN DIEGO, CA 92122	NONE	PC	DUES/ANNUAL CONFERENCE/GENL OPERATING SUPPORT	13,500.
SAN DIEGO PUBLIC LIBRARY FOUNDATION 330 PARK BOULEVARD SAN DIEGO, CA 92101	NONE	PC	SCIENCE PROGRAMMING FOR UNDERSERVED YOUTH	15,000.
SAN DIEGUITO ACADEMY FOUNDATION P.O. BOX 235109 ENCINITAS, CA 92023	NONE	PC	TEAM PARADOX ROBOTICS	10,000.
SCIENCE EDUCATION BOYS & GIRLS CLUB OF VISTA 410 W. CALIFORNIA AVENUE VISTA, CA 92083	NONE	PC	PROJECT STP (SCIENCE, TECH, POWER)	5,000.
SOMALI FAMILY SERVICE OF SAN DIEGO 6035 UNIVERSITY AVENUE, SUITE 6 SAN DIEGO, CA 92115	NONE	PC	LEADERSHIP IN OUR AREA (LION)	15,000.
SOUTH BAY COMMUNITY SERVICES 430 F STREET CHULA VISTA, CA 91910	NONE	PC	CHILD ABUSE PREVENTION SERVICES-GENL SUPPORT	10,000.
Total from continuation sheets				

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 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

2015

Name of the organization

MCCARTHY FAMILY FOUNDATION, INC.

Employer identification number

95-4182410

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

527 political organization

Form 990-PF

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 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 33 1/3% 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 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2015)

Name of organization MCCARTHY FAMILY FOUNDATION, INC.	Employer identification number 95-4182410
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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	JAMES & JANE MCCARTHY POST OFFICE BOX 27389 SAN DIEGO, CA 92198-1389	\$ 58,579.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" 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.)
_____	_____ _____ _____	\$ _____	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 MCCARTHY FAMILY FOUNDATION, INC.	Employer identification number 95-4182410
---	---

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	1079 SHARES MICROSOFT CORPORATION _____ _____ _____	\$ 58,579.	12/21/15
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____

Name of organization MCCARTHY FAMILY FOUNDATION, INC.	Employer identification number 95-4182410
---	---

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 info. once.) ▶ \$ _____
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	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	

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 - CHECKING	114.	114.	
TOTAL TO PART I, LINE 3	114.	114.	

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
DIVIDEND INCOME - INV	138,130.	0.	138,130.	138,130.	
TO PART I, LINE 4	138,130.	0.	138,130.	138,130.	

FORM 990-PF

OTHER INCOME

STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INVESTMENT INCOME FROM K-1S	30,315.	32,620.	
OTHER INVESTMENT INCOME	0.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	30,315.	32,620.	

FORM 990-PF

ACCOUNTING FEES

STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	19,073.	0.		19,073.
TO FORM 990-PF, PG 1, LN 16B	19,073.	0.		19,073.

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
MANAGEMENT & ADMINISTRATIVE FEES	30,750.	20,050.		10,700.
TO FORM 990-PF, PG 1, LN 16C	30,750.	20,050.		10,700.

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	143.	143.		0.
TAX FILING FEES	10.	0.		10.
TO FORM 990-PF, PG 1, LN 18	153.	143.		10.

FORM 990-PF

OTHER EXPENSES

STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
POSTAGE EXPENSE	242.	0.		242.
OTHER DEDUCTIONS - K-1	105,421.	105,421.		0.
BANK CHARGES	824.	0.		824.
INSURANCE	2,965.	0.		2,965.
MISCELLANEOUS	1,287.	0.		1,287.
DUES AND SUBSCRIPTIONS	150.	0.		150.
TELEPHONE	1,481.	0.		1,481.
TO FORM 990-PF, PG 1, LN 23	112,370.	105,421.		6,949.

FORM 990-PF OTHER DECREASES IN NET ASSETS OR FUND BALANCES STATEMENT 8

<u>DESCRIPTION</u>	<u>AMOUNT</u>
DIFFERENCE BETWEEN FAIR MARKET VALUE AND BASIS FOR CONTRIBUTED STOCK	31,543.
BOOK/TAX DIFFERENCE ON BLACKSTONE K-1	2,312.
 	<hr/>
TOTAL TO FORM 990-PF, PART III, LINE 5	33,855.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 9

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
BTR PORTFOLIO - US GOVERNMENT OBLIGATIONS	X		166,299.	165,063.
TOTAL U.S. GOVERNMENT OBLIGATIONS			166,299.	165,063.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			166,299.	165,063.

FORM 990-PF

CORPORATE STOCK

STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BTR PORTFOLIO MUTUAL FUNDS - CORPORATE STOCK	93,504.	141,885.
BTR PORTFOLIO EQUITIES - CORPORATE STOCK	1,724,289.	2,677,354.
BTR PORTFOLIO REIT - CORPORATE STOCK	39,011.	51,400.
1079 SHARES OF MICROSOFT CORP STOCK	27,036.	27,036.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,883,840.	2,897,675.

FORM 990-PF

CORPORATE BONDS

STATEMENT 11

<u>DESCRIPTION</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
BTR PORTFOLIO - CORPORATE BONDS	334,260.	334,564.
TOTAL TO FORM 990-PF, PART II, LINE 10C	334,260.	334,564.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 12

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
TIFF MULTI-ASSET FUND	COST	1,609,765.	1,746,597.
LONGLEAF PARTNERS FUND	COST	1,138,090.	1,100,268.
LONGLEAF SMALL-CAP FUND	COST	370,243.	541,368.
TIFF PARTNERS III	COST	24,350.	16,093.
TIFF REP I	COST	56,187.	22,757.
TIFF V-US	COST	85,892.	104,893.
TIFF V-INT	COST	103,184.	53,066.
TIFF IV	COST	39,213.	25,606.
TIFF REP II	COST	271,924.	186,384.
TIFF RR II	COST	148,110.	124,823.
TPEP 2005	COST	211,895.	271,984.
TIFF 2007	COST	528,461.	614,576.
TIFF 2008	COST	201,078.	233,221.
TPEP 2010	COST	166,903.	281,167.
TIFF ROF	COST	178,418.	204,444.
TIFF 2012	COST	160,852.	203,732.
TIFF SOF	COST	123,611.	128,031.
TIFF PRIVATE EQUITY PARTNERS 2013	COST	113,375.	123,673.
TIFF II	COST	0.	1,701.
TIFF PRIVATE EQUITY PARTNERS 2014	COST	90,257.	92,932.
TIFF R&R IV	COST	86,112.	85,984.
TPEP 2015	COST	35,171.	37,783.
BLACKSTONE GROUP	COST	31,843.	58,480.
TIFF R&R I (K-1)	COST	0.	23,075.
TIFF ARP (ABSOLUTE RETURN POOL)	COST	0.	1,080,273.
TOTAL TO FORM 990-PF, PART II, LINE 13		5,774,934.	7,362,911.

NAME OF CONTRIBUTOR

ADDRESS

JAMES AND JANE MCCARTHY

PO BOX 27389
SAN DIEGO, CA 92198-1389

NAME OF MANAGER

RACHEL MCCARTHY HENNEFORTH

JANE D. MCCARTHY

JAMES T. MCCARTHY

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

RACHEL K. MCCARTHY HENNEFORTH, PRESIDENT
POST OFFICE BOX 27389
SAN DIEGO, CA 92198-1389

TELEPHONE NUMBER

NAME OF GRANT PROGRAM

(858)485-0129

MCCARTHY FAMILY FOUNDATION

EMAIL ADDRESS

NONE

FORM AND CONTENT OF APPLICATIONS

A LETTER IDENTIFYING THE ORGANIZATION DEMONSTRATING SECTION 501(C)(3) STATUS AS A PUBLIC CHARITY, THE NATURE OF THE REQUEST AND APPROPRIATE INFORMATION. APPLICATION GUIDELINES ARE AVAILABLE BY WRITING TO THE FOUNDATION OR AT ITS WEBSITE: WWW.MCCARTHYFAMILYFDN.ORG

ANY SUBMISSION DEADLINES

MARCH 15 AND SEPTEMBER 15

RESTRICTIONS AND LIMITATIONS ON AWARDS

FOUNDATION PUBLISHES ANNUAL APPLICATION GUIDELINES. FUNDING IN CALIFORNIA, PRIMARILY IN SAN DIEGO COUNTY.

SUMMARY OF TRANSACTIONS
(WITH BOND DISCOUNT/PREMIUM ADJUSTMENTS)
FOR THE YEAR ENDING 12/31/2015

70N0927 1

MCCARTHY FAMILY FOUNDATION
P. O. Box 27389
San Diego, CA 92198

SCHEDULE OF CAPITAL TRANSACTIONS:

DESCRIPTION	QUANTITY	DATE PURCHASED	DATE SOLD	COST	ADJUSTED COST	PROCEEDS	UNADJUSTED GAIN/LOSS	ADJUSTED GAIN/LOSS	
THE BLACKSTONE GROUP LP	300	02-07-2011	02-05-2015	5,151.90	5,151.90	10,916.18	5,764.28	5,764.28	L
CVS HEALTH CORPORATION	150	03-11-2011	02-04-2015	5,070.96	5,070.96	15,077.93	10,006.97	10,006.97	L
CVS HEALTH CORPORATION	220	03-11-2011	04-20-2015	7,437.40	7,437.40	22,226.50	14,789.10	14,789.10	L
CHEMOURS CO	140	01-10-2013	07-02-2015	1,632.26	1,632.26	2,282.30	650.04	650.04	L
CHEMOURS CO	60	06-03-2015	07-02-2015	1,090.12	1,090.12	978.13	(111.99)	(111.99)	S
COLUMBIA PPTY TR INC	2,200	07-18-2014	09-09-2015	55,444.69	55,444.69	48,101.96	(7,342.73)	(7,342.73)	L
COMMUNITY HEALTH SYSTEMS INC.	1,100	09-09-2015	10-22-2015	58,117.11	58,117.11	28,706.68	(29,410.43)	(29,410.43)	S
DU PONT (E.I.) DE NEMOURS	700	01-10-2013	10-06-2015	30,467.26	30,467.26	38,837.77	8,370.51	8,370.51	L
DU PONT (E.I.) DE NEMOURS	300	06-03-2015	10-06-2015	20,347.80	20,347.80	16,644.76	(3,703.04)	(3,703.04)	S
FNMA MULTI STEP 1.5% 9/27/2027 3% '15,4% '18,5% '24,6.5% '26	65,000	04-29-2014	09-27-2015	63,415.35	65,000.00	65,000.00	1,584.65		L
ISHARES TR NASDAQ BIO FD	150	05-15-2007	02-04-2015	12,015.21	12,015.21	47,061.81	35,046.60	35,046.60	L
NASDAQ BIOTECH INDEX FD	200	05-15-2007	03-16-2015	16,020.28	16,020.28	70,549.77	54,529.49	54,529.49	L
ISHARES TR NASDAQ BIO FD									
NASDAQ BIOTECH INDEX FD									
KAYNE ANDERSON MLP INVESTMENT	1,700	03-07-2013	12-11-2015	52,501.21	52,501.21	23,115.55	(29,385.66)	(29,385.66)	L
KEYSIGHT TECHNOLOGIES INC	1,500	01-12-2015	08-20-2015	51,343.45	51,343.45	49,418.13	(1,925.32)	(1,925.32)	
KEYSIGHT TECHNOLOGIES INC	500	06-03-2015	08-20-2015	16,671.95	16,671.95	16,472.71	(199.24)	(199.24)	S
MATTHEWS PACIFIC TIGER FUND		12-10-2015	12-10-2015			6,047.29	6,047.29	6,047.29	L
MYLAN INC	1,300	04-23-2014	03-02-2015	65,099.95	65,099.95	75,013.12	9,913.17	9,913.17	S
PJT PARTNERS INC	50	02-07-2011	10-08-2015	597.62	597.62	1,028.54	430.92	430.92	L
POWERSHARES SENIOR LOAN PORT	2,600	03-11-2013	09-01-2015	65,199.00	65,199.00	60,622.82	(4,576.18)	(4,576.18)	L
SPDR SERIES TRUST S&P BIOTECH	152	10-11-2010	07-14-2015	9,251.98	9,251.98	40,183.37	30,931.39	30,931.39	L
TOUCHSTONE FDS GROUP TR	8,474.576	05-07-2014	12-23-2015	80,000.00	80,000.00	78,813.56	(1,186.44)	(1,186.44)	L
UL SHRTDUR FIX									
UNITED PARCEL SERVICE -CL	450	02-04-2010	07-15-2015	25,974.98	25,974.98	43,792.39	17,817.41	17,817.41	L
UNITED TECHNOLOGIES CORP	550	07-15-2015	09-09-2015	61,264.65	61,264.65	51,040.89	(10,223.76)	(10,223.76)	S
WRIGLEY WM JR CO	60,000	03-11-2011	07-15-2015	62,773.80	60,000.00	60,000.00	(2,773.80)		L
4.650% 07-15-2015									
MYLAN N V	700	03-02-2015	04-21-2015	40,391.68	40,391.68	51,689.44	11,297.76	11,297.76	S
		O A L S		807,280.61	806,091.46	923,621.60	116,340.99	117,530.14	

SUMMARY OF TRANSACTIONS
 (WITH BOND DISCOUNT/PREMIUM ADJUSTMENTS)
 FOR THE YEAR ENDING 12/31/2015

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MCCARTHY FAMILY FOUNDATION
 P. O. Box 27389
 San Diego, CA 92198

SCHEDULE OF CAPITAL TRANSACTIONS (CONTINUED):

DESCRIPTION	QUANTITY	DATE PURCHASED	DATE SOLD	COST	ADJUSTED COST	PROCEEDS	UNADJUSTED GAIN/LOSS	ADJUSTED GAIN/LOSS
-------------	----------	----------------	-----------	------	---------------	----------	----------------------	--------------------

Short Term: Marginal Tax Rate	(24,362.85)
Short Term Adjusted: Marginal Tax Rate	(24,362.85)
Long Term:	140,703.84
Long Term Adjusted:	141,892.99

Gain on the Sale of Assets
(\$24,362.85)
+141,892.99
\$117,530.14 Total

MCCAR2 ACCT NO
A ACCT EXEC
QMN3 ACCT TYPE
MK PORT MGR
12 YEAR END
COST BASIS

MCCARTHY FAMILY FOUNDATION
P. O. Box 27389
San Diego, CA 92198

PHONE (HOME)
619-237-6519 PHCNE (BUSINESS)
11-30-88 OPENING DATE
1,000,000.00 STARTING VALUE
2,824,026.33 CAPITAL ADDED
4,385,707.71 CAPITAL WITHDRAWN

20,050.00 MANAGEMENT FEE
(24,362.85)SHORT TERM GAIN(LOSS)
141,892.99 LONG TERM GAIN(LOSS)
15,313.42 INTEREST INCOME
42,638.87 DIVIDEND INCOME

QUANTITY	DESCRIPTION	% OF ASSETS OR EQTYS	DATE	UNIT COST	COST	MARKET PRICE	MARKET VALUE	UNREALIZED GAIN(LOSS)	DIV RATE OR YLD TO MAT.	EST. ANNUAL INCOME	CUR. YLD	REF NO.	MDY'S RAT.	ACCRUED INCOME	DURATION
CASH & CASH EQUIVALENTS															
	SCHWAB GOVERNMENT MONEY FUND	2.1	UNKNOWN		48,656.04		48,656.04								
TOTAL CASH & CASH EQUIVALENTS					48,656.04	1	48,656.04	1							
FIXED INCOME															
GOVERNMENT BONDS															
65,000	FHLMC MULTI STEP 1.5% 11-19-25 2% '17, 3% '18, 4% '20, 5% '23 3134G73W9	2.7	10-20-15	100.02	65,015.00	98.985	64,340.06	(674)S	1.61	975	1.51	KOP20		113.75	9.13
TOTAL GOVERNMENT BONDS					65,015.00	2	64,340.06	2	(674)	975	1.51			113.75	
TAXABLE MUNICIPAL BONDS															
50,000	ILLINOIS ST GO BAB 5.163% 02-01-2018 TAXABLE 452152BG5	2.2	01-27-12	102.57	51,283.56	101.488	50,744.00	(539)L	4.39	2,581	5.08	FFR28	Baa2	1075.62	1.92
50,000	UNIVERSITY OF CAL TAXABLE 2.054% 05-15-2018 91412GSZ9	2.1	09-26-13	100.00	50,000.00	99.958	49,979.00	(21)L	2.06	1,027	2.05	HAZ27	Aa2	131.23	2.30
TOTAL TAXABLE MUNICIPAL BONDS					101,283.56	3	100,723.00	3	(560)	3,608	3.58			1,206.85	
CORPORATE BONDS															
65,000	FORD MOTOR CREDIT 3.000% 06-12-2017 345397WD1	2.8	08-22-13	100.16	65,104.49	100.526	65,342.03	237 L	2.62	1,950	2.98	H4220	Baa2	102.92	1.41
65,000	ADT CORP 2.250% 07-15-2017 00101JAE6	2.8	11-20-13	98.42	63,973.91	99 1/2	64,675.00	701 L	2.57	1,462	2.26	HF617	Ba2	674.37	1.48
65,000	EDWARDS LIFESCIENCES CORP 2.875% 10-15-2018 28176EAC2	2.8	06-04-14	101.59	66,030.30	101.089	65,707.59	(322)L	2.46	1,868	2.84	I651Q	Baa3	394.51	2.65
75,000	KENNAMETAL INC. 2.650% 11-01-2019 489170AD2	3.2	12-15-14	99.18	74,384.13	99.070	74,302.50	(81)L	2.90	1,987	2.67	IVC1A	Baa3	331.25	3.60

12-31-15 REPORT DATE
09-22-16 RUN DATE

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QUANTITY	DESCRIPTION	MCCAR2	MCCAR 2	% OF ASSETS OR EQTYS DATE	UNIT COST	COST	MARKET PRICE	MARKET VALUE	UNREALIZED GAIN(LOSS)	DIV RATE OR YLD TO MAT.	EST. ANNUAL INCOME	CUR. YLD	REF NO.	MDY'S RAT.	ACCRUED INCOME	DURATION
65,000	AUTODESK INC. 3.125% 06-15-2020 052769AC0		2.7	12-23-15	99.64	64,767.30	99.288	64,537.01	(230)S	3.29	2,031	3.14	KD013		90.28	4.12
TOTAL CORPORATE BONDS			14.3 %			334,260.13	4	334,564.13	4	304	9,300	2.77			1,593.33	
MISCELLANEOUS SECURITIES																
3,050	SPDR BARCLAYS ST CORP BD ETF SCPB		3.9	01-22-15	30.66	93,503.65	30.400	92,720.00	(783)S	.57	1,761	1.90	J2711		117.88	
TOTAL MISCELLANEOUS SECURITIES			3.9 %			93,503.65	5	92,720.00	5	(783)	1,761	1.90			117.88	
TOTAL FIXED INCOME			25.2 %			594,062.34		592,347.19	(1,715)		15,645	2.64			3,031.81	
EQUITIES																
COMMON STOCK																
CAPITAL GOODS																
1,200	JACOBS ENGINEERING GROUP INC JEC		2.1	05-07-14	56.70	68,041.15	41.950	50,340.00	(17,701)L				I2N1Q			
335	PENTAIR PLC		.7	04-14-10	29.57	9,904.81	49.530	16,592.55	6,687 L	1.32	442	2.66	a1bNy			
465	PENTAIR PLC		1.0	01-05-12	34.96	16,254.99	49.530	23,031.45	6,776 L	1.32	613	2.66	a1bNw			
500	PENTAIR PLC		1.1	02-04-15	63.85	31,922.95	49.530	24,765.00	(7,157)S	1.32	660	2.66	J4S11			
1,300	**** PNR		2.8		44.67	58,082.75		64,389.00	6,306		1,716					
TOTAL CAPITAL GOODS			4.9 %			126,123.90	6	114,729.00	6	(11,394)	1,716	1.49				
CONSUMER CYCLICAL																
1,600	CINEMARK HOLDINGS INC CNK		2.3	11-04-15	35.42	56,678.07	33.430	53,488.00	(3,190)S	1.00	1,600	2.99	K5E11			
TOTAL CONSUMER CYCLICAL			2.3 %			56,678.07	6	53,488.00	6	(3,190)	1,600	2.99				
CONSUMER NON-DURABLES																
230	CVS HEALTH CORPORATION		1.0	03-11-11	33.81	7,775.47	97.770	22,487.10	14,711 L	1.70	391	1.73	E6114			
220	CVS HEALTH CORPORATION		.9	03-11-11	33.80	7,436.61	97.770	21,509.40	14,072 L	1.70	374	1.73	<0b4F			
200	CVS HEALTH CORPORATION		.8	11-04-15	98.52	19,704.11	97.770	19,554.00	(150)S	1.70	340	1.73	K5H10			
650	**** CVS		2.7		53.71	34,916.19		63,550.50	28,634		1,105					
TOTAL CONSUMER NON-DURABLES			2.7 %			34,916.19	6	63,550.50	6	28,634	1,105	1.73				

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09-22-16 RUN DATE

BOTR CAPITAL MANAGEMENT, INC.
WORKING APPRAISAL

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QUANTITY	MCCAR2 DESCRIPTION	MCCAR 2 % OF ASSETS OR EQTYS	UNIT DATE	UNIT COST	COST	MARKET PRICE	MARKET VALUE	UNREALIZED GAIN(LOSS)	DIV RATE OR YLD TO MAT.	EST. ANNUAL INCOME	CUR. YLD	REF NO.	MDY'S RAT.	ACCRUED INCOME	DURA- TION
ENERGY															
600	CHEVRON CORP CVX	2.3	01-20-97	27.84	16,705.69	89.960	53,976.00	37,270	L 4.28	2,568	4.75	94DVV			
300	DEVON ENERGY CORP (NEW) DVN	.4	01-10-12	65.91	19,773.88	32	9,600.00	(10,173)	L .96	288	3.00	FD311			
600	EOG RESOURCES INC EOG	1.8	06-03-15	89.90	53,938.45	70.790	42,474.00	(11,464)	S .67	402	.94	A0XHD			
1,400	KINDER MORGAN INC MAND CVT PFD 9.75% 10/26/18 KMI/A	2.4	12-11-15	41.61	58,258.75	40.300	56,420.00	(1,838)	S 4.87	6,825	12.09	KAD4R			
700	SCHLUMBERGER LIMITED	2.1	04-02-02	29.37	20,556.66	69 3/4	48,825.00	28,268	L 2.00	1,400	2.86	94DVW		350.00	
375	SCHLUMBERGER LIMITED	1.1	12-08-08	41.37	15,512.80	69 3/4	26,156.25	10,643	L 2.00	750	2.86	<0Yeh		187.50	
1,075	**** SLB	3.2		33.55	36,069.46		74,981.25	38,911		2,150				537.50	
TOTAL ENERGY				10.1 %	184,746.23	6	237,451.25	6	52,705	12,233	5.15			537.50	
FINANCE															
1,700	AIR LEASE CORP CL A AL	2.4	08-13-13	26.96	45,837.55	33.480	56,916.00	11,078	L .20	340	.59	H3M1D		85.00	
2,000	THE BLACKSTONE GROUP LP BX	2.5	02-07-11	17.08	34,155.52	29.240	58,480.00	24,324	L 2.90	5,800	9.91	a1piR			
1,100	JPMORGAN CHASE & CO JPM	3.1	09-09-13	52.69	57,956.18	66.030	72,633.00	14,676	L 1.76	1,936	2.66	H7G1K A2			
1,200	METLIFE INC MET	2.5	10-03-12	34.28	41,140.04	48.210	57,852.00	16,711	L 1.50	1,800	3.11	G3M15			
2,000	UBS GROUP AG UBS	1.7	06-03-15	22.06	44,119.95	19.370	38,740.00	(5,379)	S .79	1,594	4.11	A0XHF			
TOTAL FINANCE				12.1 %	223,209.24	6	284,621.00	6	61,411	11,470	4.02			85.00	
HEALTHCARE															
272	ABBOTT LABORATORIES	.5	02-12-03	16.11	4,381.37	44.910	12,215.52	7,834	L .96	261	2.13	<0Yef			
409	ABBOTT LABORATORIES	.8	08-16-04	19.19	7,850.68	44.910	18,368.19	10,517	L .96	392	2.13	95J1Y			
681	**** ABT	1.3		17.96	12,232.05		30,583.71	18,351		653					
272	ABBVIE INC	.7	02-12-03	17.47	4,751.22	59.240	16,113.28	11,362	L 2.04	554	3.44	<0Yee			
409	ABBVIE INC	1.0	08-16-04	20.82	8,513.39	59.240	24,229.16	15,715	L 2.04	834	3.44	95J1X			
681	**** ABBV	1.7		19.47	13,264.61		40,342.44	27,077		1,389					
600	ISHARES US MEDICAL DEVICES ETF	3.1	05-09-08	56.81	34,083.69	122.480	73,488.00	39,404	L 1.56	940	1.28	V9101			
233	ISHARES US MEDICAL DEVICES ETF	1.2	12-08-08	38.84	9,049.37	122.480	28,537.84	19,488	L 1.56	365	1.28	<0Yeg			
833	**** IHI	4.3		51.78	43,133.06		102,025.84	58,892		1,306					
800	MERCK & CO. INC. MRK	1.8	05-07-09	24.77	19,813.17	52.820	42,256.00	22,442	L 1.84	1,472	3.48	004C2		368.00	

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QUANTITY	MCCAR2 DESCRIPTION	MCCAR 2 % OF ASSETS OR EQTYS DATE	UNIT COST	COST	MARKET PRICE	MARKET VALUE	UNREALIZED GAIN(LOSS)	DIV RATE OR YLD TO MAT.	EST. ANNUAL INCOME	CUR. YLD	REF MDY'S NO. RAT.	ACCRUED INCOME	DURA-TION
600	SPDR SERIES TRUST S&P BIOTECH XBI	1.8 10-11-10	20.29	12,173.66	70.200	42,120.00	29,946 L	.42	255	.60	<0YEi		
700	THERMO FISHER SCIENTIFIC INC TMO	4.2 09-08-03	23.27	16,290.26	141.850	99,295.00	83,004 L	.60	420	.42	004C6	105.00	
600	MYLAN N V MYL	1.4 03-02-15	57.70	34,621.44	54.070	32,442.00	(2,179)S				?09kq		
TOTAL HEALTHCARE			16.6 %	151,528.25	6	389,064.99	6 237,536		5,496	1.41		473.00	
REAL ESTATE													
2,500	STARWOOD PROPERTY TRUST, INC. STWD	2.2 07-11-11	15.60	39,011.16	20.560	51,400.00	12,388 L	1.92	4,800	9.33	a1njz	1200.00	
TOTAL REAL ESTATE			2.2 %	39,011.16	7	REIT 51,400.00	7 12,388		4,800	9.33		1,200.00	
TECHNOLOGY													
50	ALPHABET CLASS A GOOGL	1.7 10-16-14	535.21	26,760.64	778.010	38,900.50	12,139 L				a1pxs		
1,900	EMC CORP/MASS	2.1 02-06-07	13.70	26,024.98	25.680	48,792.00	22,767 L	.46	874	1.79	TL401	218.50	
700	EMC CORP/MASS	.8 05-20-13	24.17	16,919.48	25.680	17,976.00	1,056 L	.46	322	1.79	GUH1L	80.50	
2,600	**** EMC	2.9	16.51	42,944.46		66,768.00	23,823		1,196			299.00	
1,900	PUREFUNDS ISE CYBER SEC ETF 30304R407	2.1 01-28-15	25.88	49,164.04	25.900	49,210.00	45 S				J2M6U		
179	MICROSOFT CORP	.4 01-28-13	27.95	5,003.21	55.480	9,930.92	4,927 L	1.44	257	2.59	95049		
900	MICROSOFT CORP	2.1 02-06-13	27.32	24,592.45	55.480	49,932.00	25,339 L	1.44	1,296	2.59	9504A		
1,100	MICROSOFT CORP	2.6 03-11-13	27.80	30,585.05	55.480	61,028.00	30,442 L	1.44	1,584	2.59	GP91D		
2,179	**** MSFT	5.1	27.61	60,180.71		120,890.92	60,710		3,137				
1,900	ORACLE CORP ORCL	3.0 07-07-08	20.79	39,495.42	36.530	69,407.00	29,911 L	.60	1,140	1.64	VG700		
600	QUALCOMM INC.	1.3 03-11-10	39.24	23,543.70	49.985	29,991.00	6,447 L	1.92	1,152	3.84	Y2C00		
300	QUALCOMM INC.	.6 12-03-14	74.20	22,258.66	49.985	14,995.50	(7,263) L	1.92	576	3.84	IT210		
900	**** QCOM	1.9	50.89	45,802.36		44,986.50	(815)		1,728				
TOTAL TECHNOLOGY			16.6 %	264,347.63	6	390,162.92	6 125,815		7,201	1.84		299.00	
UTILITIES													
3,600	CALPINE CORP CPN	2.2 09-09-15	15.69	56,481.07	14.470	52,092.00	(4,389)S				JXP12		
TOTAL UTILITIES			2.2 %	56,481.07	6	52,092.00	6 (4,389)						
TOTAL COMMON STOCK			69.7 %	1,137,041.74		1,636,559.66	499,517		45,622	2.78		2,594.50	

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QUANTITY	DESCRIPTION	MCCAR2	MCCAR 2	% OF ASSETS OR EQTYS DATE	UNIT COST	COST	MARKET PRICE	MARKET VALUE	UNREALIZED GAIN(LOSS)	DIV RATE OR YLD TO MAT.	EST. ANNUAL INCOME	CUR. YLD	REF NO.	MDY'S RAT.	ACCRUED INCOME	DURATION
MISCELLANEOUS SECURITIES																
2,731 .092	MATTHEWS PACIFIC TIGER FUND MAPTX			2.7	04-19-11	23.80	65,000.00	23.540	64,289.91	(710)L	.13	357	.55	ADNAK		
TOTAL MISCELLANEOUS SECURITIES						2.7 %	65,000.00	64,289.91	(710)		357	.55				
TOTAL EQUITIES						72.5 %	1,202,041.74	1,700,849.57	498,807		45,980	2.70	2,594.50			
ACCRUED INCOME																
ACCRUED INCOME						.2	12-31-15	5,626.31	5,626.31				ACRD\$			
TOTAL ACCRUED INCOME						.2 %	5,626.31	5,626.31								
TOTAL PORTFOLIO						100.0 %	1,850,386.43	2,347,479.11	497,092		61,625	2.62	5,626.31			
UNMANAGED ASSETS																
150	ISHARES TR RUSSELL 2000 GROWTH			08-06-08	77.60	11,640.00	139.280	20,892.00	9,252 L	1.24	186	.89	94K7G			
620	ISHARES TR RUSSELL 2000 GROWTH			08-11-08	81.34	50,431.78	139.280	86,353.60	35,921 L	1.24	770	.89	94K7I			
1,100	ISHARES TR RUSSELL 2000 GROWTH			09-08-08	76.52	84,171.45	139.280	153,208.00	69,036 L	1.24	1,367	.89	VNB01			
4,000	ISHARES TR RUSSELL 2000 GROWTH			09-09-08	75.92	303,674.15	139.280	557,120.00	253,445 L	1.24	4,972	.89	VND01			
1,930	ISHARES TR RUSSELL 2000 GROWTH			09-10-08	75.39	145,497.04	139.280	268,810.40	123,313 L	1.24	2,398	.89	VO501			
7,800	**** IWO				76.33	595,414.42		1,086,384.00	490,969		9,695					
TOTAL UNMANAGED ASSETS							595,414.42	1,086,384.00	490,969		9,695	.89				

	COST	MARKET VALUE	[8] Accrued Income - Not Included: \$65,626
Cash & Equivalents [1]:	48,656	48,656	
US & State Govt [2]:	65,015	64,340	
Taxable Municipal Bonds [3]:	101,284	100,723	
Corporate Bonds [4]:	334,260	334,564	
Mutual fund EFT [5]:	93,504	92,720	
Equities/Corporate Stock [6]:	1,724,289	2,677,354	
Blackstone	31,843	58,480	
REIT/Real Estate [7]:	39,011	51,400	
Total BTR:	2,440,175	3,428,237	

----- MANAGEMENT FEE -----
 FEE CODE 01 BILLED
 FEE CODE FROM
 MAINT CODE THRU
 BILLING FREQ Q
 LETTER CODE C PAID
 PAYING CODE ACCT # MCCAR

877-523-1597 AC:1530-5502

800-962-4555 AC:1530-5502

NAME MCCAR 2

ACCT. NO. MCCAR2