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Form **990-PF**

Department of the Treasury Internal Revenue Service (77)

Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation
Note: The foundation may be able to use a copy of this return to satisfy state reporting requirements.

OMB No 1545-0052

2008

+ or cal	lendar year 2008, or tax year beginning		and ending				
G Ch	eck all that apply: Initial return Final	I return Amended			me change		
Use t	the		1	Employer identification nu	ımber		
IRS la	bel. THE MCLEROY FOUNDATION		1	62-1763305			
Otherw prin	. 12433 I BRITHOTON BEIND ROTED	Ī	B Telephone number (see the instructions)				
or typ			1	(615) 889-36	94		
See Spe	ecific		la la	If exemption application is			
Instruct	tions.			1 Foreign organizations, che	· • • • • • • • • • • • • • • • • • • •		
H C	Check type of organization: X Section 501	(c)(3) exempt private for		2 Foreign organizations mee			
i	Section 4947(a)(1) nonexempt charitable tr			here and attach computati	ion		
		ounting method: Ca		E If private foundation statu	is was terminated		
	(for D) 1 1 1 1 1 1 1 1 1		_	under section 507(b)(1)(A			
⊳ ś	. ''''	Other (specify)		F If the foundation is in a 60			
24/11		column (d) must be on	casn basis.)	under section 507(b)(1)(B	3), check here		
125814		(a) Revenue and	(b) Net investment		(d) Disbursements		
	Expenses (The total of amounts in columns (b) (c) and (d) may not neces-	expenses per books	ıncome	ıncome	for charitable		
	columns (b), (c), and (d) may not neces- sarily equal the amounts in column (a)				purposes (cash basis only)		
	(see the instructions).)		· · · · <u> · · · · · · · · · · ·</u>		(Gasir Badis Only)		
	1 Contributions, gifts, grants, etc, received (att sch).	400 - 12 Tale 40 - 10 40 Tale 40			do increasion or an increasion		
	2 Ck X If the foundn is not req to att Sch B				Transcriptor established established		
	3 Interest on savings and temporary	2 600	2 (0)	37 /3			
	cash investments	2,680.	2,680		y company of the second		
	5a Gross rents	31,031.	31,031		n franke er et ander er roman mente.		
	b Net rental income or (loss)				garawan na pengalamban na na na mana		
	1 _ 1	11,536.	tal en timmilmen næren en in	and the forest transport of the contraction of the	alper or management actions a commentation		
R	6a Net gain/(loss) from sale of assets not on line 10 b Gross sales price for all 70 750	11,550.			de remiser estrator con comenere		
EVEN	assets on line 6a		11 52/		aperor a sociation communication		
¥	7 Capital gain net income (from Part IV, line 2)		11,536	D	tion of authorities arresent		
Ñ	8 Net short-term capital gain Income modifications		en e		ರ್ಷ ನಿರ್ವಾಚಿಸು ೧೯೬೬ - ಚಿತ್ರವರ್ಷ ಹಾಡ		
U	10a Gross sales less		CONTRACTOR CONTRACTOR CONTRACTOR		מור ידים אורי אין אין אין אין אין אין אין אין אין אי		
E	returns and			13			
	allowances						
	b Less: Cost of goods sold						
	c Gross profit/(loss) (att sch)	<u></u>			<u> </u>		
	-11—Other income (attach schedule)						
	. Sales moone (attach schodale)				<u> </u>		
	12 Total. Add lines 1 through 11	45,247.	45,247	7.			
	13 Compensation of officers, directors, trustees, etc	6,000.	13,44	·	6,000.		
•	14 Other employee salaries and wages .	-,					
	15 Pension plans, employee benefits .						
A	16a Legal fees (attach schedule)						
D	b Accounting fees (attach sch) SEE ST 1	2,000.	RFC	EIVED	2,000.		
M !	c Other prof fees (attach sch)	2,000.		121	2,000.		
0 N	17 Interest .		m rep	1 4 2011	 		
O I P S E T R R	18 Taxes (attach schedule)		- IGH FEB	1 12 2011 O	 		
ĘŘŔ	19 Depreciation (attach		 		2.1.1		
SF Ŷ	sch) and depletion		L				
117zg	20 Occupancy .		OGE	EN, UT			
-dG Ε	21 Travel, conferences, and meetings						
NA E	22 Printing and publications						
Ϋ́Þ	23 Other expenses (attach schedule)						
H E	SEE STATEMENT 2	22,491.	11,398	3.	_11,093.		
- S	24 Total operating and administrative						
D s	expenses. Add lines 13 through 23	30,491.	11,398	3.	19,093.		
씢	25 Contributions, gifts, grants paid PART XV	52,058.			52,058.		
Ź	26 Total expenses and disbursements.	22			5		
₹	Add lines 24 and 25	82,549.	11,398	3.	71,151.		
SCANNED FEBZ &	27 Subtract line 26 from line 12:		· 建二十二十二十二十二十二十二十二十二十二十二十二十二十二十二十二十二十二十二十				
U)	a Excess of revenue over expenses and disbursements	-37,302.					
		-37,302.	33,849	9			
			33,84				
DAAF	C Adjusted net income (if negative, enter -0-)			T54050 11	Form 000 DF (0000)		
RAA	For Privacy Act and Paperwork Reduction Act	i Notice, see the instru	icuons. 1	EEA0504L 09/17/08	Form 990-PF (2008)		

TEEA0504L 09/17/08

1 Cash - non-interest-bearing. 1,855 3,637 3,6	[Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year			f year
2 Savings and temporary cash investments 328,482. 46,611. 46,611. 3 Accounts receivable. Less: allowance for doubtful accounts 4 Pledges receivable. Less: allowance for doubtful accounts 5 Grants receivable. 6 Receivable (states shedule) 1 Carlot seed of the discounts 5 Grants receivable. 6 Receivable (states shedule) 1 Carlot seed and the receivable (states shedule) 2 Dreams and loan receivable (states shedule) 3 Investments 4 Investments 4 Investments 5 Other assets (describe 5 Other assets (describe 5 Other assets (describe 5 Other assets (describe 5 Investments 6 Investments 6 Investments 7 Investments 7 Investments 8 Investments 8 Investments 9			- 	(See instructions)	(a) Book Value			(c) Fair Market Value
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R S 30 Total net assets or fund balances (see the instructions) 31 Total liabilities and net assets/fund balances (see the instructions) 31 Total liabilities and net assets/fund balances (see the instructions) 31 Total net assets or fund balances (see the instructions) 31 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) 31 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) 4 Enter amount from Part I, line 27a 5 Other increases not included in line 2 (itemize) 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) 5	D	26	Permanently restrict	ed .				
R S 30 Total net assets or fund balances (see the instructions) 31 Total liabilities and net assets/fund balances (see the instructions) 31 Total liabilities and net assets/fund balances (see the instructions) 31 Total net assets or fund balances (see the instructions) 31 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) 31 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) 4 Enter amount from Part I, line 27a 5 Other increases not included in line 2 (itemize) 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) 5	S B S A		Foundations that do and complete lines	o not follow SFAS 117, check here P 27 through 31.				
R S 30 Total net assets or fund balances (see the instructions) 31 Total liabilities and net assets/fund balances (see the instructions) 31 Total liabilities and net assets/fund balances (see the instructions) 31 Total net assets or fund balances (see the instructions) 31 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) 31 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) 4 Enter amount from Part I, line 27a 5 Other increases not included in line 2 (itemize) 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) 5	Ε̈́	27	Capital stock, trust of	principal, or current funds				
Retained earnings, accumulated income, endowment, or other funds Total net assets or fund balances (see the instructions) Total liabilities and net assets/fund balances (see the instructions) 1,139,776. 1,102,474. Partillia Analysis of Changes in Net Assets or Fund Balances 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) Enter amount from Part I, line 27a Other increases not included in line 2 (itemize) Add lines 1, 2, and 3 Decreases not included in line 2 (itemize) Decreases not included in line 2 (itemize) 5	ŚÑ	28		-				
R S 30 Total net assets or fund balances (see the instructions) 31 Total liabilities and net assets/fund balances (see the instructions) Partific 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) 2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) 5		29	Retained earnings, accum	ulated income, endowment, or other funds				
31 Total liabilities and net assets/fund balances (see the instructions) Partillia 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) 2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) 5	RS	30	Total net assets or t	fund balances (see the instructions)	1,139,776.	1,102,4	74.	
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) Enter amount from Part I, line 27a Other increases not included in line 2 (itemize) Add lines 1, 2, and 3 Decreases not included in line 2 (itemize) Decreases not included in line 2 (itemize) 5		31						
end-of-year figure reported on prior year's return) 2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) 5 1, 139, 776. 2 -37, 302. 4 1, 102, 474.	Part		Analysis of Chan	ges in Net Assets or Fund Balance	es			
2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) 5	1	Total	net assets or fund be	alances at beginning of year — Part II, colu	mn (a), line 30 (must ag	gree with	,	1 120 776
3 Other increases not included in line 2 (itemize) 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) 5 Decreases not included in line 2 (itemize) 5	2					•		
4 Add lines 1, 2, and 3	_							-31,302.
5 Decreases not included in line 2 (itemize) 5	_							1 102 474
				(rtemize)		•		1,102,313.
	_			·	- Part II, column (b). I	 ine 30		1,102,474.

Pen		osses for Tax on Investment		_			
,	' (a) List and describe 2-story brick warehous	e the kind(s) of property sold (e.g., se; or common stock, 200 shares M	real estate, LC Company)	(b) How acq P — Purch D — Donat	ase (m	Date acquired onth, day, year)	(d) Date sold (month, day, year)
1 a	2000 BEA SYSTEMS CA	SH MGR EFF		P		7/23/07	5/01/08
	.859 FAIRPOINT COMM			P	1	1/20/03	4/04/08
	40000 CHEMICAL BK N			P		5/07/04	8/15/08
	.23 FIRST HORIZON N	ATIONAL CORP		P	1	2/05/06	10/01/08
е							
	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other base plus expense of sa		((h) Gain or (e) plus (f) m	inus (g)
a			2	7,207.			11,543.
b				6.			<u> </u>
<u></u>			4(0,000.			<u> </u>
d				9.			<u>-7.</u>
е		L		·co			
	(i) Fair Market Value as of 12/31/69	ing gain in column (h) and owned to (j) Adjusted basis as of 12/31/69	(k) Excess of column over column (j), if a	1 (1)	gaın than -	(I) Gains (Coli minus column (I O-) or Losses (fr	umn (h) i), but not less om column (h))
а							11,543.
b							0.
С					<u> </u>		0.
d			_	_		·	-7.
е							
2	Capital gain net income or (ne	t capital loss). — If gain, also	enter in Part I, line 7 ter -0- in Part I, line 7		2		11,536.
3	Net short-term capital gain or ((loss) as defined in sections 1222(5	and (6):				
	If gain, also enter in Part I, line	e 8, column (c) (see the instructions	s) If (loss) enter -0.	_	1		
	ın Part I, line 8	<u> </u>	· .i		3		11,543.
		Section 4940(e) for Reduced e foundations subject to the section					
Was If 'Ye	s,' the foundation does not qua	nis part biank. ction 4942 tax on the distributable a ilify under section 4940(e). Do not c in_each_column_for_each_year; see_t	complete this part.	· ·		Yes	X No
<u> </u>	(a)	_(b)	(c)	any cr	iliics.	(d)	
	Base period years Calendar year (or tax year beginning in)	Adjusted qualifying distributions	Net value of noncharitable-use as:	sets	(colum	Distribution	ratio by column (c))
	2007	62,366.	1,32	7,331.			0.046986
	2006	54,922.	1,30	6,107.			0.042050
	2005	60,000.	1,19	6,519.			0.050145
	2004	60,000.	1,28	5,704.			0.046667
	2003						
2	Total of line 1, column (d)				2		0.185848
3	Average distribution ratio for the number of years the foundation	ne 5-year base period— divide the to n has been in existence if less than	otal on line 2 by 5, or by the 5 years	e	3		0.046462
4	Enter the net value of nonchar	Itable-use assets for 2008 from Par	t X, line 5		4		1,040,605.
5	Multiply line 4 by line 3				5		48,349.
6	Enter 1% of net investment inc	come (1% of Part I, line 27b)			6		338.
7	Add lines 5 and 6	6 Enter 1% of net investment income (1% of Part I, line 27b) 7 Add lines 5 and 6					
							48,687.
8	Enter qualifying distributions fr	om Part XII, line 4			8		71,151.

D _G a	Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 – see the instruc	tions)		
1 a	Exempt operating foundations described in section 4940(d)(2), check here • and enter 'N/A' on line 1.			
	Date of ruling letter: (attach copy of ruling letter if necessary - see instructions)			
t	Domestic foundations that meet the section 4940(e) requirements in Part V,		3	38.
	check here. ► X and enter 1% of Part I, line 27b			4
(C All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable			
	foundations only. Others enter -0-)			0.
3	Add lines 1 and 2		3	38.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			<u>0.</u>
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0		3	38.
6	Credits/Payments:			
	a 2008 estimated tax pmts and 2007 overpayment credited to 2008			
	Exempt foreign organizations — tax withheld at source			
	Tax paid with application for extension of time to file (Form 8868)			
	Backup withholding erroneously withheld			
7	Total credits and payments. Add lines 6a through 6d			<u>0.</u>
8	Enter any penalty for underpayment of estimated tax. Check here If Form 2220 is attached 8			
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		3	<u> 38.</u>
	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			
11 300				
F(3))	Statements Regarding Activities			
1 a	a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	Yes	No X
ı	b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?	1 b		Х
	If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
(c Did the foundation file Form 1120-POL for this year?	1 c		Х
(Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:	,		4.5
	(1) On the foundation			
•	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	- 2-		_X_
-	if 'Yes, 'attach a detailed description of the activities		F.E.	
_				制造
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If 'Yes,' attach a conformed copy of the changes	3		Χ
4 8	a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		X
	b If 'Yes,' has it filed a tax return on Form 990-T for this year? .	4b	N	/A
	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		X
	If 'Yes,' attach the statement required by General Instruction T		333	. * j. £
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:			
	By language in the governing instrument, or		7.7	1
	By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV .	7	X	
	a Enter the states to which the foundation reports or with which it is registered (see the instructions)			
	TN		暴騰	
ŀ	o If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General		3.5	
•	(or designate) of each state as required by General Instruction G ² If 'No,' attach explanation	8b	Х	
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 2008 or the taxable year beginning in 2008 (see instructions for Part XIV)? If 'Yes,' complete Part XIV	9		X
10		10		Х
		<u> </u>		

	m 990-PF (2008) THE MCLEROY FOUNDATION Statements Regarding Activities Continued	62-	-176330	5	Page 5
				Т	
71	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)			11	X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?			12	x
13	Did the foundation comply with the public inspection requirements for its annual returns and exempt Website address	tion applica	ation?	13	Х
14	The books are in care of ► TRACY MCLEROY Located at ► 634 NICKOLAS DRIVE LEBANON TN ZIP +	one no. ►	(615)	604-	0269
15	Located at ► 634 NICKOLAS DRIVE LEBANON TN ZIP +	4 ► <u>37</u> 9	287		
13	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 — Check he			. N/A	
ر بروا	and enter the amount of tax-exempt interest received or accrued during the year Statements Regarding Activities for Which Form 4720 May Be Required		15		N/A
'r (g4)		·- ··· - ··			Vaa Na
1.	File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.				Yes No
1 (a During the year did the foundation (either directly or indirectly):	[]v	Ū.		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	res	X No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	. Yes	XNo	1.	
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? .	Yes	X No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	X Yes	No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	. Yes	XNo		
	(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	Yes	XNo	!"	
1	b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see the instri	l in		2.5	Х
	Organizations relying on a current notice regarding disaster assistance (see the instri		. i i	1 b	
			ш		
•	c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted a that were not corrected before the first day of the tax year beginning in 2008?	cts, 		1с	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):				
•	a At the end of tax year 2008, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2008?	Yes	XNo		
-	If 'Yes,'-list-the-years ► -20 , 20 , 20 , 20				
<u> </u>	b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4 (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 49)	942(a)(2)			
	all years listed, answer 'No' and attach statement — see the instructions)	/L(a)(L) to		2b	N/A
•	c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the year	ars here.			
	► 20, 20, 20				
3	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	□Yes	X No		
•	b If 'Yes,' did it have excess business holdings in 2008 as a result of (1) any purchase by the foundar or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period appr by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest;	oved or			
	(3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule Č, Form 4720, to determine if the foundation had excess business holdings in 2008).)		3b	N/A
4 8	a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?			4a	x
	1540 ()				100
t	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 2008?			4b	X

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Form **990-PF** (2008)

2 Compensation of five highest-paid employe	es (other than those inc	luded on line 1– see i	nstructions). If none, e	nter '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 \$50,00	00	<u> </u>	•	0
BAA	TEEA0306L (99/18/08		Form 990-PF (2008)

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	n
NONE	
Total number of others receiving over \$50,000 for professional services	
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 X-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 <u>N/A</u>	
2	
All other program-related investments See instructions.	
3	
	
Total. Add lines 1 through 3	0.

Page 8

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		
	1 a	958,432.
b Average of monthly cash balances	1 b	98,020.
c Fair market value of all other assets (see instructions)	1 c	
d Total (add lines 1a, b, and c)	1 d	1,056,452.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c		
(attach detailed explanation)	↓	
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3 _	1,056,452.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	15,847.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,040,605.
6 Minimum investment return. Enter 5% of line 5	6	52,030.
Paat 》 Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private oper		oundations
and certain foreign organizations check here ► and do not complete this part of the last	art.)	
1 Minimum investment return from Part X, line 6	1	52,030.
2a Tax on investment income for 2008 from Part VI, line 5		
b Income tax for 2008. (This does not include the tax from Part VI.)		
c Add lines 2a and 2b	2c	338.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	51,692.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	51,692.
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	51,692.
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	71,151.
b Program-related investments — total from Part IX-B.	1 b	
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		
	3a	
b Cash distribution test (attach the required schedule)	3b	71 151
4 Qualifying distributions Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	71,151.
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	338.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	70,813.
Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whe qualifies for the section 4940(e) reduction of tax in those years.	ther the	foundation

BAA Form 990-PF (2008)

Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7				51,692.
2 Undistributed income, if any, as of the end of 2007:				
a Enter amount for 2007 only	The second second		0.	
b Total for prior years. 20, 20, 20		0.		NAME OF TAXABLE PARTY.
3 Excess distributions carryover, if any, to 2008:				
a From 2003 .	-	Tolon Control	LEE STATE OF	
b From 2004 .	· · · · · · · · · · · · · · · · · · ·		第二次的标准	
c From 2005				
d From 2006			Many and the second	
e From 2007				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2008 from Part				
XII, line 4: ► \$ 71,151.	4	The state of the state of		
a Applied to 2007, but not more than line 2a	440		U.	
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 2008 distributable amount .		对中华 为一个民族合并		51,692.
e Remaining amount distributed out of corpus	19,459.			
5 Excess distributions carryover applied to 2008 (If an amount appears in column (d), the	0.			0.
same amount must be shown in column (a).)			CANADA TAN	
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	19,459.			
b Prior years' undistributed income. Subtract		(Company)		
line 4b from line 2b		0.		
c Enter the amount of prior years' undistribut-	A A			
ed income-for which a notice of deficiency has been issued, or on which the section				
4942(a) tax has been previously assessed		0.		Maria Cara
d Subtract line 6c from line 6b. Taxable				是一个一个一个一个一个一个一个一个一个一个一个一个一个一个一个一个一个一个一个
amount — see instructions		U.		The second second
e Undistributed income for 2007. Subtract line 4a from line 2a. Taxable amount — see instructions			_	
Title 2a. Taxable amount — see instructions		以明显的图1200年	U. King 36, 127, 024(1-1)	a Bearte Callette Call Inc. attention
f Undistributed income for 2008. Subtract lines			1 3 3 3 3 3 3 4	
4d and 5 from line 1. This amount must be distributed in 2009.		A STATE OF THE STA		0.
7 Amounts treated as distributions out of	Section 1		1	
corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)				
(see instructions)	0.		等一至一个的"私"。 第一个一个人	
8 Excess distributions carryover from 2003 not		· "是是一个一个一个一个一个一个一个一个一个一个一个一个一个一个一个一个一个一个一		1- \$70 - 14
applied on line 5 or line 7 (see instructions)	0.			3,5
9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a	19,459.	The same of the sa		and the second second
10 Analysis of line 9		11 11 11 11 11 11 11 11		1,31
a Excess from 2004				1
b Excess from 2005				
c Excess from 2006			(*	Jan Sala
d Excess from 2007			,	
e Excess from 2008 19, 459.	建筑	1. 1 - 1 - 1 4 Y	-	

Form 990-PF (2008) THE MCLEROY FOUN				62-1763305	Page 10
Per প্রাণ Arivate Operating Foundation					N/A
1à If the foundation has received a ruling or is effective for 2008, enter the date of the	determination letter ruling	that it is a private		n, and the ruling	
b Check box to indicate whether the founda	•			4942(j)(3) or	4942(j)(5)
2a Enter the lesser of the adjusted net	Tax year		Prior 3 years		
income from Part I or the minimum investment return from Part X for each year listed.	(a) 2008	(b) 2007	(c) 2006	(d) 2005	(e) Total
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		<u> </u>	- 		
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					
Supplementary Information assets at any time during the	(Complete this	part only if the	organization h	ad \$5,000 or moi	e in
1_ Information-Regarding-Foundation-Mana					
a List_any_managers_of_the_foundation-who- close of any tax year (but only if they hav NONE	have-contributed-m	ore-than-2%-of-the- than \$5,000) (See	total contributions section 507(d)(2))	received by the found	dation before the
b List any managers of the foundation who	our 109/ or more	of the stantant of a sec		ally lorge portion of	the aumorehia of
a partnership or other entity) of which the	foundation has a 1	0% or greater inter	rest.	ally large portion of	the ownership of
2 Information Regarding Contribution, Gra	nt Gift Loan Scho	larchin etc Progr			
Check here I If the foundation only requests for funds If the foundation make	makes contributions	s to preselected cha	arıtable organizatior		
complete items 2a, b, c, and d.					
a The name, address, and telephone numb	er of the person to	wnom applications	should be addresse	ea	
SEE STATEMENT 5					
b The form in which applications should be	submitted and info	rmation and materia	als they should incli	ude	
SEE STATEMENT FOR LINE 2A					
c Any submission deadlines					
SEE STATEMENT FOR LINE 2A					
d Any restrictions or limitations on awards,	such as by geograp	phical areas, charita	able fields, kinds of	institutions, or other	factors
SEE STATEMENT FOR LINE 2A					
BAA					orm 990-PF (2008)

3 ' Grants and Contributions Paid During the '	Year or Approved for Ful	ure Paymen	ıt	
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient		Amount
Name and address (home or business)	substantial contributor	recipient		
a Paid during the year		,		
SEE STATEMENT 6				
			Į	
			1	
			1	
		İ	1	
		1	1	1
				<u> </u>
Total				52,058.
b Approved for future payment				
		1		
			1	1
	1			
Total .			▶ 31	o

Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelate	ed business income	Excluded	by section 512, 513, or 514	
Program service revenue:	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	(e) Related or exempt function income (see the instructions)
a					
b					
c			1 1		
d			1		
e			1		
1			-		
g Fees and contracts from government agencies			 		
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments		! !	14	2,680.	
4 Dividends and interest from securities.			14	31,031.	
5 Net rental income or (loss) from real estate:		<u> </u>		A10 100 1101 1101 1101 1101 1101 1101 1	<u> </u>
a Debt-financed property				-	
b Not debt-financed property	ļ		 		-
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	11,536.	-·· ·· ·· ·· ·· ·· ·· ·· ·· ·· ·· ·· ··
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory				e enteres entre son entre entre production and entre	,
11 Other revenue:				<u>ئىر دىرىن ۋىد ئىسىنىڭ ئالىسى م</u> ى	<u>L</u>
a			1		
b			1 1		
c					
d			-		
e					
12 Subtotal. Add columns (b), (d), and (e)				45,247.	<u> </u>
13 Total. Add line 12, columns (b), (d), and (e)				13	45,247.
(See worksheet in the instructions for line 13 to verify of	calculations.)				

Parat XVII-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No.	Explain_below_how_each_activity_for_which_income-is-reported-in-column-(e)-of-Part-XVI-A-contributed-importantly to the
▼	Explain_below_how_each_activity_for_which_income_is-reported-in-column-(e)-of-Part-XVI-A-contributed-importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See the instructions.)
N/A	
	

Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

								Y	es N	0
	desci	he organization directly ribed in section 501(c) o ng to political organizati	of the Code (of	ngage in any of the followi her than section 501(c)(3)	ng with any o organization	other organizations s) or in sections	on 527,			
				a noncharitable exempt or	ganization of	·•				
		-		-	-	•	Ì	1a (1)	Х	, -
									 ↑	
					• • •			1 a (2)	^	
		r transactions:								, , ,
		Sales of assets to a non-		. •				1b(1)	<u> </u>	
				ble exempt organization				1b (2)	X	_
				r assets				1b (3)	X	_
	(4) F	Reimbursement arranger	ments		• • • • • • • • • • • • • • • • • • • •			1b (4)	X	
	(5) L	oans or loan guarantee:	s					1 b (5)	<u> </u>	_
	(6) F	Performance of services	or membersh	ip or fundraising solicitation	ns			1b (6)	X	_
	c Shar	ing of facilities, equipme	ent, mailing lis	ts, other assets, or paid er	nployees			1c	<u> </u>	<u>`</u>
									_	
	the a	loods, other assets, or s	ervices given	complete the following sch by the reporting foundation how in column (d) the value	n. If the found	dation received	less than faır marke	t value ın	e Of	
(;	a) Line no.	(b) Amount involved		f noncharitable exempt organization			nsfers, transactions, and s		ements	—
	/A		(0) 1121110	, nononanable otompt organizate		y zooon paon or a a	iororoj a unoucucioj una t	manning arrange		
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_	-									
		<u>.</u>		. = .						
	2a Is the descri	e foundation directly or i	indirectly affiliate of the Code (of	ated with, or related to, on ther than section 501(c)(3)	e or more ta:) or in sectio	x-exempt organı n 527?	zations	Yes	XNo	
	b If 'Ye	es,' complete the following	ng schedule.							
		(a) Name of organization	on	(b) Type of organiz	zation	(0	c) Description of rela	ationship		
N	/A									
_										
										_
	Under pen	alties of perjury, I declare that I	have examined th	is return, including accompanying so uciary) is based on all information of	chedules and sta	tements, and to the b	est of my knowledge and b	elief, it is true,	correct, a	nd
	complete	Declaration of preparer (other the	han taxpayer or fid	uciary) is based on all information of	of which preparer	has any knowledge				
		HIM IM	Vacas		, ,	0 1-10				
S	 	MUNUL 116	devily			d-1111	► SECRETARY			
G	Sign	nature of officer or trustee			Dat	e ()	Title			
•		Proparer's			Da	te	Check if Prepa	arer's Identifying Signature in the	number	
E	Paid	Preparer's signature	74. 5 H	Soul CAR		0/26/10	self-	-	- maua <i>)</i>	
R E	Pre- parer's	Firm's name (or FRAS)	FER DEAN	& HOWARD, PLLC		-/-0/10	37./3	<u> </u>		—
	Use	Limiter of colf		AVENUE, STE. 550	`		EIN N/A			—
	Only	address, and		37203			- 161	E) 202	CE02	
_		ZIP code NASH	۷ ـ بابر ۱۱۷	31403	·		Phone no ► (61	5) 383-		
ъ,	ΔΔ							Form 990-	PF (20)	(XI)

008 FEDERAL STATEMENTS PA							
	62-176330						
STATEMENT 1 FORM 990-PF, PART I, LINE 16B ACCOUNTING FEES							
ACCOUNTING FEES	(A) (B) NET (C) EXPENSES INVESTMENT ADJUSTED PER BOOKS INCOME NET INCOME TOTAL \$ 2,000. \$ 0.	(D) CHARITABLE PURPOSES \$ 2,000. \$ 2,000.					
STATEMENT 2 FORM 990-PF, PART I, LINE 23 OTHER EXPENSES							
CONTRACT LABOR HEALTH INSURANCE HOSPITALITY INVESTMENT ACCOUNT ADMIN FEES MISCELLANEOUS	399.	(D) CHARITABLE PURPOSES \$ 1,000. 9,539. 399. 155. \$ 11,093.					
STATEMENT 3 FORM 990-PF, PART II, LINE 10B INVESTMENTS - CORPORATE STOC	:KS						
CORPORATE STOCKS	VALUATION BOOK METHOD VALUE	FAIR MARKETVALUE					
COMMON STOCKS	MKT VAL \$ 1,052,226. \$ TOTAL \$ 1,052,226.						
STATEMENT 4 FORM 990-PF, PART VIII, LINE 1 LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES TITLE AND CONTRI- EXPENSE							
NAME AND ADDRESS	AVERAGE HOURS COMPEN- BUTION PER WEEK DEVOTED SATION EBP &	TO ACCOUNT/					
CHARLES MCLEROY	PRESIDENT \$ 0.\$	0. \$ 0					
NASHVILLE, TN 37214							
AMY WELLS BRENTWOOD, TN 37027	TREASURER 0. 1.00	0. 0					

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2008

A.

FEDERAL STATEMENTS

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THE MCLEROY FOUNDATION

62-1763305

STATEMENT 4 (CONTINUED) FORM 990-PF, PART VIII, LINE 1 LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN- SATION	CONTRI- BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
PHYLLIS MCLEROY	SECRETARY	\$ 6,000	. \$ 9,539.	\$ 0.
NASHVILLE, TN 37027	2.00			
ELIZABETH FOX	BOARD MEMBER	0	. 0.	0.
NASHVILLE, TN 37214	1.00			
WILLIE MCDONALD	BOARD MEMBER	0	. 0.	0.
NASHVILLE, TN 37214	1.00			
JACK SEAMAN	BOARD MEMBER	0.	. 0.	0.
NASHVILLE, TN 37214	1.00			
	TOTAL	\$ 6,000	<u>\$ 9,539.</u>	\$ 0.

STATEMENT 5 FORM 990-PF, PART XV, LINE 2A-D APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM:

NAME:

PHYLLIS MCLEROY

CARE OF:

THE MCLEROY FOUNDATION

STREET ADDRESS:

2439 PENNINGTON BEND RD.

NASHVILLE, TN 37214

CITY, STATE, ZIP CODE: TELEPHONE:

615-889-3694

FORM AND CONTENT:

A WRITTEN PROPOSAL MUST BE SUBMITTED ELECTRONICALLY TO PHYLLIS MCLEROY AT PMCLEROY@COMCAST.NET. ANY ORGANIZATION REQUESTING FUNDS MUST PROVIDE EVIDENCE OF A 501(C)(3)

STATUS AND A COPY OF THEIR IRS DETERMINATION LETTER. ADDITION, THEY MUST SUBMIT A BUDGET, TIMELINES AND DESCRIPTION OF THE PROJECT. THE FOUNDATION WILL NOT

PROVIDE GRANTS FOR CAPITAL EXPENDITURES OR

MANAGEMENT/OVERHEAD EXPENSES.

SUBMISSION DEADLINES:

NONE

RESTRICTIONS ON AWARDS:

THE PROGRAM MUST BE IN TENNESSEE AND SERVE YOUTH IN THE

FOLLOWING CATEGORIES:

TRANSITION - FACILITATE YOUTH TRANSITION FROM FOSTER CARE

TO ADOPTION;

YOUTH ENHANCEMENT - YOUTH ENRICHMENT AND SOCIAL/CULTURAL

ENHANCEMENT ACTIVITIES;

REUNIFICATION - FACILITATE RETURN TO BIRTH PARENTS FOR

YOUTH IN FOSTER CARE.

200	8
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FEDERAL STATEMENTS

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THE MCLEROY FOUNDATION

62-1763305

TOTAL \$ 52,058.

STATEMENT 6 FORM 990-PF, PART XV, LINE 3A RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
RESIDENTIAL SERVICES, INC. 3055 LEBANON PIKE NASHVILLE, TN 37214	NONE	PUBLIC	ADOPTIONS, FOSTER CARE REUNIFICATION, YOUTH ENHANCEMENT, FOSTER PARENT ENRICHMENT, YOUTH CARE CARDS, ETC.	\$ 24,498.
OASIS CENTER/TN YOUTH ADVISORY COUNCIL 1704 CHARLOTTE PIKE, STE. 200 NASHVILLE, TN 37203	NONE	PUBLIC	ADVOCACY, TRAINING, HOUSING, & FINANCIAL ASSISTANCE SERVICES TO YOUTH AGED OUT OF FOSTER CARE	15,000.
MONROE HARDING/YOUTH CONNECTIONS 1120 GLENDALE LANE NASHVILLE, TN 37204	NONE	PUBLIC	JOB TRAINING, GED'S, COLLEGE TUITION, GRADUATION EXPENSES	10,000.
TN_BAPTIST CHILDREN'S HOME P.OBOX_2206 BRENTWOOD, TN 37024	NONE	-PUBLIC	YOUTH & FAMTLY TRAVEL-EXPENSES—	2,560.