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Form **990-PF**

Return of Private Foundation

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

OMB No 1545-0052

Department of the Treasury Internal Revenue Service Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.												
For calendar year 2009, or tax year beginning , and ending												
G Check all that apply: Initial return Initial return of a former public charity Final return												
				Amended	return	Address char	nge		Name ch	ange		_
Use	the I	noi	foundation						A Empl	oyer identification	number	
	label. THE MARY GAYLORD MCCLEAN FOUNDATION											
	erwis	,				D FOUNDATION	[)	Room/suite		<u>-1519735</u>		
	print r type		•			elivered to street address)		Hoom/suite		hone number 2 – 7 2 2 – 8 9	22	
	Spec	E OD I		nd ZIP code		·			†	option application is pe		
inst	ructio			LE, E		67			I	reign organizations	-	* 5 =
н (heck	type of organiz				empt private foundation			2. For	eign organizations med ock here and attach col	eting the 85% tes	ıt, 🗾
	_	ction 4947(a)(1				Other taxable private found	ation			ate foundation stat		
l Fa		rket value of al			J Accounti	ng method: X Cash	Acci	rual		section 507(b)(1)		
(fr	om F	Part II, col. (c),				her (specify)			F If the	foundation is in a 6	30-month term	ination
	\$					mn (d) must be on cash	basis)		under	section 507(b)(1)	4.45	_
Pa	<u>ırt l</u>	Analysis of R (The total of am necessarily equ	levenue an ounts in colu lat the amoun	id Expenses imns (b), (c), au its in column (§ nd (d) may not (a))	(a) Revenue and expenses per books		ivestment ome	(c)	Adjusted net income	(d) Disburs for chanitable (cash bas	purposes
	1	Contributions,	gifts, gran	ts, etc., rece	eived	22,239.				N/A		
	2	_		n is not required	to attach Sch B							
	3	Interest on saving	s			7,378.	4	<u>7,378.</u>			STATEME	
	4 -	Dividends and	interest fro	om securitie	S	17,300.	1	7,300.	 		STATEME	ENT 3
	٠.	Gross rents	()									
		Net rental income Net gain or (loss)		accets not on	line 10	<423,236.	>		<u> </u>		STATEME	
Jue	Ь	Gross sales price assets on line 6a	e for all		,232.	(120,200)						
Revenue	7	Capital gain net i					73	0,232.				
œ	8	Net short-term	n capital gai	ın						RECEIV	/ED_	<u> </u>
	9	Income modifi		1			ļ		 			
	10a	and allowances	Teturns				-		057	AUG 0 3	2010	
	l	Less Cost of goo								NOU V D	2010	\ <u> </u>
	l	Gross profit or Other income	(1088)							OCDEA		+
		Total Add line	es 1 throug	h 11		<376,319.	> 75	4,910.		OGUEN	, U I	
	13	Compensation of			s, etc	0.	· · ·	0.				0.
	14	Other employe										
	15	Pension plans,	, employee									
Expenses	I	Legal fees			rmr 4	1,239.		0.			1	L,239.
þer	I	Accounting fee		SI	rmt 5	3,006.		496.	 		2	2,510.
ũ	ı	Other professi	onal fees						_	_		
ativ	ı	Interest Taxes		SI	rmr 6	471.		0.	 			0.
istra	ı	Depreciation a	nd denletio		IMI U	<u> </u>		<u> </u>				
Ë	I	Оссирансу				-				-		
Ad		Travel, confere	ences, and	meetings								
and	22	Printing and p	ublications									_
ğ	ı	Other expense			MT 7	36.	_	18.	ļ			18.
rati	24	Total operatin	-					-44	1			
Operating and Administrative		expenses. Ad		-		4,752.		514.			245	3,767.
_		Contributions,				242,000.						2,000.
	26	Total expense Add lines 24 a		uisements.	•	246,752.		514.		İ	245	5,767.
	27	Subtract line 2		12:		220,7521						<u>. ,</u>
		Excess of revenu			ursements	<623,071.	>_					
		Net investmer	-				75	4,396.				
		Adjusted net i					L			N/A		
9235 02-0	01 2-10	LHA For Pr	ivacy Act a	ind Paperw	ork Reduction	Act Notice, see the instruc	tions.				Form 990-	PF (2009)

73-1519735 Form 990-PF (2009) (FORMERLY MARY GAYLORD FOUNDATION) Page 2 Balance Sheets Attached schedules and amounts in the description Beginning of year End of year column should be for end-of-year amounts only (a) Book Value (b) Book Value (c) Fair Market Value 1 Cash - non-interest-bearing 424,705. 691,073. 424,705. 2 Savings and temporary cash investments 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 13,200. 500. 500. 9 Prepaid expenses and deferred charges 10a Investments - U.S. and state government obligations 200,000. 1,277,587. 1,211,435. STMT 8 1,623,216. b Investments - corporate stock 201,626. 201,884. STMT 9 c Investments - corporate bonds 11 Investments - land, buildings, and equipment basis Less accumulated depreciation 12 Investments - mortgage loans 13 Investments - other 14 Land, buildings, and equipment: basis Less accumulated depreciation 15 Other assets (describe ▶ 1,904,418. 2,527,489. 1,838,524. 16 Total assets (to be completed by all filers) 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 0. 23 Total liabilities (add lines 17 through 22) Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31 or Fund Balances 24 Unrestricted 25 Temporarily restricted 26 Permanently restricted $\triangleright x$ Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. 3,491,575. 27 Capital stock, trust principal, or current funds 28 Paid-in or capital surplus, or land, bldg., and equipment fund <964,086.> <1,587,157 29 Retained earnings, accumulated income, endowment, or other funds 1,904,418. 2,527,489. 30 Total net assets or fund balances 2,527,489. 1,904,418. 31 Total liabilities and net assets/fund balances **Analysis of Changes in Net Assets or Fund Balances** Part III Total net assets or fund balances at beginning of year - Part II, column (a), line 30 2,527,489. (must agree with end-of-year figure reported on prior year's return) 2 Enter amount from Part I, line 27a Other increases not included in line 2 (itemize) 1,904,418. Add lines 1, 2, and 3 Decreases not included in line 2 (itemize)

Form **990-PF** (2009)

Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30

Form 990-PF (2009) (FORMERLY MARY GAYLORD FOUNDATION)

Part IV | Capital Gains and Losses for Tax on Investment Income

73-1519735

Page 3

Description 100,000. 100,000. 229,949. 229,949. 229,949. 3500,283. 3500,28	Fait IV Capi	tai Gairis	and Lo	13363 TOT TAX OIT III	VC3011C11	· iiiooiiic						
FEDERAL PARM CREDIT BOND	(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.)				ĮΡ	- Purc	hase '	c) Date a	acquired ay, yr.)			
FEDERAL PARM CREDIT BOND	4. PPDPDAT	EXDM C	ידתיםם	T BONTO		_				13/0	4/08	01/22/09
18,650 SHS. CBS CORP. NEW CL B												
18,650 SHS. VTACOM, INC CL B D 01/04/06 09/15/09												
18,650 SHS. VIACOM, INC CL B D 01/04/06 09/15/09	c 18,650 S	HS. CB	S COI	RP. NEW CL B					$\mathbf{D} \mid \mathbf{C}$	<u>)1/0</u>	<u>4/06</u>	
(e) Gross sales price (f) Deprecation allowed (g) Cost or other basis plus expanse of sale (h) Gain or (ricss) 1.00,000 . 1.00,000 . 0									$\mathbf{D} \mid \mathbf{C}$	1/0	4/06	09/15/09
(e) Gross sales price (ff) Depresation allowed (or allowable) piles expense of sale (b) piles (ff)		· · · · · · · · · · · · · · · · · · ·		,	•							
100,000 100,000 100,000 100,000 0 0 0 0 0 0 0 0		s price	(f) [(h) Ga (e) plus	ain or (loss s (f) minus	;) (g)
100 , 000 100 , 000 229 , 949 229 , 949 329		000	· -			100 00	_	_				
229,949. d 500,283. e Complete only for assets showing gain in column (h) and owned by the foundation on 1231/69 (ii) F.M.V. as of 12/31/69 as of 12/31/69 (iii) Adjusted basis (iii) Adjusted basis as of 12/31/69 as of 12/31/69 as of 12/31/69 (iv) F.M.V. as of 12/31/69 (iv) Adjusted basis as of 12/31/69 (iv) Adjusted basis as of 12/31/69 as of 12/31/69 (iv) F.M.V. as of 12/31/69 (iv) Adjusted basis (iv) Adjusted basis as of 12/31/69 (iv) F.M.V. as of 12/31/69 (iv) Adjusted basis (iv) Adjusted basis as of 12/31/69 (iv) Adjusted basis (iv) Adjusted												
Solidadis Soli	ь 10	0,000.				100,00	0.					0.
Solidadis Soli	c 22	9.949.										229,949.
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 (i) Excess of col. (i) (ii) EMN. as of 12/31/69 (i) Adjusted basis as of 12/31/69 (ii) Excess of col. (ii) (ii) Excess of col. (iii) (iii) Excess of col. (iii) (iii) Excess of col. (iii) (iv) Excess of col. (iii) (iv) Excess of col. (iii) (iv) Excess of col. (iii) Excess of col. (iii) (iv) Excess of col. (iii) Excess of col. (i												
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 (i) Gains (Col. (h) pain minus col. (k), but not less than -0-) or Losses (from col. (h)) or col. (k), but not less than -0-) or col. (k), but not les	<u>a</u> <u>50</u>	0,203.										300,2031
(i) F.M.V. as of 12/31/69 (ii) Adjusted basis as of 12/31/69 (iii) Adjusted basis as of 12/31/69 (iv) Excess of cot. (i) over cot. (i), if any over cot. (ii), if any over cot. (iii), if any over cot. (iii) over cot. (iii), if any over cot. (iii) over cot. (iii), if any over cot. (iii), if a												
(i) F.M.V. as of 12/31/69	Complete only for	assets showing	ig gain in	column (h) and owned by t	the foundation	on 12/31/69						
Description 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 If (loss), enter -0 -in Part I, line 7 If (loss), enter -0 -in Part I, line 7 If (loss), enter -0 -in Part I, line 8 Column (c)	(i) F.M.V. as of 1	12/31/69	(
Description 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 If (loss), enter -0 -in Part I, line 7 If (loss), enter -0 -in Part I, line 7 If (loss), enter -0 -in Part I, line 8 Column (c)	2											0.
Capital gain net income or (net capital loss) (if gain, also enter in Part I, line 7 1 (loss), enter -0 -in Part I, line 7 1 (loss), enter -0 -in Part I, line 7 2 730 , 232 . Net short-term capital gain or (loss) as defined in sections 1922(5) and (6): if gain, also enter in Part I, line 8, column (c).				··								
Capital gain net income or (net capital loss)	<u>u</u>				_							
Example 1	<u> </u>											
Experience of the capital gam net income or (net capital loss) If gam, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 8 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 lable for the section 4941 ax on the distributable amount of any year in the base period? Yes X No (*Yes, the foundation does not qualify under section 4940(e). Do not complete the part. Enter the appropriate amount in each column for each year; see instructions before making any entries. Calendar year for lax year beginning in) Adjusted qualifying distributions Adjusted qualifying distributions 2006 126, 100. 3, 3395, 906. 126, 100. 3, 3395, 906. 126, 100. 3, 076, 978. 040982 2005 107, 383. 3, 031, 805. 035419 2004 306, 012. 2, 208, 594. 376680 4 1, 626, 519. Total of kine 1, column (d) Average distribution rabo for the 5-year base period - divide the total on kine 2 by 5, or by the number of years the foundation has been in existence if less than 5 years 4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5 4 1, 626, 519. Fortile of kine 1, column (d) Adultine 8 is a sequent to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate.	d											500,283.
2 Capital gam net income or (net capital loss) 8 Net short-term capital gam or (loss) as defined in Section 1 Part I, line 7 (If (gam, also enter in Part I, line 8, column (c). 9 If (gam, also enter in Part I, line 9, column (c). 9 If (gam, also enter in Part I, line 9, column (c). 9 If (gam, also enter in Part I, line 9, column (c). 9 If (gam, also enter in Part I, line 9, column (c). 9 If (gam, also enter in Part I, line 9, column (c). 9 If (gam, also enter in Part I, line 9, column (c). 9 If (gam, also enter in Part I, line 9, column (c). 9 If (gam, also enter in Part I, line 9, column (c). 9 If (gam, also enter in Part I, line 9, column (c). 9 If (gam, also enter in Part I, line 9, column (c). 9 If (gam, also enter in Part I, line 9, column (c). 9 If (gam, also enter in Part I, line 9, column (c). 10 If (gam, also enter in Part I, line 9, column (c). 11 (gam, also enter in Part I, line 9, column (c). 12 If (gam, also enter in Part I, line 9, column (c). 13 If (gam, also enter in Part I, line 9, column (c). 14 East Part I, line 9, column (c). 15 If (gam, also enter in Part I, line 9, column (c). 16 If (gam, also enter in Part I, line 7, column (c). 17 Yes												
Adjusted qualifying distributions assets before day each great of tax as period year beginning in) 2006 2007 2008 2009 2009 2009 2009 2009 2009 2009				If gain, also enter	ın Part I, line	7	7	•				720 222
If gan, also enter m Part I, line 8, column (c). 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? If yes, I wo fives, the foundation does not qualify under section 4940(a). Do not complete this part. Entire the appropriate amount in each column for each year; see instructions before making any entries. [4] Base period years Calendar year (of tax year beginning in) Adjusted qualifying distributions Adjusted qualifying distributions Adjusted qualifying distributions Net value of noncharitable-use assets (cot. (b) divided by cot. (cot. (cot. (cot. (cot. (b) divided by cot. (cot.	2 Capital gain net inc	ome or (net ca	ipitai ioss)) \int If (loss), enter -0-	- in Part I, line	/	リ	2				130,434.
If (loss), enter-0- in Part I, line 8 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? If yes, the foundation does not qualify under section 4940(e). Do not complete this part. If the first the appropriate amount in each column for each year; see instructions before making any entries. If the first the appropriate amount in each column for each year; see instructions before making any entries. If the first the appropriate amount in each column for each year; see instructions before making any entries. If the first the appropriate amount in each column for each year; see instructions before making any entries. If the first the appropriate amount in each column for each year; see instructions before making any entries. If the first the appropriate amount in each column for each year; see instructions before making any entries. If the first the appropriate amount in each column for each year; see instructions before making any entries. If the first the appropriate amount in each column for each year; see instructions before making any entries. If the first the appropriate amount in each column for each year; see instructions before making any entries. If the first the appropriate amount in each column for each year; see instructions before making any entries. If the first the appropriate amount in each column for each year; see instructions before making any entries. If the first the appropriate amount in each column for each year; see instructions before making any entries. If the first the appropriate amount in each column for each year; see instructions before making any entries. If the first the appropriate amount in each column for each year; see instructions before making any entries.	3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):											
Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income	• •		COIDIIII (t	u).			- P 1	2			NT / Z	
For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.) f 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, 'the foundation does not qualify under section 4940(e). Do not complete this part. [Enter the appropriate amount in each column for each year; see instructions before making any entries. [A) Base period years (a) (b) Base period years (col. (b) divided by col. (c)) 2008 [A) 2007 [A) 186, 150. 302, 913. 2, 208, 594. 137152 2007 [A) 186, 150. 3, 395, 906. 0, 054816 2006 [126, 100. 3, 076, 978. 040982 2005 [107, 383. 3, 031, 805. 035419 2004 306, 012. 2, 825, 313. 108311 2014 2 Total of line 1, column (d) 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 4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5 4 Line of net investment income (1% of Part I, line 27b) 7 Add lines 5 and 6 7 130, 079. 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.	If (loss), enter -U- i	n Part I, line 8		1040(a) fam	Dadwaad	Toy on Not	1	3			IN/ A	<u> </u>
Enter the appropriate amount in each column for each year; see instructions before making any entries. Calendar year (of tax year beginning in)	Was the foundation lia	ble for the sec	tion 4942	tax on the distributable am			od?					Yes X No
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2007	Base per Calendar year (or ta	iód years ix year beginnii	ng ın)	Adjusted qualifying dist		Net value of no	nchar	rıtable-	_	+	Distrit (col. (b) div	vided by col. (c))
2006 126,100. 3,076,978. .040982 2005 107,383. 3,031,805. .035419 2004 306,012. 2,825,313. .108311 2 Total of line 1, column (d) 2 .376680 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 .075336 4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5 4 1,626,519. 5 Multiply line 4 by line 3 5 122,535. 6 Enter 1% of net investment income (1% of Part I, line 27b) 6 7,544. 7 Add lines 5 and 6 7 130,079. 8 Enter qualifying distributions from Part XII, line 4 8 245,767. 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.	200	0880										
2006 126,100. 3,076,978. .040982 2005 107,383. 3,031,805. .035419 2004 306,012. 2,825,313. .108311 2 Total of line 1, column (d) 2 .376680 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 .075336 4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5 4 1,626,519. 5 Multiply line 4 by line 3 5 122,535. 6 Enter 1% of net investment income (1% of Part I, line 27b) 6 7,544. 7 Add lines 5 and 6 7 130,079. 8 Enter qualifying distributions from Part XII, line 4 8 245,767. 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.	200	07		18	6.150.		3	.39	5,906.	.		.054816
2005 107,383. 3,031,805			<u> </u>									
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Enter 1% of net investment income (1% of Part I, line 27b) Add lines 5 and 6 The investment income (1% of Part I, line 27b) Enter qualifying distributions from Part XII, line 4 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.	4 Enter the net value	of noncharitab	ole-use as:	sets for 2009 from Part X, I	line 5					4		1,626,519.
Enter 1% of net investment income (1% of Part I, line 27b) Add lines 5 and 6 The investment income (1% of Part I, line 27b) Enter qualifying distributions from Part XII, line 4 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.												
Enter 1% of net investment income (1% of Part I, line 27b) Add lines 5 and 6 The investment income (1% of Part I, line 27b) Enter qualifying distributions from Part XII, line 4 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.	5 Multiply line 4 by li	ne 3								5		122,535.
7 Add lines 5 and 6 7 130,079. 8 Enter qualifying distributions from Part XII, line 4 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.												
B Enter qualifying distributions from Part XII, line 4 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.	6 Enter 1% of net inv	estment incon	ne (1% of	Part I, line 27b)						6		7,544.
B Enter qualifying distributions from Part XII, line 4 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.												
B Enter qualifying distributions from Part XII, line 4 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.	7 Add lines 5 and 6									7		130.079.
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.	, Add midd daild 0											
	8 Enter qualifying dis	stributions fron	n Part XII,	, line 4						_8		245,767.
			i line 7, ch	neck the box in Part VI, line	1b, and comp	lete that part usin	g a 1º	% tax r	ate.			

THE MARY GAYLORD MCCLEAN FOUNDATION Form 990-PF (2009) (FORMERLY MARY GAYLORD FOUNDATION) 73-1519735 Page 4 Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions Part VI 1a Exempt operating foundations described in section 4940(d)(2), check here \(\bigs \) and enter "N/A" on line 1. Date of ruling or determination letter: (attach copy of letter if necessary-see instructions) 7,544. b Domestic foundations that meet the section 4940(e) requirements in Part V, check here 🕒 💹 and enter 1% 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-) 3 Add lines 1 and 2 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) 4 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-5 Credits/Payments: 500. a 2009 estimated tax payments and 2008 overpayment credited to 2009 b Exempt foreign organizations - tax withheld at source 6Ь c Tax paid with application for extension of time to file (Form 8868) 6c d Backup withholding erroneously withheld 6d 500. 7 Total credits and payments. Add lines 6a through 6d 8 Enter any penalty for underpayment of estimated tax. Check here X if Form 2220 is attached 8 7.044. Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed SEE STATEMENT 9 10 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid Enter the amount of line 10 to be: Credited to 2010 estimated tax Refunded > 11 Part VII-A Statements Regarding Activities No Yes 1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in Х any political campaign? 1a b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? 1b 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. X c Did the foundation file Form 1120-POL for this year? 1c d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: 0. (1) On the foundation. > \$ 0 • (2) On foundation managers. ► \$ e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation X 2 2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities 3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes 3 X 4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? 4a N/A b If "Yes," has it filed a tax return on Form 990-T for this year? 4h 5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? 5 X If "Yes," attach the statement required by General Instruction T 6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: · By language in the governing instrument, or By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? 7 X 7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV. 8a Enter the states to which the foundation reports or with which it is registered (see instructions) OK 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) X of each state as required by General Instruction G? If "No," attach explanation 86

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 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? If "Yes," complete Part XIV

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

10

X

THE MARY GAYLORD MCCLEAN FOUNDATION (FORMERLY MARY GAYLORD FOUNDATION)

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Pa	rt VII-A Statements Regarding Activities (continued)	<u>, , , , , , , , , , , , , , , , , , , </u>		
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of			
	section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation 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 exemption application?	13	X	
	Website address ► N/A			
14	The books are in care of ► RICHARD A. DAVIS, CPA Telephone no. ► 405-65	9-9	764	
	Located at ▶ 1012 FOX LAKE LANE, EDMOND, OK ZIP+4 ▶73			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here			$\cdot\Box$
	and enter the amount of tax-exempt interest received or accrued during the year	N	/A	
Pa	rt 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.		Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?			
	(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.)			
ь	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 page 20 of the instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here			
C	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected			
	before the first day of the tax year beginning in 2009?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation			
	defined in section 4942(j)(3) or 4942(j)(5)):			
а	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning			
	before 2009?			
	If "Yes," list the years > , , , , , , , , , , , , , , , , , ,			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect			
	valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach			
	statement - see instructions.)	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.			
	• ,, <u></u>			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time		i	
	during the year?			
b	If "Yes," did it have excess business holdings in 2009 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 2009) N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		Х
	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 2009?	4b		X
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Part VII-B Statements Regarding Activities for Which	Form 4720 May Be	Required (contin	ued)		
5a During the year did the foundation pay or incur any amount to:	•				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section	n 4945(e))?	Y	es X No		1
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly,					
any voter registration drive?					
(3) Provide a grant to an individual for travel, study, or other similar purposes?					
(4) Provide a grant to an organization other than a charitable, etc., organization described in section					
509(a)(1), (2), or (3), or section 4940(d)(2)?		Y	es 🗶 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?	, , ,		es X No		
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify un	der the exceptions described				
section 53.4945 or in a current notice regarding disaster assistance (see instri		•	N/A	5b	
Organizations relying on a current notice regarding disaster assistance check l	•				
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption		uned	_		
expenditure responsibility for the grant?		√I/A □ Ye	es No		1
If "Yes," attach the statement required by Regulations section 53.494		.,			ŀ
6a Did the foundation, during the year, receive any funds, directly or indirectly, to					1
a personal benefit contract?	pay promitant on	[es X No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a	nersonal henefit contract?		Ī	6Ь	X
If "Yes" to 6b, file Form 8870.	porsonal benefit contract		-	-	+
7a At any time during the tax year, was the foundation a party to a prohibited tax:	shelter transaction?	□ v ₄	es X No		
b If yes, did the foundation receive any proceeds or have any net income attribut			·	7b	†
I C II Al LOW D: L T		nagers. Highly		,	1
Part VIII Information About Officers, Directors, Trust Paid Employees, and Contractors	,		•		
1 List all officers, directors, trustees, foundation managers and their	compensation.				
	(b) Title, and average	(c) Compensation	(d) Contributions to employee benefit plans and deferred	(e) Ex	pense
(a) Name and address	hours per week devoted to position	(If not paid, enter -0-)	and deterred compensation		it, other ances
DAVID O. HOGAN	TRUSTEE		<u> </u>		
2200 S. UTICA PLACE, SUITE 400	1				
TULSA, OK 741147000	1.00	0.	0.	i	0.
MARY GAYLORD MCCLEAN_	TRUSTEE				
PO BOX 100					
SIMPSONVILLE, KY 40067	1.00	0.	0.		0.
			-		<u></u>
· · · · · · · · · · · · · · · · · · ·				j	
	1				
2 Compensation of five highest-paid employees (other than those inc	cluded on line 1). If none,	enter "NONE."			
4.3 Name and address of each ampleus and mays than \$50,000	(b) Title, and average		(d) Contributions to employee benefit plans	(e) Ex	pense
(a) Name and address of each employee paid more than \$50,000	hours per week devoted to position	(c) Compensation	and deferred compensation	accoun allow	ances
NONE					
				ľ	
	1				
				-	
	1				
	1				
	1			1	

Total number of other employees paid over \$50,000

THE PART GATES AND TO THE PART OF THE PART	-\ 72	4 = 4 0 = 0 =	D
Form 990-PF (2009) (FORMERLY MARY GAYLORD FOUNDATION		1519735	Page 7
Part VIII Information About Officers, Directors, Trustees, Foundat Paid Employees, and Contractors (continued)	ion managers, Hignly		
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) Com	pensation
NONE		- "	
	_		
Total number of others receiving over \$50,000 for professional services Part IX-A Summary of Direct Charitable Activities	·	<u> </u>	0
	<u> </u>		
List the foundation's four largest direct charitable activities during the tax year. Include relevant statistic number of organizations and other beneficiaries served, conferences convened, research papers produced.	cal information such as the	Expenses	
1 N/A	1000, 010.		
I N/A			
			0.
2			
3			
4			
Part IX-B Summary of Program-Related Investments	4 10		
Describe the two largest program-related investments made by the foundation during the tax year on li	nes 1 and 2.	Amount	
1 <u>N/A</u>			
			•
			0.
	ı		

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<u>0.</u>

3 N/A

Total. Add lines 1 through 3

All other program-related investments. See instructions.

THE MARY GAYLORD MCCLEAN FOUNDATION (FORMERLY MARY GAYLORD FOUNDATION)

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P	art X Minimum Investment Return (All domestic foundations must complete this part. Foreign four	dations,	see instructions.)
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
а	Average monthly fair market value of securities	1a	946,523.
b	Average of monthly cash balances	1b	700,032.
C	Fair market value of all other assets	1c	4,733.
d	Total (add lines 1a, b, and c)	1d	1,651,288.
е	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	1,651,288.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	24,769.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,626,519.
6	Minimum investment return Enter 5% of line 5	6	81,326.
P	art XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations an	d certaın	
-	foreign organizations check here and do not complete this part.) Minimum investment return from Part X, line 6	1	81,326.
-	Tax on investment income for 2009 from Part VI, line 5	'	01,3201
	Income tax for 2009. (This does not include the tax from Part VI.)		
C	Add lines 2a and 2b	2c	7,544.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	73,782.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	73,782.
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	73,782.
_	art XII Qualifying Distributions (see instructions)	<u> </u>	,
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
а	Expenses, contributions, gifts, etc total from Part I, column (d), line 26	1a	245,767.
þ	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:		
а		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	245,767.
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	7,544.
6	Adjusted qualifying distributions Subtract line 5 from line 4	6	238,223.
	Note The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation of	ualifies fo	r the section
	4940(e) reduction of tax in those years.		

Part XIII Undistributed Income (see instructions)

	(a)	(b)	(c)	(d)
4 Distributable amount for 2000 from Bort VI	Corpus	Years prior to 2008	2008	2009
1 Distributable amount for 2009 from Part XI, line 7				73,782.
2 Undistributed income, if any, as of the end of 2009				73,702.
a Enter amount for 2008 only			0.	
b Total for prior years:			<u></u> -	
		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006 3,218.				
d From 2007 40,867.				
e From 2008 193, 425.				
f Total of lines 3a through e	237,510.			
4 Qualifying distributions for 2009 from				
Part XII, line 4: ►\$ 245,767.				
a Applied to 2008, but not more than line 2a			0.	
b Applied to undistributed income of prior				
years (Election required - see instructions)		0.		
c Treated as distributions out of corpus				
(Election required - see instructions)	0.			
d Applied to 2009 distributable amount				73,782.
e Remaining amount distributed out of corpus	171,985			
5 Excess distributions carryover applied to 2009 (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:				
& Corpus Add lines 3f, 4c, and 4e Subtract line 5	409,495.			
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 2008. Subtract line				
4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2009. Subtract				
lines 4d and 5 from line 1. This amount must				
be distributed in 2010				<u> </u>
7 Amounts treated as distributions out of				
corpus to satisfy requirements imposed by				
section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004				
not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2010.	400 405			
Subtract lines 7 and 8 from line 6a	409,495.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006 3, 218.				
c Excess from 2007 40,867.				
d Excess from 2008 193,425. e Excess from 2009 171,985.				
e Excess from 2009 171,985.				

(FORMERLY MARY GAYLORD FOUNDATION) 73-1519735 Page 10 Form 990-PF (2009) 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 2009, enter the date of the ruling 4942(1)(5) b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or Prior 3 years Tax vear 2 a Enter the lesser of the adjusted net (a) 2009 (b) 2008 (c) 2007 (d) 2006 (e) Total 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 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 (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see the instructions.) 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).) NONE 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. Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs: Check here | X | if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d. a The name, address, and telephone number of the person to whom applications should be addressed: N/Ab The form in which applications should be submitted and information and materials they should include: c Any submission deadlines: NONE d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors: NONE

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Part XV | Supplementary Information (continued)

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3 Grants and Contributions Paid During the Ye	ear or Approved for Future	Payment		
Recipient	If recipient is an individual,	Foundation	Purpose of grant or	
Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	status of recipient	Purpose of grant or contribution	Amount
a Paid during the year		·		
SEE STATEMENT 13				
Total			▶ 3a	242,000.
b Approved for future payment	-			
NONE				
Total	L		▶ 3b	0.
ıvlaj			50	U •

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Part XVI-A Analysis of Income-Producing Activities

1 Program service revenue: a	_	(b) Amount	Exclusion code	(d) Amount	Related or exempt function income
b c d e f g Fees and contracts from government agencies 2 Membership dues and assessments 3 Interest on savings and temporary cash investments 4 Dividends and interest from securities 5 Net rental income or (loss) from real estate: a Debt-financed property	_				
b c d e f g Fees and contracts from government agencies 2 Membership dues and assessments 3 Interest on savings and temporary cash investments 4 Dividends and interest from securities 5 Net rental income or (loss) from real estate: a Debt-financed property	_				
d e f g Fees and contracts from government agencies 2 Membership dues and assessments 3 Interest on savings and temporary cash investments 4 Dividends and interest from securities 5 Net rental income or (loss) from real estate: a Debt-financed property	_				
f g Fees and contracts from government agencies 2 Membership dues and assessments 3 Interest on savings and temporary cash investments 4 Dividends and interest from securities 5 Net rental income or (loss) from real estate: a Debt-financed property					
g Fees and contracts from government agencies Membership dues and assessments Interest on savings and temporary cash investments Dividends and interest from securities Net rental income or (loss) from real estate: a Debt-financed property					
g Fees and contracts from government agencies 2 Membership dues and assessments 3 Interest on savings and temporary cash investments 4 Dividends and interest from securities 5 Net rental income or (loss) from real estate: a Debt-financed property					
 2 Membership dues and assessments 3 Interest on savings and temporary cash investments 4 Dividends and interest from securities 5 Net rental income or (loss) from real estate: a Debt-financed property 					
 3 Interest on savings and temporary cash investments 4 Dividends and interest from securities 5 Net rental income or (loss) from real estate: a Debt-financed property 					· • · ·
investments 4 Dividends and interest from securities 5 Net rental income or (loss) from real estate: a Debt-financed property					
 4 Dividends and interest from securities 5 Net rental income or (loss) from real estate: a Debt-financed property 	-				
Net rental income or (loss) from real estate:a Debt-financed property			14	7,378.	
a Debt-financed property	<u> </u>		14	17,300.	
					
h Not deht-financed property		_			
a mor done intended property					
6 Net rental income or (loss) from personal					
property					
7 Other investment income					
8 Gain or (loss) from sales of assets other					
than inventory					<423,236
9 Net income or (loss) from special events					
O Gross profit or (loss) from sales of inventory					
1 Other revenue:					
a					
b		·			
С					
d					
e					
2 Subtotal. Add columns (b), (d), and (e)		0.		24,678.	<423,236
3 Total. Add line 12, columns (b), (d), and (e)				13	
See worksheet in line 13 instructions to verify calculations.	_)				
Part XVI-B Relationship of Activities		mnlishment of F	compt [Purnoses	•
rait Avi-b Relationship of Activities			·····		
Line No. Explain below how each activity for which ii			contribute	d importantly to the accompl	ishment of
the foundation's exempt purposes (other the foundation)	nan by providing fu	nds for such purposes).			
NONE					
			_		
					
					
			-		
					
			-		

	art XVI			AILORD FOUNDATION	nd Relationships With Nonc	019/33		ge 13
	artval	Exempt Organ	•	s to and transactions ar	nd Relationships with Nonc	naritable	•	
1	Did the			following with any other organization	described in section 501(c) of		Yes	No
•				ection 527, relating to political organiz				
,		rs from the reporting found						
١	(1) Cas	·		er er gameation on		1a(1)		Х
	, -	er assets				1a(2)		X
,		ansactions:						
•		es of assets to a noncharita	ble exempt organization			1b(1)		X
	, ,	chases of assets from a no	· -	zation		1b(2)		X
		ital of facilities, equipment,		- 		1b(3)		X
	· ·	mbursement arrangements				1b(4)		X
	• •	ins or loan guarantees				1b(5)		X
		formance of services or me	embership or fundraising s	olicitations		1b(6)		X
•		of facilities, equipment, ma	-			1c		X
	_				ays show the fair market value of the goo		ets.	
		•		• •	in any transaction or sharing arrangeme		,	
		(d) the value of the goods,			,	,		
(a)	Line no	(b) Amount involved		haritable exempt organization	(d) Description of transfers, transactions,	and sharing an	rangeme	nts
		· · · · · · · ·]	N/A		<u> </u>		
		-						
						•		
		*"						
							_	
28	a Is the fo	undation directly or indirect	tly affiliated with, or related	I to, one or more tax-exempt organiza	itions described			
		on 501(c) of the Code (other	=	· · ·		Yes	X] No
b	o If "Yes,"	complete the following sche	edule.					•
	-	(a) Name of org	janization	(b) Type of organization	(c) Description of relati	onship		
		N/A						
_								
					nts, and to the best of my knowledge and belief,	it is true, corre	ct,	
	and comple	ete Declaration of preparer (of the	y man taxpayer or fiduciary) is t	based on all information of which preparer has				
_	_	They sk	1 May	la 1/28/10	Irustee			
gn Here	Sign	ature of officer or trustee		Dáte	Title			
	, P	reparere		Da	te Check if Pre	parer's identify	ing num	ber
- 1		ignature Down	I serohu (144.	Self- employed ► □			
	Paid spare	rm's name (or yours HOGA	NTAYLOR LLP	- 	EIN ►			
	_ es s	self-employed), 1160		EXTENSION, SUITE	300			
	ad	ddress, and ZIP code OKLA	HOMA CITY, C		Phone no. (40	<u>15) 84</u>	8-20	020

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

Department of the Treasury Internal Revenue Service

Schedule of Contributors

► Attach to Form 990, 990-EZ, or 990-PF.

OMB No 1545-0047

2009

Name of the organization

THE MARY GAYLORD MCCLEAN FOUNDATION (FORMERLY MARY GAYLORD FOUNDATION)

Employer identification number

73-1519735

Organization type (check one)						
Filers of	:	Section:				
Form 99	0 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		X 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.				
		7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions				
General	Rule					
X	For an organization contributor Comple	filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one ete Parts I and II				
Special	Rules					
	509(a)(1) and 170(b)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1 Complete Parts I and II				
	For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use exclusively for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III.					
	For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use exclusively for religious, charitable, etc., purposes, but these contributions did not aggregate to 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 of \$5,000 or more during the year					
but it mi	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 line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)					

LHA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2009)

Page	1	1 At Book	
-age	⊥ of	1 of Parti	

Schedule B	(Form 990.	990-EZ, or	990-PF)	(2009)

Name of organization

THE MARY GAYLORD MCCLEAN FOUNDATION (FORMERLY MARY GAYLORD FOUNDATION)

Employer identification number

73-1519735

Part I	Contributors (see instructions)		
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	MARY GAYLORD MCCLEAN P.O. BOX 100 SIMPSONVILLE, KY 40067	\$\$	Person X Payroll Noncash (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person Payroll Omnicash Complete Part II if there is a noncash contribution Part II if there

FORM 99	0-PF. G	AIN OR (LOSS) F	FROM SALE	OF .	ASSETS	STA	ATEMENT 1
DESCRIP	(A) TION OF PROPERTY	•			MANNER CQUIRED	DATE ACQUIRED	DATE SOLD
FEDERAL	FARM CREDIT BON	D D		PU	RCHASED	03/04/08	01/22/09
	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE	C CATA	(F) N OR LOSS
	100,000.	100,000.		0.	DEFRE	0.	0.
DESCRIP	(A) TION OF PROPERTY				MANNER CQUIRED	DATE ACQUIRED	DATE SOLD
FEDERAL	FARM CREDIT BON	D D		PU	RCHASED	03/04/08	02/09/09
	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E)	C. GAIN	(F) N OR LOSS
·	100,000.	100,000.		0.		0.	0.
DESCRIP	(A) TION OF PROPERTY				MANNER CQUIRED	DATE ACQUIRED	DATE SOLD
18,650	SHS. CBS CORP. N	EW CL B		D	ONATED	01/04/06	09/15/09
	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE SALE	OF	(E)	C. GAIN	(F) OR LOSS
•	229,949.	422,565.		0.	- <u>-</u> -	0.	<192,616.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DAT ACQUI		SOLD
18,650 SHS. VIACOM, INC CL B		DONATED	01/04	/06 09/1	5/09
(B) (C) GROSS VALUE A SALES PRICE TIME OF A		(E) F DEPRE		(F)	SS
		0.	0.		620.>
CAPITAL GAINS DIVIDENDS FROM PART	' IV	<u>-</u>			0.
TOTAL TO FORM 990-PF, PART I, LIN	E 6A		=	<423,	236.>
FORM 990-PF INTEREST ON SAVINGS	AND TEMPORARY C	ASH INVEST	MENTS	STATEMENT	2
SOURCE				AMOUNT	
BANK OF AMERICA, NA SMITH BARNEY CITIGROUP					142. 236.
TOTAL TO FORM 990-PF, PART I, LIN	E 3, COLUMN A			7,	378.
FORM 990-PF DIVIDENDS AN	D INTEREST FROM	SECURITIE	S	STATEMENT	3
SOURCE	GROSS AMOUNT	CAPITAL DIVIDE		COLUMN (AMOUNT	
SMITH BARNEY CITIGROUP	17,300.		0.	17,	300.
TOTAL TO FM 990-PF, PART I, LN 4	17,300.		0.	17,	300.

FORM 990-PF	LEGAL	FEES	S'	TATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS		(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MCAFEE TAFT	1,239.	0.		1,239.
TO FM 990-PF, PG 1, LN 16A =	1,239.	0.		1,239.
FORM 990-PF	ACCOUNTI	NG FEES	S	TATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS		(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
HOGANTAYLOR, LLP - PREPARE 990PF HOGAN - COMPILATION	2,015.	0.		2,015.
SERVICES _	991.	496.		495.
TO FORM 990-PF, PG 1, LN 16B	3,006.	496.		2,510.
FORM 990-PF	TAX	ES	S	ratement 6
DESCRIPTION	(A) EXPENSES PER BOOKS		(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
2008 EXCISE TAX	471.	0.		0.
TO FORM 990-PF, PG 1, LN 18	471.	0.		0.

FORM 990-PF	OTHER E	XPENSES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVE MENT INC		(C) ADJUSTEI NET INCOM		
BANK CHARGES	36.	· · · · · · · · · · · · · · · · · · ·	18.			18.
TO FORM 990-PF, PG 1, LN 23	36.		18.			18.
FORM 990-PF	CORPORAT	E STOCK			STATEMENT	8
DESCRIPTION			вос	OK VALUE	FAIR MARKE VALUE	T
GAYLORD ENTERTAINMENT CO 18,3 AM HIGH INCOME FUND CAP WORLD GROWTH & INC FUND EUROPACIFIC GROWTH FUND FUNDAMENTAL INV FUND GROWTH FUND OF AMERICA	333 SHS	-		469,748. 102,205. 201,108. 152,509. 200,785. 151,232.	362,0 105,3 210,8 157,1 214,9 160,9	44. 97. 84. 93.
TOTAL TO FORM 990-PF, PART I	I, LINE 10B	=	1	.,277,587.	1,211,4	35.
FORM 990-PF	CORPORAT	E BONDS			STATEMENT	9
DESCRIPTION			вос	OK VALUE	FAIR MARKE VALUE	T
BOND FUND OF AMERICA INTERMEDIATE BOND FUND OF AM		-		100,968. 100,658.	101,3 100,5	
TOTAL TO FORM 990-PF, PART I	, LINE 10C	- -		201,626.	201,8	84.
FORM 990-PF INT	TEREST AND P	ENALTIES			STATEMENT	10
					7,0	44. 36. 70.
TOTAL AMOUNT DUE					7,1	50.

	AND CONTRIBUTIONS DURING THE YEAR	STATI	EMENT 13
RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT		AMOUNT
AMERICAN SADDLEBRED HORSE ASSOCIATION, INC. 4083 IRON WORKS PKWY LEXINGTON, KY 40511	N/A YOUTH PROGRAMS & SCHOLARSHIPS	PUBLIC	1,000.
AMERICAN SADDLEBRED HORSE ASSOCIATION, INC. 4083 IRON WORKS PKWY LEXINGTON, KY 40511	N/A GENERAL OPERATIONS	PUBLIC	25,000.
AMERICAN SADDLEBRED MUSEUM 4083 IRON WORKS PKWY LEXINGTON, KY 40511		PUBLIC	10,000.
FIELDSTONE FARM FOUNDATION, INC. 198 MAD RIVER LANE ELSBERRY, MO 63343		PUBLIC	5,000.
FLORIDA ENGLISH BULL P.O. BOX 754 ODESSA, FL 33556	N/A GENERAL OPERATIONS	PUBLIC	500.
GREEN HILL THERAPY, INC. 1410 LONG RUN ROAD LOUISVILLE, KY 40245	N/A GENERAL OPERATIONS	PUBLIC	5,000.
JEWISH HOSPITAL & ST MARY'S FOUNDATION 200 ABRAHAM FLEXNER WAY LOUISVILLE, KY 40202	N/A EMERGENCY DEPARTMENT EXPANSION	PUBLIC	50,000.
MARION THERAPEUTIC RIDING ASSOCIATION P.O. BOX 830488 OCALA, FL 34483-0488	N/A GENERAL OPERATIONS	PUBLIC	1,000.

THE MARY GAYLORD MCCLEAN FOUNDA	ATION (FOR		73-1519735
MARION THERAPEUTIC RIDING ASSOCIATION. P.O. BOX 830488 OCALA, FL 34483-0488	N/A GENERAL OPERATIONS	PUBLIC	5,000.
METRO UNITED WAY 334E. BROADWAY LOUISVILLE, KY 40204-0488	N/A GENERAL OPERATIONS	PUBLIC	1,000.
MIDWEST CHARITY HORSE SHOW P.O. BOX 9828 SPRINGFIELD, IL 627919828		PUBLIC	10,000.
NATIONAL ACADEMY CHAMPIONSHIP FINALS 147 SADDLEBRED DR. HARTSELLE, AL 35640	N/A GENERAL OPERATIONS	PUBLIC	5,000.
SHELBY COUNTY A & M ASSOCIATION P.M.B. 228, 18 VILLAGE PLAZA SHELBYVILLE, KY 40065		PUBLIC	5,000.
SHELBY COUNTY HUMANE SOCIETY 40 NORTH SEVENTH STREET SHELBYVILLE, KY 40065	N/A CAPITAL CAMPAIGN	PUBLIC	50,000.
SHELBYVILLE HORSE SHOW 1386 SNIDER ROAD COXS CREEK, KY 40013		PUBLIC	30,000.
THE LUCI CENTER 500 HEBRON ROAD SHELBYVILLE, KY 40065	N/A GENERAL OPERATIONS	PUBLIC	5,000.
UPHA DEWEY H. 4059 IRON WORKS PKWY STE 2 LEXINGTON, KY 40511	N/A GENERAL OPERATIONS	PUBLIC	1,500.
UPHA EXCEPTIONAL CHALLENGE CUP 4059 IRON WORKS PKWY STE 2 LEXINGTON, KY 40511	N/A GENERAL OPERATIONS	PUBLIC	25,000.

THE MARY GAYLORD MCCLEAN FOUND	DATION (FOR		73-1519735
UPHA MARIA KNIGHT SCHOLARSHIP FUND 4059 IRON WORKS PKWY STE 2 LEXINGTON, KY 40511	N/A GENERAL OPERATIONS	PUBLIC	5,000.
USET FOUNDATION 1040 POTTERSVILLE ROAD GLADSTONE, NJ 07934	N/A GENERAL OPERATIONS	PUBLIC	2,000.
TOTAL TO FORM 990-PF, PART XV, I	JINE 3A		242,000.

Form **8868**

(Rev. April 2009)

Department of the Treasury Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

► File a separate application for each return

OMB No 1545-1709

 If you are filing for an Automatic 3-Month Extension, complete only Part I and check this box 		▶ 🗓
If you are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II (on page 2 of the last of the las	f this form)	
Do not complete Part II unless you have already been gentled in a province of month extension on a previous	sly filed Fo	rm 8868.
Part I Automatic 3-Month Extension@K[[map] Automatic 3-Month Extension@K[[map]] Autom		
A corporation required to file Form 990-T and requesting an automatic 6-month extension theck this box and	l complete	
Part I only	Complete	▶ □
All other corporations (including 1120-C filers), partnerships (and C amplifies must use Form 7004 to require		area of time
to file income tax returns.		
Electronic Filing (e-file). Generally, you can electronically file Form 3668 to you want a 3-month automatic exnoted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronic automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic www.irs.gov/efile and click on e-file for Chanties & Nonprofits.	ctronically if or consolid	(1) you want the additional ated Form 990-T. Instead,
Type or Name of Exempt Organization	Emp	loyer identification number
print THE MARY GAYLORD MCCLEAN FOUNDATION		
(FORMERLY MARY GAYLORD FOUNDATION)	7	<u>3-1519735</u>
File by the due date for filing your POST OFFICE BOX 100		
City, town or post office, state, and ZIP code For a foreign address, see instructions. SIMPSONVILLE, KY 40067		
Check type of return to be filed (file a separate application for each return)		
Form 990 Form 990-T (corporation)	rm 4720	
	rm 5227	
	rm 6069	
	rm 8870	
		· - · · · ·
RICHARD A. DAVIS, CPA		
• The books are in the care of • 1012 FOX LAKE LANE - EDMOND, OK 7303		····
Telephone No \blacktriangleright 405-659-9764 FAX No \blacktriangleright 405-285-4	391	
If the organization does not have an office or place of business in the United States, check this box		. •
	If this is fo	r tha whala aroun chack thic
If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN)		
 If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) box ▶		
If it is for part of the group, check this box ▶ and attach a list with the names and EINs request an automatic 3-month (6-months for a corporation required to file Form 990-T) extension of time AUGUST 15, 2010 To file the exempt organization return for the organization name is for the organization's return for. X calendar year 2009 Or	of all memb	ers the extension will cover.
l request an automatic 3-month (6-months for a corporation required to file Form 990-T) extension of times and EINs 1 AUGUST 15, 2010 15 15 15 15 15 15 15	of all memb	ers the extension will cover.
l request an automatic 3-month (6-months for a corporation required to file Form 990-T) extension of time AUGUST 15, 2010 and attach a list with the names and EINs trequest an automatic 3-month (6-months for a corporation required to file Form 990-T) extension of time AUGUST 15, 2010 and the exempt organization return for the organization names for the organization's return for. ■ X calendar year 2009 or	of all memb	ers the extension will cover.
 If it is for part of the group, check this box ▶ and attach a list with the names and EINs I request an automatic 3-month (6-months for a corporation required to file Form 990-T) extension of time AUGUST 15, 2010 and it is for the organization's return for. ▶ X calendar year 2009 or ▶ and ending If this tax year is for less than 12 months, check reason Initial return Final return If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any 	e until	The extension Change in accounting period
I request an automatic 3-month (6-months for a corporation required to file Form 990-T) extension of tim AUGUST 15, 2010 , to file the exempt organization return for the organization nar is for the organization's return for. X calendar year 2009 or tax year beginning , and ending If this tax year is for less than 12 months, check reason Initial return Final return 3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	of all memb	The extension Change in accounting period
 If it is for part of the group, check this box ▶ and attach a list with the names and EINs I request an automatic 3-month (6-months for a corporation required to file Form 990-T) extension of time AUGUST 15, 2010 and the exempt organization return for the organization name is for the organization's return for. ▶ X calendar year 2009 or ▶ tax year beginning and ending If this tax year is for less than 12 months, check reason Initial return Final return 3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions. b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated 	e until ned above.	The extension Change in accounting period \$ 475.
 If it is for part of the group, check this box ▶ and attach a list with the names and EINs I request an automatic 3-month (6-months for a corporation required to file Form 990-T) extension of time AUGUST 15, 2010 and it is for the organization's return for. ▼ X calendar year 2009 or ▼ Tax year beginning and ending /li>	e until	The extension Change in accounting period \$ 475.
 If it is for part of the group, check this box ▶ and attach a list with the names and EINs I request an automatic 3-month (6-months for a corporation required to file Form 990-T) extension of time AUGUST 15, 2010 and the exempt organization return for the organization name is for the organization's return for. ▼ X calendar year 2009 or ▼ It this tax year beginning and ending and ending and ending from the sequence of the exempt organization return and ending and ending from the exempt organization return and ending from the organization is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions. If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit Balance Due. Subtract line 3b from line 3a Include your payment with this form, or, if required, 	e until ned above.	The extension Change in accounting period \$ 475.
 If it is for part of the group, check this box ▶ and attach a list with the names and EINs I request an automatic 3-month (6-months for a corporation required to file Form 990-T) extension of time AUGUST 15, 2010 and the exempt organization return for the organization name is for the organization's return for. ▶ X calendar year 2009 or ▶ and ending and endi	e until ned above.	The extension Change in accounting period \$ 475.