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Return of Private Foundation

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

OMB No 1545-0052

2014

Department of the Treasury
Internal Revenue ServiceDo not enter social security numbers on this form as it may be made public.
Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

Open to Public Inspection

For calendar year 2014 or tax year beginning APR 1, 2014, and ending MAR 31, 2015

Name of foundation MCMAHON FOUNDATION		A Employer identification number 73-0664314
Number and street (or P.O. box number if mail is not delivered to street address) P.O. BOX 2156	Room/suite	B Telephone number (580) 355-4622
City or town, state or province, country, and ZIP or foreign postal code LAWTON, OK 73502		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 58,301,567.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received					
2 Check <input checked="" type="checkbox"/> If the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		292.	292.	292.	STATEMENT 1
4 Dividends and interest from securities		2,202,470.	2,202,470.	2,202,470.	STATEMENT 2
5a Gross rents		9,000.	9,000.	9,000.	STATEMENT 3
b Net rental income or (loss) 9,000.					
6a Net gain or (loss) from sale of assets not on line 10		743,355.			
b Gross sales price for all assets on line 6a 18,924,189.					
7 Capital gain net income (from Part IV, line 2)			743,355.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		477,915.	477,915.	0.	STATEMENT 4
12 Total. Add lines 1 through 11		3,433,032.	3,433,032.	2,211,762.	
13 Compensation of officers, directors, trustees, etc		50,778.	38,084.	38,084.	12,695.
14 Other employee salaries and wages		27,641.	12,038.	12,038.	15,603.
15 Pension plans, employee benefits		1,475.	1,033.	1,033.	442.
16a Legal fees					
b Accounting fees STMT 5		24,000.	24,000.	24,000.	0.
c Other professional fees STMT 6		81,566.	81,566.	81,566.	0.
17 Interest					
18 Taxes STMT 7		96,642.	34,818.	34,818.	2,844.
19 Depreciation and depletion		7,387.	165.	165.	
20 Occupancy		18,716.	1,606.	1,606.	17,111.
21 Travel, conferences, and meetings		10,494.	0.	0.	0.
22 Printing and publications					
23 Other expenses STMT 8		46,762.	46,357.	46,357.	405.
24 Total operating and administrative expenses. Add lines 13 through 23		365,461.	239,667.	239,667.	49,100.
25 Contributions, gifts, grants paid		2,593,297.			2,593,297.
26 Total expenses and disbursements. Add lines 24 and 25		2,958,758.	239,667.	239,667.	2,642,397.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		474,274.			
b Net investment income (if negative, enter -0-)			3,193,365.		
c Adjusted net income (if negative, enter -0-)				1,972,095.	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only			Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value			
Assets	1	Cash - non-interest-bearing	200.	200.	200.		
	2	Savings and temporary cash investments	180,807.	674,967.	674,967.		
	3	Accounts receivable ▶					
		Less: allowance for doubtful accounts ▶					
	4	Pledges receivable ▶					
		Less: allowance for doubtful accounts ▶					
	5	Grants receivable					
	6	Receivables due from officers, directors, trustees, and other disqualified persons					
	7	Other notes and loans receivable ▶					
		Less: allowance for doubtful accounts ▶					
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges		2,444.	2,444.		
	10a	Investments - U.S. and state government obligations STMT 9	3,446,680.	4,446,803.	4,216,990.		
	b	Investments - corporate stock STMT 10	38,988,022.	39,516,334.	45,879,975.		
	c	Investments - corporate bonds STMT 11	5,705,651.	4,161,710.	4,191,384.		
	11	Investments - land, buildings, and equipment: basis ▶ 66,100.					
	Less: accumulated depreciation ▶	66,100.	66,100.	200,000.			
12	Investments - mortgage loans						
13	Investments - other STMT 12	43,891.	43,724.	1,264,711.			
14	Land, buildings, and equipment: basis ▶ 559,882.						
	Less: accumulated depreciation ▶ 371,290.	195,812.	188,592.	1,756,176.			
15	Other assets (describe ▶ JEWELRY)	6,290.	6,290.	114,720.			
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	48,633,453.	49,107,164.	58,301,567.			
Liabilities	17	Accounts payable and accrued expenses	3,795.	3,232.			
	18	Grants payable	484,293.	622,008.			
	19	Deferred revenue					
	20	Loans from officers, directors, trustees, and other disqualified persons					
	21	Mortgages and other notes payable					
	22	Other liabilities (describe ▶)					
23	Total liabilities (add lines 17 through 22)	488,088.	625,240.				
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input checked="" type="checkbox"/>						
	24	Unrestricted	36,841,245.	37,149,771.			
	25	Temporarily restricted					
	26	Permanently restricted	11,304,120.	11,332,153.			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>						
	27	Capital stock, trust principal, or current funds					
	28	Paid-in or capital surplus, or land, bldg., and equipment fund					
	29	Retained earnings, accumulated income, endowment, or other funds					
30	Total net assets or fund balances	48,145,365.	48,481,924.				
31	Total liabilities and net assets/fund balances	48,633,453.	49,107,164.				

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	48,145,365.
2	Enter amount from Part I, line 27a	2	474,274.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	48,619,639.
5	Decreases not included in line 2 (itemize) ▶ INCREASE IN GRANTS PAYABLE	5	137,715.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	48,481,924.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a SUMMARY OF GAINS/LOSSES - SEE SUPPORTING				
b SCHEDULE		P	VARIOUS	03/31/15
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b 18,924,189.		18,180,834.	743,355.	
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				
b			743,355.	
c				
d				
e				
2 Capital gain net income or (net capital loss)		2		743,355.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8		3		743,355.

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2013	2,589,209.	54,380,261.	.047613
2012	2,534,372.	50,500,456.	.050185
2011	2,458,281.	52,071,607.	.047210
2010	2,423,734.	51,401,461.	.047153
2009	2,547,608.	48,114,761.	.052949
2 Total of line 1, column (d)		2	.245110
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	.049022
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5		4	56,178,289.
5 Multiply line 4 by line 3		5	2,753,972.
6 Enter 1% of net investment income (1% of Part I, line 27b)		6	31,934.
7 Add lines 5 and 6		7	2,785,906.
8 Enter qualifying distributions from Part XII, line 4		8	2,642,397.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter. _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	63,867.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3	Add lines 1 and 2	3	63,867.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	63,867.
6	Credits/Payments.		
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	42,120.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	42,120.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	21,747.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be: Credited to 2015 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? 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
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
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.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
4b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> 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) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13		X
14	The books are in care of ► DANA PARRISH Located at ► 714-716 AVENUE C LAWTON, OK	Telephone no. ► 580-355-4622 ZIP+4 ► 73501		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A			
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1) If "Yes," enter the name of the foreign country ►	16	Yes	No X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	X
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 2014?	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))		
a At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
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)	N/A	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 ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2014 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 2014.)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a
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 2014?		4b

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

X

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
		50,778.	1,475.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
N/A	0.00	0.	0.	0.

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

0

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
BESSEMER TRUST 630 FIFTH AVENUE, NEW YORK, NY 10111	INVESTMENT COUNSEL	81,566.

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

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 SEE STATEMENT 15	
	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

	Amount
1 N/A	
	0.
2	
All other program-related investments. See instructions	
3	
Total. Add lines 1 through 3	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.		
a	Average monthly fair market value of securities	1a	54,858,230.
b	Average of monthly cash balances	1b	542,135.
c	Fair market value of all other assets	1c	1,633,431.
d	Total (add lines 1a, b, and c)	1d	57,033,796.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	57,033,796.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	855,507.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	56,178,289.
6	Minimum investment return. Enter 5% of line 5	6	2,808,914.

Part XI**Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	2,808,914.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	63,867.
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	63,867.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,745,047.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	2,745,047.
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	2,745,047.

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	2,642,397.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,642,397.
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	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,642,397.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7 ..				2,745,047.
2 Undistributed income, if any, as of the end of 2014:				
a Enter amount for 2013 only			2,589,209.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2014:				
a From 2009				
b From 2010				
c From 2011				
d From 2012				
e From 2013				
f Total of lines 3a through e ..	0.			
4 Qualifying distributions for 2014 from Part XII, line 4. ► \$ 2,642,397.				
a Applied to 2013, but not more than line 2a			2,589,209.	
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 2014 distributable amount				53,188.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5.	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b.		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions.		0.		
e Undistributed income for 2013. Subtract line 4a from line 2a. Taxable amount - see instructions.			0.	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015.				2,691,859.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2010				
b Excess from 2011				
c Excess from 2012				
d Excess from 2013				
e Excess from 2014				

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 2014, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(i)(3) or ☐ 4942(j)(5)

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

b 85% of line 2a

c Qualifying distributions from Part XII,
line 4 for each year listed

d Amounts included in line 2c not used directly for active conduct of exempt activities

e Qualifying distributions made directly for active conduct of exempt activities

Subtract line 2d from line 2c

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

a "Assets" alternative test - enter.

(1) Value of all assets

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

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

c "Support" alternative test - enter.

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

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

(3) Largest amount of support from an exempt organization

(4) Gross investment income

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

1 Information Regarding Foundation Managers:

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

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

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

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

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

DANA PARRISH, P.O. BOX 2156, LAWTON, OK. 73502, (580)355-4622

b The form in which applications should be submitted and information and materials they should include

NATURE OF THE ORGANIZATION AND THE PURPOSE OF THE GRANT REQUEST.

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.

NO GRANTS MADE OUTSIDE THE STATE OF OKLAHOMA.

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE STATEMENT 15				
Total			3a	0.
b Approved for future payment SEE STATEMENT 16				
Total			3b	0.

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



		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash	1a(1)	X
	(2) Other assets	1a(2)	X
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X
	(3) Rental of facilities, equipment, or other assets	1b(3)	X
	(4) Reimbursement arrangements	1b(4)	X
	(5) Loans or loan guarantees	1b(5)	X
	(6) Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b. If "Yes," complete the following schedule.		
(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		


Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Sign Here  Kenneth Bridges 6-10-2015  _____

Signature of officer or trustee Date Title

☒ Yes ☐ No

May the IRS discuss this return with the preparer shown below (see instr.)?

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature 	Date 6-8-15	Check <input type="checkbox"/> if self-employed	PTIN
	GARY A. DAVIDSON				P00218822
	Firm's name ▶ DAVIDSON FREEDLE ESPENHOVER & OVERBY, P			Firm's EIN ▶ 74-2933856	
	Firm's address ▶ 222 SIDNEY BAKER SOUTH, SUITE 635 KERRVILLE, TX 78028			Phone no 830-896-1100	

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
INTEREST INCOME	292.	292.	292.
TOTAL TO PART I, LINE 3	292.	292.	292.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
PRIMARILY BESSEMER TRUST	2,202,470.	0.	2,202,470.	2,202,470.	2,202,470.
TO PART I, LINE 4	2,202,470.	0.	2,202,470.	2,202,470.	2,202,470.

FORM 990-PF RENTAL INCOME STATEMENT 3

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
RENTAL INCOME	1	9,000.
TOTAL TO FORM 990-PF, PART I, LINE 5A		9,000.

FORM 990-PF OTHER INCOME STATEMENT 4

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OIL & GAS	477,915.	477,915.	477,915.
TOTAL TO FORM 990-PF, PART I, LINE 11	477,915.	477,915.	477,915.

FORM 990-PF	ACCOUNTING FEES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DAVIDSON, FREEDLE, ESPENHOVER & OVERBY, P.C., AUDITING & 990PF	24,000.	24,000.	24,000.	0.
TO FORM 990-PF, PG 1, LN 16B	24,000.	24,000.	24,000.	0.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BESSEMER TRUST MANAGEMENT FEES	81,566.	81,566.	81,566.	0.
TO FORM 990-PF, PG 1, LN 16C	81,566.	81,566.	81,566.	0.

FORM 990-PF	TAXES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
AD VALOREM TAXES	29,209.	29,209.	29,209.	0.
PAYROLL TAXES	6,009.	3,165.	3,165.	2,844.
FEDERAL EXCISE TAXES	58,980.	0.	0.	0.
STATE UNEMPLOYMENT TAXES	2,444.	2,444.	2,444.	0.
TO FORM 990-PF, PG 1, LN 18	96,642.	34,818.	34,818.	2,844.

FORM 990-PF	OTHER EXPENSES			STATEMENT 8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MISCELLANEOUS	46,762.	46,357.	46,357.	405.
TO FORM 990-PF, PG 1, LN 23	46,762.	46,357.	46,357.	405.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT 9
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
SEE INVESTMENTS SUPPORTING SCHEDULE	X		4,446,803.	4,216,990.
TOTAL U.S. GOVERNMENT OBLIGATIONS			4,446,803.	4,216,990.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			4,446,803.	4,216,990.

FORM 990-PF	CORPORATE STOCK		STATEMENT 10
DESCRIPTION			
SEE INVESTMENTS SUPPORTING SCHEDULE	BOOK VALUE	FAIR MARKET VALUE	
	39,516,334.	45,879,975.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	39,516,334.	45,879,975.	

FORM 990-PF	CORPORATE BONDS		STATEMENT 11
DESCRIPTION			
SEE INVESTMENTS SUPPORTING SCHEDULE	BOOK VALUE	FAIR MARKET VALUE	
	4,161,710.	4,191,384.	
TOTAL TO FORM 990-PF, PART II, LINE 10C	4,161,710.	4,191,384.	

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	12
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
OIL & GAS PROPERTY	COST	43,724.	1,264,711.
TOTAL TO FORM 990-PF, PART II, LINE 13		43,724.	1,264,711.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	13
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
KENNETH BRIDGES 3304 BALTIMORE LAWTON, OK 73505	CHAIRMAN 0.00	0.	0.	0.
KENNETH EASTON 715 N.W. 46TH LAWTON, OK 73505	VICE CHAIRMAN 0.00	0.	0.	0.
MICHAEL MAYHALL 143 N.W. 36TH LAWTON, OK 73505	SEC./TREAS. 0.00	0.	0.	0.
TODD BRIDGES, DDS 8217 N.W. STONEBRIDGE CT LAWTON, OK 73505	TRUSTEE 0.00	0.	0.	0.
RONALD E. CAGLE, M.D. 3501 N.W. RIDGEROAD PL. LAWTON, OK 73505	TRUSTEE 0.00	0.	0.	0.
PHIL KENNEDY #2 S.W. C AVENUE LAWTON, OK 73501	TRUSTEE 0.00	0.	0.	0.
ORVILLE D. SMITH 8003 N.W. ALDWICK LAWTON, OK 73505	TRUSTEE 0.00	0.	0.	0.
DANA PARRISH 1018 SE ALTA LANE LAWTON, OK 73501	EXECUTIVE DIRECTOR 40.00	50,778.	1,475.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		50,778.	1,475.	0.

THE MCMAHON FOUNDATION
FYE March 31, 2015

Grants Paid During the Year

NAME & ADDRESS	FOUNDATION STATUS	PURPOSE OF GRANT	AMOUNT
Armed Services YMCA 900 NW Cache Road Lawton, OK 73507	Public charity	Construction of facility	200,000.00
Arts For All, Inc. PO Box 592 Lawton, OK 73502	Public charity	Support community arts	20,000.00
Boy Scouts of America Last Frontier Council 620 NW Cache Road Lawton, OK 73507	Public charity	Special program	2,885.00
Christian Family Counseling Center 5002 SW Lee Boulevard Lawton, OK 73505	Public charity	Computer equipment and software	20,000.00
Cameron University 2800 W. Gore Blvd. Lawton, OK 73505	Tax exempt	Scholarships and remodel classroom space	375,000.00
Chisholm Trail Heritage Center Assoc 1000 Chisholm Trail Parkway Duncan, OK 73533	Public charity	Special program	9,500.00
Comanche County Fairgrounds Trust Authority 920 S Sheridan Road Lawton, OK 73505	Tax Exempt	Facility improvements	50,000.00
Comanche County Memorial Hospital Foundation 3401 W. Gore Blvd. Lawton, OK 73505	Public foundation 73-1424430	Support special program and rehab gym	27,000.00
Comanche County Saddle & Sirloin Club PO Box 2009 Lawton, OK 73502	Public charity	Support youth programs	5,000.00
Great Plains Technology Center 4500 W. Lee Blvd. Lawton, OK 73505	Tax exempt	Construction of new building	582,500.00
Great Plains Technology Ctr. Found. 4500 W. Lee Blvd. Lawton, OK 73505	Public foundation 73-1108753	Scholarships	61,285.02

THE MCMAHON FOUNDATION
FYE March 31, 2015

Grants Paid During the Year			
NAME & ADDRESS	FOUNDATION STATUS	PURPOSE OF GRANT	AMOUNT
Lawton Area Reading Council c/o Lynda Robinson 336 SW Boatsman Ave Lawton, OK 73505	Public charity	Support special program	6,000.00
Lawton Arts & Humanities Council PO Box 1054 Lawton, OK 73502	Tax exempt	Support special program	3,000.00
Lawton Alcoholic Foundation PO Box 3231 Lawton, OK 73502	Public charity	Construct facility	50,000.00
City of Lawton 212 SW 9th Street Lawton, OK 73501	Tax exempt	Park improvements	179,500.00
Lawton Enhancement Trust Authority 212 SW 9th Street Lawton, OK 73501	Tax exempt	Community service project	15,000.00
Lawton Family YMCA 5 SW 5th Street Lawton, OK 73501	Public charity	Facility improvements	500,000.00
Lawton Philharmonic Society PO Box 1473 Lawton, OK 73502	Public charity	Support	55,500.00
Medicine Park Museum of Natural Science PO Box 337 Medicine Park, OK 73557	Public charity	Construct facility	100,000.00
Q.U.E.S.T. of Oklahoma Inc. PO Box 6082 Lawton, OK 73506	Public charity	Special program	87,700.00
Roadback, Inc. 102 SW 12th Street Lawton, OK 73501	Public charity	Facility improvements and vans	140,777.79
University of Oklahoma Foundaiton 100 Timberdell Rd. Norman, OK 73019	Public foundation 73-6091755	Scholarships	25,000.00

THE MCMAHON FOUNDATION
FYE March 31, 2015

Grants Paid During the Year

NAME & ADDRESS	FOUNDATION STATUS	PURPOSE OF GRANT	AMOUNT
United Way of Lawton-Ft. Sill 1118 SW A Avenue Lawton, OK 73501	Public charity	Annual support	50,000.00
Wichita Mountains Easter Sunrise Service Association PO Box 2003 Lawton, OK 73502	Public charity	Facility improvements	27,648.71
Total			<u>2,593,296.52</u>

THE MCMAHON FOUNDATION
FYE March 31, 2015
Grants Contributions Approved for Future Payments

NAME & ADDRESS	FOUNDATION STATUS	PURPOSE OF GRANT	AMOUNT
Armed Services YMCA 900 NW Cache Road Lawton, OK 73507	Public charity	Construction of facility	400,000.00
Cameron University 2800 W. Gore Blvd. Lawton, OK 73505	Tax exempt	Scholarships	125,000.00
Great Plains Technology Ctr Found 4500 W. Lee Blvd Lawton, OK 73505	Public foundation 73-1108753	Scholarships	33,007.68
Lawton Alcoholic Foundation PO Box 3231 Lawton, OK 73502	Public charity	Construction of facility	35,000.00
Oklahoma Arts Institute 111 NW 9th Street Oklahoma City, OK 73102	Pubic charity	Special program	4,000.00
University of Oklahoma Foundaiton 100 Timberdell Rd. Norman, OK 73019	Public foundation 73-6091755	Scholarships	25,000.00
Total			<u>622,007.68</u>

THE MCMAHON FOUNDATION
FORM 990-PF, PART 1, LINE 19

73-0664314

DEPRECIATION & DEPLETION

<u>DESCRIPTION</u>	<u>ACQUIRED</u>	<u>COST</u>	<u>METHOD</u>	<u>PRIOR YEARS' DEPREC.</u>	<u>RATE OR LIFE</u>	<u>2014 DEPREC.</u>
FOUNDATION BUILDING	VARIOUS	157,884	SL	138,487	50	2,158
BUILDING, FURNITURE & EQUIPMENT	VARIOUS	224,446	SL	213,298	5-10	3,585
OFFICE FURNITURE & EQUIPMENT	VARIOUS	14,912	SL	12,285	5-10	1477
LAND	VARIOUS	<u>162,640</u>	L	<u> </u>		<u> </u>
TOTAL DEPRECIABLE ASSETS		<u>559,882</u>		<u>364,070</u>		<u>7,220</u>

DEPLETABLE ASSETS

OIL AND GAS ROYALTIES	<u>685,254</u>	COST	<u>641,363</u>	<u>167</u>
	<u>1,245,136</u>		<u>1,005,433</u>	<u>7,387</u>

THE MCMAHON FOUNDATION
FORM 990-PF

73-0664314

LAND, BUILDINGS, AND EQUIPMENT, PART II, LINE 14

<u>ASSET</u>	<u>COST</u>	<u>ACCUM. DEPREC.</u>	<u>BOOK VALUE</u>
BUILDING	157,884	140,645	17,239
FURNITURE & FIXTURES	224,446	216,883	7,563
OFFICE FURNITURE & FIXTURES	14,912	13,762	1,150
REAL ESTATE	155,437	0	155,437
REAL ESTATE - LOT 26	7,203	0	7,203
TOTAL	559,882	371,290	188,592

THE MCMAHON FOUNDATION

SUPPLEMENTAL SCHEDULE OF STOCKS, MUTUAL FUNDS AND PRIVATE EQUITY FUNDS FOR THE YEAR ENDED MARCH 31, 2015 (MODIFIED CASH BASIS)

	BALANCE MARCH 31, 2014			PURCHASED			SOLD			BALANCE MARCH 31, 2015			APPROXIMATE MARKET VALUE	
	SHARES	COST		SHARES	COST		SHARES	COST		SHARES	COST		MARCH 31, 2015	(unaudited)
Ace, Ltd.	925	\$ 50,538		230	\$ 26,030		400	\$ 26,517		755	\$ 50,051		\$ 84,174	
Aetna, Inc.	2,150	106,483		500	37,901		1,250	67,917		1,400	76,067		149,142	
American International Group	1,800	74,646		380	19,669		1,000	43,264		1,180	51,051		64,652	
American Waterworks	4,000	163,236		725	41,006		2,000	86,451		2,725	117,791		147,722	
Apple, Inc.	350	167,548		2,540	49,737					2,890	217,285		359,602	
Astrazeneca Plc				2,940	212,529					2,940	212,529		202,042	
Avago Technologies	2,500	88,404		240	25,645		1,450	51,275		1,290	62,774		163,804	
BNP Paribas	2,500	66,722		2,850	77,634					5,350	144,356		162,522	
Bombardier Inc Cl B				10,500	36,342		10,500	36,342		-	-		-	
Bridgestone Corp ADR	5,200	93,535		1,100	21,539					6,300	115,074		126,497	
British Sky Broadcasting	2,550	159,942		360	20,430					2,910	180,372		171,585	
CDW Group				2,250	85,358		1,850	70,344		2,250	85,358		83,790	
Century Link, Inc.	1,850	70,344								-	-		-	
China Construction	75	1,112					75	1,112		-	-		-	
China Telecom	2,725	152,582		470	29,300					3,195	181,882		205,566	
Citigroup, Inc.	1,850	56,380		390	19,128					2,240	75,508		115,404	
ConocoPhillips	1,725	101,658		1,675	106,667					3,400	208,325		211,684	
Cummings, Inc.	375	48,793		75	10,975					450	59,768		62,388	
CVS /Caremark, Corp.	1,125	42,602		270	27,240		1,800	70,192		1,395	69,842		143,977	
Daihatsu Motor Company	1,800	70,192								-	-		-	
DBS Group	2,800	146,273		420	25,247					3,220	171,520		191,177	
Discover Financial Services				2,250	136,773					2,250	136,773		126,787	
Dollar General	2,900	131,778		725	50,551					3,625	182,329		273,252	
Eddison International				2,000	129,563					2,000	129,563		124,940	
ENI SPA ADR	1,550	65,811					1,550	65,811		-	-		-	
Fifth Avenue Global Offshore Fund	1,398	2,290,000					1,398	2,290,000		1,027	2,295,000		2,735,128	
Fifth Avenue Special Situations Fund	1,027	2,295,000					-	-		-	-		-	
Fifth Avenue Value Creation Fund	869	915,000					869	915,000		-	-		-	
Fifth Avenue Multi-Strat C-S5				1,576	3,939,926					1,576	3,939,926		4,049,725	
Hitechi Ltd ADR	1,250	99,467		1,120	83,125					2,370	182,592		162,683	
HSBC Holdings	2,000	99,702		1,180	59,490					3,180	159,192		135,436	
Illinois Tool Works	750	51,211		170	15,971					920	67,182		89,368	
Imperial Royalties Co, Preferred	10	1								10	1		1	
Imperial Tobacco LT ADR	1,825	134,881					1,825	134,881		-	-		-	

See Independent Auditors' Report and Notes to Financial Statements

THE MCMAHON FOUNDATION

SUPPLEMENTAL SCHEDULE OF STOCKS, MUTUAL FUNDS AND PRIVATE EQUITY FUNDS FOR THE YEAR ENDED MARCH 31, 2015 (MODIFIED CASH BASIS)

	<u>BALANCE MARCH 31, 2014</u>			<u>PURCHASED</u>			<u>SOLD</u>			<u>BALANCE MARCH 31, 2015</u>			<u>APPROXIMATE</u> <u>MARKET</u> <u>VALUE</u> <u>MARCH 31, 2015</u> <u>(unaudited)</u>
	<u>SHARES</u>	<u>COST</u>		<u>SHARES</u>	<u>COST</u>		<u>SHARES</u>	<u>COST</u>		<u>SHARES</u>	<u>COST</u>		
Itochu Corp ADR	6,200	135,144		1,225	25,149					7,425	160,293		161,159
J Sainsbury SPN ADR	8,000	180,131		925	15,213		2,500	56,291		6,425	139,053		98,887
KDDI Corp	7,000	60,823		1,275	22,415					8,275	83,238		140,509
Keycorp	12,000	160,451		2,750	36,710					14,750	197,161		208,860
Kirby Corp				930	103,457					930	103,457		69,796
L Brands, Inc	2,400	134,877					2,400	134,877		-	-		
Lorillard, Inc.	1,400	62,627					1,400	62,627		-	-		
Macy's, Inc.	1,875	66,302		290	19,129					2,165	85,431		140,530
Marathon Oil Corporation	1,750	50,940					1,750	50,940		-	-		
Morgan Stanley	1,650	48,306					1,500	44,443		1,400	41,480		49,966
Munich RE Group ADR	6,575	83,229		1,250	37,617		6,575	83,229		-	-		
Mylan, Inc	2,500	103,140		1,750	87,707					4,250	190,847		252,237
Nielsen Holdings	1,600	52,864		310	13,921					1,910	66,785		85,128
Nike Inc				1,910	164,653					1,910	164,653		191,630
NXP Semiconductors	1,200	69,417		1,480	98,903		750	44,609		1,930	123,711		193,694
Old Westbury Large Cap Strategies	1,141,717	12,679,470		206,382	2,652,757		56,561	630,355		1,291,538	14,701,872		17,190,364
Old Westbury Strategic Opportunity Fd	960,450	7,149,184		78,185	595,768		352,021	2,624,968		686,614	5,119,984		5,389,924
Old Westbury Global Real Estate Fund	573,800	573,800		141,566	141,566					715,366	715,366		685,321
Old Westbury Global Small & Mid Cap I	427,489	4,979,620		29,967	495,567		81,486	957,437		375,970	4,517,750		6,346,368
Old Westbury Private Equity Fund X	507,610	507,610		87,905	87,905					595,515	595,515		705,685
Old Westbury Private Equity Fund XI	283,406	283,406		130,046	130,046					413,452	413,452		461,825
Old Westbury Real Return Fund	136,824	1,694,073		54,825	498,355		191,649	2,192,428		-	-		
Orix Corp				12,500	175,897					12,500	175,897		175,836
Pandora A/S	3,000	48,656		700	12,418					3,700	61,074		84,241
Pecos Royalty Syndicate	221	1								221	1		
Pfizer, Inc.	5,250	156,504		2,650	82,364					7,900	238,868		274,841
PVH Corp				800	88,239					800	88,239		85,248
Qualcomm, Inc.	2,250	142,136		350	25,252		750	48,285		1,850	119,103		128,279
RSA Insurance Group	15,500	145,477		3,200	22,848					18,700	168,325		116,837
Raytheon Co				2,190	215,144					2,190	215,144		239,257
Royal Caribbean Cruises, LD				850	65,107					850	65,107		69,572
Sanofi ADR	2,700	95,116					2,700	95,116		-	-		
Sinopec/China	785	63,655		170	13,933					955	77,588		76,103
Skandinaviska ADR	4,000	48,532		725	8,896		4,725	57,428		-	-		

THE MCMAHON FOUNDATION

SUPPLEMENTAL SCHEDULE OF STOCKS, MUTUAL FUNDS AND PRIVATE EQUITY FUNDS FOR THE YEAR ENDED MARCH 31, 2015 (MODIFIED CASH BASIS)

	<u>BALANCE MARCH 31, 2014</u>		<u>PURCHASED</u>		<u>SOLD</u>		<u>BALANCE MARCH 31, 2015</u>		<u>APPROXIMATE</u>
	<u>SHARES</u>	<u>COST</u>	<u>SHARES</u>	<u>COST</u>	<u>SHARES</u>	<u>COST</u>	<u>SHARES</u>	<u>COST</u>	<u>MARKET</u>
									<u>VALUE</u>
									<u>MARCH 31, 2015</u>
									<u>(unaudited)</u>
Sumitomo Metal Mining Co., Ltd.	7,750	110,673	800	11,985	3,250	46,411	5,300	76,247	77,713
Svenska CL ADR	4,000	107,003	725	15,921			4,725	122,924	108,864
Swatch Group ADR	2,000	63,090			2,000	63,090	-	-	
Target Corporation	1,750	97,730			1,750	97,730	-	-	
Teradata Corp			3,650	156,530			3,650	156,530	161,111
Tele 2 AB ADR	19,950	131,039			19,950	131,039	-	-	
Thermo Fisher Scientific	800	45,935	1,010	129,185			1,810	175,120	243,155
TIM Participacoes SA	2,825	74,166					2,825	74,166	46,838
Tokyo Gas, Ltd.	3,812	74,620	900	20,961			4,712	95,581	118,846
Unilever			3,875	150,647			3,875	150,647	161,952
Union Pacific	775	121,688	775		350	27,478	1,200	94,210	129,972
United Rentals	550	52,165	350	33,219			900	85,384	82,044
Valero Energy	1,000	50,185	180	9,080			1,180	59,265	75,071
Viacom, Inc.	550	35,400	1,350	112,362	650	50,550	1,250	97,212	85,375
Volkswagen	2,000	73,306			2,000	73,306	-	-	
Walgreen	750	27,216			750	27,216	-	-	
Walters Cooperative Elevator	8	221					8	221	
Wharf Holdings	5,300	66,296	1,175	18,881			6,475	85,177	90,449
Weir Group ADR	8,250	144,989			8,250	144,989	-	-	
Whiting Petroleum Corp			1,250	103,500	1,250	103,500	-	-	
Wilmar International ADR	3,750	98,578	700	17,103			4,450	115,681	105,758
Yum Brands Inc.			2,910	209,279			2,910	209,279	229,075
Zimmer Holdings	1,500	94,883	190	22,302			1,690	117,185	198,608
	<u>4,236,351</u>	<u>\$ 38,988,515</u>	<u>823,882</u>	<u>\$ 12,235,267</u>	<u>772,934</u>	<u>\$ 11,707,448</u>	<u>4,287,299</u>	<u>\$ 39,516,333</u>	<u>\$ 45,879,975</u>

THE McMAHON FOUNDATION

SUPPLEMENTAL SCHEDULE OF UNITED STATES GOVERNMENT OBLIGATIONS (MODIFIED CASH BASIS)
FOR THE YEAR ENDED MARCH 31, 2015

Treasury Notes and Bills	Balance, March 31, 2014		Purchased		Discount (Premium) Amortization	Matured or Sold		Balance, March 31, 2015		Approximate Market Value	Interest Received Year Ended March 31, 2015
	Principal	Cost	Principal	Cost		Principal	Cost	Principal	Cost		
USTN, 25%, 12-15-15	\$ 1,537,000	\$ 1,532,180	\$ 135,000	\$ 135,063		\$ 1,672,000	\$ 1,667,243	\$ 355,628	\$ 368,732	\$ 370,799	\$ 2,859
USTN Inflation Index, 625%, 1/15/2024			355,628	369,845	\$ (1,113)			200,000	198,282	\$ 199,282	1,487
USTB, 75%, 2/28/18			200,000	198,282				173,000	173,183	\$ 173,973	4,332
USTN, .875%, 5/15/17			1,872,000	1,874,439	(42)	1,699,000	1,701,214	245,000	245,038	\$ 246,244	
USTN, 1%, 12/15/17			245,000	245,038				1,586,000	1,584,716	\$ 1,605,460	
USTN, 1.875%, 11/30/21			1,656,000	1,654,642	47	70,000	69,973	1,005,000	1,007,586	\$ 1,044,727	8,012
USTN, 2.375%, 8/15/24			1,005,000	1,007,683	(97)						37,617
USTB 7.25%, 8/15/22	962,000	1,365,505				962,000	1,365,505				
	\$ 2,499,000	\$ 2,897,684	\$ 5,468,628	\$ 5,484,992	\$ (1,205)	\$ 4,403,000	\$ 4,803,934	\$ 3,564,628	\$ 3,577,537	\$ 3,640,485	\$ 54,307
<u>Federal Home Loan Mortgage and Farm Credit</u>											
875%, 12/20/17			\$ 675,000	\$ 668,365	\$ 553			\$ 675,000	\$ 668,918	\$ 675,087	
1%, 3-8-17	\$ 200,000	\$ 200,522			(174)			200,000	200,348	201,418	\$ 2,000
2.75%, 3/13/15	300,000	300,039				\$ 300,000	\$ 300,039	-	-	-	6,440
4.75%, 12/12/14	50,000	48,435			1,565	50,000	50,000	-	-	-	3,939
	\$ 550,000	\$ 548,996	\$ 675,000	\$ 668,365	\$ 1,944	\$ 350,000	\$ 350,039	\$ 875,000	\$ 869,266	\$ 876,505	\$ 12,379

THE McMAHON FOUNDATION

SUPPLEMENTAL SCHEDULE OF CORPORATE AND GOVERNMENT BONDS (MODIFIED CASH BASIS)
FOR THE YEAR ENDED MARCH 31, 2015

	Balance, March 31, 2014		Purchased		Discount (Premium) Amortization	Matured or Sold		Balance, March 31, 2015		Approximate Market Value	Interest Received Year Ended March 31, 2015
	Principal	Cost	Principal	Cost		Principal	Cost	Principal	Cost		
American Express		\$ 199,964			\$ 15			\$ 200,000	\$ 199,980	\$ 200,896	\$ 2,600
Anheuser-Busch		345,000		344,987							958
Anheuser-Busch					(396)			210,000	211,454	211,255	1,885
Apple, Inc.		185,000		184,623	85			185,000	184,709	185,462	906
AT&T					39			225,000	223,709	223,476	
Bank of America		200,000		199,959		200,000	199,959				11,925
BB&T Corporation		200,000		200,157		200,000	200,157				3,378
Berkshire Hathaway		200,000		202,452	(774)			200,000	201,678	203,322	3,200
Boeing Capital		200,000		200,272	(272)						6,229
Caterpillar Financial		230,000		229,838	61			230,000	229,899	231,283	2,294
Cisco Systems		150,000		150,457	(152)			150,000	150,305	150,972	1,650
Coca-Cola		200,000		204,643	(1,857)			200,000	202,786	202,874	3,600
Costco Wholesale		200,000		200,049	(28)			200,000	200,021	200,672	1,300
Dueische Bank		175,000		174,939		175,000	174,939				4,511
General Electric		250,000		249,770	75			250,000	249,844	256,605	5,750
Hewlett Packard		150,000		150,000				150,000	150,000	148,785	1,784
IBM		200,000		199,498		200,000	199,498				2,583
JP Morgan Chase		317,000		320,345	(2,230)			317,000	318,115	318,680	4,362
KFw		200,000		199,574	146			200,000	199,720	201,708	2,500
Maryland State		230,000		230,000				230,000	230,000	232,559	6,714
Medtronic		200,000		199,996	4						6,002
Morgan Stanley		200,000		202,346	(1,224)			200,000	201,122	201,236	3,500
NBC Universal Media		225,000		234,516	(4,758)			225,000	229,758	229,927	6,469
New York State		225,000		223,706	647			225,000	224,353	230,258	6,356
Norvartis Capital		200,000		199,796		200,000	199,796				6,847
Pepsico, Inc.		200,000		199,314	201			200,000	199,515	201,308	2,500
PNC Funding		200,000		199,929	71						7,320
Province of Ontario		200,000		199,977	8			150,000	149,991	150,697	5,558
Texas Instruments		205,000		204,541	212			205,000	204,753	209,409	4,869
	\$ 5,687,000	\$ 5,705,651	\$ 435,000	\$ 435,520	\$(10,128)	\$ 1,970,000	\$ 1,969,331	\$ 4,152,000	\$ 4,161,710	\$ 4,191,384	\$ 117,550

THE McMAHON FOUNDATION

SUPPLEMENTAL SCHEDULE OF GAINS AND LOSSES ON SALES OF INVESTMENTS (MODIFIED CASH BASIS)
FOR THE YEAR ENDED MARCH 31, 2014

	SHARES, PRINCIPAL, OR UNITS	COST	SALES PRICE	GAIN (LOSS)
Stocks:				
Ace, Ltd.	400	\$ 26,517	\$ 45,416	\$ 18,899
Aetna, Inc.	1,250	67,917	113,807	45,890
American International Group	1,000	43,264	54,473	11,209
American Waterworks	2,000	86,451	107,623	21,172
Avago Technologies	1,450	51,275	101,107	49,832
Bombardier Inc Cl B	10,500	36,342	23,200	(13,142)
Century Link, Inc.	1,850	70,344	74,293	3,949
China Construction	75	1,112	1,018	(94)
Daihatsu Motor Company	1,800	70,192	52,481	(17,711)
ENI SPA ADR	1,550	65,811	81,785	15,974
Fifth Avenue Global Offshore Fund	1,398	2,290,000	2,598,974	308,974
Fifth Avenue Value Creation Fund	869	915,000	1,340,952	425,952
Imperial Tobacco LT ADR	1,825	134,881	159,267	24,386
J Sainsbury SPN ADR	2,500	56,291	39,395	(16,896)
L Brands, Inc.	2,400	134,877	173,572	38,695
Lorillard, Inc.	1,400	62,627	92,448	29,821
Marathon Oil Corporation	1,750	50,940	59,282	8,342
Morgan Stanley	1,500	44,443	54,293	9,850
Munich RE Group ADR	6,575	83,229	138,915	55,686
NXP Semiconductors	750	44,609	42,622	(1,987)
Old Westbury Large Cap Strategies	56,561	630,355	750,000	119,645
Old Westbury Strategic Opportunity Fd	352,021	2,624,968	2,700,000	75,032
Old Westbury Global Small & Mid Cap Fund	81,486	957,437	1,384,600	427,163
Old Westbury Real Return Fund	191,649	2,192,428	1,297,218	(895,210)
Qualcomm, Inc.	750	48,285	52,956	4,671
Sanofi ADR	2,700	95,116	122,229	27,113
Skandinaviska ADR	4,725	57,428	57,381	(47)
Sumitomo Metal Mining Co., Ltd.	3,250	46,411	51,277	4,866
Swatch Group ADR	2,000	63,090	53,208	(9,882)
Target Corporation	1,750	97,730	101,362	3,632
Tele 2 AB ADR	19,950	131,039	118,873	(12,166)
Union Pacific	350	27,478	39,697	12,219
Viacom, Inc.	650	50,550	45,247	(5,303)
Volkswagon	2,000	73,306	83,604	10,298
Walgreen	750	27,216	47,427	20,211
Weir Group ADR	8,250	144,989	174,504	29,515
Whiting Petroleum Corp	1,250	103,500	41,136	(62,364)
Bonds:				
Anheuser-Busch	345,000	344,987	346,991	2,004
Bank of America	200,000	199,959	201,318	1,359
BB&T Corporation	200,000	200,157	201,218	1,061
Duetsche Bank	175,000	174,939	176,234	1,295
IBM	200,000	199,498	201,796	2,298
Norvartis Capital	200,000	199,796	201,594	1,798

THE McMAHON FOUNDATION

SUPPLEMENTAL SCHEDULE OF GAINS AND LOSSES ON SALES OF INVESTMENTS (MODIFIED CASH BASIS)
FOR THE YEAR ENDED MARCH 31, 2014

	SHARES, PRINCIPAL, OR UNITS	COST	SALES PRICE	GAIN (LOSS)
Province of Ontario	50,000	49,994	50,454	460
USTN, .25%, 12-15-15	1,672,000	1,667,243	1,672,325	5,082
USTN, .875%, 5/15/17	1,699,000	1,701,214	1,701,838	624
USTN, 1.875%, 11/30/21	70,000	69,973	69,973	0
USTB 7.25%, 8/15/22	962,000	1,365,505	1,323,130	(42,375)
2.75%, 3/13/15	300,000	300,039	301,676	1,637
		<u>\$ 18,180,752</u>	<u>\$ 18,924,189</u>	<u>\$ 743,437</u>