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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.

▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014 or tax year beginning 12/01/14 , and ending 11/30/15

Name of foundation: DON & COLLETTA MCMILLIAN FOUNDATION

A Employer identification number: 76-0364247

Number and street (or P.O. box number if mail is not delivered to street address): 6018 BLOSSOM ST — Room/suite:

B Telephone number (see instructions): 281-923-7173

City or town, state or province, country, and ZIP or foreign postal code: HOUSTON TX 77007-5002

C If exemption application is pending, check here ▶ ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ $ 1,987,333

J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis.)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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) (see instructions))

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc., received (attach schedule)				
	2	Check ▶ ☒ if the foundation is not required to attach Sch. B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	60,646	60,646	60,646	
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	36,720			
	b	Gross sales price for all assets on line 6a 432,893				
	7	Capital gain net income (from Part IV, line 2)		36,720		
	8	Net short-term capital gain			0	
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less: Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	Total. Add lines 1 through 11	97,366	97,366	60,646	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.	0			
	14	Other employee salaries and wages	1,600	1,600		
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule) STMT 1	1,950	1,950		
	c	Other professional fees (attach schedule) STMT 2	9,247	9,247		
	17	Interest				
	18	Taxes (attach schedule) (see instructions) STMT 3	3,621	3,621		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (att. sch.)				
	24	Total operating and administrative expenses. Add lines 13 through 23	16,418	16,418	0	0
	25	Contributions, gifts, grants paid SEE STATEMENT 4	72,611			72,611
	26	Total expenses and disbursements. Add lines 24 and 25	89,029	16,418	0	72,611
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	8,337			
	b	Net investment income (if negative, enter -0-)		80,948		
	c	Adjusted net income (if negative, enter -0-)			60,646	

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets 1	Cash – non-interest-bearing	30,892	16,797	16,797
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 (attach schedule) (see instructions)			
7	Other notes and loans receivable (att. schedule) ▶			
	Less: allowance for doubtful accounts ▶ 0			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments – U.S. and state government obligations (attach schedule)			
b	Investments – corporate stock (attach schedule) SEE STMT 5	1,665,094	1,687,309	1,970,536
c	Investments – corporate bonds (attach schedule)			
11	Investments – land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation (attach sch.) ▶			
12	Investments – mortgage loans			
13	Investments – other (attach schedule)			
14	Land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation (attach sch.) ▶			
15	Other assets (describe ▶)			
16	Total assets (to be completed by all filers – see the instructions. Also, see page 1, item I)	1,695,986	1,704,106	1,987,333
Liabilities 17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds	1,695,986	1,704,106	
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 (see instructions)	1,695,986	1,704,106	
31	Total liabilities and net assets/fund balances (see instructions)	1,695,986	1,704,106	

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	1,695,986
2	Enter amount from Part I, line 27a	2	8,337
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,704,323
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 6	5	217
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	1,704,106

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P – Purchase D – Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	SEE SCHEDULE ATTACHED	P	06/15/12	06/15/15
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	432,893		396,173	36,720
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				36,720
b				
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 } **2** 36,720

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 **3**

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

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

If section 4940(d)(2) applies, leave this part blank. N/A

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			
2012			
2011			
2010			
2009			

2 Total of line 1, column (d)	2	
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	
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	
5 Multiply line 4 by line 3	5	
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	
7 Add lines 5 and 6	7	
8 Enter qualifying distributions from Part XII, line 4	8	

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 ▶ ☐ 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 ▶ ☐ and enter 1% of Part I, line 27b	1	1,619
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	1,619
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	1,619
6	Credits/Payments:		
a	2014 estimated tax payments and 2013 overpayment credited to 2014 — 6a		
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	
8	Enter any **penalty** for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	36
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	1,655
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 ▶ Refunded ▶	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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ **(2)** On foundation managers. ▶ $			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $			
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.	2		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	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5		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?	6	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	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NONE			
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	8b	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	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities (continued)

			Yes	No
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?	13	X	

Website address ▶ RRMCM@ATT.NET

14 The books are in care of ▶ ROBERT R MCMILLIAN Telephone no. ▶ 281-923-7173

6801 BLOSSON STREET

Located at ▶ HOUSTON TX ZIP+4 ▶ 77007-5002

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

			Yes	No
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?	16		X
	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 ▶			

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? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ 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.) ☐ Yes ☒ 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)? N/A	1b		
	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 2014? N/A	1c		
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? ☐ Yes ☒ No If "Yes," list the years ▶ 20 , 20 , 20 , 20			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement – see instructions.) 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. ▶ 20 , 20 , 20 , 20			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ 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		X
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		X

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 (see instructions).

(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
SEE STATEMENT 7				

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over $50,000 ▶ 0

Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments** (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments. See instructions 3	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	2,034,000
b	Average of monthly cash balances	1b	23,000
c	Fair market value of all other assets (see instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	2,057,000
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	2,057,000
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	30,855
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,026,145
6	**Minimum investment return.** Enter 5% of line 5	6	101,307

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	101,307
2a	Tax on investment income for 2014 from Part VI, line 5	2a	1,619		
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	1,619
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	99,688
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	99,688
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	99,688

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	72,611
b	Program-related investments – total from Part IX-B	1b	
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	72,611
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	72,611

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				99,688
2	Undistributed income, if any, as of the end of 2014:				
a	Enter amount for 2013 only				
b	Total for prior years: 20 ___ , 20 ___ , 20 ___				
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				
4	Qualifying distributions for 2014 from Part XII, line 4: ▶ $ 72,611				
a	Applied to 2013, but not more than line 2a				
b	Applied to undistributed income of prior years (Election required – see instructions)				
c	Treated as distributions out of corpus (Election required – see instructions)				
d	Applied to 2014 distributable amount				72,611
e	Remaining amount distributed out of corpus				
5	Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6	**Enter the net total of each column as indicated below:**				
a	Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b	Prior years' undistributed income. Subtract line 4b from line 2b				
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d	Subtract line 6c from line 6b. Taxable amount – see instructions				
e	Undistributed income for 2013. Subtract line 4a from line 2a. Taxable amount – see instructions				
f	Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				27,077
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)				
8	Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)				
9	**Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a				
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)

1a 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(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test – enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test – enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test – enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

N/A

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.

N/A

2 **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 or e-mail address of the person to whom applications should be addressed:

ROBERT R MCMILLIAN CO-TRUSTEE 281-923-7173
6018 BLOSSOM STREET HOUSTON TX 77007-5002

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

SEE STATEMENT 8

c Any submission deadlines:

BEFORE NOVEMBER 1, OF EACH YEAR.

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

SEE STATEMENT 9

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 10	—	Code 501(3)(c)	General Purpose Fund.	72,611
Total ▶ 3a				72,611
b Approved for future payment N/A				
Total ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See instructions.)
1 Program service revenue:					
a					
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					60,646
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed 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					36,720
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0		0	97,366

13 **Total.** Add line 12, columns (b), (d), and (e) 13 97,366

(See worksheet in line 13 instructions to verify calculations.)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

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

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.

(a) Line no.	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
N/A			

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		

Sign Here

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.

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No

Robert R McMillian | 1/25/2016 | CO-TRUSTEE

Signature of officer or trustee | Date | Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
ERNEST R SVADLENAK	Ernest R. Svadlenak	01/09/16		P01347764

Firm's name ▶ SVADLENAK, SEE & CO., P.C.

Firm's address ▶ 1600 TOWNHURST DR HOUSTON, TX 77043

Firm's EIN ▶ 76-0033286

Phone no. 713-464-6390

DAA

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
TAX PREPARATION	$ 1,950	$ 1,950	$	$
TOTAL	$ 1,950	$ 1,950	$ 0	$ 0

Statement 2 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
INVESTMENT EXPENSES	$ 9,247	$ 9,247	$	$
TOTAL	$ 9,247	$ 9,247	$ 0	$ 0

Statement 3 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
FOREGIN INCOME TAXES ON INVESTME	$ 3,621	$ 3,621	$	$
TOTAL	$ 3,621	$ 3,621	$ 0	$ 0

Statement 4 - Form 990-PF, Part I, Line 25 - Noncash Contributions, Gifts, Grants

Amount	Noncash Description	FMV Explanation	Book Value Amount	Book Value Explanation	Date
17,063	0	0	17,092	CASH	11/20/15
5,000	0	0	5,000	CASH	11/20/15
2,000		0	2,000	CASH	11/20/15
3,000	0	0	3,000	CASH	11/20/15
1,153	0	0	1,153	CASH	11/20/15
3,000	0	0	3,000	CASH	11/20/15
5,153	0	0	5,153	CASH	11/20/15
2,000	0	0	2,000	CASH	11/20/15

Federal Statements

Statement 4 - Form 990-PF, Part I, Line 25 - Noncash Contributions, Gifts, Grants (continued)

Amount	Noncash Description	FMV Explanation	Book Value Amount	Book Value Explanation	Date
2,500	0	0	2,500	CASH	11/20/15
7,833	0	0	7,833	CASH	11/20/15
4,000	0	0	4,000	CASH	11/20/15
3,000	0	0	3,000	CASH	11/20/15
3,000	0	0	3,000	CASH	11/20/15
4,833	0	0	4,833	CASH	11/20/15
9,076	0	0	9,076	CASH	11/20/15

Statement 5 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
U S CORPORATE STOCKS	$ 1,665,094	$ 1,687,309	COST	$ 1,970,536
TOTAL	$ 1,665,094	$ 1,687,309		$ 1,970,536

Federal Statements

Statement 6 - Form 990-PF, Part III, Line 5 - Other Decreases

Description	Amount
ADJUST ASSET VALUE	$ 217
TOTAL	$ 217

Federal Statements

Statement 7 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees, Etc.

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
COLLETTA R MCMILLIAN 6801 BLOSSOM STREET HOUSTON TX 77007-5002	CO-TRUSTEE	0.00	0	0	0
DON F MCMILLIAN JR 6801 BLOSSOM STREET HOUSTON TX 77007-5002	CO-TRUSTEE	0.00	0	0	0
ROBERT R MCMILLAIN 6801 BLOSSOM STREET HOUSTON TX 77007-5002	CO-TRUSTEE	0.00	0	0	0
REID R MCMILLIAN 6801 BLOSSOM STREET HOUSTON TX 77007-5002	CO-TRUSTEE	0.00	0	0	0
MEREDITH MCMILLIAN 6801 BLOSSOM STREET HOUSTON TX 77007-5002	CO-TRUSTEE	0.00	0	0	0

Federal Statements

Statement 8 - Form 990-PF, Part XV, Line 2b - Application Format and Required Contents

Description
THERE IS NO OFFICIAL FORMAT FOR MAKING AN APPLICATION FOR GIFTS OR GRANTS. MUST BE MADE BEFORE NOVEMBER 1, OF EACH YEAR.

Form 990-PF, Part XV, Line 2c - Submission Deadlines

Description
BEFORE NOVEMBER 1, OF EACH YEAR.

Statement 9 - Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations

Description
GRANTS ARE MADE TO GENERAL PURPOSE FUNDS AND THERE ARE NO RESTICATIONS.

Statement 10 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Name / Address	Address	Relationship	Status	Purpose	Amount
HOUSTON TX 77210	P O BOX 4976	NONE	501(3)(C)	UNRISTRICTED	17,063
WACO TX 76798-7026	ONE BEAR PLACE	NONE	501(3)(C)	SUPPORT SCHOOL OF BUSONESS	5,000
KAUFMAN TX 75142	P O BOX 757	NONE	501(3)(C)	UNRESTRICTED	2,000
HOUSTON TX 77017	3612 BROAD STREET	NONE	501(3)(C)	UNRESTRICTED	3,000
ASPEM CO 81612	P O BOX 64	NONE	501(3)(C)	UNRESTRICTED	1,153
HOUSTON TX 77252-2768	P O BOX 2768	NONE	501(3)(C)	UNRESTRICTED	3,000
MADISONVILLE TX 77864	901 WEST TRINITY STREET	NONE	501(3)(C)	UNRESTRICTED	5,153
HOUSTON TX 77029	535 PORTWALL STREET	NONE	501(3)(C)	UNFISTRICTED	2,000
HOUSTON TX 77251	MS P O BOX 1892	NONE	501(3)(C)	UNRISTRICTED	2,500
HOUSTON TX 77210	P O BOX 4486	NONE	501(3)(C)	UNRESTRICTED	7,833
HOUSTON TX 77210-4384	P O BOX 4384	NONE	501(3)(C)	UNRESTRICTED	4,000
HOUSTON TX 77002	515 CARLINE STREET	NONE	501(3)(C)	UNRESTRICTED	3,000
HOUSTON TX 77024	1255 PERSHIRE ROAD	NONE	501(3)C)	UNRESTRICTED	3,000
HOUSTON TX 77027	4605 POST OAK STREET	NONE	501(3)(C)	UNRESTRICTED	4,833
ALBUQUERQUE NM 87102	700 LOMAS LANE SUITE 108	NONE	501(3)(C)	UNSTRICTED	9,076

Federal Statements

Statement 10 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name / Address	Address / Relationship	Status	Purpose	Amount
TOTAL				72,611

Federal Statements

Taxable Dividends from Securities

Description	Amount	Unrelated Business Code	Exclusion Code	Postal Code	US Obs ($ or %)
DIVIDENDS AND INTEREST	$ 60,646				
TOTAL	$ 60,646				

HOUSTON TRUST COMPANY

1001 Fannin, Suite 700, Houston, TX 77002

E/N 76-0364247

DON & COLLETTA MCMILLIAN FOUNDATION
3140157

ASSET STATEMENT
AS OF 11/30/15

PAR VALUE/ SHARES	DESCRIPTION	TAX COST	UNIT COST	MARKET PRICE	MARKET VALUE	EST. ANNUAL INCOME	% YLD AT MKT
	CASH EQUIVALENTS						
16797.03	SEI INST TAX-FREE FUND #21	16797.03	1.00	1.00	16797.03	2.03	0.01
	TOTAL CASH EQUIVALENTS	16797.03			16797.03	2.03	0.01
	COMMON STOCK						
700	ABBOTT LABORATORIES	24426.58	34.90	44.92	31444.00	672.00	2.14
600	ABBVIE INC	24029.44	40.05	58.15	34890.00	1368.00	3.92
375	ACE LIMITED	38775.06	103.40	114.85	43068.75	1005.00	2.33
100	AIR PRODUCTS & CHEMICALS INC	9658.00	96.58	136.89	13689.00	324.00	2.37
90	ALEXION PHARMACEUTICALS INC	16006.80	177.85	178.44	16059.60	0.00	0.00
15	ALPHABET INC CL C	9421.25	628.08	742.60	11139.00	0.00	0.00
950	ALTRIA GROUP INC	28111.00	29.59	57.60	54720.00	2147.00	3.92
550	AMERICAN EXPRESS CO	40385.64	73.43	71.64	39402.00	638.00	1.62
200	ANHEUSER BUSCH INBEV SPONSORED AMERICAN DEPOSITORY RECEIPT	21357.00	106.78	128.46	25692.00	644.80	2.51
174	APACHE CORPORATION	14726.76	84.64	49.18	8557.32	174.00	2.03
714	APPLE INC	49836.30	69.80	118.30	84466.20	1485.12	1.76
225	ASML HOLDING N.V. AMERICAN DEPOSITORY RECEIPT	21162.18	94.05	92.72	20862.00	145.35	0.70
125	AUTOMATIC DATA PROCESSING INC	5876.22	47.01	86.26	10782.50	265.00	2.46
75	BLACKROCK INC CLASS A	13134.38	175.13	363.72	27279.00	654.00	2.40
230	CALIFORNIA RESOURCES CORP	1936.95	8.42	4.10	943.00	9.20	0.98
75	CANADIAN PACIFIC RAILWAY LTD	9529.10	127.05	147.47	11060.25	79.80	0.72
200	CELGENE CORP	23409.44	117.05	109.45	21890.00	0.00	0.00
646	CHEVRON CORPORATION	71457.46	110.62	91.32	58992.72	2764.88	4.69

EIN·76-0364247

HOUSTON TRUST COMPANY

1001 Fannin, Suite 700, Houston, TX 77002

DON & COLLETTA MCMILLIAN FOUNDATION
3140157

ASSET STATEMENT
AS OF 11/30/15

PAR VALUE/ SHARES	DESCRIPTION	TAX COST	UNIT COST	MARKET PRICE	MARKET VALUE	EST. ANNUAL INCOME	% YLD AT MKT
1700	COCA COLA CO	60608.10	35.65	42.62	72454.00	2244.00	3.10
700	COMCAST CORP-CL A	36388.70	51.98	60.86	42602.00	700.00	1.64
565	CONOCOPHILLIPS	33560.20	59.40	54.05	30538.25	1672.40	5.48
121	COSTCO WHOLESALE CORP NEW	14037.98	116.02	161.42	19531.82	193.60	0.99
196	DIAGEO PLC AMERICAN DEPOSITORY RECEIPT	23732.71	121.09	114.56	22453.76	669.15	2.98
250	DISNEY WALT CO	10021.95	40.09	113.47	28367.50	330.00	1.16
100	EOG RESOURCES INC	10997.50	109.97	83.43	8343.00	67.00	0.80
478	ESTEE LAUDER COMPANIES-CL A	30474.41	63.75	84.12	40209.36	573.60	1.43
900	EXXON MOBIL CORP	76955.60	85.51	81.66	73494.00	2628.00	3.58
250	FACEBOOK INC-A	20724.73	82.90	104.24	26060.00	0.00	0.00
450	FRANKLIN RESOURCES INC	21042.88	46.76	41.92	18864.00	270.00	1.43
200	GILEAD SCIENCES INC	17411.64	87.06	105.96	21192.00	344.00	1.62
75	INTERCONTINENTAL EXCHANGE INC	17708.37	236.11	259.84	19488.00	225.00	1.15
300	INTERNATIONAL BUSINESS MACHINES CORP	54581.45	181.94	139.42	41826.00	1560.00	3.73
925	JP MORGAN CHASE & CO	42593.92	46.05	66.68	61679.00	1628.00	2.64
525	KINDER MORGAN INC	15402.35	29.34	23.57	12374.25	1071.00	8.66
233	KRAFT HEINZ CO	10929.74	46.91	73.69	17169.77	535.90	3.12
302	LOWES COS INC	7933.50	26.27	76.60	23133.20	338.24	1.46
350	MCDONALDS CORP	30015.23	85.76	114.16	39956.00	1246.00	3.12
460	MERCK & CO INC	16784.32	36.49	53.01	24384.60	846.40	3.47
755	MICROSOFT CORP	26138.70	34.62	54.35	41034.25	1087.20	2.65
714	NESTLE SA SPONSORED AMERICAN DEPOSITORY RECEIPT	47465.60	66.48	73.94	52793.16	1261.35	2.39
140	NIKE INC CLASS B	15556.58	111.12	132.28	18519.20	179.20	0.97
250	NOVARTIS AG SPONSORED ADR	19393.86	77.58	85.24	21310.00	564.64	2.65

E/N-0364247

HOUSTON TRUST COMPANY
1001 Fannin, Suite 700, Houston, TX 77002

DON & COLLETTA MCMILLIAN FOUNDATION
3140157

ASSET STATEMENT
AS OF 11/30/15

PAR VALUE/ SHARES	DESCRIPTION	TAX COST	UNIT COST	MARKET PRICE	MARKET VALUE	EST. ANNUAL INCOME	% YLD AT MKT
	AMERICAN DEPOSITORY RECEIPT						
700	NOVO NORDISK AS SPONSORD AMERICAN DEPOSITORY RECEIPT	21555.20	30.79	54.97	38479.00	373.10	0.97
575	OCCIDENTAL PETE CORP	53620.31	93.25	75.59	43464.25	1725.00	3.97
500	ORACLE CORP NAME CHANGED 6/1/95 FROM ORACLE SYSTEMS CORP	17847.50	35.69	38.97	19485.00	300.00	1.54
400	PEPSICO INC	29949.53	74.87	100.16	40064.00	1124.00	2.81
1250	PHILIP MORRIS INTERNATIONAL	91701.00	73.36	87.39	109237.50	5100.00	4.67
225	PRAXAIR INC	26578.86	118.13	112.80	25380.00	643.50	2.54
300	PROCTER & GAMBLE CO	19280.34	64.27	74.84	22452.00	795.60	3.54
300	QUALCOMM INC	20400.78	68.00	48.79	14637.00	576.00	3.94
750	ROCHE HLDG LTD SPONSORED AMERICAN DEPOSITORY RECEIPT	16914.38	22.55	33.49	25117.50	847.24	3.37
350	ROYAL DUTCH AMERICAN DEPOSITORY RECEIPT	25213.30	72.04	49.76	17416.00	1118.60	6.42
350	SABMILLER PLC AMERICAN DEPOSITORY RECEIPT	16250.89	46.43	60.80	21280.00	270.24	1.27
248	SANOFI SPONSORED AMERICAN DEPOSITORY RECEIPT	10447.94	42.13	44.22	10966.56	269.45	2.46
425	STATE STREET CORP	31286.53	73.62	72.58	30846.50	578.00	1.87
400	TARGET CORP	19035.12	47.59	72.50	29000.00	896.00	3.09
725	TEXAS INSTRUMENTS INC	28939.87	39.92	58.12	42137.00	1102.00	2.62
425	TOTAL S.A. SPONSORED AMERICAN DEPOSITORY RECEIPT	24330.32	57.25	49.45	21016.25	999.18	4.75
975	TWENTY-FIRST CENTURY FOX INC CL A	28990.75	29.73	29.51	28772.25	292.50	1.02
250	UNION PACIFIC CORP	23144.33	92.58	83.95	20987.50	550.00	2.62
400	UNITED TECHNOLOGIES CORP	38401.71	96.00	96.05	38420.00	1024.00	2.67
325	VISA INC	21069.01	64.83	79.01	25678.25	182.00	0.71

HOUSTON TRUST COMPANY

1001 Fannin, Suite 700, Houston, TX 77002

E/N 76-0364247

DON & COLLETTA MCMILLIAN FOUNDATION
3140157

ASSETS SOLD OR REDEEMED
FOR THE PERIOD 11/30/14 TO 11/30/15

SETTLEMENT DATE	DESCRIPTION	PAR VALUE/ SHARES	COST BASIS	PROCEEDS	REALIZED GAIN/LOSS
	*AUTOMATIC DATA PROCESSING INC				
09/01/15	SOLD 43 SHARES TRADE DATE 8/27/15 SOLD THROUGH MORGAN STANLEY & CO., INC. PAID $1.08 BROKERAGE 43 SHARES AT $77.4051	43.00	-3,163.66	3,327.27	163.61
09/01/15	SOLD 82 SHARES TRADE DATE 8/27/15 SOLD THROUGH BEAR STEARNS & CO INC. PAID $2.05 BROKERAGE 82 SHARES AT $77.256	82.00	-4,040.75	6,332.82	2,292.07
	TOTAL FOR ASSET	125.00	-7,204.41	9,660.09	2,455.68
	*BRISTOL-MYERS SQUIBB CO				
04/23/15	SOLD 285 SHARES TRADE DATE 4/20/15 SOLD THROUGH GOLDMAN SACHS & COMPANY PAID $7.13 BROKERAGE 285 SHARES AT $65.9235	285.00	-9,565.11	18,780.72	9,215.61
	TOTAL FOR ASSET	285.00	-9,565.11	18,780.72	9,215.61
	*CATERPILLAR INC				
09/01/15	SOLD 55 SHARES TRADE DATE 8/27/15 SOLD THROUGH MORGAN STANLEY & CO., INC. PAID $1.38 BROKERAGE SOLD ON THE NEW YORK STOCK EXCHANGE, INC. 55 SHARES AT $75.2333	55.00	-5,992.97	4,136.37	-1,856.60
09/01/15	SOLD 145 SHARES TRADE DATE 8/27/15 SOLD THROUGH WARBURG DILLON READ L.L.C. PAID $3.63 BROKERAGE SOLD ON THE OTC BULLETIN BOARD 145 SHARES AT $74.8808	145.00	-15,739.91	10,853.89	-4,886.02
	TOTAL FOR ASSET	200.00	-21,732.88	14,990.26	-6,742.62
	*CDK GLOBAL HOLDINGS LLC				
04/23/15	SOLD 83 SHARES TRADE DATE 4/20/15 SOLD THROUGH GOLDMAN SACHS & COMPANY PAID $2.08 BROKERAGE 83 SHARES AT $47.5402	83.00	-1,847.73	3,943.68	2,095.95
	TOTAL FOR ASSET	83.00	-1,847.73	3,943.68	2,095.95

EIN-76-0364247

HOUSTON TRUST COMPANY

1001 Fannin, Suite 700, Houston, TX 77002

DON & COLLETTA MCMILLIAN FOUNDATION
3140157

ASSETS SOLD OR REDEEMED
FOR THE PERIOD 11/30/14 TO 11/30/15

SETTLEMENT DATE	DESCRIPTION	PAR VALUE/ SHARES	COST BASIS	PROCEEDS	REALIZED GAIN/LOSS
	*DU PONT E I DE NEMOURS & CO				
08/12/15	SOLD 208 SHARES TRADE DATE 8/ 7/15 SOLD THROUGH ESI SECURITIES COMPANY PAID $5.20 BROKERAGE SOLD ON THE OTC BULLETIN BOARD 208 SHARES AT $53.615	208.00	-13,329.92	11,146.51	-2,183.41
	TOTAL FOR ASSET	208.00	-13,329.92	11,146.51	-2,183.41
	*GENERAL ELECTRIC COMPANY				
08/12/15	SOLD 488 SHARES TRADE DATE 8/ 7/15 SOLD THROUGH ESI SECURITIES COMPANY PAID $12.20 BROKERAGE SOLD ON THE OTC BULLETIN BOARD 488 SHARES AT $25.6307	488.00	-11,493.24	12,495.34	1,002.10
	TOTAL FOR ASSET	488.00	-11,493.24	12,495.34	1,002.10
	*INTEL CORP				
08/12/15	SOLD 597 SHARES TRADE DATE 8/ 7/15 SOLD THROUGH ESI SECURITIES COMPANY PAID $14.93 BROKERAGE SOLD ON THE OTC BULLETIN BOARD 597 SHARES AT $28.7082	597.00	-13,702.24	17,123.55	3,421.31
	TOTAL FOR ASSET	597.00	-13,702.24	17,123.55	3,421.31
	*JOHNSON & JOHNSON				
04/23/15	SOLD 75 SHARES TRADE DATE 4/20/15 SOLD THROUGH GOLDMAN SACHS & COMPANY PAID $1.88 BROKERAGE 75 SHARES AT $100.4821	75.00	-5,087.84	7,534.14	2,446.30
09/01/15	SOLD 325 SHARES TRADE DATE 8/27/15 SOLD THROUGH GOLDMAN SACHS & COMPANY PAID $8.13 BROKERAGE 325 SHARES AT $95.4114	325.00	-22,047.28	31,000.00	8,952.72
	TOTAL FOR ASSET	400.00	-27,135.12	38,534.14	11,399.02

EIN - 76-0364245

HOUSTON TRUST COMPANY

1001 Fannin, Suite 700, Houston, TX 77002

DON & COLLETTA MCMILLIAN FOUNDATION
3140157

ASSETS SOLD OR REDEEMED
FOR THE PERIOD 11/30/14 TO 11/30/15

SETTLEMENT DATE	DESCRIPTION	PAR VALUE/ SHARES	COST BASIS	PROCEEDS	REALIZED GAIN/LOSS
	*NEWS CORP/NEW CL A				
08/12/15	SOLD 93 SHARES TRADE DATE 8/ 7/15 SOLD THROUGH ESI SECURITIES COMPANY PAID $2.33 BROKERAGE SOLD ON THE OTC BULLETIN BOARD 93 SHARES AT $14.0492	93.00	-1,273.22	1,304.22	31.00
	TOTAL FOR ASSET	93.00	-1,273.22	1,304.22	31.00
	*PROCTER & GAMBLE CO				
11/20/15	SOLD 250 SHARES TRADE DATE 11/17/15 SOLD THROUGH GOLDMAN SACHS & COMPANY PAID $6.25 BROKERAGE 250 SHARES AT $75.884	250.00	-18,406.53	18,964.40	557.87
	TOTAL FOR ASSET	250.00	-18,406.53	18,964.40	557.87
	*ROCKWELL AUTOMATION INC				
08/12/15	SOLD 148 SHARES TRADE DATE 8/ 7/15 SOLD THROUGH ESI SECURITIES COMPANY PAID $3.70 BROKERAGE SOLD ON THE OTC BULLETIN BOARD 148 SHARES AT $115.8154	148.00	-10,544.75	17,136.66	6,591.91
	TOTAL FOR ASSET	148.00	-10,544.75	17,136.66	6,591.91
	*ROYAL DUTCH SHELL PLC SPONS ADR				
04/23/15	SOLD 182 SHARES TRADE DATE 4/20/15 SOLD THROUGH GOLDMAN SACHS & COMPANY PAID $4.55 BROKERAGE SOLD ON THE NEW YORK STOCK EXCHANGE, INC. 182 SHARES AT $64.13	182.00	-14,184.17	11,666.89	-2,517.28
	TOTAL FOR ASSET	182.00	-14,184.17	11,666.89	-2,517.28
	*SEI INST TAX-FREE FUND #21				
	SOLD 212,074.25 UNITS VARIOUS TRADE DATES	212,074.25	-212,074.25	212,074.25	0.00
	*THE CHEMOURS COMPANY				
07/20/15	SOLD 0.6 SHARES TRADE DATE 7/20/15 SOLD THROUGH CA CASH IN LIEU 0.6 SHARES AT $12.585	0.60	-9.76	7.55	-2.21

EIN-76-0364247

HOUSTON TRUST COMPANY

1001 Fannin, Suite 700, Houston, TX 77002

DON & COLLETTA MCMILLIAN FOUNDATION
3140157

ASSETS SOLD OR REDEEMED
FOR THE PERIOD 11/30/14 TO 11/30/15

SETTLEMENT DATE	DESCRIPTION	PAR VALUE/ SHARES	COST BASIS	PROCEEDS	REALIZED GAIN/LOSS
	FRACTIONAL SHARES SOLD @ $12.585				
08/12/15	SOLD 41 SHARES TRADE DATE 8/ 7/15 SOLD THROUGH ESI SECURITIES COMPANY PAID $1.03 BROKERAGE SOLD ON THE OTC BULLETIN BOARD 41 SHARES AT $10.71	41.00	-667.02	438.07	-228.95
	TOTAL FOR ASSET	41.60	-676.78	445.62	-231.16
	*TIME WARNER CABLE INC				
11/20/15	SOLD 125 SHARES TRADE DATE 11/17/15 SOLD THROUGH GOLDMAN SACHS & COMPANY PAID $3.13 BROKERAGE SOLD ON THE OTC BULLETIN BOARD 125 SHARES AT $185.31	125.00	-11,089.24	23,160.19	12,070.95
	TOTAL FOR ASSET	125.00	-11,089.24	23,160.19	12,070.95
	*WAL MART STORES INC				
08/12/15	SOLD 300 SHARES TRADE DATE 8/ 7/15 SOLD THROUGH ESI SECURITIES COMPANY PAID $7.50 BROKERAGE SOLD ON THE OTC BULLETIN BOARD 300 SHARES AT $71.5831	300.00	-21,913.50	21,467.03	-446.47
	TOTAL FOR ASSET	300.00	-21,913.50	21,467.03	-446.47
	TOTAL ASSETS SOLD OR REDEEMED	215,599.85	-396,173.09	432,893.55	36,720.46

E/N-76-036424

Don and Colletta McMillian Foundation
Charitable Distributions
Final 2015 Grant Amounts =

Charitable Organization	Address 1	Address 2	Description of Request	2015 Amount Distributed	Meredith	Don	Reid	Robert	Total Gift
BCM/Office of Philanthropy & Alumni Relations	MSC #800, P.O. Box 4976	Houston, TX 77210	Support Genetic Research	3,152.75	3,152.75				
BCM/Office of Philanthropy & Alumni Relations			Support Genetic Research	4,833.34				4,833 34	7,986.09
Baylor University/Hankamer	One Bear Place #97026	Waco, Texas 76798-7026	Support Business School	5,000 00			5,000 00		5,000.00
BCM/Office of Philanthropy & Alumni Relations	MSC #800, P O. Box 4976	Houston, TX 77210	Suport Urology Department	$9,076 37		$9,076.37			9,076.37
Burning Tree Rehabilitation	P O Box 757	Kaufman, TX 75142	General Program Support	2,000 00			2,000.00		2,000.00
C[illegible] for Recovery & Wellness Res.	3612 Broadway Street	Houston, TX 77017	General Program Support	3,000 00	$3,000 00				3,000.00
Chris Klug Foundation	P.O Box 64	Aspen, CO 81612	General Program Support	1,152.75				1,152.75	1,152.75
The Council on Recovery	P.O. Box 2768	Houston, TX 77252-2768	General Program Support	3,000.00			3,000.00		3,000.00
House of Hope Madisonville	901 West Trinity Street	Madisonville, TX 77864	General Program Support	3,000.00	3,000 00				
House of Hope Madisonville			General Program Support	2,152.75			2,152 75		5,152.75
Houston Food Bank	535 Portwall	Houston, TX 77029	General Program Support	2,000.00			$2,000.00		2,000.00
James Baker Institute for Public Policy	Rice Univ Baker Institute	MS 40, P O. Box 1892, 77251	Baker Institute Membership	2,500 00				2,500 00	2,500.00
M.D. Anderson Cancer Ctr- Neuro Diseases	MD Anderson Cancer Ctr.	Dev. Office, P.O. Box 4486, 77210	Support Genetic Research	3,000.00	3,000 00				
M.D. Anderson Cancer Ctr- Neuro Diseases			Support Genetic Research	4,833 33				4,833 33	7,833.33
Methodist Hosp Foundation/Debakey Heart	P O Box 4384 .	Houston, Texas 77210-4384	General Program Support	4,000.00			4,000.00		4,000.00
STAR Drug Court Foundation	515 Caroline	Houston, TX 77002	General Program Support	3,000 00	3,000.00				3,000.00
The Holy Spirit Episcopal School	12535 Perthshire Road	Houston, TX 77024	General Program Support	3,000.00	3,000.00				3,000.00
TIRR Foundation	4605 Post Oak Place, Suite 222	Houston, TX 77027	General Program Support	4,833.33				4,833 33	4,833.33
UNM Foundation	700 Lomas NE, Suite 108	Albuquerque, NM 87102	Support Mental Health	9,076.38		9,076.38			9,076.38
				$72,611 00	$18,152 75	$18,152.75	$18,152 75	$18,152.75	72,611.00