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

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning , and ending

Name of foundation	A Employer identification number
MCPHEE FOUNDATION INC	06-1479791
Number and street (or P O box number if mail is not delivered to street address): 44 BELGIAN CIRCLE — Room/suite:	B Telephone number: 860-677-9797
City or town, state or province, country, and ZIP or foreign postal code: BRISTOL, CT 06010	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: [X] 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)* ▶$ 2,370,311.

J Accounting method: [X] 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))	(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	50,000.		N/A	
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	48,601.	48,601.		STATEMENT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	89,644.			
b Gross sales price for all assets on line 6a 285,178.				
7 Capital gain net income (from Part IV, line 2)		89,644.		
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				
12 **Total.** Add lines 1 through 11	188,245.	138,245.		
Operating and Administrative Expenses 13 Compensation of officers, directors, trustees, etc	0.	0.		0.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees				
b Accounting fees STMT 2	3,750.	3,000.		750.
c Other professional fees				
17 Interest				
18 Taxes STMT 3	2,753.	141.		0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses STMT 4	19,018.	19,018.		0.
24 **Total operating and administrative expenses** Add lines 13 through 23	25,521.	22,159.		750.
25 Contributions, gifts, grants paid	147,000.			147,000.
26 **Total expenses and disbursements** Add lines 24 and 25	172,521.	22,159.		147,750.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	15,724.			
b **Net investment income** (if negative, enter -0-)		116,086.		
c **Adjusted net income** (if negative, enter -0-)			N/A	

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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	45,953.	110,556.	110,556.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations STMT 5	69,067.	69,067.	98,222.
	b Investments - corporate stock STMT 6	921,639.	930,589.	1,575,341.
	c Investments - corporate bonds STMT 7	19,330.	19,330.	22,313.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 8	503,419.	445,590.	563,879.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	1,559,408.	1,575,132.	2,370,311.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31**			
	24 Unrestricted	1,559,408.	1,575,132.	
	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			
	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**	1,559,408.	1,575,132.	
	31 **Total liabilities and net assets/fund balances**	1,559,408.	1,575,132.	

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	1,559,408.
2 Enter amount from Part I, line 27a	2	15,724.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	1,575,132.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,575,132.

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				
b	SEE ATTACHED STATEMENTS			
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				
c				
d				
e	285,178.		195,534.	89,644.

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				
b				
c				
d				
e				89,644.

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 — 89,644.

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

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2014	178,204.	2,413,722.	.073830
2013	175,484.	2,227,754.	.078772
2012	135,876.	2,078,713.	.065365
2011	102,310.	1,863,614.	.054899
2010	132,528.	1,726,122.	.076778

2	**Total** of line 1, column (d)	2	.349644
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	.069929
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	2,225,749.
5	Multiply line 4 by line 3	5	155,644.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,161.
7	Add lines 5 and 6	7	156,805.
8	Enter qualifying distributions from Part XII, line 4	8	147,750.

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	2,322.
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	2,322.
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	2,322.
6	Credits/Payments:				
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	1,560.		
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	1,560.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	
9	**Tax due** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	762.
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 2016 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. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *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) ▶ CT			
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 2015 or the taxable year beginning in 2015 (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 STMT 9	10	X	

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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 ▶ N/A

14 The books are in care of ▶ MARIE C POPIELARCZYK Telephone no ▶860-677-9797

Located at ▶505 MAIN STREET, FARMINGTON, CT ZIP+4 ▶06032

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

			Yes	No
16	At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶			

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
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 2015?	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 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) 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? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2015 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015)* 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 2015?	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** No: 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
SEE STATEMENT 10		0.	0.	0.

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

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	2,178,710.
b	Average of monthly cash balances	1b	80,934.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	2,259,644.
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	2,259,644.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	33,895.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,225,749.
6	**Minimum investment return** Enter 5% of line 5	6	111,287.

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	111,287.
2a	Tax on investment income for 2015 from Part VI, line 5 — 2a: 2,322.		
b	Income tax for 2015. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	2,322.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	108,965.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	108,965.
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	108,965.

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	147,750.
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	147,750.
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	147,750.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				108,965.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			0.	
b Total for prior years: ______ , ______ , ______		0.		
3 Excess distributions carryover, if any, to 2015:				
a From 2010 — 46,666.				
b From 2011 — 10,279.				
c From 2012 — 32,402.				
d From 2013 — 64,966.				
e From 2014 — 60,610.				
f **Total** of lines 3a through e	214,923.			
4 Qualifying distributions for 2015 from Part XII, line 4: ▶ $ 147,750.				
a Applied to 2014, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2015 distributable amount				108,965.
e Remaining amount distributed out of corpus	38,785.			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	253,708.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2014 Subtract line 4a from line 2a. Taxable amount - see instr			0.	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2016				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7	46,666.			
9 ***Excess distributions carryover to 2016.*** Subtract lines 7 and 8 from line 6a	207,042.			
10 Analysis of line 9:				
a Excess from 2011 — 10,279.				
b Excess from 2012 — 32,402.				
c Excess from 2013 — 64,966.				
d Excess from 2014 — 60,610.				
e Excess from 2015 — 38,785.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2015, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2015	(b) 2014	(c) 2013	(d) 2012	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon: a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

SEE STATEMENT 11

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* SEE ATTACHED SCHEDULE				147,000.
Total			▶ **3a**	147,000.
b *Approved for future payment* NONE				
Total			▶ **3b**	0.

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
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			14	48,601.	
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			18	89,644.	
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.		138,245.	0.

13 Total Add line 12, columns (b), (d), and (e) 13 138,245.

(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).
	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 [X] 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 instr)? [X] Yes ☐ No

Signature of officer or trustee	Date	Title
[signature]	5-13-16	Corporate Secretary

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
LOUIS VAMVAKAS CPA	[signature]	05/12/16		P00448023

Firm's name ▶ GITLIN CAMPISE PRENDERGAST, LLC — Firm's EIN ▶ 06-0671881

Firm's address ▶ 836 FARMINGTON AVE.
WEST HARTFORD, CT 06119 — Phone no. (860)236-5833

Form **990-PF** (2015)

523622
11-24-15

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at *www.irs.gov/form990* .

OMB No 1545-0047

2015

Name of the organization	Employer identification number
MCPHEE FOUNDATION INC	06-1479791

Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling $5,000 or more (in money or property) from any one contributor Complete Parts I and II See instructions for determining a contributor's total contributions

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc , purposes, but no such contributions totaled more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc , contributions totaling $5,000 or more during the year ▶ $ ____________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization	Employer identification number
MCPHEE FOUNDATION INC	06-1479791

Part I **Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	EDWARD T MCPHEE 44 BELGIAN CIRCLE BRISTOL, CT 06010	$ 50,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)

Name of organization	Employer identification number
MCPHEE FOUNDATION INC	06-1479791

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization: MCPHEE FOUNDATION INC

Employer identification number: 06-1479791

Part III *Exclusively* religious, charitable, etc , contributions to organizations described in section 501(c)(7), (8), or (10) that total more than $1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc , contributions of $1,000 or less for the year (Enter this info once) ▶ $

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

MCPHEE FOUNDATION INC

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	WAL MART STORES		11/13/14	10/15/15
b	HOME DEPOT		09/27/06	06/29/15
c	HOME DEPOT		03/19/09	11/24/15
d	ETFS PALLADIUM TR		10/25/10	09/15/15
e	EVERSOURCE ENERGY		12/15/05	06/22/15
f	GOOGLE		10/03/12	05/04/15
g	ISHARES MSCI		01/25/11	11/11/15
h	ISHARES RUSSELL		09/27/06	11/11/15
i	ISHARES RUSSELL		10/08/04	11/11/15
j	ISHARES US MEDICAL		01/11/11	06/29/15
k	ISHARES US MEDICAL		01/11/11	11/24/15
l	MICROSOFT CORP		05/20/96	06/29/15
m	ORACLE CORP		01/14/97	06/29/15
n	PROCTER & GAMBLE		VARIOUS	06/10/15
o	RALPH LAUREN		11/10/10	02/04/15

	(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	9,517.		13,150.	-3,633.
b	11,213.		3,665.	7,548.
c	13,207.		2,257.	10,950.
d	16,667.		16,995.	-328.
e	5,590.		2,410.	3,180.
f	38.		26.	12.
g	41,643.		48,296.	-6,653.
h	8,219.		4,670.	3,549.
i	6,150.		3,198.	2,952.
j	12,155.		5,975.	6,180.
k	12,564.		6,155.	6,409.
l	6,742.		1,109.	5,633.
m	4,078.		489.	3,589.
n	22,823.		10,153.	12,670.
o	38,670.		29,801.	8,869.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(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				-3,633.
b				7,548.
c				10,950.
d				-328.
e				3,180.
f				12.
g				-6,653.
h				3,549.
i				2,952.
j				6,180.
k				6,409.
l				5,633.
m				3,589.
n				12,670.
o				8,869.

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	
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	

523591
04-01-15

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	UNITED FINL BANCORP		07/31/96	02/17/15
b	UNITED TECHNOLOGIES		03/01/01	06/29/15
c	VERTEX PHARMACEUTICAL INC		05/02/13	06/29/15
d	WAL MART STORES		09/27/06	10/15/15
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

	(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	37,630.		22,737.	14,893.
b	11,268.		3,923.	7,345.
c	9,379.		5,807.	3,572.
d	17,625.		14,718.	2,907.
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				14,893.
b				7,345.
c				3,572.
d				2,907.
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

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	89,644.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

523591
04-01-15

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
UBS PORTFOLIO MANAGEMENT 413	48,601.	0.	48,601.	48,601.	
TO PART I, LINE 4	48,601.	0.	48,601.	48,601.	

FORM 990-PF ACCOUNTING FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING AND RETURN PREPARATION	3,750.	3,000.		750.
TO FORM 990-PF, PG 1, LN 16B	3,750.	3,000.		750.

FORM 990-PF TAXES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
UBS - FOREIGN TAX WITHHELD	141.	141.		0.
FEDERAL INCOME TAXES	2,612.	0.		0.
TO FORM 990-PF, PG 1, LN 18	2,753.	141.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
UBS FEES	19,018.	19,018.		0.
TO FORM 990-PF, PG 1, LN 23	19,018.	19,018.		0.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 5

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
U.S. GOVERNMENT OBLIGATIONS - SEE ATTACHED	X		69,067.	98,222.
TOTAL U.S. GOVERNMENT OBLIGATIONS			69,067.	98,222.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			69,067.	98,222.

FORM 990-PF CORPORATE STOCK STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK -SEE ATTACHED	930,589.	1,575,341.
TOTAL TO FORM 990-PF, PART II, LINE 10B	930,589.	1,575,341.

FORM 990-PF CORPORATE BONDS STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS -SEE ATTACHED	19,330.	22,313.
TOTAL TO FORM 990-PF, PART II, LINE 10C	19,330.	22,313.

FORM 990-PF OTHER INVESTMENTS STATEMENT 8

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
OTHER INVESTMENTS - SEE ATTACHED	COST	445,590.	563,879.
TOTAL TO FORM 990-PF, PART II, LINE 13		445,590.	563,879.

FORM 990-PF LIST OF SUBSTANTIAL CONTRIBUTORS STATEMENT 9
PART VII-A, LINE 10

NAME OF CONTRIBUTOR	ADDRESS
MARCUS MCPHEE	72 WHIPPOORWILL LANE BRISTOL, CT 06010
MICHAEL MCPHEE	46 EAST HYERDALE GOSHEN, CT 06756
EDWARDE T MCPHEE	44 BELGIAN CIRCLE BRISTOL, CT 06010

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 10

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
EDWARD T MCPHEE JR 44 BELGIAN CIRCLE BRISTOL, CT 06010	PRESIDENT 0.00	0.	0.	0.
CAROLE T MCPHEE 44 BELGIAN CIRCLE BRISTOL, CT 06010	VICE PRESIDENT 0.00	0.	0.	0.
MARIE C POPIELARCZYK 6 BRICH ST UNIONVILLE, CT 06085	SECRETARY 0.00	0.	0.	0.
BARBARA MCPHEE 46 EAST HYERDALE GOSHEN, CT 06756	DIRECTOR 0.00	0.	0.	0.
RITA MCPHEE 30 BELGIAN CIRCLE BRISTOL, CT 06010	DIRECTOR 0.00	0.	0.	0.
ROBIN MCPHEE 72 WHIPPOORWILL LANE BRISTOL, CT 06010	DIRECTOR 0.00	0.	0.	0.
MAUREEN LEE 103 BRADFORD WALK FARMINGTON, CT 06032	DIRECTOR 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF PART XV - LINE 1A LIST OF FOUNDATION MANAGERS STATEMENT 11

NAME OF MANAGER

EDWARD T MCPHEE JR
CAROLE T MCPHEE

McPhee Foundation Gift Recipients During 2015 Year	***Donee Relationship***	***Foundation Status***	***Puropose of Grant***	***Amount & Date***	**EXHIBIT H** ***2015 Total: $147,000***
Access Independence 80 Ferry Blvd Stratford, CT 06615	None	501©(3)	Aging- Disability Res Svcs	$ 2,500 10-22-2015	Phone 203-378-6977 Fax 203-375-2748 Joseph Eckert jeckert@accessinct org
Achieve Hartford! 221 Main Street- 3rd Floor Hartford, CT 06106	None	501©(3)	No Child Left Behind	$ 5,000 10-22-2015	Phone 860-244-3333 Fax 860-525-0436 Mary Crean mcrean@achievehartford com
The Bridge Family Center, Inc 1022 Farmington Ave West Hartford, CT 06107-2105	None	501©(3)	Short-Term Assessment & Resite (STAR) Homes Recreational & Group Activities	$9,000 10-22-2015	Phone 860-521-8035 Fax 860-521-8036 Margaret Hann info@bridgefamilycenter org
Bristol Board of Education- Bristol Adult EDUCATION Center 210 Redstone Hill Road Bristol, CT 06010	None	501©(3)	Dipolma & Certificate Program Program Training Instructor & Transport Costs	$ 2,500 10-22-2015	Phone 860-584-1029 Fax 860-314-4642 Lawrence Covino lawrencecovino@ci bristol ct us
Boys & Girls Club-Bristol Family Ctr 255 Main Street Bristol, CT 06010	None	501©(3)	Power Hour- Child's Ctr	$ 5,000 10-22-2015	Phone 860-583-4734 Fax 860-583-2841 Dawn Burke Dawn@bbgc org
Bristol Adult RESOURCE Center, Inc 195 Maltby Street P O Box 726 Bristol, CT 06011-0726	None	501©(3)	BARC Calendar Project	$ 3,000 10-22-2015	Phone 860-582-9102 Fax 860-582-8280 Judy Gebben jgebben@bristolarc org
Center for Children's Advocacy (CCA) 65 Elizabeth Street Hartford, CT 06105	None	501©(3)	Medical Legal Partnership (MLPP) Child Representation	$ 7,000 10-22-2015	Phone 860-570-5327 Fax 860-570-5256 Martha Stone mstone@kidscounsel org
Community Partners in Action, Inc 110 Bartholomew Ave - Suite 3010 Hartford, CT 06106	None	501©(3)	Transistion to Independent Living	$ 5,000 10-22-2015	Phone 860-566-2030 Fax 860-566-8089 Maureen Price- Boreland mboreland@cpa-ct org
Family and Children's Aid 75 West Street Danbury, CT 06810	None	501©(3)	Child Guidance Center Pilot ADHD Testing System	$ 5,000 10-22-2015	Phone 203-205-2633 Fax 203-790-8183 Wendy Natter info@fcaweb org

McPhee Foundation Gift Recipients During 2015 Year	Donee Relationship	Foundation Status	Puropose of Grant	Amount & Date	EXHIBIT H 2015 Total: $147,000
Farm to Family, AKA Gifts of Love 34 East Main Street P O Box 463 Avon, CT 06001	None	501©(3)	Weekend Food Backpack Program	$ 2,500 10-22-2015	Phone 860-676-2323 Fax 860-676-9864 Diana Goode dgoode@giftsoflovect org
Hartford Food System, Inc 1 Congress Street, Suite 302 Hartford, CT 06114	None	501©(3)	Urban Agricultural Program Grow Hartford Youth Leadership	$ 5,000 10-22-2015	Phone 860-296-9325 x 102 Fax 860-296-8326 Martha Page mpage@hartfordfood org
Hartford Hospital 80 Seymour Street P O Box 5037 Hartford, CT 06107-5037	None	501©(3)	Post- Mastectomy Kits 125 Kits	$ 5,000 10-22-2015	Phone 860-972-1265 Fax 860-545-2800 Mickey Orkin Mickey Orkin@hhchealth org
Jubilee House, an Independent Program of House of Bread, Inc 1453 Main Street Hartford, CT 06120	None	501©(3)	English for Speakers of Other Languages (ESOL) Instruction & Support	$10,000 10-22-2015	Phone 860-247-3030 Fax 548-9635 Sister Jeanne Paulella jpaulella@jubileehouse org
Lupus Foundation of America-CT Chapter 270 Farmington Avenue Farmington, CT 06032	None	501©(3)	Increase Education & Support in State of CT	$ 5,000 10-22-2015	Phone 860-269-6240 Fax 860-269-6243 Corrianne Gagliardi corrianne@lupusct org
Mercy Learning Center of Bridgeport, Inc 637 Park Avenue Bridgeport, CT 06604-4611 Attn Jane Ferreira	None	501©(3)	Literacy & Life Skills Education Materials to Educate Women	$10,000 10-22-2015	Phone 203-334-6699 Fax 203-332-6852 Jane Ferreira jane ferreira@mercylearningcenter org
My Sisters' Place, Inc 237 Hamilton Street- Suite 203 Hartford, CT 06106	None	501©(3)	Love of Children Initiative Mentorship Program Reacreational & Enrichment Activities	$ 5,000 10-22-2015	Phone 860-895-6629 Fax 860-493-1330 Diane Paige'Blondet Lisap@sisterplacect org
Off the Streets P O Box 591 Bristol, CT 06801	None	501©(3)	Transform Lives of Homeless People Out of Shelters & Streets Into Housing	$ 5,000 10-22-2015	Deacon Michael Oles Phone 203-733-5880 offthestreetsnow@gmail com
The Open Hearth Association 150 Charter Oak Avenue Hartford, CT 06106	None	501©(3)	Meals, Emergency Shelter & Transitional Living Program	$ 6,000 10-22-2015	Marilyn Rossetti Phone 860-257-5570 Fax 860-920-0011 mrossetti@theopenhearth org

McPhee Foundation Gift Recipients During 2015 Year	***Donee Relationship***	***Foundation Status***	***Puropose of Grant***	***Amount & Date***	**EXHIBIT H** ***2015 Total: $147,000***
Prudence Crandall Center, Inc 94 Burritt Street P O Box 895 New Britain, CT 06050	None	501©(3)	Rose Hill Facility Operating Support Rent, Cable & Internet	$20,000 10-22-2015	Phone 860-225-5187 x13 Fax 860-826-4994 Barbara Damon bdamon@prudencecrandall org
SOIL- Sustainable Organic Integrated Livelihood 3950 Green Valley School RD Sebastopol, CA 95472 Attn Dr Sasha Kramer	None	501©(3)	EcoSan (Ecological Sanitation) Cap-Haitien & Port-au-Prince Haiti	$ 2,500 10-22-2015	Phone 860-748-1281 Deirdre Redden Dr Sasha Kramer info@oursoil org
South Park Inn 75 Main Street Hartford, CT 06106	None	501©(3)	Homeless Outreach Emergency Shelter & Transistional Living Program	$ 7,000 10-22-2015	Phone 860-724-0071 Fax 860-724-1692 Stacie Nicholas snicholas@southparkinn org
Unionville Museum 15 School Street Unionville, CT 06085	None	501©(3)	Exhibit Display Cases	$ 2,000 10-22-2015	Phone 860-673-2231 Patricia LeBouthillier unionvillemuseumct@gmail com
Volunteers in Psyhcotherapy, Inc 7 South Main Street West Hartford, CT 06107	None	501©(3)	181 Profession Therapy Sessions brings Volunteers to Local Organization	$10,000 10-22-2015	Phone 860-233-5115 Fax 860-231-9063 Richard Shulman, Ph D ctvip@hotmail com
Warner Theatre (Northwest CT Association for the Arts) 68 Main Street, P O Box 1012 Torrington, CT 06790	None	501©(3)	Student Scholarships	$ 3,000 10-22-2015	Phone 860-489-7180 x189 Fax 860-482-4076 Lynn Gelormino dmarconi@warnertheatre org
Southington-Cheshire Comm YMCAs 29 High Street Southington, CT 06489	None	501©(3)	Extend the Legacy Capital Campaign Southington, CT Pool	$ 5,000 10-22-2015	Phone 860-628-5597 Fax 860-628-6499 John Myers jmyers@sccymca org

UBS Summary of Investments for McPhee Foundation

Name	Valuation Method	# Share 12/31/15	**Book Basis Balance 12/31/15**	**Marlet Value 12/31/15**
Equities				
Air Prod & Chemical	Cost	200	12,583 50	26,022 00
Alibaba Group	Cost	394	39,198 31	32,020 38
	Cost	24	2,121 84	1,950 48
	Cost	101	8,682 60	8,208 27
	Cost	44	3,946 16	3,575 88
	Cost	141	9,351 12	11,459 07
Alphabet Inc CL A	Cost	25	9,502 38	19,450 25
Alphabet Inc CL C	Cost	25	9,447 20	18,972 00
Amazon com Inc	Cost	77	42,801 84	52,043 53
American Intl Group	Cost	675	19,500 75	41,829 75
Apple Inc	Cost	175	15,726 75	18,420 50
	Cost	105	6,384 30	11,052.30
	Cost	84	5,320 08	8,841 84
	Cost	91	6,937 45	9,578 66
Bed Bath & Beyond	MV Date Gift	410	13,247 10	19,782.50
Berkshire Hathaway	Cost	400	25,320 00	52,816 00
Biomarin Pharmaceutical	Cost	300	1,554 00	31,428 00
Celegne Corp	MV Date Gift	500	19,106 32	59,880 00
Cisco Sys	MV Date Gift	600	40,735 81	16,293 00
	Cost	938	21,413 88	25,471 39
CME Group	Cost	537	30,943 45	48,652 20
	Cost	100	5,041 40	9,060 00
Coach Inc	Cost	986	38,593 37	32,271 78
	Cost	93	3,268 01	3,043 89
	Cost	122	3,893 93	3,993 06
Eversource Energy	Cost	500	10,040 00	25,535 00
	Cost	0	0 00	0 00
Exxon Mobil	Cost	400	24,135 68	23,385 00
	Cost	300	12,720 00	31,180 00
Facebook	Cost	500	22,423 75	52,330 00
Genl Elec	MV Date Gift	375	13,386 00	11,681 25
	MV Date Gift	1,125	37,870 00	35,043 75
	Cost	500	7,200 00	15,575 00
Gilead Sci	Cost	600	8,257 50	60,714 00
Home Depot	Cost	0	0 00	0 00
	Cost	400	9,027.81	52,900 00
Intel	MV Date Gift	52	1,272 96	1,791 40
Intel	Cost	600	11,099 45	20,670 00
Intel	Cost	434	10,619 94	14,951 30
Intel	Cost	314	9,341 50	10,817 30
Linkedin Corp CL A	Cost	200	19,874 00	45,016 00
McDonalds	Cost	250	6,591 94	29,535.00
	Cost	170	17,569 00	20,083 80
	Cost	105	10,060 58	12,404 70
Merck & Co	Cost	410	14,476 07	21,656 20
Merck & Co	Cost	390	20,572 46	20,599 80
Microsoft	MV Date Gift	300	5,587 44	16,644 00

UBS Summary of Investments for McPhee Foundation

.	Cost	800	11,580 70	44,384 00
United Financial Banc Corp	MV Date Gift	0	0 00	0 00
Oracle	MV Date Gift	1,400	26,589 00	51,142 00
Pfizer	Cost	122	1,628 63	3,938 16
	Cost	1,100	20,223.04	35,508 00
Price T Rowe	Cost	470	5,287 20	33,600 30
Procter & Gamble	Cost	0	0 00	0 00
	Cost	0	0 00	0 00
	Cost	0	0 00	0 00
Ralph Lauren	Cost	0	0 00	0 00
Royal Dutch Shell	Cost	250	11,702 50	11,447 50
Royal Dutch Shell	Cost	392	25,806 52	18,047 68
Travelers	Cost	175	11,137 91	19,750 50
Travelers	Cost	175	8,495 69	19,750 50
United Technologies	Cost	300	11,767 50	28,821 00
	Cost	100	2,492 50	9,607 00
Vertex	Cost	325	25,162 38	40,894 75
	Cost	75	4,571 99	9,437 25
Wal Mart Stores	Cost	0	0 00	0 00
Wal Mart Stores	Cost	0	0 00	0 00
Walgreen	Cost	800	21,783 80	68,124 00
Whole foods	Cost	300	17,867 40	10,050 00
Whole foods	Cost	334	18,465 32	11,189 00
Whole foods	Cost	391	14,267 55	13,098 50
Whole foods	Cost	144	6,190 65	4,824 00
Zoetis (Pfizer 6/28/13)	Cost	385	5,192 49	18,449 20
3M Co	Cost	230	13,628.65	34,647 20
Total equities		**23,340**	**930,589.05**	**1,575,340.77**
		0	0 00	0 00
Closed End Mutuals		0	0 00	0 00
	Cost	0	0 00	0 00
	Cost	0	0 00	0 00
Ishares Inc MSCI Mexico Free Inde	Cost	0	0 00	0 00
Ishares Russell 3000	Cost	200	12,792 00	24,062 00
	Cost	300	25,557 00	36,093 00
Ishares Russell Midcap	Cost	200	18,680 00	32,036 00
	Cost	250	26,090 00	40,045 00
Ishares Russell Microcap	Cost	300	16,065 00	21,630 00
	Cost	200	11,398 00	14,420 00
	Cost	250	13,530 00	18,025 00
	Cost	140	4,145 40	10,094 00
Ishare US Dow Jones Medical Equ	Cost	300	17,926 38	36,744 00
Ishare MSCI EAFE ETF	Cost	1,137	75,661 67	66,764 64
Vanguard Sector Index FD	Cost	325	23,849 84	35,194 25
	Cost	100	7,337 50	10,829 00
	Cost	125	9,179 16	13,536 25
	Cost	0	0 00	0 00
Total Closed end Mutual funds		**3,827**	**262,211.95**	**359,473.14**
Mutual Funds				
Henderson Global investor Europe	Cost	475	11,241 20	15,943 72
	Cost	109	3,241 47	3,644 65
	Cost	1,837	56,004 21	61,693 82

UBS Summary of Investments for McPhee Foundation

. Tot Mutual Funds		**2,420**	**70,486.88**	**81,282.19**
Fixed Inc-Closed end				
Tot Fixed Inc Clsd End		**0**	**0.00**	**0.00**
Mutual Funds -Fixed Income				
Franklin/templeton Global	Cost	2,868	40,000 00	33,065 25
Franklin/templeton Global reinveste	Cost	835	10,635 24	9,623 41
Tot Mutual Funds-Fixed Income		**3,702**	**50,635.24**	**42,688.66**
		0	0 00	0 00
Broad commodities		0	0 00	0 00
ETFS Palladium Tr	Cost	0	(0 30)	0 00
Streettracks Gold Trust	Cost	300	12,256 23	30,438 00
Tot Altern Strategies		**300**	**12,255.93**	**30,438.00**
		0	0 00	0 00
Total Equities		***33,589***	***1,326,179.05***	***2,089,222.76***
		0	0 00	0 00
Government Securities		0	0 00	0 00
US Trsy Bond 6% 2/15/26	Cost	40,000	40,433 92	55,680 79
US Trsy Bond 6 25% 2/15/27	Cost	30,000	28,633 20	42,541 50
Tot Governmt Sec		**70,000**	**69,067.12**	**98,222.29**
		0	0 00	0 00
Total US Government		**70,000**	**69,067.12**	**98,222.29**
		0	0 00	0 00
		0	0 00	0 00
CD's		0	0 00	0 00
First Niagara Bank		0	0 00	0 00
Merrick BK UT US		0	0 00	0 00
Everbank		50,000	49,999 98	49,997 00
		0	0 00	0 00
Tot CD's		**50,000**	**49,999.98**	**49,997.00**
		0	0 00	0 00
		0	0 00	0 00
Corp Bonds & Notes		0	0 00	0 00
GE Global Insurance	Cost	20,000	19,330 00	22,312 80
Tot Corp Bds & Nts		**20,000**	**19,330.00**	**22,312.80**
		0	0 00	0 00
Tot CD's and Corp Bds & Nts		**70,000**	**69,329.98**	**72,309.80**
		0	0 00	0 00
Total Investment		**173,589**	**1,464,576.15**	**2,259,754.85**