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
THOMAS R. & ELIZABETH E. MCLEAN
FOUNDATION, INC

A Employer identification number
31-1470721

Number and street (or P O box number if mail is not delivered to street address) — Room/suite
P.O. BOX 58329

B Telephone number
(910)483-8104

City or town, state or province, country, and ZIP or foreign postal code
FAYETTEVILLE, NC 28305

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)* ▶$ 19,659,094.

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))

	Line	(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	511,497.		N/A	
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	21,500.	21,500.		STATEMENT 1
	4 Dividends and interest from securities	405,455.	405,455.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	44,676.			
	b Gross sales price for all assets on line 6a 1,708,839.				
	7 Capital gain net income (from Part IV, line 2)		44,676.		
	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	302,233.	302,233.		STATEMENT 3
	12 **Total.** Add lines 1 through 11	1,285,361.	773,864.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	205,932.	73,925.		107,718.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 4	6,000.	3,000.		3,000.
	b Accounting fees STMT 5	9,000.	4,500.		4,500.
	c Other professional fees STMT 6	41,286.	39,768.		1,518.
	17 Interest				
	18 Taxes STMT 7	66,782.	589.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 8	8.	0.		0.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	329,008.	121,782.		116,736.
	25 Contributions, gifts, grants paid	883,231.			883,231.
	26 **Total expenses and disbursements.** Add lines 24 and 25	1,212,239.	121,782.		999,967.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	73,122.			
	b **Net investment income** (if negative, enter -0-)		652,082.		
	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	18,723.	27,672.	27,672.
	2 Savings and temporary cash investments	6,326,036.	5,972,244.	5,972,244.
	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			
	b Investments - corporate stock STMT 9	11,022,217.	11,440,182.	13,129,691.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶ STATEMENT 10)	529,487.	529,487.	529,487.
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	17,896,463.	17,969,585.	19,659,094.
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 ▶ ☐ 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 ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	8,960,983.	8,960,983.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	8,935,480.	9,008,602.	
	30 **Total net assets or fund balances**	17,896,463.	17,969,585.	
	31 **Total liabilities and net assets/fund balances**	17,896,463.	17,969,585.	

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	17,896,463.
2	Enter amount from Part I, line 27a	2	73,122.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	17,969,585.
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	17,969,585.

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 STATEMENT			
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	1,708,839.		1,664,163.	44,676.

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				44,676.

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 — 44,676.

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	1,014,947.	20,891,242.	.048582
2013	964,446.	19,400,312.	.049713
2012	924,031.	17,856,624.	.051747
2011	867,770.	17,710,615.	.048997
2010	832,596.	16,455,548.	.050597

2	Total of line 1, column (d)	2	.249636
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	.049927
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	20,169,887.
5	Multiply line 4 by line 3	5	1,007,022.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	6,521.
7	Add lines 5 and 6	7	1,013,543.
8	Enter qualifying distributions from Part XII, line 4	8	999,967.

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	13,042.
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	13,042.
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	13,042.
6 Credits/Payments:			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a 35,032.		
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	35,032.
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	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	21,990.
11 Enter the amount of line 10 to be: **Credited to 2016 estimated tax** ▶	13,044. **Refunded** ▶	11	8,946.

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) ▶ NC			
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	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 ▶ N/A			
14	The books are in care of ▶ ALFRED E. CLEVELAND Telephone no. ▶ 910-483-8104			
	Located at ▶ PO BOX 87009, FAYETTEVILLE, NC ZIP+4 ▶ 28304			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A			
16	At any time during calendar year 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)*

			Yes	No
5a During the year did the foundation pay or incur any amount to:				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No			
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)	☐ Yes ☒ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	N/A	5b		
Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A	☐ Yes ☐ No			
If "Yes," attach the statement required by Regulations section 53.4945-5(d)				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		X
If "Yes" to 6b, file Form 8870.				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b		

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ALFRED CLEVELAND FAYETTEVILLE, NC	PRESIDENT 25.00	80,966.	0.	0.
HARRY SHAW FAYETTEVILLE, NC	VICE-PRESIDENT 20.00	80,966.	0.	0.
JENNIFER ELAM RALEIGH, NC	DIRECTOR 5.00	22,000.	0.	0.
FAISON COVINGTON CHARLOTTE, NC	DIRECTOR 5.00	22,000.	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	13,726,244.
b	Average of monthly cash balances	1b	6,221,312.
c	Fair market value of all other assets	1c	529,487.
d	**Total** (add lines 1a, b, and c)	1d	20,477,043.
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	20,477,043.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	307,156.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	20,169,887.
6	**Minimum investment return.** Enter 5% of line 5	6	1,008,494.

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	1,008,494.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	13,042.		
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	13,042.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	995,452.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	995,452.
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	995,452.

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	999,967.
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	999,967.
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	999,967.

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					995,452.
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	22,522.				
b From 2011					
c From 2012	47,610.				
d From 2013	10,674.				
e From 2014	5,415.				
f **Total** of lines 3a through e		86,221.			
4 Qualifying distributions for 2015 from Part XII, line 4: ▶ $ 999,967.					
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					995,452.
e Remaining amount distributed out of corpus		4,515.			
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		90,736.			
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		22,522.			
9 **Excess distributions carryover to 2016** Subtract lines 7 and 8 from line 6a		68,214.			
10 Analysis of line 9:					
a Excess from 2011					
b Excess from 2012	47,610.				
c Excess from 2013	10,674.				
d Excess from 2014	5,415.				
e Excess from 2015	4,515.				

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).)

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

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

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

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

THOMAS & ELIZABETH MCLEAN FOUNDATION
PO BOX 58329, FAYETTEVILLE, NC 28305

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

WRITTEN REQUEST EXPLAINING PURPOSE, TIME, PERIOD & COST

c Any submission deadlines:

NONE

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

NORTH CAROLINA ORGANIZATIONS OR CHAPTERS OF NATIONAL CHARITIES

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 SCHEDULE ATTACHED				883,231.
Total			▶ 3a	883,231.
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		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
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			14	21,500.	
4 Dividends and interest from securities			14	405,455.	
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			15	302,233.	
8 Gain or (loss) from sales of assets other than inventory			18	44,676.	
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.		773,864.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 773,864.

(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).

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

Signature of officer or trustee | Date 5/10/16 | Title President

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
TONYA R STRICKLAND	Tonya Strickland CPA	5/5/16		P00095788

Firm's name ▶ HAIGH, BYRD & LAMBERT, LLP — Firm's EIN ▶ 56-0587513

Firm's address ▶ PO BOX 53349 FAYETTEVILLE, NC 28305-3349 — Phone no. (910)483-1437

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
THOMAS R. & ELIZABETH E. MCLEAN FOUNDATION, INC

Employer identification number
31-1470721

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
THOMAS R. & ELIZABETH E. MCLEAN FOUNDATION, INC	31-1470721

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	ESTATE OF THOMAS R. MCLEAN PO BOX 87009 FAYETTEVILLE, NC 28304	$ 511,497.	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
THOMAS R. & ELIZABETH E. MCLEAN FOUNDATION, INC	31-1470721

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	Employer identification number
THOMAS R. & ELIZABETH E. MCLEAN FOUNDATION, INC	31-1470721

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

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	THRU RAYMOND JAMES	P	VARIOUS	VARIOUS
b	THRU RAYMOND JAMES	P	VARIOUS	VARIOUS
c	THRU RAYMOND JAMES	P	VARIOUS	VARIOUS
d	THRU K-1 ESTATE OF THOMAS R MCLEAN 56-6532868	P		
e	CAPITAL GAINS DIVIDENDS			
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	43,933.		79,725.	<35,792.>
b	1,146,853.		1,242,899.	<96,046.>
c	298,419.		341,539.	<43,120.>
d	113,481.			113,481.
e	106,153.			106,153.
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			(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				<35,792.>
b				<96,046.>
c				<43,120.>
d				113,481.
e				106,153.
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	44,676.
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

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
BB&T	21,307.	21,307.	
FIRST CITIZENS	193.	193.	
TOTAL TO PART I, LINE 3	21,500.	21,500.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
ACM FINANCIAL TRUST	3,324.	0.	3,324.	3,324.	
ACM FINANCIAL TRUST NONDIV DIST	5,476.	0.	5,476.	5,476.	
BB&T CAPITAL MARKETS	46,548.	0.	46,548.	46,548.	
RAYMOND JAMES	79.	0.	79.	79.	
RAYMOND JAMES	46.	0.	46.	46.	
RAYMOND JAMES	376,454.	106,153.	270,301.	270,301.	
RAYMOND JAMES	75,341.	0.	75,341.	75,341.	
RAYMOND JAMES NONDIV DIST	585.	0.	585.	585.	
RAYMOND JAMES NONDIV DIST	3,755.	0.	3,755.	3,755.	
TO PART I, LINE 4	511,608.	106,153.	405,455.	405,455.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
OIL AND GAS ROYALTIES	302,233.	302,233.	
TOTAL TO FORM 990-PF, PART I, LINE 11	302,233.	302,233.	

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	6,000.	3,000.		3,000.
TO FM 990-PF, PG 1, LN 16A	6,000.	3,000.		3,000.

FORM 990-PF ACCOUNTING FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	9,000.	4,500.		4,500.
TO FORM 990-PF, PG 1, LN 16B	9,000.	4,500.		4,500.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	38,250.	38,250.		0.
ROYALTY ADMIN FEES	2,436.	1,218.		1,218.
MISCELLANEOUS	600.	300.		300.
TO FORM 990-PF, PG 1, LN 16C	41,286.	39,768.		1,518.

FORM 990-PF TAXES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES PAID	589.	589.		0.
EXCISE TAX	53,818.	0.		0.
OKLAHOMA WITHHOLDING	8,255.	0.		0.
ROYALTY PRODUCATION TAXES	4,120.	0.		0.
TO FORM 990-PF, PG 1, LN 18	66,782.	589.		0.

FORM 990-PF — OTHER EXPENSES — STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK SERVICES CHARGES	8.	0.		0.
TO FORM 990-PF, PG 1, LN 23	8.	0.		0.

FORM 990-PF — CORPORATE STOCK — STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCKS - SCHEDULE ATTACHED	11,440,182.	13,129,691.
TOTAL TO FORM 990-PF, PART II, LINE 10B	11,440,182.	13,129,691.

FORM 990-PF — OTHER ASSETS — STATEMENT 10

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
OIL & GAS INTEREST IN OK, CO, & TX	529,487.	529,487.	529,487.
TO FORM 990-PF, PART II, LINE 15	529,487.	529,487.	529,487.

11:51 AM

02/01/16

Accrual Basis

THOMAS R & ELIZABETH E MCLEAN FOUNDATION
Balance Sheet
As of December 31, 2015

		Dec 31, 15 Cost	FMV
	ASSETS		
	Current Assets		
	Checking/Savings		
	BB&T Checking	27,667 89	
	BB&T Investment	1,853,407.56	
	BB&T Royalties	402,394 83	
	BB&T Savings	1,572,179.43	
	BB&T Savings (3991)	1,609,704.88	
	Total Checking/Savings	5,465,354 59	
	Total Current Assets	5,465,354 59	
	Other Assets		
	ACM Financial Trust, Inc.	200,000.00	164400. Stocks
	BB&T Capital Markets		
	BB&T Corp. 3.2% Due 3/15/16	1,038,446 11	1002548. Stock
	Wells Fargo 5.75% Due 5/16/16	271,612 79	257231. Stock
	Total BB&T Capital Markets	1,310,058 90	
	Oil & Gas Interest	529,486 76	Oil & Gas Interest
	Raymond James		
1400	**3-M Company**	122,521 47	210896.
300	**Aflac Corporation**	17,358 40	17970.
1450	**Align Technology Inc.**	47,689 89	95483.
600	**Altria Group**	15,397 93	46568.
550	**American International Group**	94,009.12	34083.
26	**American Intl' Group Warrants**	423.51	618.
200	**Amerisourcebergen Corp**	20,704 05	20742.
500	**Amgen Inc.**	51,284 24	81165.
1000	**Ansys Inc.**	29,561 70	92500.
16000	**AT&T, Inc.**	636,526.37	550560.
2000	**Bank of America**	57,311 32	33660.
22800	**BB&T**	851,433 41	862068.
925	**BE Aerospace Inc**	21,728 99	39192.
500	**Berkshire Hathaway, Inc.**	44,132 86	66020.
400	**Boeing Company**	51,851 48	57836.
1200	**Cenovus Energy Inc.**	35,483 98	15107.
800	**Charles River Laboratories Intl**	53,407 06	64312.
100	**Chemours Co.**	1,267 05	536.
12020	**ChevronTexaco Corp**	449,583 50	1081319.
1200	**Coca-Cola Co.**	34,824 12	51552.
70	**Comerica Incorporated**	3,731 26	2928.
600	**Conocophillips**	33,644.83	28014.
425	**Core Laboratories**	45,221 28	46215.
600	**Costco Wholesale Corp**	47,032 21	96900.
100	**Cree Inc.**	4,932.00	2667.
55	**CST Brands Incorporated**	2,919 02	2153.
3600	**CSX Corporation**	66,126 20	93420.
1200	**Cullen Frost Bankers**	61,693.89	72000.
200	**CVS Health Corporation**	20,828 26	19554.
200	**D R Horton Inc.**	4,262.00	6406.
400	**Dana Holding Corp**	7,239 32	5520.
700	**Deere & Co.**	61,785 10	53389.
300	**Devon Energy Corp**	23,621 70	9600.
4000	**Duke Energy**	208,774 58	285560.
500	**El Dupont De Nemours & Co**	23,650 27	33300.
19000	**Exxon Mobile Corporation**	705,671 87	1481050.
200	**First Energy Corp.**	18,639 52	6346.
1600	**FISERV Inc.**	32,208 58	146336.
2000	**Ford Motor Company**	31,391 80	28180.
1392	**Frontier Communications Corp**	10,463.11	6501.
400	**Genworth Financial Inc**	5,263 12	1492.
1000	**Hershey Foods**	34,086 15	89270.
8995.001	**Investment Company of America**	293,028 46	300163.
1500	**J. P. Morgan Chase & Co.**	69,352 19	99045.
100	**Johnson & Johnson**	7,088 00	10272.

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02/01/16

Accrual Basis

THOMAS R & ELIZABETH E MCLEAN FOUNDATION
Balance Sheet
As of December 31, 2015

		Dec 31, 15	
900	Kansas City Southern Com	52,301 79	67203.
462	KLX Incorporated	7,851.59	14225.
200	Laboratory Corp.	24,493.53	24728.
37308.46	Lateef Fund	394,637 30	380546.
200	Metlife Inc.	9,708 55	9642.
400	Monsanto Company	38,835 10	39408.
2200	NCR Corp	56,638 01	53812.
3900	Norfolk Southern Corp	141,653 79	329901.
2200	Nucor Corp	103,696.85	88660.
200	Oracle Corp.	8,043.76	7306.
200	Pepsico, Inc.	12,333 00	19984.
1500	Phillips 66	105,098 58	122700.
800	PNC Bank Corp	61,805 27	76248.
400	Procter & Gamble Co	23,774 00	31764.
1400	Prosperity Bancshares	54,836 63	67004.
1400	Royal Bank of Canada	76,780 80	74680
100	Sensata Technologies Holding	3,807.00	4606.
2000	Southern Co.	81,756 55	93580.
900	Starwood Hotels & Resorts	73,424.64	62352.
4200	Suntrust	262,684 23	179928.
1028	Synovus Financial Corp	30,693 22	33287.
400	Texas Capital Bancshares Inc.	19,580 63	19768.
193	Total Systems Services Inc.	7,494 57	9611.
500	Valero Energy Corp	32,463 00	35355.
6400	Verizon Communications	275,095 56	295808.
700	Wal-Mart Stores Inc	39,075 45	42910.
200	Walgreens Boots Alliance Inc.	9,166 98	17031.
1300	Wells Fargo & Company	111,107 54	70668.
	Raymond James - Other	216,598 61 Cash	
	Total Raymond James	6,794,591 70	8621183. Stock
	Raymond James Snow Cap		
4571	Abercrombie and Fitch Co.	120,401 84	123417.
1500	AGCO Corporation	71,588 88	71716.
2930	Ally Financial Inc.	69,289 72	54615.
1210	Atlas Air Worldwide	55,540 28	50021.
2885	Avnet, Inc.	118,870.34	123593.
3680	Bank of America Corp	63,384 69	61934.
1273	Big Lots Inc	48,888 88	49061.
16	Biogen Inc.	22,242 32	23283.
1635	Carbo Ceramics Inc.	61,809 40	28122.
982	Chevron Corporation	72,711 31	88341.
3755	Community Health Systems, Inc.	140,159 98	99620.
2238	Crane Company	135,459 94	107066.
1920	Devon Energy Corp.	74,268 00	61440.
2147	Eaton Corp	129,491.19	111730.
2512	Halliburton Co.	90,005.67	85508.
2556	Hartford Fincl' Services Groupl	96,333 99	111084.
2350	Intl Paper Co	113,006 95	88595.
2050	J. P. Morgan Chase & Co	123,966 07	135362.
2170	Johnson Controls Inc.	95,104 73	85692.
8498	KeyCorp	108,951 60	112081.
591	Keysight Technologies Inc.	16,988.00	16743.
810	Macy's Inc.	41,027 88	28334.
1801	Merck & Company Inc.	96,083 53	95129.
2280	Metlife, Inc.	112,080.49	109919.
1911	Mosaic Co.	76,883.96	52724.
1805	NCR Corporation	50,317 45	44150.
1332	Open Text Corporation	59,764 99	63843.
4195	PBF Energy Inc.	109,648 64	154418.
1687	Qualcomm Inc.	107,740 45	84325.
2855	Rio Tinto PLC	132,042 77	83138.
4880	Symantec Corporation	119,690 54	102480.
2145	Teva Pharmaceutical	114,399 97	140798.
2555	Textron Inc.	97,597 91	107336.
2579	Triumph Group Inc.	157,240 04	102515.

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Accrual Basis

THOMAS R & ELIZABETH E MCLEAN FOUNDATION
Balance Sheet
As of December 31, 2015

		Dec 31, 15	
2735	Voya Financial Inc.	110,174.63	100949
1269	Wal-Mart Stores Inc.	80,368.79	77790
3964	Wesco Aircraft Hldgs Inc.	58,603.72	47449
	Raymond James Snow Cap - Other	317,958.54 Cash	
	Total Raymond James Snow Cap	3,670,088.08	3084329 Stock
	Scott & Stringfellow 10792735		
	Total Other Assets		
	TOTAL ASSETS		
	LIABILITIES & EQUITY		
	Equity		
	Capital		
	Retained Earnings		
	Net Income		
	Total Equity		
	TOTAL LIABILITIES & EQUITY		

200,000.00+
1,310,058.90+
6,794,591.70+
216,598.61-
3,670,088.08+
317,958.54-
006
11,440,181.53* Stocks at Cost

164,400.00+
1,002,548.00+
257,231.00+
8,621,183.00+
3,084,329.00+
005
13,129,691.00* Stocks at FMV

McLean Foundation

<u>Year 2015 Grants Made</u>

Boy Scouts of America *In-School Scouting Program*	$ 5,000
Carolina Ballet, Inc. *Dancers in Schools Program*	$ 15,000
The Cumberland Oratorio Singers *2014 - 2015 Concert Season*	$ 5,000
Fayetteville Symphony Orchestra, Inc. *Unrestricted*	$ 1,000
North Carolina Symphony *Educational/Outreach Programs*	$ 15,000
The Arts Council of Fayetteville *Administrative Expenses*	$ 5,000
Arthur Morgan School, Inc. *Green Initiative Project*	$ 19,397.50
The Woman's Club of Fayetteville, Inc. *Financial Contribution*	$ 10,000
Connections of Cumberland County, Inc. *Administrative Expenses*	$ 3,500
Fayetteville Animal Protection Society, Inc. *Operational Expenses*	$ 5,000
Fayetteville Symphony Orchestra (held at CCF) *Chair Endowment*	$ 25,000
Fayetteville State University *Honors/Student Program*	$100,000
FTCC Foundation, Inc. *Ambassador Program*	$ 83,333.33
Fayetteville Family Life Center *Administrative Expenses*	$ 15,000
Cape Fear Botanical Garden *Financial Contribution*	$200,000
Child Advocacy Center *Administrative Expenses*	$ 25,000

McLean Foundation

Community Concerts of Fayetteville *Unrestricted/Promo Expenses*	$ 25,000
Methodist University *New Health & Sciences Building*	$250,000
Cross Creek Linear Park *Completion of City Park*	$ 25,000
The Cumberland Oratorio Singers *2015 - 2016 Concert Season*	$ 5,000
Lafayette Society, Inc. *Unrestricted*	$ 5,000
Duke University *Hubert/Yeargan Center for Global Health* *Unrestricted*	$ 25,000
Fayetteville Area Habitat for Humanity *Home Building Program*	$ 16,000
TOTAL MADE 2015	***$883,230.83***