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

Department of the Treasury
Internal Revenue Service

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

Open to Public Inspection

For calendar year 2015 or tax year beginning Dec. 01, 2015, and ending Nov 30, 2016

Name of foundation <u>McAleerly Foundation Inc.</u>		A Employer identification number <u>58-6032600</u>
Number and street (or P.O. box number if mail is not delivered to street address) <u>P.O. Box 1673</u>	Room/suite	B Telephone number (see instructions) <u>706-491-2469</u>
City or town, state or province, country, and ZIP or foreign postal code <u>Toccoa, GA. 30577</u>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here . . . <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation . . . <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here . . . <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ <u>\$1,105,827</u>	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> 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 . . . <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	<u>22,534</u>	<u>22,534</u>		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	<u>49,573</u>			
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		<u>49,573</u>		
	8 Net short-term capital gain			<u>1,892</u>	
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	<u>72,107</u>	<u>72,107</u>	<u>1,892</u>		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	<u>4,500</u>	<u>4,500</u>		
	c Other professional fees (attach schedule)	<u>11,346</u>	<u>11,346</u>		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	<u>731</u>			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	<u>2,286</u>			<u>2,286</u>
	22 Printing and publications				
	23 Other expenses (attach schedule)	<u>19,158</u>			<u>19,158</u>
	24 Total operating and administrative expenses. Add lines 13 through 23	<u>38,021</u>	<u>15,846</u>	<u>0</u>	<u>21,444</u>
	25 Contributions, gifts, grants paid	<u>43,271</u>			<u>43,271</u>
26 Total expenses and disbursements. Add lines 24 and 25	<u>81,292</u>	<u>15,846</u>	<u>0</u>	<u>64,715</u>	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	<u>29,185</u>				
b Net investment income (if negative, enter -0-)		<u>56,261</u>			
c Adjusted net income (if negative, enter -0-)			<u>1,892</u>		

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions)			
		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash—non-interest-bearing	9,573	11,763	11,763
	2	Savings and temporary cash investments	13,564	34,400	34,400
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		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 (attach schedule)			
	b	Investments—corporate stock (attach schedule)	1,119,091	1,086,880	1,105,827
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation (attach schedule) ▶				
12	Investments—mortgage loans				
13	Investments—other (attach schedule)				
14	Land, buildings, and equipment: basis ▶				
	Less: accumulated depreciation (attach schedule) ▶				
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	1,142,228	1,133,043		
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> 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 ▶ <input type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	302,950	302,950	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund	839,278	830,093	
	29	Retained earnings, accumulated income, endowment, or other funds			
30	Total net assets or fund balances (see instructions)				
31	Total liabilities and net assets/fund balances (see instructions)	1,142,228	1,133,043		

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	839,278
2	Enter amount from Part I, line 27a	2	29,1857
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	830,093
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	830,093

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	SEE ATTACHED SCHEDULE			
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a			49,573	
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col. (h) gain minus col. (k), but not less than -0- or Losses (from col. (h)))
(j) F.M.V. as of 12/31/69	(i) Adjusted basis as of 12/31/69	(k) Excess of col. (j) over col. (i), if any		
a				
b				
c				
d				
e				
2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2 49,573
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8			3 1,892

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	43,271	1,171,551	.03693	
2013	46,070	1,255,619	.02725	
2012	41,160	1,287,281	.03128	
2011	40,633	1,282,818	.03168	
2010	42,157	1,115,475	.03606	
2	Total of line 1, column (d)			2 1,6920
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 .03264
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5			4 1,153,978
5	Multiply line 4 by line 3			5 37,666
6	Enter 1% of net investment income (1% of Part I, line 27b)			6 563
7	Add lines 5 and 6			7 38,229
8	Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			8 64,715

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter. (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	563
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	
3	Add lines 1 and 2	3	563
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	563
6	Credits/Payments:		
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	563
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 <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
<i>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</i>		
1c		X
2		X
3		X
4a		X
4b		N/A
5		X
6	X	
7	X	
8a	Georgia	
8b	X	
9		X
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)		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)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶	X	
14 The books are in care of ▶ <u>Allen Hutton</u> Telephone no. ▶ <u>706-491-2469</u> Located at ▶ <u>296 W. Cherokee St. Toccoa, GA.</u> ZIP+4 ▶ <u>30277-0296</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here. ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶ 15		
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? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶		X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	N/A
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.)	2b	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ 20____, 20____, 20____, 20____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.)	3b	N/A
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)? Yes No
- 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? 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? Yes No
- 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? Yes No

5b	N/A
6b	
7b	N/A

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MARILYN McNEELY - P.O. Box 1673 Toccoa, GA 30077	Pres (20)	9,000	-	2,286
Allan Kansasy - McClure, Kansasy, Director P.O. Box 1673 Toccoa, GA 30077	Sec (1)	5,400	-	-
Allen Herron P.O. Box 1673 Toccoa, GA 30077	Treas (8)	4,500	-	-
Ellen Silbermann P.O. Box 1673 Toccoa, GA 30077	Member	3,600	-	-

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

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

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

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

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

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

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	NONE	
2		
3		
4		

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

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

Amount

1	NONE	
2		
3	All other program-related investments See instructions	
Total. Add lines 1 through 3		

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1,131,662
b	Average of monthly cash balances	1b	39,889
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	1,171,551
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	1,171,551
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	17,573
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,153,978
6	Minimum investment return. Enter 5% of line 5	6	57,699

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	57,699
2a	Tax on investment income for 2015 from Part VI, line 5	2a	563
2b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	563
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	57,136
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	57,136
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	57,136

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	64,715
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	64,715
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	64,715

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				57,136
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only				
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2015.				
a From 2010				
b From 2011				
c From 2012				
d From 2013				
e From 2014				
f Total of lines 3a through e				
4 Qualifying distributions for 2015 from Part XII, line 4: ▶ \$ 64,715				
a Applied to 2014, but not more than line 2a			43,271	
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2015 distributable amount				21,444
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2014. Subtract line 4a from line 2a. Taxable amount—see instructions				
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				35,692
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)				
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9:				
a Excess from 2011				
b Excess from 2012				
c Excess from 2013				
d Excess from 2014				
e Excess from 2015				

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

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

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

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

1 **Information Regarding Foundation Managers:**
 a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2).)
N/A

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

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**
 Check here 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:
N/A

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

c Any submission deadlines:
N/A

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

Part XV Supplementary Information (continued)

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

Recipient	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
Name and address (home or business)				
<p>a <i>Paid during the year</i></p> <p>See Attached List</p>			<p>The purpose of all contributions is to benefit the segment of society supported by the receiving agencies. Our goal is to improve the physical, mental and emotional well-being of all persons assisted by our contributions.</p>	<p>43,271</p>
<p>Total ▶</p>				<p>3a 43,271</p>
<p>b <i>Approved for future payment</i></p> <p>None</p>				
<p>Total ▶</p>				<p>3b</p>

McNeely Foundation Inc.			
58-6032600			
Schedule to Support Form 990PF			
For the Taxable Year Ended November 30, 2016			
Investment, Legal and Other Professional Services:			
Accounting Fees:			
	Allen Herron	4,500	
Other Professional Services:			
	McClure, Ramsay, Dickerson	5,400	
	Suntrust Bank	5,946	
		11,346	
Taxes:			
	Excise Tax on Investment Income	731	
Other Expenses:			
	Administrative Expense	19,158	
	Total Page 1, Line 23	19,158	
Part VIII - Line 1			
Frances McNeely Hartley - Member	\$ 3,600.00	No Contributions	No expense
P.O. Box 1673			
Toccoa, Ga. 30577			

McNeely Foundation
 Security Investments
 November 30, 2016

<u>Shares</u>	<u>Stock Name</u>	<u>Book Value</u>	<u>Market Value</u>
465.000	Ishares Core S&P 500 ETF	100,674.68	103,011.45
885.000	Ishares Russell 1000 Growth ETF	91,668.30	92,013.45
150.000	Ishares Russell 2000 Value ETF	15,507.00	17,226.00
4,970.000	Ishares U.S. Treasury Bond ETF	126,531.81	124,200.30
2,564.501	Brandes International Small Cap Equity Fund	34,983.27	33,953.99
3,121.312	Advisors Inner Circle FD Cam Int'l Inst.	74,942.70	74,068.73
8,485.723	Doubleline Total Return Bond Fund	93,965.55	90,372.95
1,219.021	Eaton Vance Atlanta Capital SMID CAP Fund	27,927.78	34,534.86
14,645.119	Federated Strategic Val. Div. IS	73,617.33	85,673.95
6,153.742	Johcm International Select Fund	123,544.33	114,090.38
4,788.980	John Hancock Funds III-Disciplined Value Fund	74,372.86	92,523.09
1,074.250	Oppenheimer Developing Markets Fund	35,216.22	34,666.05
11,141.639	PIMCO Investment Grade Corporate Bond Fund	117,542.20	113,290.44
603.961	T.Rowe Price QM U.S. Small-Cap Growth Equity	14,607.83	17,206.85
1,708.658	Van Eck Emerging Market Fund	25,848.50	22,554.29
2,683.791	Vanguard Mortgage-Backed Securities Index Fund	55,929.18	56,440.12
		1,086,879.54	1,105,826.90

1

**McNeely Foundation
Dividends Received
FYE 11-30-16**

<u>Stock Name</u>	<u>Amount</u>
Federated Money Market	51.18
Brandes International S/C Equity	486.76
Doubleline Total Return BD-1	3,659.88
Pimco Investment Grade Corp-In.	5,297.73
Vanguard M/B Secur Index-ADM	982.36
Federated Strategic Value	2,409.72
Ishares Core MSCI Europe ETF	1,382.64
Ishares Core MSCI Pacific ETF	562.48
Oppenheimer Development Market-Y	171.99
Ishares Core US Treasury Bond	1,035.38
Ishares Core S&P 500 ETF	549.34
Ishares Russell 1000 Growth ETF	295.64
Ishares Russell 2000 Value ETF	61.76
Ishares Treasury Bond ETF	652.15
Cambiar Small Cap-Ins.	116.21
Mainstay ICAP International	756.87
Osterweis Strategic Inc. Fund	763.19
John Hancock III Discpln. V-I	1,914.46
T. Rowe Price Inst. L/C Growth	32.51
Johcm International SEL-I	273.49
JP Morgan US Equity Fund	1,076.45
Van Eck Emerging Markets	1.80
	22,533.99

McNeely Foundation
Gains/Losses
FYE 11-30-16

Shares	(A) Stock Name <u>Long Term Gains</u>	(B)	(C) Date <u>Acquired</u>	(D) Date <u>Sold</u>	(E) Gross <u>Sales</u>	(F)	(G) <u>Cost</u>	(H) Gain/ <u>(LOSS)</u>	(I)	(J)	(K) Gain/ <u>(LOSS)</u>
	L/T Capital Gain Federated Strategic Val. (.2791/share on 10,262,354 shs) 12/04/15							2,864.26			2,864.26
	L/T Capital Gain Brandes Int'l S/C Equity (.0986/share on 1,892,035/shs) 12/07/15							186.61			186.61
	L/T Capital Gain Eaton Vance Atlanta (1.7354/share on 1,290,019 shs) 12/11/15							2,238.70			2,238.70
	L/T Capital Gain JPMorgan US Equity FD (.6035/share on 9,234,324 shs) 12/14/15							5,572.55			5,572.55
	L/T Capital Gain T.Rowe Price Divers. (.40/shs on 446,624 shs) 12/15/15							178.65			178.65
	L/T Capital Gain John Hancock III (.5695/shs on 7,891,413/shs) 12/17/15							4,493.84			4,493.84
	L/T Capital Gain PIMCO Invest Grd Corp. (.0872/sh on 11,625,96/shs) 12/17/15							1,013.90			1,013.90
	L/T Capital Gain T.Rowe Price Inst. L/C (1.35/sh on 3,250,979/shs) 12/18/15							4,388.82			4,388.82
1,090,248	John Hancock III Discipl V-I		9/20/2013	3/9/2016	18,000.00		21,172.61	-3,172.61			-3,172.61
4,318,651	Osterweis Strategic Inc Fund.		9/20/2013	3/9/2016	45,561.77		50,559.47	-4,997.70			-4,997.70
88,527	Van Eck Emerging Markets		2/25/2015	9/21/2016	1,250.00		1,346.50	-96.50			-96.50
1,541,499	Mainstay ICAP International		3/31/2014	9/21/2016	47,616.90		54,609.30	-6,992.40			-6,992.40
644,873	Cambiar Small Cap-Ins.		3/12/2013	9/21/2016	11,033.78		11,226.80	-193.02			-193.02
3,481,129	T.Rowe Price Inst L/C Growth		3/12/2013	9/21/2016	99,699.53		59,153.51	40,546.02			40,546.02
9,521,241	JP Morgan U>S> Equity Fund-Inst		3/12/2013	9/21/2016	135,677.68		129,877.59	5,800.09			5,800.09
1,430,174	John Hancock III Discipl V-I		3/12/2013	9/21/2016	25,500.00		27,773.98	-2,273.98			-2,273.98
500,000	Ishares Core MSCI Pacific ETF		10/7/2014	9/23/2016	24,804.46		24,185.00	619.46			619.46
1,125,000	Ishares Core MSCI Europe ETF		10/7/2014	9/23/2016	46,076.63		50,352.21	-4,275.58			-4,275.58
70,998	Eaton Vance Atlanta Capital SMID-I		9/20/2013	11/17/2016	2,000.00		1,626.56	373.44			373.44
582,011	John Hancock III Discipl V-I		3/12/2013	11/17/2016	11,000.00		9,149.48	1,850.52			1,850.52
53,286	T.Rowe QM US S/C Grade Equity		9/20/2013	11/17/2016	1,500.00		1,454.71	45.29			45.29
132,175	Brandes International S/C Equity		10/3/2014	11/17/2016	1,750.00		1,820.05	-70.05			-70.05
464,321	PIMCO Investment Grade Corp-In.		3/12/2013	11/17/2016	4,750.00		4,996.09	-246.09			-246.09
279,590	Doubleline Total Return Bond-I		10/7/2014	11/17/2016	3,000.00		3,150.98	-150.98			-150.98
94,162	Vanguard M/B Secur Indx-ADM		9/20/2013	11/17/2016	2,000.00		2,021.68	-21.68			-21.68
	Total Long Term							47,681.56			47,681.56

Short Term Gains

McNeely Foundation
Gains/Losses
FYE 11-30-16

(A) Stock Name	(B)	(C) Date Acquired	(D) Date Sold	(E) Gross Sales	(F)	(G) Cost	(H) Gain/ (LOSS)	(I)	(J)	(K) Gain/ (LOSS)
S/T Capital Gain Federated Strategic (.0094/shs on 10,262.354 shs) 12/04/15							96.46			96.46
S/T Capital Gain Brandes Int'l S/C Equity (.106/shs on 1,892.035/shs) 12/07/15							200.54			200.54
S/T Capital Gain JP Morgan US Equity (.093/shs on 9,234.324 shs.) 12/14/15							859.16			859.16
S/T Capital Gain T.Rowe Price Divers (.07/shs on 446.624 shs.) 12/15/15							31.26			31.26
S/T Capital Gain John Hancock III (.023/shs on 7,891.413) 12/17/15							181.74			181.74
S/T Capital Gain PIMCO Invest. Grd. (.0805/shs on 11,625.96/shs) 12/17/15							936.01			936.01
S/T Capital Gain Vanguard M/B Secur (.096/shs on 2,273.626 shs) 12/23/15							218.27			218.27
215.146 Johcm International		3/9/2016	6/22/2015	3,750.00		4,455.67	-705.67			-705.67
116.922 Cambiar International Equity Fund		9/21/2016	11/17/2016	2,695.00		2,807.30	-112.30			-112.30
33.000 Ishares Core S&P 500 ETF		9/23/2016	11/21/2016	7,225.85		7,144.66	81.19			81.19
40.000 Ishares Russell 1000 Growth ETF		9/23/2016	11/21/2016	4,125.11		4,143.20	-18.09			-18.09
102.000 Ishares US Treasury Bond ETF		9/23/2016	11/21/2016	2,563.73		2,649.96	-86.23			-86.23
25.000 Ishares Russell 2000 Value ETF		9/23/2016	11/21/2016	2,793.93		2,584.50	209.43			209.43
Total Short Term							1,891.77			1,891.77
Total Gains							49,573.33			49,573.33

McNeely Foundation		
Contributions		
FYE 11-30-2016		
Organization	2015	2016
American Cancer Society	100.00	100.00
Alzheimer's Association	100.00	0.00
N.E. Ga. Red Cross	500.00	500.00
CASA	275.00	500.00
Children's Healthcare of Atlanta	1,550.00	700.00
Community Fdn. Of Eastern NE Conn.	1,000.00	500.00
Congregational Church of Union	700.00	700.00
Currahee Arts Council	300.00	500.00
Day Kimball Hospital Women's Board	0.00	500.00
Deep Creek Volunteer Fire Department	100.00	100.00
DAV	240.00	0.00
DFACS	500.00	500.00
FAITH	250.00	0.00
First Methodist Church of Clayton	100.00	100.00
First Methodist Church of Toccoa	1,000.00	100.00
Friends of Library	10.00	0.00
Ga. Educational Foundation Fund	4,800.00	4,800.00
Ga. Independent College Assoc.	100.00	100.00
Ga. Museum of Arts	2,790.00	2,500.00
Ga. State Botanical Gardens	3,100.00	2,600.00
Ga. State Golf Association	0.00	120.00
GilGal Inc.	0.00	500.00
Habersham County Boy Scouts	100.00	100.00
Habersham County Chamber of Commerce	200.00	0.00
Habersham County Library	0.00	500.00
Habersham Community Theatre	190.00	100.00
Habersham Humane Society	100.00	500.00
Habersham Medical Center Foundation	0.00	330.00
Habersham United Way	300.00	500.00
Habitat for Humanity of NE. Ga	500.00	500.00
Lake Rabun Foundation	500.00	500.00
Lakemont-Wiley Volunteer Fire Dept.	500.00	500.00
Mountain Shrine Club	36.00	0.00
NE GA Council Boy Scouts	500.00	500.00
Neighbors for Neighbors	0.00	100.00
North Atlanta School Foundation	0.00	500.00
North Ga. Technical College	1,500.00	1,500.00
Performing Arts NE Conn	1,000.00	1,000.00
Piedmont College	1,500.00	1,500.00
Rhapsody in Rabun	500.00	500.00
Regional Community YMCA	1,000.00	1,000.00
Salvation Army	8,079.00	5,921.00
Shepherd Spinal Center	100.00	100.00
Special Olympics	500.00	500.00
St. Matthias Episcopal Church	800.00	800.00
Stephens County Habitat for Humanity	300.00	300.00
Stephens County Historical Society	100.00	100.00
Stephens County Hospital Auxiliary	100.00	100.00
Toccoa Orchestra Guild	100.00	100.00
Toccoa-Stephens County Humane Society	300.00	300.00
Toccoa-Stephens County Library	3,000.00	3,000.00
Thompson Ecumenical Empowerment Group	500.00	500.00
Union School Association	2,250.00	3,000.00
Union School Assoc. Scholarship Fund	500.00	500.00
Union Volunteer Fire Dept.	1,000.00	1,000.00
Union Free Public Library	1,000.00	1,000.00
Village Green	500.00	0.00
Wounded Warrior Project	500.00	0.00
Victory Home	500.00	500.00
	46,070.00	43,271.00