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Return of Private Foundation

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

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

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning

and ending

Name of foundation Lance Robert McLendon Foundation		A Employer identification number 63-1269799
Number and street (or P.O. box number if mail is not delivered to street address) 10 Innisbrook Lane		B Telephone number 205-991-1050
City or town, state or province, country, and ZIP or foreign postal code Shoal Creek, AL 35242		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 1,150,657.		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		300.		N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		56.	56.		Statement 1
4 Dividends and interest from securities		19,240.	19,240.		Statement 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		51,298.			
b Gross sales price for all assets on line 6a		637,443.			
7 Capital gain net income (from Part IV, line 2)			51,298.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		70,894.	70,594.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees Stmt 3		2,175.	2,175.		0.
c Other professional fees Stmt 4		2,339.	2,339.		0.
17 Interest					
18 Taxes					
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses					
24 Total operating and administrative expenses. Add lines 13 through 23		4,514.	4,514.		0.
25 Contributions, gifts, grants paid		24,000.			24,000.
26 Total expenses and disbursements. Add lines 24 and 25		28,514.	4,514.		24,000.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		42,380.			
b Net investment income (if negative, enter -0-)			66,080.		
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			270,178.	606,984.	606,984.
	2 Savings and temporary cash investments					
	3 Accounts receivable ▶					
	Less: allowance for doubtful accounts ▶					
	4 Pledges receivable ▶					
	Less: allowance for doubtful accounts ▶					
	5 Grants receivable					
	6 Receivables due from officers, directors, trustees, and other disqualified persons					
	7 Other notes and loans receivable ▶					
	Less: allowance for doubtful accounts ▶					
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges					
	10a Investments - U.S. and state government obligations					
	b Investments - corporate stock Stmt 5			752,989.	458,563.	543,673.
	c Investments - corporate bonds					
Liabilities	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 ▶)					
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)			1,023,167.	1,065,547.	1,150,657.
	17 Accounts payable and accrued expenses					
	18 Grants payable					
Net Assets or Fund Balances	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.	
	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 checked="" type="checkbox"/>					
	and complete lines 27 through 31.					
	27 Capital stock, trust principal, or current funds			0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds			1,023,167.	1,065,547.	
	30 Total net assets or fund balances			1,023,167.	1,065,547.	
	31 Total liabilities and net assets/fund balances			1,023,167.	1,065,547.	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,023,167.
2 Enter amount from Part I, line 27a	2	42,380.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	1,065,547.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,065,547.

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 Wells Fargo #7506	P	Various	12/31/16
b Wells Fargo #7506	P	Various	12/31/16
c Wells Fargo #7506	P	Various	12/31/16
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 266,743.		284,953.	-18,210.
b 334,225.		275,672.	58,553.
c 36,475.		25,520.	10,955.
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))
(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			-18,210.
b			58,553.
c			10,955.
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	51,298.
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))
2015	70,000.	1,156,208.	.060543
2014	72,000.	1,236,243.	.058241
2013	70,000.	1,221,837.	.057291
2012	72,000.	1,078,842.	.066738
2011	63,416.	964,733.	.065734

2 Total of line 1, column (d)	2	.308547
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	.061709
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	1,124,660.
5 Multiply line 4 by line 3	5	69,402.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	661.
7 Add lines 5 and 6	7	70,063.
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	24,000.

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	1,322.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	1,322.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	1,322.
6 Credits/Payments:			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a	2,214.	
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	2,214.	
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		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	892.	
11 Enter the amount of line 10 to be: Credited to 2017 estimated tax	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 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.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		
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		
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>AL</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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

5a During the year did the foundation pay or incur any amount to:

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

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?

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

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
Benson R. McLendon 10 Innisbrook Lane Shoal Creek, AL 35242	President	0.00	0.	0.
Amy M. McLevaine 1040 Blue Heron Point Birmingham, AL 35242	Vice President	0.00	0.	0.
Joan G. McLendon 10 Innisbrook Lane Shoal Creek, AL 35242	Secretary & Treasurer	0.00	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 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	581,958.
b	Average of monthly cash balances	1b	559,829.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,141,787.
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	1,141,787.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	17,127.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,124,660.
6	Minimum investment return. Enter 5% of line 5	6	56,233.

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	56,233.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	1,322.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,322.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	54,911.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	54,911.
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	54,911.

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	24,000.
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	24,000.
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	24,000.

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 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				54,911.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011	12,659.			
b From 2012	19,201.			
c From 2013	9,545.			
d From 2014	12,840.			
e From 2015	12,656.			
f Total of lines 3a through e	66,901.			
4 Qualifying distributions for 2016 from Part XII, line 4: ▶ \$	24,000.			
a Applied to 2015, 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 2016 distributable amount	0.			24,000.
e Remaining amount distributed out of corpus	30,911.			30,911.
5 Excess distributions carryover applied to 2016 (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:	35,990.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
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 2015. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				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 2011 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	35,990.			
10 Analysis of line 9:				
a Excess from 2012	949.			
b Excess from 2013	9,545.			
c Excess from 2014	12,840.			
d Excess from 2015	12,656.			
e Excess from 2016				

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 2016, 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)

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				
Campus Outreach PO Box 43591 Birmingham, AL 35243		Religious	General Fund	3,000.
Crohn's & Colitis Foundation of America 244 Goodwin Crest Dr Birmingham, AL 35209		Public Charity	General Fund	10,000.
Farmhouse Foundation 7306 NW Tiffany Springs Pkwy Kansas City, MO 64153		Public Charity	General Fund	11,000.
Troy University Foundation 600 University Ave Troy, AL 36082		Public Charity	General Fund	
Total				24,000.
b Approved for future payment				
None				
Total				0.

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

- | | | | |
|---|--|-------|-----|
| 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? | | Yes |
| | | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | 1a(1) | |
| | (2) Other assets | 1a(2) | |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | |
| | (4) Reimbursement arrangements | 1b(4) | |
| | (5) Loans or loan guarantees | 1b(5) | |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | |
| 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. | | |

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[illegible]

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

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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

**Sign
Here**

John S. Henderson
Signature of officer or trustee

Date 5/12/17

► Measure
Title

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

☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

David M. Wise

Preparer's signature

Danke Win

Date _____

05/11/17

Check ☐ if
self-employed

PTIN

P01366554

Firm's name ► Jones & Kirkpatrick, PC

Firm's EIN ► 63-1128247

Firm's address ► 300 Union Hill Dr, Suite 100
Birmingham, AL 35209-2059

Phone no. **205-870-8824**

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
Wells Fargo #4655-7506	56.	56.	
Total to Part I, line 3	56.	56.	

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
Wells Fargo #4655-7506	19,240.	0.	19,240.	19,240.	
To Part I, line 4	19,240.	0.	19,240.	19,240.	

Form 990-PF Accounting Fees Statement 3

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Accounting fees	2,175.	2,175.		0.
To Form 990-PF, Pg 1, ln 16b	2,175.	2,175.		0.

Form 990-PF Other Professional Fees Statement 4

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Advisory fees	2,339.	2,339.		0.
To Form 990-PF, Pg 1, ln 16c	2,339.	2,339.		0.

Form 990-PF

Corporate Stock

Statement 5

Description	Book Value	Fair Market Value
Investments	458,563.	543,673.
Total to Form 990-PF, Part II, line 10b	458,563.	543,673.

Form 990-PF

Part XV - Line 1a
List of Foundation Managers

Statement 6

Name of Manager

Benson R. McLendon
Joan G. McLendon

Form 990-PF

Grant Application Submission Information
Part XV, Lines 2a through 2d

Statement 7

Name and Address of Person to Whom Applications Should be Submitted

Benson R. McLendon
104 Inverness Ctr Pl
Birmingham, AL 35242

Telephone Number

205-991-1050

Form and Content of Applications

Applications should be in written form and include information regarding the purpose of the application and the entity making the application.

Any Submission Deadlines

None

Restrictions and Limitations on Awards

None



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LANCE ROBERT MCLENDON
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Proceeds from Broker and Barter Exchange Transactions

Short Term Gains or Losses (Box 2) For Covered Securities (Box 5)

Description CUSIP (Box 1a)	Quantity Sold (Box 1b)	Date Acquired (Box 1c)	Date Sold or Disposed (Box 1d)	Proceeds (Box 1e)	Cost or Other Basis (Box 1f)	Accrued Market Discount (Box 1g)	Wash Sale Loss Disallowed (Box 1h)	Gain/Loss Amount	Additional Information
CONOCOPHILLIPS CUSIP: 20825C104	800.00000	07/13/2015	01/28/2016	30,215.52	47,016.00	0.00	0.00	-16,800.48	Box 6: Gross Proceeds
EMERSON ELECTRIC CO CUSIP: 291011104	1000.00000	03/16/2015	02/16/2016	46,097.00	55,744.00	0.00	0.00	-9,647.00	Box 6: Gross Proceeds
EXXON MOBIL CORP CUSIP: 30231G102	400.00000	02/16/2016	04/13/2016	33,771.30	32,364.60	0.00	0.00	1,406.70	Box 6: Gross Proceeds
GENERAL MILLS INC CUSIP: 370334104	400.00000	03/16/2015	02/16/2016	22,855.50	20,907.02	0.00	0.00	1,948.48	Box 6: Gross Proceeds
JOHNSON & JOHNSON CUSIP: 478160104	400.00000	08/17/2015	07/11/2016	45,950.86	39,769.72	0.00	0.00	6,181.14	Box 6: Gross Proceeds Assignment
MICROSOFT CORP CUSIP: 594918104	400.00000	09/09/2015	05/16/2016	19,799.43	17,649.32	0.00	0.00	2,150.11	Box 6: Gross Proceeds Assignment
	100.00000	09/09/2015	06/01/2016	5,293.25	4,412.33	0.00	0.00	880.92	Box 6: Gross Proceeds
Subtotals	500.00000			\$25,092.68	\$22,061.65	\$0.00	\$0.00	\$3,031.03	
CALL EMERSON ELECTRIC CO \$50 EXP 09/16/16 CUSIP: N/A	10.00000	02/16/2016	02/01/2016	1,449.61	1,870.36	0.00	0.00	-420.75	Box 6: Gross Proceeds Short Sale
CALL COCA-COLA COMPANY \$44 EXP 05/20/16 CUSIP: N/A	15.00000	03/31/2016	11/10/2015	974.45	4,529.53	0.00	0.00	-3,555.08	Box 6: Gross Proceeds Short Sale

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LANCE ROBERT MCLENDON
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Proceeds from Broker and Dealer Exchange Transactions: continued

Short Term Gains or Losses (Box 2) For Covered Securities (Box 5)

Description CUSIP (Box 1a)	Quantity Sold	Date Acquired (Box 1b)	Date Sold or Disposed (Box 1c)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Accrued Market Discount (Box 1f)	Wash Sale Loss Disallowed (Box 1g)	Gain/Loss Amount	Additional Information
CALL EXXON MOBIL CORP \$85 EXP 07/15/16 CUSIP: N/A	4.00000	04/13/2016	02/16/2016	1,299.83	960.14	0.00	0.00	339.69	Box 6: Gross Proceeds Short Sale
CALL CONOCOPHILLIPS \$60 EXP 05/20/16 CUSIP: N/A	8.00000	01/28/2016	11/03/2015	2,007.68	40.28	0.00	0.00	1,967.40	Box 6: Gross Proceeds Short Sale
PUT SCHLUMBERGER LTD \$55 EXP 11/18/16 CUSIP: N/A	10.00000	06/06/2016	05/19/2016	1,069.62	510.36	0.00	0.00	559.26	Box 6: Gross Proceeds Short Sale
CALL INTEL CORP \$32 EXP 10/21/16 CUSIP: N/A	10.00000	09/19/2016	02/01/2016	1,879.61	5,810.41	0.00	0.00	-3,930.80	Box 6: Gross Proceeds Short Sale
CALL WAL-MART STORES INC \$67.50 EXP 06/17/16 CUSIP: N/A	10.00000	03/30/2016	11/19/2015	969.62	2,670.36	0.00	0.00	-1,700.74	Box 6: Gross Proceeds Short Sale
PUT AMERICAN EXPRESS CO \$52.50 EXP 10/21/16 CUSIP: N/A	14.00000	06/02/2016	05/19/2016	1,287.47	630.50	0.00	0.00	656.97	Box 6: Gross Proceeds Short Sale
CALL EMERSON ELECTRIC \$47 EXP 03/18/16 CUSIP: N/A	10.00000	02/01/2016	01/28/2016	949.62	1,220.36	0.00	0.00	-270.74	Box 6: Gross Proceeds Short Sale
PUT UNION PACIFIC \$70 EXP 12/16/16 CUSIP: N/A	10.00000	07/11/2016	06/01/2016	1,779.60	820.36	0.00	0.00	959.24	Box 6: Gross Proceeds Short Sale

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Proceeds from Broker and Barter Exchange Transactions, continued

Short Term Gains or Losses (Box 2) For Covered Securities (Box 5)

Description CUSIP (Box 1a)	Quantity Sold (Box 1b)	Date Acquired (Box 1c)	Date Sold or Disposed (Box 1d)	Proceeds (Box 1e)	Cost or Other Basis (Box 1f)	Accrued Market Discount (Box 1g)	Wash Sale Loss Disallowed (Box 1h)	Gain/Loss Amount	Additional Information
CALL CISCO SYSTEMS \$30 EXP 04/15/16 CUSIP: N/A	20.00000	02/23/2016	09/09/2015	1,239.27	60.71	0.00	0.00	1,178.56	Box 6: Gross Proceeds Short Sale
CALL CHEVRON CORP \$105 EXP 09/16/16 CUSIP: N/A	2.00000	02/16/2016	01/28/2016	253.93	320.07	0.00	0.00	-66.14	Box 6: Gross Proceeds Short Sale
	3.00000	07/11/2016	01/28/2016	380.88	975.11	0.00	0.00	-594.23	Box 6: Gross Proceeds Short Sale
Subtotals	5.00000			\$634.81	\$1,295.18	\$0.00	\$0.00	(\$660.37)	
CALL CISCO SYSTEMS \$30 EXP 10/21/16 CUSIP: N/A	30.00000	09/19/2016	02/25/2016	2,008.88	3,991.22	0.00	0.00	-1,982.34	Box 6: Gross Proceeds Short Sale
CALL MCDONALDS CORP \$110 EXP 06/17/16 CUSIP: N/A	8.00000	03/31/2016	11/10/2015	6,039.61	13,520.28	0.00	0.00	-7,480.67	Box 6: Gross Proceeds Short Sale
PUT DISNEY WALT COMPANY \$75 EXP 10/21/16 CUSIP: N/A	10.00000	04/26/2016	04/05/2016	1,009.62	490.36	0.00	0.00	519.26	Box 6: Gross Proceeds Short Sale
PUT DISNEY WALT COMPANY \$80 EXP 10/21/16 CUSIP: N/A	9.00000	07/08/2016	05/19/2016	890.66	405.32	0.00	0.00	485.34	Box 6: Gross Proceeds Short Sale
PUT EATON CORP PLC \$50 EXP 04/21/17 CUSIP: N/A	10.00000	12/05/2016	11/08/2016	949.57	450.41	0.00	0.00	499.16	Box 6: Gross Proceeds Short Sale

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LANCE ROBERT MCLENDON
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Proceeds from Broker and Barter Exchange Transactions continued

Short Term Gains or Losses (Box 2) For Covered Securities (Box 5)

Description (Box 1a) CUSIP	Quantity Sold	Date Acquired (Box 1b)	Date Sold or Disposed (Box 1c)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Accrued Market Discount (Box 1f)	Wash Sale Loss Disallowed (Box 1g)	Gain/Loss Amount	Additional Information
CALL PHILLIPS 66 \$87.50 EXP 01/20/17 CUSIP: N/A	6.00000	11/22/2016	01/28/2016	2,819.74	980.24	0.00	0.00	1,859.50	Box 6: Gross Proceeds Short Sale
CALL GENERAL MILLS INC \$57.50 EXP 04/15/16 CUSIP: N/A	4.00000	02/16/2016	09/16/2015	1,039.84	700.14	0.00	0.00	339.70	Box 6: Gross Proceeds Short Sale
CALL EMERSON ELECTRIC \$55 EXP 03/18/16 CUSIP: N/A	10.00000	01/28/2016	08/17/2015	1,149.62	50.36	0.00	0.00	1,099.26	Box 6: Gross Proceeds Short Sale
PUT MCDONALDS CORP \$100 EXP 12/16/16 CUSIP: N/A	7.00000	07/19/2016	06/01/2016	972.73	455.25	0.00	0.00	517.48	Box 6: Gross Proceeds Short Sale
PUT INTL BUSINESS MACH \$120 EXP 10/21/16 CUSIP: N/A	6.00000	06/02/2016	04/19/2016	1,253.76	624.21	0.00	0.00	629.55	Box 6: Gross Proceeds Short Sale
CALL INTEL CORP \$30 EXP 04/15/16 CUSIP: N/A	10.00000	02/01/2016	09/09/2015	2,139.60	1,750.36	0.00	0.00	389.24	Box 6: Gross Proceeds Short Sale
CALL INTL BUSINESS MACH \$175 EXP 04/15/16 CUSIP: N/A	4.00000	02/16/2016	09/16/2015	531.85	8.14	0.00	0.00	523.71	Box 6: Gross Proceeds Short Sale
CALL JOHNSON & JOHNSON \$105 EXP 04/15/16 CUSIP: N/A	8.00000	03/30/2016	11/10/2015	1,759.69	3,472.28	0.00	0.00	-1,712.59	Box 6: Gross Proceeds Short Sale

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LANCE ROBERT MCLENDON
FOUNDATION

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ADVISORS

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Proceeds from Broker and Barter Exchange Transactions continued

Short Term Gains or Losses (Box 2) For Covered Securities (Box 5)

Description CUSIP (Box 1a)	Quantity Sold (Box 1b)	Date Acquired (Box 1c)	Date Sold or Disposed (Box 1d)	Proceeds (Box 1e)	Cost or Other Basis (Box 1f)	Accrued Market Discount (Box 1g)	Wash Sale Loss Disallowed (Box 1h)	Gain/Loss Amount	Additional Information
CALL PHILLIPS 66 \$82.50 EXP 01/20/17 CUSIP: N/A	4.00000	11/22/2016	06/01/2016	1,959.82	1,696.16	0.00	0.00	263.66	Box 6: Gross Proceeds Short Sale
CALL SCHLUMBERGER LTD \$90 EXP 01/20/17 CUSIP: N/A	5.00000	04/13/2016	03/30/2016	659.81	685.18	0.00	0.00	-25.37	Box 6: Gross Proceeds Short Sale
PUT UNITED TECHNOLOGIES \$80 EXP 01/20/17 CUSIP: N/A	9.00000	08/05/2016	07/06/2016	1,331.65	630.37	0.00	0.00	701.28	Box 6: Gross Proceeds Short Sale
PUT SILVER WHEATON CRP \$14 EXP 12/16/16 CUSIP: N/A	25.00000	06/08/2016	05/19/2016	1,974.07	825.89	0.00	0.00	1,148.18	Box 6: Gross Proceeds Short Sale
CALL PROCTER & GAMBLE \$82.50 EXP 10/21/16 CUSIP: N/A	8.00000	09/19/2016	03/30/2016	2,399.67	4,936.33	0.00	0.00	-2,536.66	Box 6: Gross Proceeds Short Sale
CALL SCHLUMBERGER LTD \$90 EXP 05/20/16 CUSIP: N/A	5.00000	03/30/2016	11/19/2015	724.81	15.18	0.00	0.00	709.63	Box 6: Gross Proceeds Short Sale
PUT TARGET CORP \$55 EXP 04/21/17 CUSIP: N/A	10.00000	11/22/2016	11/08/2016	939.57	260.41	0.00	0.00	679.16	Box 6: Gross Proceeds Short Sale
CALL ABBOTT LABORATORIES \$47 EXP 02/19/16 CUSIP: N/A	12.00000	01/06/2016	09/16/2015	1,559.54	180.43	0.00	0.00	1,379.11	Box 6: Gross Proceeds Short Sale

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Proceeds from Broker and Barter Exchange Transactions: Continued

Short Term Gains or Losses (Box 2) For Covered Securities (Box 5)

Description CUSIP (Box 1a)	Quantity Sold	Date Acquired (Box 1b)	Date Sold or Disposed (Box 1c)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Accrued Market Discount (Box 1f)	Wash Sale Loss Disallowed (Box 1g)	Gain/Loss Amount	Additional Information
CALL ABBOTT LABORATORIES \$45 EXP 05/20/16 CUSIP: N/A	12.00000	03/29/2016	01/06/2016	1,451.54	132.43	0.00	0.00	1,319.11	Box 6: Gross Proceeds Short Sale
CALL ABBOTT LABORATORIES \$45 EXP 11/18/16 CUSIP: N/A	12.00000	09/19/2016	03/29/2016	1,235.54	588.49	0.00	0.00	647.05	Box 6: Gross Proceeds Short Sale
CALL PEPSICO INC \$95 EXP 04/15/16 CUSIP: N/A	3.00000	02/16/2016	09/09/2015	1,139.88	1,470.11	0.00	0.00	-330.23	Box 6: Gross Proceeds Short Sale
	3.00000	03/31/2016	09/09/2015	1,139.87	2,445.11	0.00	0.00	-1,305.24	Box 6: Gross Proceeds Short Sale
Subtotals	6.00000			\$2,279.75	\$3,915.22	\$0.00	\$0.00	(\$1,635.47)	
CALL PROCTER & GAMBLE \$80 EXP 04/15/16 CUSIP: N/A	8.00000	03/30/2016	11/19/2015	1,079.70	2,416.28	0.00	0.00	-1,336.58	Box 6: Gross Proceeds Short Sale
PUT TARGET CORP \$60 EXP 01/20/17 CUSIP: N/A	2.00000	07/22/2016	06/30/2016	349.92	160.07	0.00	0.00	189.85	Box 6: Gross Proceeds Short Sale
	10.00000	07/25/2016	06/30/2016	1,749.60	800.36	0.00	0.00	949.24	Box 6: Gross Proceeds Short Sale
Subtotals	12.00000			\$2,099.52	\$960.43	\$0.00	\$0.00	\$1,139.09	
CALL WAL-MART STORES INC \$70 EXP 01/20/17 CUSIP: N/A	10.00000	11/22/2016	03/30/2016	3,209.57	1,490.41	0.00	0.00	1,719.16	Box 6: Gross Proceeds Short Sale

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Proceeds from Broker and Barter Exchange Transactions continued

Short Term Gains or Losses (Box 2) For Covered Securities (Box 5)

Description CUSIP (Box 1a)	Quantity Sold	Date Acquired (Box 1b)	Date Sold or Disposed (Box 1c)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Accrued Market Discount (Box 1f)	Wash Sale Loss Disallowed (Box 1g)	Gain/Loss Amount	Additional Information
CALL WAL-MART STORES INC \$75 EXP 01/20/17 CUSIP: N/A	4.00000	11/22/2016	06/01/2016	695.84	64.16	0.00	0.00	631.68	Box 6: Gross Proceeds Short Sale
PUT UNION PACIFIC \$65 EXP 05/20/16 CUSIP: N/A	6.00000	02/26/2016	02/16/2016	803.77	396.21	0.00	0.00	407.56	Box 6: Gross Proceeds Short Sale
CALL MICROSOFT CORP \$47 EXP 06/17/16 CUSIP: N/A	1.00000	06/01/2016	09/09/2015	249.96	599.04	0.00	0.00	-349.08	Box 6: Gross Proceeds Short Sale
Totals				\$266,743.35	\$284,952.73	\$0.00	\$0.00	(\$18,209.38)	

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Proceeds from Broker and Barrier Exchange Transactions continued**Long Term Gains or Losses (Box 2) For Covered Securities (Box 5)**

Description CUSIP (Box 1a)	Quantity Sold (Box 1b)	Date Acquired (Box 1c)	Date Sold or Disposed (Box 1d)	Proceeds (Box 1e)	Cost or Other Basis (Box 1f)	Accrued Market Discount (Box 1g)	Wash Sale Loss Disallowed (Box 1h)	Gain/Loss Amount	Additional Information
CHEVRON CORPORATION CUSIP: 166764100	200.00000	10/29/2014	02/16/2016	16,958.19	23,621.92	0.00	0.00	-6,663.73	Box 6: Gross Proceeds
COCA-COLA COMPANY CUSIP: 191216100	500.00000	11/05/2012	03/31/2016	23,191.79	18,385.00	0.00	0.00	4,806.79	Box 6: Gross Proceeds
	500.00000	11/21/2012	03/31/2016	23,191.79	18,633.10	0.00	0.00	4,558.69	Box 6: Gross Proceeds
	500.00000	02/20/2014	03/31/2016	23,191.80	18,678.00	0.00	0.00	4,513.80	Box 6: Gross Proceeds
Subtotals	1500.00000			\$69,575.38	\$55,696.10	\$0.00	\$0.00	\$13,879.28	
GENERAL MILLS INC CUSIP: 370334104	600.00000	03/16/2015	04/06/2016	36,059.00	31,360.51	0.00	0.00	4,698.49	Box 6: Gross Proceeds Assignment
INTERNATIONAL BUSINESS MACHINE CORP CUSIP: 459200101	100.00000	03/13/2014	02/16/2016	12,158.42	18,621.56	0.00	0.00	-6,463.14	Box 6: Gross Proceeds
MCDONALDS CORP CUSIP: 580135101	200.00000	07/30/2012	03/31/2016	25,139.45	17,844.00	0.00	0.00	7,295.45	Box 6: Gross Proceeds
	200.00000	11/21/2012	03/31/2016	25,139.45	17,101.10	0.00	0.00	8,038.35	Box 6: Gross Proceeds
	200.00000	09/08/2014	03/31/2016	25,139.46	18,497.10	0.00	0.00	6,642.36	Box 6: Gross Proceeds
	200.00000	11/12/2014	03/31/2016	25,137.45	19,027.98	0.00	0.00	6,109.47	Box 6: Gross Proceeds
Subtotals	800.00000			\$100,555.81	\$72,470.18	\$0.00	\$0.00	\$28,085.63	
PEPSICO INCORPORATED CUSIP: 713448108	300.00000	09/20/2011	02/16/2016	29,648.83	18,340.59	0.00	0.00	11,308.24	Box 6: Gross Proceeds
	300.00000	09/20/2011	03/31/2016	30,777.62	18,340.59	0.00	0.00	12,437.03	Box 6: Gross Proceeds
Subtotals	600.00000			\$60,426.45	\$36,681.18	\$0.00	\$0.00	\$23,745.27	
SCHLUMBERGER LTD CUSIP: 808857108	500.00000	08/25/2011	04/13/2016	38,491.36	37,220.30	0.00	0.00	1,271.06	Box 6: Gross Proceeds
Totals				\$334,224.61	\$275,671.75	\$0.00	\$0.00	\$58,552.86	



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Proceeds from Broker and Barter Exchange Transactions, continued

Long Term Gains or Losses (Box 2) For Noncovered Securities (Box 5)

Description CUSIP (Box 1a)	Quantity Sold	Date Acquired	Date Sold or Disposed (Box 1c)	Proceeds (Box 1d)	Cost or Other Basis	Accrued Market Discount	Wash Sale Loss Disallowed	Gain/Loss Amount	Additional Information
INTERNATIONAL BUSINESS MACHINE CORP CUSIP: 459200101	100.000000	03/12/2003	02/16/2016	12,158.42	7,408.00	0.00	0.00	4,750.42	Box 6: Gross Proceeds
	100.000000	10/13/2008	02/16/2016	12,158.42	9,055.52	0.00	0.00	3,102.90	Box 6: Gross Proceeds
	100.000000	10/13/2008	02/16/2016	12,158.42	9,055.98	0.00	0.00	3,102.44	Box 6: Gross Proceeds
Subtotals	300.000000			\$36,475.26	\$25,519.50	\$0.00	\$0.00	\$10,955.76	
Totals				\$36,475.26	\$25,519.50	\$0.00	\$0.00	\$10,955.76	