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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](http://www.irs.gov/form990pf).

OMB No 1545-0052

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning JUL 1, 2016, and ending JUN 30, 2017

Name of foundation  
**THE MCGEE FOUNDATION, INC.**

Number and street (or P.O. box number if mail is not delivered to street address) Room/suite  
**P.O. BOX 18127**

City or town, state or province, country, and ZIP or foreign postal code  
**OKLAHOMA CITY, OK 73154-0127**

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) **\$ 12,100,491.** (Part I, column (d) must be on cash basis.)

J Accounting method: ☒ Cash ☐ Accrual  
☐ Other (specify) \_\_\_\_\_

A Employer identification number  
**73-6099203**

B Telephone number  
**(405) 842-6266**

C If exemption application is pending, check here ☐

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

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

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				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		1,199.	1,199.		
4 Dividends and interest from securities		604,071.	358,657.		
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		13,976.			
b Gross sales price for all assets on line 6a <b>425,026.</b>					
7 Capital gain net income (from Part IV, line 2)			13,976.		
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		619,246.	373,832.		
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 <b>STMT 1</b>		5,600.	3,360.		2,240.
c Other professional fees					
17 Interest					
18 Taxes <b>STMT 2</b>		3,544.	0.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses <b>STMT 3</b>		85.	85.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		9,229.	3,445.		2,240.
25 Contributions, gifts, grants paid		590,000.			590,000.
26 Total expenses and disbursements. Add lines 24 and 25		599,229.	3,445.		592,240.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		20,017.			
b Net investment income (if negative, enter -0-)			370,387.		
c Adjusted net income (if negative, enter -0-)				N/A	

<b>Part II Balance Sheets</b>				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
<b>Assets</b>	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		682,024.	971,142.	971,142.
	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>STMT 4</b>		4,015,310.	3,827,166.	4,463,918.
	b	Investments - corporate stock <b>STMT 5</b>		1,293,157.	1,361,557.	1,313,592.
	c	Investments - corporate bonds <b>STMT 6</b>		5,051,351.	4,901,994.	5,351,839.
	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	<b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I)		11,041,842.	11,061,859.	12,100,491.	
<b>Liabilities</b>	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	<b>Total liabilities</b> (add lines 17 through 22)		0.	0.	
<b>Net Assets or Fund Balances</b>	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> <b>X</b> and complete lines 24 through 26 and lines 30 and 31					
	24	Unrestricted		11,041,842.	11,061,859.	
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/>					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg., and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	<b>Total net assets or fund balances</b>		11,041,842.	11,061,859.	
	31	<b>Total liabilities and net assets/fund balances</b>		11,041,842.	11,061,859.	

**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	11,041,842.
2	Enter amount from Part I, line 27a	2	20,017.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	11,061,859.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30	6	11,061,859.

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**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 95,000 CAL ST 5%		P	02/04/09	06/01/17
b 105,000 CAL ST 5%		P	02/04/09	06/01/17
c 200,000 MORGAN STANLEY 5.45%		P	06/14/10	01/09/17
d GM CASH IN LIEU		P	VARIOUS	07/13/16
e 25,000 ING GROUP		P	07/12/02	09/15/16

(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 95,000.		90,490.	4,510.
b 105,000.		97,613.	7,387.
c 200,000.		197,947.	2,053.
d 26.			26.
e 25,000.		25,000.	0.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) 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	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			4,510.
b			7,387.
c			2,053.
d			26.
e			0.

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	13,976.
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	629,656.	11,928,229.	.052787
2014	619,170.	12,355,220.	.050114
2013	599,328.	12,072,124.	.049646
2012	576,029.	12,439,428.	.046307
2011	564,578.	11,966,490.	.047180

2 Total of line 1, column (d)	2	.246034
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	.049207
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	12,179,318.
5 Multiply line 4 by line 3	5	599,308.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,704.
7 Add lines 5 and 6	7	603,012.
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	592,240.

**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)		1	7,408.
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			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		2	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	7,408.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5	7,408.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a	3,600.	
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	3,600.	
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	3,808.	
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 2017 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		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. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 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?	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) <input type="checkbox"/> OK		
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 2016 or the taxable year beginning in 2016 (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

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**Part VII-A Statements Regarding Activities** (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>WWW.FDNCENTER.ORG</u>	13	X
14 The books are in care of ► <u>ALLEN EVANS C/O CROWE AND DUNLEVY</u> Telephone no. ► <u>(405) 842-6266</u> Located at ► <u>20 N. BROADWAY, OKLAHOMA CITY, OK</u> ZIP+4 ► <u>73102</u>		
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 2016, 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 ►	16	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 N/A	1b	
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 2016?	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 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►	2b	
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 2016 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 2016.) 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 2016?	4b	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

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
MARCIA MCGEE BIEBER	PRES/DIR			
P.O. BOX 18127				
OKLAHOMA CITY, OK 731540127	0.50	0.	0.	0.
CHARLES BIEBER, M.D.	SECTY-TREAS/DIR			
P.O. BOX 18127				
OKLAHOMA CITY, OK 731540127	0.15	0.	0.	0.
PATRICIA MCGEE MAINO	VICE PRES/DIR			
P.O. BOX 18127				
OKLAHOMA CITY, OK 731540127	0.15	0.	0.	0.
PAULA LOVE	DIRECTOR			
P.O. BOX 18127				
OKLAHOMA CITY, OK 731540127	0.50	0.	0.	0.

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

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

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

0

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	12,262,282.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	102,508.
<b>c</b>	Fair market value of all other assets	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	12,364,790.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	12,364,790.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	185,472.
<b>5</b>	<b>Net value of noncharitable-use assets</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	12,179,318.
<b>6</b>	<b>Minimum investment return</b> Enter 5% of line 5	<b>6</b>	608,966.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	608,966.
<b>2a</b>	Tax on investment income for 2016 from Part VI, line 5	<b>2a</b>	7,408.
<b>b</b>	Income tax for 2016. (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	7,408.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	601,558.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	0.
<b>5</b>	Add lines 3 and 4	<b>5</b>	601,558.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	0.
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	601,558.

**Part XII** Qualifying Distributions (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	592,240.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	592,240.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	<b>5</b>	0.
<b>6</b>	<b>Adjusted qualifying distributions</b> Subtract line 5 from line 4	<b>6</b>	592,240.

**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.

Form 990-PF (2016)

**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				601,558.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			589,974.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011				
b From 2012				
c From 2013				
d From 2014				
e From 2015				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2016 from Part XII, line 4: ▶ \$ 592,240.				
a Applied to 2015, but not more than line 2a			589,974.	
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				2,266.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2016 (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	0.			
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				599,292.
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	0.			
10 Analysis of line 9:				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015				
e Excess from 2016				

N/A

- ☐ 4942(j)(3) or ☐ 4942(j)(5)

- (4) Gross investment income

[illegible]

NONE

**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
<b>a</b> Paid during the year				
SEE SCHEDULE		PUBLIC	SEE SCHEDULE	590,000.
<b>Total</b>			▶ 3a	590,000.
<b>b</b> Approved for future payment				
NONE				
<b>Total</b>			▶ 3b	0.





McGEE FOUNDATION GIFTS for 2017  
\$590,000

Oklahoma County CASA  
5905 Classen Blvd.  
Oklahoma City, OK 73118  
\$42,000

Free to Live  
P O Box 130072  
Edmond, Oklahoma 73013-0072  
\$8,000

Planned ParenthoodGreat Plains  
619 N. E. 23rd St.  
Oklahoma City, OK 73103  
\$75,000.

Stanford School of Earth Sciences  
Stanford University  
Mitchell Bldg. 101  
Stanford, CA 94305-2210  
\$65,000.

Planned Parenthood Mar Monte  
1691 The Alameda  
San Jose, CA 95126  
\$130,000

Planned Parenthood Los Angeles  
400 West 30th Street  
Los Angeles, CA 90007  
\$75,000.

Oklahoma City Community Foundation  
P O Box 1146  
Oklahoma City, OK 73101-1146  
\$40,000

Lyric Theatre  
1727 N W 16<sup>th</sup> St.  
Oklahoma City, OK 73106  
\$25,000

National Museum of Wildlife Art  
P O Box 6825  
2820 Rungius Road  
Jackson, WY 83002  
\$25,000

National Children's Chorus  
P O Box 24625  
Los Angeles, CA 90024-0625  
\$15,000

Positive Tomorrows  
P O Box 61190  
Oklahoma City, OK 73146  
\$15,000

Myriad Gardens  
301 W. Reno  
Oklahoma City, OK 73102  
\$15,000

Peppers Ranch  
PO Box 3814  
Edmond, OK 73083  
\$35,000

San Juan Community Theater  
P O Box 1063  
Friday Harbor, WA 98250  
\$10,000

Blaze Tribute Equine Rescue  
17667 Markita Drive  
Jones, OK 73049  
\$5,000

Harn Homestead  
1721 N. Lincoln Blvd.  
Oklahoma City, OK 73105  
\$7,000

Humane Society Silicon Valley  
901 Ames Ave.  
Milpitas, CA 95035  
\$3,000

## **McGEE FOUNDATION GIFTS    FYE 2017**

Oklahoma County CASA

5905 Classen Blvd.

Oklahoma City, OK 73118    Trains volunteer advocates for children involved in juvenile court

Free to Live

P O Box 130072

Edmond, Oklahoma 73013-0072    Non profit animal sanctuary

Planned Parenthood of Central Oklahoma

619 N. E. 23rd St.

Oklahoma City, OK 73103    Provides low cost reproductive and medical care and information.

Stanford School of Earth Sciences

Stanford University

Mitchell Bldg. 101

Stanford, CA 94305-2210

Donation to provide funds for student research programs

Planned Parenthood Mar Monte

1691 The Alameda

San Jose, CA 95126

Provides low cost reproductive and medical care and information.

Planned Parenthood Los Angeles

400 West 30th Street

Los Angeles, CA 90007

Provides low cost reproductive and medical care and information.

Oklahoma City Community Foundation

P O Box 1146

Oklahoma City, OK 73101-1146

Non profit community foundation

Lyric Theatre

1727 N W 16<sup>th</sup> St.

Oklahoma City, OK 73106

Non profit community theater

National Museum of Wildlife Art

P O Box 6825

2820 Rungius Road

Jackson, WY 83002

Non profit art museum

National Children's Chorus

P O Box 24625

Los Angeles, CA 90024-0625

Non profit children performing chorus

Positive Tomorrows

P O Box 61190

Oklahoma City, OK 73146

Non profit school for homeless children in Oklahoma City

Myriad Gardens

301 W. Reno

Oklahoma City, OK 73102

Non profit public garden and conservatory

Peppers Ranch  
PO Box 3814  
Edmond, OK 73083      Home for foster children and caregiver parents

San Juan Community Theater  
P O Box 1063  
Friday Harbor, WA 98250      Non profit community theater

Blaze Tribute Equine Rescue  
17667 Markita Drive  
Jones, OK 73049      No profit organization for rescued horses

Harn Homestead  
1721 N. Lincoln Blvd.  
Oklahoma City, OK 73105      Non profit historical association and facility

Humane Society Silicon Valley  
901 Ames Ave.  
Milpitas, CA 95035      Non profit animal sanctuary and adoption

FORM 990-PF		ACCOUNTING FEES		STATEMENT	1
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
JOHNSON & KURN, LLP ACCOUNTING	5,600.	3,360.		2,240.	
TO FORM 990-PF, PG 1, LN 16B	5,600.	3,360.		2,240.	

FORM 990-PF		TAXES		STATEMENT	2
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
EXCISE TAXES	3,544.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	3,544.	0.		0.	

FORM 990-PF		OTHER EXPENSES		STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
BANK FEES	85.	85.		0.	
TO FORM 990-PF, PG 1, LN 23	85.	85.		0.	

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	4
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
300,000 CAL BOND 7.5%		X	315,764.	434,384.
100,000 CALIFORNIA ST 7.5%		X	101,210.	145,220.
100,000 BEAUMONT TX 5.81%		X	104,000.	100,472.
400,000 CALIFORNIA ST 6.2%		X	399,233.	437,736.
100,000 CAL ST BUILD AMER		X	104,258.	145,220.
250,000 FHLB BOND 5.%	X		249,980.	301,737.
250,000 FHLB BOND 5.%	X		249,926.	301,738.
250,000 FHLB BOND 5.125%	X		244,917.	319,730.
300,000 ST OF CA VAR GEN		X	299,903.	341,520.
100,000 ST OF CA VAR GEN		X	99,995.	113,840.
100,000 SOUTHERN CA PUB PWR		X	99,834.	114,294.
50,000 RIALTO CA		X	47,778.	53,998.
300,000 LOS ANG CAL		X	292,742.	321,597.
300,000 CALIF ST 5.5%		X	291,203.	314,334.
100,000 MEMPHIS TN		X	106,535.	126,564.
100,000 DENTON TX		X	103,969.	111,389.
100,000 SAN ANTONIO, TX		X	105,681.	113,591.
100,000 SPRINGFIELD, MO		X	102,918.	110,352.
100,000 SANTA BARBARA, CA		X	102,349.	97,050.
100,000 SC CAL WTR		X	100,217.	111,373.
200,000 WEST CONTRA COSTA 6.25%		X	204,916.	235,846.
100,000 EAST SIDE UNION 5.32%		X	99,838.	111,933.
TOTAL U.S. GOVERNMENT OBLIGATIONS			744,823.	923,205.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			3,082,343.	3,540,713.
TOTAL TO FORM 990-PF, PART II, LINE 10A			3,827,166.	4,463,918.

FORM 990-PF	CORPORATE STOCK	STATEMENT	5
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
342 WARRANTS TRONOX INC	17,978.	5,670.
383 WARRANTS GM	37,734.	13,352.
348 WARRANTS GM	34,279.	1,470.
348 WARRANTS GM	34,279.	5,999.
2,500 SH VERIZON COMM	94,255.	111,650.
3,000 SH KAYNE ANDERSON MLP INV	81,224.	56,550.
4,000 SH SCE TRUST I 5.625%	100,000.	100,480.
25 SH MOTORS LIQ	1.	224.
4,000 SH BOA PREF 6.625%	100,000.	108,240.
4,000 SH CITIGROUP PREF 6.875%	101,805.	107,720.

4,000 SH PUBLIC STORAGE PREF 5.875	100,000.	108,000.
4,000 SH QWEST PREF 6.875%	100,000.	102,520.
4,000 SH US CELLULAR PREF 7.25	100,000.	105,600.
10 SH GM	1.	349.
6 WARRANTS GM	1.	104.
2,400 BOA PREF 6.2%	60,000.	64,344.
4,000 BB&T CORP PREF 5.625%	100,000.	107,600.
4,000 SOUTHERN CO 6.25%	100,000.	109,440.
4,000 WELLS FARGO PREF 5.7%	100,000.	103,600.
4,000 DOMIMION ENERGY PREF 5.25%	100,000.	100,680.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,361,557.	1,313,592.

FORM 990-PF	CORPORATE BONDS	STATEMENT	6
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
100,000 WEYERHAEUSER NOTE 6.875%	98,700.	127,497.
100,000 FLORIDA PWR & LT 5.625%	98,755.	123,830.
200,000 AMERITECH CAP FUNDING	199,050.	210,548.
250,000 HARTFORD	250,599.	271,663.
100,000 KERR MCGEE 7.875%	96,952.	128,569.
100,000 ALCOA INC 5.87%	99,995.	107,000.
200,000 SUNTRUST BKS	200,016.	228,054.
100,000 GOLDMAN SACHS 5.95%	98,850.	116,722.
100,000 ALCOA INC 5.9%	99,758.	107,625.
100,000 ALCOA INC 5.9%	99,993.	107,625.
100,000 HILLSHIRE BRANDS	93,705.	113,282.
100,000 ALLSTATE CORP	98,567.	117,823.
100,000 PETRO CANADA MW	96,713.	112,049.
100,000 WACHOVIA CORP	98,623.	115,968.
100,000 ARIZONA PUB SR	99,895.	118,264.
100,000 GE CAPITAL 5.5%	100,000.	116,380.
100,000 CREDIT SUISSE NY	99,882.	107,385.
100,000 ARCELORMITTAL CALL	95,476.	107,625.
100,000 CENTURYLINK	99,735.	104,000.
100,000 LLOYDS 5.5%	100,000.	107,404.
100,000 GOLDMAN SACHS 5.5%	100,000.	112,336.
100,000 FLEET FIN 6.7%	96,544.	121,359.
100,000 HILLSHIRE BRANDS	97,957.	113,282.
54,000 US WEST COMM. 6.875%	53,922.	53,135.
100,000 PRUDENTIAL FIN 5.4%	99,850.	117,170.
100,000 FORTUNE BRANDS 5.875%	99,448.	112,545.
100,000 HARTFORD FIN 5.95%	93,274.	123,388.
200,000 CLIFFS NAT RESOURCES	205,410.	153,878.
150,000 ALCOA	158,675.	163,904.
100,000 WESTERN UNION 6.2%	99,928.	105,095.
200,000 US WEST COMMUNICATIONS	200,005.	196,798.
100,000 NEWMONT MINING	95,978.	116,222.
100,000 AT&T	98,872.	105,887.

## THE MCGEE FOUNDATION, INC.

73-6099203

85,000 NEWMONT MINING 6.25%	93,175.	104,321.
100,000 PETROBRAS INTL	111,189.	94,750.
100,000 PRUDENTIAL 5.875%	110,204.	111,420.
100,000 PRUDENTIAL 5.375%	102,949.	108,250.
100,000 JP MORGAN 5.150%	98,821.	102,950.
100,000 CITIGROUP 6.3%	103,755.	106,500.
100,000 JP MORGAN 6.0%	100,869.	107,687.
100,000 US BANCORP 5.125%	103,045.	106,405.
200,000 CITIGROUP 5.95%	202,245.	214,306.
50,000 KEYCORP 5.%	50,615.	50,938.
TOTAL TO FORM 990-PF, PART II, LINE 10C	4,901,994.	5,351,839.