## Form **990-PF** Department of the Treasury Internal Revenue Service?

Name of foundation

For calendar year 2017 or tax year beginning

**Return of Private Foundation** 

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

Do not enter social security numbers on this form as it may be made public. ► Go to www.irs.gov/Form990PF for instructions and the latest information.

and ending

MB No 1545-0052

A Employer identification number

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THOMAS R. & ELIZABETH E. MCLEAN 31-1470721 FOUNDATION, INC Room/suite Number and street (or P O box number if mail is not delivered to street address) B Telephone number (910)483-8104 P.O. BOX 58329 C if exemption application is pending, check here City or town, state or province, country, and ZIP or foreign postal code NC 28305 FAYETTEVILLE Initial return of a former public charity D 1. Foreign organizations, check here initial return G Check all that apply: Final return Amended return 2. Foreign organizations meeting the 85% test, check here and attach computation Address change Name change H Check type of organization: X Section 501(c)(3) exempt private foundation E If private foundation status was terminated Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation under section 507(b)(1)(A), check here Fair market value of all assets at end of year | J Accounting method: Cash X Accrual If the foundation is in a 60-month termination Other (specify) under section 507(b)(1)(B), check here (from Part II, col. (c), line 16) (Part I, column (d) must be on cash basis.) **\$** 25,439,134. Analysis of Revenue and Expenses (d) Disbursements Part I (b) Net investment (c) Adjusted net (a) Revenue and (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a)) for charitable purposes (cash basis only) expenses per books income income 2,058,419 N/A Contributions, gifts, grants, etc., received Check if the foundation is not required to attach Sch. B. 2 Interest on savings and temporary cash investments 45,069. 45,069 STATEMENT 3 367,532 367,532. STATEMENT Dividends and interest from securities 5a Gross rents b Net rental income or (loss) 212,289 6a Net gain or (loss) from sale of assets not on line 10 b Gross sales price for all assets on line 6a 2,497,033. 212,289 7 Capital gain net income (from Part IV, line 2) Net short-term capital gain Income modifications 10a Gross sales less returns and allowances b Less Cost of goods sold c Gross profit or (loss) STATEMENT 406,218 406,218 11 Other income 089,527 031,108 Total. Add lines 1 through 11 111,384 131,788. 266,609 Compensation of officers, directors, trustees, etc 13 E2-366 14 Other employee salaries and wages 15 Pension plans, employee benefits 3,200. 6,400 3,200 STMT 4 16a Legal fees 11 11 4,500. 9,000 4,500 5 STMT b Accounting fees 28,450. 359. STMT 6 28,809 N c Other professional fees 17 Interest STMT 7 45,241 1,895 0. 18 Taxes 19 Depreciation and depletion 13,434 6,717 6,717. Occupancy 4,281 0. 0. **IRS-OSC** 21 Travel, conferences, and meetings 22 Printing and publications 1,205. 4,827 6,317 STMT 8 23 Other expenses 24 Total operating and administrative 160,973 147,769. 380,091 expenses. Add lines 13 through 23 958,763. 958,763 25 Contributions, gifts, grants paid 26 Total expenses and disbursements. 1,106,532. 1,338,854 160,973 Add lines 24 and 25 27 Subtract line 26 from line 12: 1,750,673. 2 Excess of revenue over expenses and disbursements 870,135 b Net investment income (if negative, enter -0-) N/A c Adjusted net income (if negative, enter -0-) 723501 01-03-18 LHA For Paperwork Reduction Act Notice, see instructions.

### Part III Analysis of Changes in Net Assets or Fund Balances

_	Table at another trade language at having an efficient Part II agreement (a) line 20		
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	<u>17,474,330</u>
2	Enter amount from Part I, line 27a	2	1,750,673
3	Other increases not included in line 2 (itemize)	3	0.
4	Add lines 1, 2, and 3	4	19,225,003
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	19,225,003

Foi	rm 990-PF (2017) <b>FOUN</b>	DATI	ON, INC						3:	L-147	0721	Page 3
P	Part IV Capital Gains a	nd Los	ses for Tax on In	vestment	Income							
			of property sold (for exan common stock, 200 shs.		te,	( <b>b)</b>	low ac - Purcl - Dona	iase i '	) Date a (mo., da			te sold lay, yr.)
1a						<u> </u>						
b	SEE ATTACHED	STATI	EMENT			ļ						
C					- <del></del>	├						
d				<del></del>		├-		<del> </del>				
e		/6) Do	aragistion allowed	(a) Coo	t or other basis	١-			/h) Co	ın or (loss)		· <del>-</del>
	(e) Gross sales price		oreclation allowed or allowable)		t or other basis xpense of sale					(f) minus (		· · · · · · · · · · · · · · · · · · ·
a								· · · · · · · · · · · · · · · · · · ·				
<u>b</u>					·							
_c d										· <u>·</u>		
e	0 400 000			····	2,284,74	4.					212	,289.
-	Complete only for assets showing	gain in co	lumn (h) and owned by t			-		(1) (	Sains (Co	ol. (h) gain		, 20).
	(i) FMV as of 12/31/69	(j)	Adjusted basis s of 12/31/69	(k) Ex	cess of col. (1) col. (j), if any			col. (	k), but n	ot less than from col. (	ı -0-) <b>or</b>	
a												
b				<del></del>					<u>-</u>			
_0												
_d				<u></u>							010	000
e					·						212	,289.
2	Capital gain net income or (net cap	oital loss)	If gain, also enter If (loss), enter -0-	in Part I, line i in Part I, line	7 7	}	2	-			212	,289.
3	Net short-term capital gain or (loss			d (6):		``						
	If gain, also enter in Part I, line 8, o	column (c).						,		N/A		
Ē	If (loss), enter -0- in Part I, line 8  Part V Qualification Ut	nder Se	ction 4940(e) for	Reduced	Tax on Net	Inv	estn	ent Inco	me	N/W		
_	<del></del>		<del></del>									
(F	or optional use by domestic private	TOUTIUALION	s subject to the section 4	1340(a) tax UII	Het hivestment h	ICOIII	G.)					
lf :	section 4940(d)(2) applies, leave th	is part blan	k.									
w	as the foundation liable for the secti	ion 4942 ta	x on the distributable am	ount of any ve	ear in the base ne	riod?					Yes	X No
	"Yes," the foundation doesn't qualify				•							
1	Enter the appropriate amount in e					entrie	S.					
	(a)		(b)			(c)	)			Diotrik	(d) oution ratio	
	Base periód years Calendar year (or tax year beginnin	ig in)	Adjusted qualifying dis	tributions	Net value of no	oncha	rıtable	use assets	(	(col. (b) div	ided by co	i. (c))
	2016		1,02	7,260.		20	,44	6,131.			.0	50242
_	2015		99	9,967.		<u> 20</u>	,16	9,887				49577
	2014			4,947.				1,242			0	48582
_	2013			4,446.				<u>0,312</u> ,				<u> 149713</u>
_	2012		92	4,031.	L	<u> 17</u>	<u>,85</u>	6,624	<u>.</u>			<u>)51747</u>
									1			
	Total of line 1, column (d)								2		2	<u> 49861</u>
3	Average distribution ratio for the 5	-		on line 2 by 5.0	0, or by the numb	per of	years		1		_	
	the foundation has been in existen	ice if less t	nan 5 years						3_	<del> </del>		) <u>49972</u>
4	Enter the net value of noncharitab	le-use asse	ts for 2017 from Part X,	line 5					4	2	2,209	,483.
5	Multiply line 4 by line 3								5	<del></del>	1,109	852.
6	Enter 1% of net investment incom	ne (1% of P	art I, line 27b)	-	•				6		8	3,701.
7	Add lines 5 and 6								7		1,118	3,553.
8	Enter qualifying distributions from								8		1,106	5,532.
_	If line 8 is equal to or greater than See the Part VI instructions.	line 7, che	ck the box in Part VI, line	1b, and comp	plete that part usi	ng a 1	1% tax	rate.				

THOMAS R. & ELIZABETH E. MCLEAN

Form 990-PF (2017)	FOUNDATION, INC		31-147	<u>0721</u>	P	age 4
	Tax Based on Investment Income (Section 49		r 4948 - see	instru	ction	ıs)
1a Exempt operating four	ndations described in section 4940(d)(2), check here 🕨 🔲 and	d enter "N/A" on line 1.	1			
Date of ruling or deteri	mination letter: (attach copy of letter if r	necessary-see instructions)				
b Domestic foundations	that meet the section 4940(e) requirements in Part V, check here	and enter 1%	1	1	7,40	<u> </u>
of Part I, line 27b		<b>\</b>	1 1			
c All other domestic four	ndations 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	7,40	<u> </u>
4 Subtitle A (income) tax	k (domestic section 4947(a)(1) trusts and taxable foundations only	r, others, enter -0-)	4			0.
5 Tax based on investm	ent income. Subtract line 4 from line 3. If zero or less, enter -0-		5	1′	7,40	<u>)3.</u>
6 Credits/Payments:						
a 2017 estimated tax pa	yments and 2016 overpayment credited to 2017	6a 6,052	2.			
<b>b</b> Exempt foreign organi	zations - tax withheld at source	6b C	).			
c Tax paid with applicati	on for extension of time to file (Form 8868)	6c C	0.			
d Backup withholding er	roneously withheld	6d (	$\Box$			
7 Total credits and paym	nents. Add lines 6a through 6d		7	(	5,0!	52.
	underpayment of estimated tax. Check here 🔲 ıf Form 2220 ıs a	attached	8			0.
	lines 5 and 8 is more than line 7, enter amount owed	•	9	1:	1,3	51.
	is more than the total of lines 5 and 8, enter the amount overpaid	Í	10			
• •	ne 10 to be: Credited to 2018 estimated tax	Refunded				
	ments Regarding Activities					
1a During the tax year, di	d the foundation attempt to influence any national, state, or local le	egislation or did it participate or interve	ene in		Yes	No
any political campaign				1a		X
- · · · ·	n \$100 during the year (either directly or indirectly) for political pur	rooses? See the instructions for the de	efinition	1b		<u>x</u>
•	o 1a or 1b, attach a detailed description of the activities and copie	-		1		<del></del>
	ndation in connection with the activities.	oo or any materiale publication of		1 1	1	
= = = = = = = = = = = = = = = = = = =	Form 1120-POL for this year?			1c	l	X
	ny) of tax on political expenditures (section 4955) imposed during	the year		''-		
	n. > \$ 0 . (2) On foundation manage		).		1	
	ent (if any) paid by the foundation during the year for political expe		<u>,                                    </u>	1 1	ļ	
managers. > \$	0 •	enditure tax imposed on foundation				
	gaged in any activities that have not previously been reported to th	no IDS2		2	İ	х
	ed description of the activities.	ie iuo.		-2-		
•	•	na matrument articles of magracia			- 1	
	ade any changes, not previously reported to the IRS, in its governing	ng instrument, articles of incorporatio	n, or		1	v
•	ar instruments? If "Yes," attach a conformed copy of the changes		•	3		X
	ve unrelated business gross income of \$1,000 or more during the	year?	37 / 3	4a		<u>X</u>
	ax return on Form 990-T for this year?	•	N/A	40		
•	n, termination, dissolution, or substantial contraction during the ye	ear?		5		<u>X</u>
•	tement required by General Instruction T.					
	of section 508(e) (relating to sections 4941 through 4945) satisfier	d either:		1 1		
·	governing instrument, or				į	
· · · · · · · · · · · · · · · · · · ·	that effectively amends the governing instrument so that no manda	atory directions that conflict with the s	tate law			
remain in the governir				6	<u> </u>	
7 Did the foundation has	ve at least \$5,000 in assets at any time during the year? If "Yes," co	omplete Part II, col. (c), and Part XV		7	X	
	ich the foundation reports or with which it is registered. See instru	ctions. >		-	1	
NC			<del></del>	-		
	to line 7, has the foundation furnished a copy of Form 990-PF to th	ne Attorney General (or designate)				
of each state as requir	red by General Instruction G? If "No," attach explanation			8b	X	
9 Is the foundation clair	ning status as a private operating foundation within the meaning o	f section 4942(j)(3) or 4942(j)(5) for (	calendar		į	, <i>f</i>
year 2017 or the tax y	ear beginning in 2017? See the instructions for Part XIV. If "Yes," o	complete Part XIV		9		X
10 Did any persons beco	me substantial contributors during the tax year? if "Yes," attach a set	hedule listing their names and addresses		10		X
				Form <b>990</b>	)-PF	(2017)

THOMAS R. & ELIZABETH E. MCLEAN Form 990-PF (2017) FOUNDATION. INC 31-1470721 Page 5 Part VII-A Statements Regarding Activities (continued) No Yes 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 11 12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disgualified person had advisory privileges? If "Yes," attach statement. See instructions 13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? 13 Website address ► N/A Telephone no. > 910-483-8104The books are in care of 
JENNIFER ELAM Located at ▶ PO BOX 58329, FAYETTEVILLE, NC ZIP+4 ▶28305 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here N/A and enter the amount of tax-exempt interest received or accrued during the year 16 At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank, Yes securities, or other financial account in a foreign country? 16 X See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes." enter the name of the foreign country Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required No File Form 4720 if any item is checked in the "Yes" column, unless an exception applies. Yes∖ 1a During the year, did the foundation (either directly or indirectly): Yes X No (1) Engage in the sale or exchange, or leasing of property with a disqualified person? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) Yes X No a disqualified person? Yes 🗶 No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes X No (5) Transfer any income or assets to a disqualified person (or make any of either available Yes X No for the benefit or use of a disqualified person)? (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 Yes X No termination of government service, if terminating within 90 days.) 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 1b Organizations relying on a current notice regarding disaster assistance, check here c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected X before the first day of the tax year beginning in 2017? 1¢ 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(i)(3) or 4942(i)(5)); a At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning Yes X No before 2017? If "Yes," list the years b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A 2b c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.

3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time

4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?

Form 4720, to determine if the foundation had excess business holdings in 2017.)

had not been removed from jeopardy before the first day of the tax year beginning in 2017?

b If "Yes," did it have excess business holdings in 2017 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,

b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that

Form **990-PF** (2017)

X

3Ь

4a

Yes X No

N/A

during the year?

	Form 4720 May Be I	Required (contin	ued)			
5a During the year, did the foundation pay or incur any amount to:					Yes	No
(1) Carry on propaganda, or otherwise attempt to influence legislation (section	• • • •		es X No			
(2) Influence the outcome of any specific public election (see section 4955);	or to carry on, directly or indire				[ ]	
any voter registration drive?			s X No			
(3) Provide a grant to an individual for travel, study, or other similar purpose	•	Ye	s X No			
(4) Provide a grant to an organization other than a charitable, etc., organization 4945(d)(4)(A)? See instructions	on described in section		es 🗓 No			
(5) Provide for any purpose other than religious, charitable, scientific, literary	A or educational numoses, or t		טואו (יישרו אי			
the prevention of cruelty to children or animals?	,, 0. 00000		s X No			
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify un	nder the exceptions described					
section 53.4945 or in a current notice regarding disaster assistance? See inst	•		N/A	5b		
Organizations relying on a current notice regarding disaster assistance, check			▶□			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption		ined			1 1	
expenditure responsibility for the grant?		I/A 🔲 Y	s 🔲 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?			s X 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?	Ye	es X No			
b If "Yes," did the foundation receive any proceeds or have any net income attrib	outable to the transaction?		N/A	7b		
Part VIII Information About Officers, Directors, Trus	tees, Foundation Ma	nagers, Highl	У			
Paid Employees, and Contractors  List all officers, directors, trustees, and foundation managers and	Ab also a superior and a second		<del></del>			
List all officers, directors, trustees, and foundation managers and	(b) Title, and average	(c) Compensation	(d) Contributions to		(e) Exp	anca
(a) Name and address	hours per week devoted	(If not paid,	(d) Contributions to employee benefit plan and deferred	is a	ccount,	other
	to position	enter -0-)	compensation		allowa	ices
	-	ļ				
SEE STATEMENT 11	-	266,609.	0			0.
DITIDITAL II	<del>                                     </del>	200,003.		+-		
	7					
<del></del>	7					
	<del></del>	<del> </del>		+		
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			<del></del>			
	1	1				
	-	1				
	-					
Compensation of five highest-paid employees (other than those in	ncluded on line 1). If none,	enter "NONE."				
	(b) Title, and average hours per week	T	(d) Contributions to employee benefit plan	o a	(e) Exp	ense other
(a) Name and address of each employee paid more than \$50,000		enter "NONE."	(d) Contributions to employee benefit plan and deferred compensation	ons a	(e) Exp occount, allowa	other
	(b) Title, and average hours per week	T	(d) Contributions to employee benefit plan and deferred compensation	o a	iccount,	other
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week	T	(d) Contributions to employee benefit plan and deferred compensation	ons a	iccount,	other
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week	T	(d) Contributions to employee benefit plan and deferred compensation	ons a	iccount,	other
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week	T	(d) Contributions to employee benefit plan and deferred compensation	0 a	iccount,	other
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week	T	(d) Contributions to employee benefit plan and deferred compensation	ons a	iccount,	other
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week	T	(d) Contributions to employee benefit plan and deferred compensation	ons a	iccount,	other
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week	T	(d) Contributions to employee benefit plan and deferred compensation	Dis a	iccount,	other
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week	T	(d) Contributions to employee benefit plan and defened compensation	ons a	iccount,	other
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week	T	(d) Contributions to employee benefit plan and deferred compensation	ons a	iccount,	other
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week	T	(d) Contributions to employee benefit plan and deferred compensation	os a	iccount,	other

# THOMAS R. & ELIZABETH E. MCLEAN FOUNDATION INC

Part VIII Information About Officers, Directors, Trustees, Foundation Manage Paid Employees, and Contractors (continued)		
Five highest-paid independent contractors for professional services. If none, enter "NONE."		
	) Type of service	(c) Compensation
NONE		
		<del> </del>
	<del></del>	
Fotal number of others receiving over \$50,000 for professional services  Part IX-A   Summary of Direct Charitable Activities		0
List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information si number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	uch as the	Expenses
1 N/A		
2		
3		
4		
Part IX-B Summary of Program-Related Investments		<del> </del>
Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.		Amount
1 N/A		
2		
All other program-related investments. See instructions.		
3		
Total. Add lines 1 through 3	<b>—</b>	0.
IUIAI. Aud IIIIes I IIIIUugit o		orm <b>990-PF</b> (2017)

FOUNDATION, INC

P	Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign for	undations	, see instructions.)
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:	7	
a	Average monthly fair market value of securities	1a	14,687,639.
	Average of monthly cash balances	1b	6,499,086.
	Fair market value of all other assets	1c	1,360,973.
ď	Total (add lines 1a, b, and c)	1d	22,547,698.
	Reduction claimed for blockage or other factors reported on lines 1a and		
	1c (attach detailed explanation)	<u>.</u> ]	
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	22,547,698.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	338,215.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	22,209,483.
6	Minimum investment return. Enter 5% of line 5	6	1,110,474.
P	Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations foreign organizations, check here  and do not complete this part.)	and certain	
1	Minimum investment return from Part X, line 6	1	1,110,474.
2a	Tax on investment income for 2017 from Part VI, line 5	•	
b			
C	Add lines 2a and 2b	2c	17,403.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,093,071.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,093,071.
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	1,093,071.
P	Part XII Qualifying Distributions (see instructions)		
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
а	Expenses, contributions, gifts, etc total from Part I, column (d), line 26	1a	1,106,532.
b	Program-related investments - total from Part IX-B	1b	<u>0.</u>
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:	1 1	
а	a Suitability test (prior IRS approval required)	3a	<del></del>
b	b Cash distribution test (attach the required schedule)	3b	<del></del>
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4	4	1,106,532.
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	1,106,532.
	Note: The amount on line 6 will be used in Part V. column (b), in subsequent years when calculating whether the foundation	n qualifies t	for the section

Form **990-PF** (2017)

4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

Form 990-PF (2017)

1. Destributable amount for 2017 from Part XI, Ime? 2		(a) Corpus	(b) Years prior to 2016	(c) 2016	( <b>d</b> ) 2017
2. Undestrocked sections, of any, as of the eard of 3917  a. Either amount the 2019 only b Total for prior years:  3. Excess distributions carryover, if any, to 2017; a From 2012  4.7, 610, b From 2013  1.0, 674, e From 2014  5.4, 15, e From 2016  1.70, 053, 1. Total of lines 3s throughe  4. Qualifying distributions for 2017 from Part XII, line 4; b * \$ 1,106,532, a Applied to 2016, but not more than line 2a  4. Applied to 10 distribution for for prior years (Election required - see instructions)  6. Treated as distributions out of corpus (Election required - see instructions)  6. Applied to 2017 distributions out of corpus (Election required - see instructions)  6. Applied to 2017 distributions out of corpus (Election required - see instructions)  7. Excess contributions out of corpus (Election required - see instructions)  8. Enter the net total of each column as indicated between the contribution of the column as indicated between the column as indicated total of each solitose line 9  8. Enter the net total of each solitose line 9  98, 72.8.  98, 72.8.  98, 72.8.  98, 72.8.  90.  0. distribution discribution on out of corpus to 2017, Subtract line 4 from line 2. Tasepale amount see instructions  9. Line distribution on one for which a notice of deficionery has been previously applied on from line 1. This country truth to the distribution one for which a notice of deficionery has been previously applied on fine 5 to fine 7  9. Excess from 2016 for and 8 from line 3. The same fine 1. This country truth to be distributed in come for 3017, Subtract lines 4 from line 2. This maintribution one of corpus to safety requirements imposed by section 170,017(1)(1)(1)(1)(1)(1)(1)(1)(1)(1)(1)(1)(1)(	1 Distributable amount for 2017 from Part XI,		· · · · · · · · · · · · · · · · · · ·		
Secret destributions carryover, if any, to 2017:   a From 2012					1,093,071.
\$ Excess distributions carryover, if any, to 2017; a From 2012	2 Undistributed income, if any, as of the end of 2017				
3 Excess distributions carryover, if any, to 2017. a From 2012	a Enter amount for 2016 only			0.	
3 Excess distributions carryover, I fairly, to 2017. a From 2012	b Total for prior years:				
a From 2012	· ·		0.		
10,674   5,415   4,515   17,033   17,				·	
# From 2014			!		
Firm 2015					
From 2016			,		
4 Qualifying distributions for 2017 from Part XII, line 4: № \$ 1,106,532.  a Applied to 2016, but not more than line 2a Deplete to acidistributed income of prior years (Election required - see instructions)  e Treated as distributions out of corpus (Cilication required - see instructions)  d Applied to 2017 distributible amount e Remaining amount distributed out of corpus (Cilication required - see instructions)  4 Applied to 2017 distributible amount e Remaining amount distributed out of corpus 5  Excess distributions carryover applied to 2017 (first amount applied to 2017 (see amount matter)  13,461.  5 Excess distributions carryover applied to 2017 (first amount applied in line 2)  6 Enter the net total of each column as indicated below:  8 Occupus Addition and 4: A most 4e Subtract line 6  b Prior years' undistributed income. Subtract line 4 from line 2b.  6 Enter the amount of prior years' undistributed amount expense of the column as indicated below:  8 Occupus Addition and 5 (a, most 4e Subtract line 6  6 Prior years' undistributed amount expense of the column as indicated below:  9 88,728 •  9 88,728 •  9 88,728 •  9 88,728 •  9 88,728 •  9 89,728 •  9 98,728 •  9 98,728 •  9 98,728 •  9 0.  10,000 •  11,093,071 •  12,461.  9 0.  12,461.  9 0.  12,461.  9 0.  13,461.  9 0.  13,461.  9 0.  10,000 •  10,000			; 		
4. Qualifying distributions for 2017 from Part XII, line 4: № \$ 1,106,532.  a Applied to 2016, but not more than line 2a  4. Applied to undistributed income of prior years (Electrion required - see instructions)  6. Treated as distributions out of corpus ((Electrion required - see instructions)  6. Treated as distributions out of corpus ((Electrion required - see instructions)  7. Applied to 2017 distributible amount et elemaning amount distributed out of corpus  8. Excess destribution carpyive applied to 2917 (from amount appears in column (e)). The same amount must be elemant or column (e)).  8. Excess the net total of each column as indicated below:  9. Corpus Add lines 31, 40, and 4e. Subtract line 5. Prior, years' undistributed income. Subtract line 4b from line 2b.  9. Enter the amount of prior years' undistributed income for which a notice of deficiency has been income for which a notice of deficiency has been income for which a notice of deficiency has been income for which a notice of deficiency has been previously assessed distribution and several colors.  9. Undistributed income for 2016. Subtract line 4a from line 2a. Taxable amount - see instructions e Undistributed income for 2016. Subtract line 4d from line 2a. Taxable amount - see instructions e Undistributed income for 2016. Subtract line 4d from line 2a. Taxable amount - see instructions e Undistributed income for 2016. Subtract line 4d from line 2a. Taxable amount - see instructions e Undistributed income for 2017. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2018  7. Amounts Stead as distributions out of corpus to satisfy requirements imposed by section 170((1)11/F) or 4942(0)(3) (Electron may be required - see instructions)  8. Excess from 2013  10. 674 - 5. Excess from 2014  5. Lixcass from 2015  4. 5. 15.	<del></del>	05 267	·		
Part XII, lim 4: P\$ 1.106.532. a Appled to 2016, but not more than line 2a	<b>_</b>	85,267.	<del></del> -		
a Applied to 2016, but not more than line 2a b Applied to undistributed income of prior years (Election required - see instructions)  4 Applied to 2017 distributable amount e Remaining amount distributed out of corpus (Election required - see instructions)  4 Applied to 2017 distributable amount e Remaining amount distributed out of corpus 5 Excess distributions curryove applied to 2017 (if an amount appears in colorine) (if, the same amount of the same amount distributed out of corpus 5 Excess distributions are considered to 2017 (if an amount appears in colorine) (if, the same amount of the same amount and indicated below:  8 Corpus Add line 34, 40, and 46 Substrate line 5 b Porror years' undistributed income 6 Substrate line 40 from line 2b Enfort 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 4 Subtract line 6 from line 6b. Taxable amount - see instructions e Undistributed income for 2015. Subtract line 4 a from line 2a. Taxable amount - see instructions e Undistributed income for 2017. Substract lines 4d and 5 from line 1. This amount must be distributed in 2018 On.  Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(b)(3) (Election may be required - see instructions)  8 Excess distributions carryover from 2012 On.  9 Excess distributions and 8 from line 6a.  10, 674    10, 674    10, 675    11, 093, 071.  13, 461.					
b Applied to undistributed moome of prior years (Election required - see instructions)  c Treated as distributions out of corpus (Election required - see instructions)  d Applied to 2017 distributable amount e Remaining amount distributed out of corpus  5 Excess distributions carryover applied to 2017  C an amount appears in outlain (full heasine amount must be about in continue)  E their the net total of each column as indicated below:  3 Corpus Add times 31, 46, and 46 Subtract time 5  Prior years' undistributed income. Subtract line 4b from line 2b  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  4 Subtract line 6c from line 6b. Taxable amount - see instructions  e Indistributed income for 2016. Subtract time 4a from line 2. Taxable amount - see instructions  e Undistributed income for 2015. Subtract time 4a from line 2. Taxable amount - see instructions  e Undistributed income for 2015. Subtract time 4a from line 2. Taxable amount - see instructions  e Undistributed income for 2015. Subtract time 4a from line 2. Taxable amount - see instructions  7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(i)(f)(f) of 494(g)(g) (Election may be required - see instructions)  8 Excess distributions carryover from 2012 on tapplied on line 5 of time 7  9 Excess distributions carryover to 2018. Subtract time 6a  10 Analysis of line 9:  a Excess from 2013  4 Excess from 2015  5 Excess from 2016  6 Excess from 2016  17, 053. Excess from 2016					
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e Remaining amount distributed out of corpus 5 Excess distributions carryover applied to 2017 6 Enter the net total of each column as indicated below: 8 Corpus Add late 31, 43, and 4e. Subtract line 5 6 Prior years' undistributed income. Subtract line 40 from line 2b 6 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 6 Subtract line 6c from line 6b. Taxable amount - see instructions 6 Undistributed income for 2016. Subtract line 4a from line 2a. Taxable amount - see instructions 6 Undistributed income for 2017. Subtract line 4a from line 2a. Taxable amount - see instructions 6 Undistributed income for 2017. Subtract lines 4a and 5 from line 1. This amount must be distributed in 2018 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 2012 not applied on line 5 or line 7 9 Excess firm 2013 6 Excess from 2014 6 Excess from 2015 6 Excess from 2015 6 Excess from 2015 6 Excess from 2015 6 Excess from 2016 6 Excess from 2017 1 3, 461.	· · · · · · · · · · · · · · · · · · ·				1 093 071
5 Excess distributions carryover applied to 2017 fft an amount appears in column (3) 6 Enter the act total of each column as indicated below: 8 Corpus Add lines 3f, 4a, and 4e Subtract line 5 b Prior years' undistributed income. Subtract line 4b from line 2b 6 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 6b from line 6b. Taxable amount - see instructions e Undistributed income for 2016. Subtract line 4a from line 2a. Taxable amount - see instructions e Undistributed income for 2017. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2018 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(b)(3) (Election may be required - see instructions)  8 Excess distributions carryover from 2012 not applied on line 5 or line 7 9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a 10 Analysis of line 9: a Excess from 2013 b Excess from 2014 c Excess from 2015 c Excess from 2015 d Excess from 2016 c Excess from 2017 c Excess fr	· ·	13 461			1,033,071.
(if iran amount appears in solumin (c), the same amount must be shown in column (a) (b)  6. Enter the net total of each column as indicated below:  8. Corpus Add Innes 91, 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  8. Subtract line 6c from line 6b. Taxable amount - see instructions  e Undistributed income for 2016. Subtract line 4a from line 2a. Taxable amount - see instructions  e Undistributed income for 2017. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2018  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 2012 not applied on line 5 or line 7  9. Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a  10. Analysis of line 9:  a Excess from 2014  b Excess from 2015  c Excess from 2015  c Excess from 2015  d Excess from 2016  c Excess from 2016  c Excess from 2017  13. 461.				<u> </u>	
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be distributed in 2018  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 2012 not applied on line 5 or line 7  9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a  10 Analysis of line 9:  a Excess from 2013	· ·				
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may be required - see instructions)  8 Excess distributions carryover from 2012 not applied on line 5 or line 7  9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a  10 Analysis of line 9: a Excess from 2013 b Excess from 2014 c Excess from 2015 d Excess from 2016 e Excess from 2017  1 3 , 461.	•				
8 Excess distributions carryover from 2012 not applied on line 5 or line 7  9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a  10 Analysis of line 9: a Excess from 2013 b Excess from 2014 c Excess from 2015 d Excess from 2016 e Excess from 2017  1 27, 610.  47, 610.  51, 118.		0			
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Subtract lines 7 and 8 from line 6a 51,118.  10 Analysis of line 9:  a Excess from 2013 10,674. b Excess from 2014 5,415. c Excess from 2015 4,515. d Excess from 2016 17,053. e Excess from 2017 13,461.	1	47,010.	<del></del>	<del>                                     </del>	
10 Analysis of line 9:  a Excess from 2013	-	51 118			
a Excess from 2013 10,674. b Excess from 2014 5,415. c Excess from 2015 4,515. d Excess from 2016 17,053. e Excess from 2017 13,461.		31,110.			
b Excess from 2014 5,415. c Excess from 2015 4,515. d Excess from 2016 17,053. e Excess from 2017 13,461.					
c Excess from 2015 4,515. d Excess from 2016 17,053. e Excess from 2017 13,461.					
d Excess from 2016 17,053. e Excess from 2017 13,461.				1	
e Excess from 2017 13, 461.	<del></del>				
			L	<u> </u>	

	R. & ELIZAB	ETH E. MCLE	AN	31-14'	70721 Page 10
Part XIV Private Operating F		structions and Part VII	-A, question 9)	N/A	70721 / Fage II
1 a If the foundation has received a ruling of foundation, and the ruling is effective for	or determination letter that	it is a private operating	<b>•</b>	24/.24	
b Check box to indicate whether the found	dation is a private operatin	ng foundation described i	n section	4942(j)(3) or 494	12(j)(5)
2 a Enter the lesser of the adjusted net	Tax year		Prior 3 years		
income from Part I or the minimum	(a) 2017	<b>(b)</b> 2016	(c) 2015	(d) 2014/	(e) Total
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				1	
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></b>	//			
b "Endowment" alternative test - enter 2/3 of minimum investment return					
shown in Part X, line 6 for each year					
listed	<del></del>	/			
c "Support" alternative test - enter:		/			
(1) Total support other than gross investment income (interest,		ľ			
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)			<del></del>		
(3) Largest amount of support from			UP		
an exempt organization					, 344
(4) Gross investment income  Part XV Supplementary Info	rmation (Comple	to this part only	if the foundation	n had \$5 000 or mo	re in assets
at any time during			ii the loundatio	πι παα φο,σσο σι πις	ne in assets
1 Information Regarding Foundation					<del></del>
a List any managers of the foundation wh		than 2% of the total cont	ributions received by t	ha foundation hafora tha clos	e of any tay
year (but only if they have contributed i	more than \$5,000). (See s	section 507(d)(2).)	industria received by s	ne roundation before the clos	or or any lax
NONE	, ,	, , , , ,			
b List any managers of the foundation wh	no own 10% or more of th	ne stock of a corporation	(or an equally large por	rtion of the ownership of a pa	irtnership or
other entity) of which the foundation ha			(a. a a.d)9. b.a.		
NONE					
2 Information Regarding Contribut	tion, Grant, Gift, Loan,	Scholarship, etc., Pi	rograms:		
<del></del>			-	s not accept unsolicited requ	ests for funds. If
the foundation makes gifts, grants, etc.					
a The name, address, and telephone num	nber or email address of th	he person to whom appli	cations should be addr	essed:	<u>_</u>
THOMAS & ELIZABETH N	MCLEAN FOUND	ATION			
PO BOX 58329, FAYETT	TEVILLE, NC	28305			
b The form in which applications should	be submitted and informa	tion and materials they s	hould include:		
WRITTEN REQUEST EXPI	LAINING PURP	OSE, TIME,	PERIOD & C	COST	
c Any submission deadlines:					
NONE		<del></del>			
d Any restrictions or limitations on award					
NORTH CAROLINA ORGAN	NIZATIONS OR	CHAPTERS (	F NATIONAL	_ CHARITIES	

#### THOMAS R. & ELIZABETH E. MCLEAN

31-1470721 FOUNDATION, INC Form 990-PF (2017) Page 11 Supplementary Information (continued) Part XV 3 Grants and Contributions Paid During the Year or Approved for Future Payment If recipient is an individual, show any relationship to any foundation manager or substantial contributor Recipient Purpose of grant or contribution Foundation status of Amount Name and address (home or business) recipient a Paid during the year SEE SCHEDULE ATTACHED 958,763, **▶** 3a 958 763. **b** Approved for future payment NONE

Total

Form 990-PF (2017)

31-1470721 Page 12

**Analysis of Income-Producing Activities** Part XVI-A

Inter gross amounts unless otherwise indicated.	Unrelated	d business income		ded by section 512, 513, or 514	(e)
•	(a) Business	(b) Amount	(C) Exclu- sion code	(d) Amount	Related or exempt function income
1 Program service revenue:	code		COGE		
b	<u> </u>				
c					
d		-			
e					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash					
investments			14	45,069. 367,532.	
4 Dividends and interest from securities			14	367,532.	<del></del>
5 Net rental income or (loss) from real estate:					- <del></del>
a Debt-financed property					<del></del>
b Not debt-financed property	ļ				
6 Net rental income or (loss) from personal		1			
property	<del></del>		01	406 210	<del></del>
7 Other investment income			UI	406,218.	
8 Gain or (loss) from sales of assets other			18	212,289.	
than inventory  Net income or (loss) from special events			10	212,203.	
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a	1				
b					<del></del>
С					
u					
d e					
e		0.		1,031,108.	
e		0.		1,031,108.	4 004 400
e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e)		0.			
e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e)	to the Acco		emp	. 13	
e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculations.)  Part XVI-B Relationship of Activities		emplishment of Ex		t Purposes	1,031,108.
e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculations.)  Part XVI-B Relationship of Activities  Line No. Explain below how each activity for which incomplete the substitution of the su	ome is reported in	emplishment of Ex		t Purposes	1,031,108.
e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculations.)  Part XVI-B Relationship of Activities	ome is reported in	emplishment of Ex		t Purposes	1,031,108.
e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculations.)  Part XVI-B Relationship of Activities  Line No. Explain below how each activity for which incomplete the substitution of the su	ome is reported in	emplishment of Ex		t Purposes	1,031,108.
e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculations.)  Part XVI-B Relationship of Activities  Line No. Explain below how each activity for which incomplete the second seco	ome is reported in	emplishment of Ex		t Purposes	1,031,108.
e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculations.)  Part XVI-B Relationship of Activities  Line No. Explain below how each activity for which incomplete the second seco	ome is reported in	emplishment of Ex		t Purposes	1,031,108.
e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculations.)  Part XVI-B Relationship of Activities  Line No. Explain below how each activity for which incomplete the substitution of the su	ome is reported in	emplishment of Ex		t Purposes	1,031,108.
e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculations.)  Part XVI-B Relationship of Activities  Line No. Explain below how each activity for which incomplete the substitution of the su	ome is reported in	emplishment of Ex		t Purposes	1,031,108.
e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculations.)  Part XVI-B Relationship of Activities  Line No. Explain below how each activity for which incomplete the substitution of the su	ome is reported in	emplishment of Ex		t Purposes	1,031,108.
e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculations.)  Part XVI-B Relationship of Activities  Line No. Explain below how each activity for which incomplete the substitution of the su	ome is reported in	emplishment of Ex		t Purposes	1,031,108.
e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculations.)  Part XVI-B Relationship of Activities  Line No. Explain below how each activity for which incomplete the substitution of the su	ome is reported in	emplishment of Ex		t Purposes	1,031,108.
e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculations.)  Part XVI-B Relationship of Activities  Line No. Explain below how each activity for which incomplete the substitution of the su	ome is reported in	emplishment of Ex		t Purposes	1,031,108.
e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculations.)  Part XVI-B Relationship of Activities  Line No. Explain below how each activity for which incomplete the substitution of the su	ome is reported ii	emplishment of Ex		t Purposes	1,031,108.
e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculations.)  Part XVI-B Relationship of Activities  Line No. Explain below how each activity for which incomplete the substitution of the su	ome is reported ii	emplishment of Ex		t Purposes	1,031,108.
e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculations.)  Part XVI-B Relationship of Activities  Line No. Explain below how each activity for which incomplete the substitution of the su	ome is reported ii	emplishment of Ex		t Purposes	1,031,108.
e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculations.)  Part XVI-B Relationship of Activities  Line No. Explain below how each activity for which incomplete the substitution of the su	ome is reported ii	emplishment of Ex		t Purposes	1,031,108.
e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculations.)  Part XVI-B Relationship of Activities  Line No. Explain below how each activity for which incomplete the substitution of the su	ome is reported ii	emplishment of Ex		t Purposes	1,031,108.
e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculations.)  Part XVI-B Relationship of Activities  Line No. Explain below how each activity for which incomplete the substitution of the su	ome is reported ii	emplishment of Ex		t Purposes	1,031,108.
e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculations.)  Part XVI-B Relationship of Activities  Line No. Explain below how each activity for which incomplete the substitution of the su	ome is reported ii	emplishment of Ex		t Purposes	1,031,108.
e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculations.)  Part XVI-B Relationship of Activities  Line No. Explain below how each activity for which incomplete the second seco	ome is reported ii	emplishment of Ex		t Purposes	1,031,108.

## 17) FOUNDATION, INC 31-1470721 Information Regarding Transfers to and Transactions and Relationships With Noncharitable Exempt Organizations Form 990-PF (2017) Part XVII In

1	_		• •		g with any other organization	on described in section	on 501(c)		Yes	No
	•		•		to political organizations?					
а		from the reporting founda	ition to a noncharital	ole exempt org	janization of:			40/41		v
	(1) Cash (2) Other	accete				•		1a(1)		X
h	Other trans				•			1a(2)		Δ_
U		of assets to a noncharitat	ble exempt organizat	ion				1b(1)		x
		ases of assets from a nor			•		•	1b(2)		X
	` '	l of facilities, equipment, (	•	gamzation				1b(3)		X
		oursement arrangements	51 511161 G55015					1b(4)	_	X
		or loan guarantees					•	1b(5)		X
		mance of services or me	mbership or fundrais	sing solicitatio	ns			1b(6)		X
C	` '	facilities, equipment, mai	•	•				1c		X
	-				dule. Column (b) should alv	ways show the fair m	arket value of the goods,	other ass	ets,	
					ed less than fair market valu	•			•	
	column (d	) the value of the goods, o	other assets, or serv	ices received.						
a)ı	ine no	(b) Amount involved	(c) Name of	noncharitable	exempt organization	(d) Description	of transfers, transactions, and	sharing ar	angeme	ents
				N/A						
					·					
2a	Is the four	idation directly or indirect	tly affiliated with, or i	related to, one	or more tax-exempt organi	zations described	F			_
		501(c) (other than section		ction 527?			L	Yes	X	∐No
b	If "Yes," co	implete the following sch			Y	<del></del>				
		(a) Name of org	janization		(b) Type of organization	ļ <u>_</u>	c) Description of relations	ship		
		N/A					<del></del>			
			<del></del>		<u> </u>	ļ	<del></del>			
								<del></del> .		
					<del></del>	ļ				
	<del></del>					1	<del> </del>			
٥.	4 5 4				ig accompanying schedules and n taxpayer) is based on all inform	•		ay the IRS	discuss	this
	gn and be	2	1 60-		براسراس	N. 1/1.	sh	own below	? See in	str
1 14		mugu	C. Elas	<u>n</u>	2/12/18	Vice P	Lesiaeny	X Yes	· L	J No I
	Sign	ature of office or trustee		December of	Date	Title	Chook To of DTIM			
		Print/Type preparer's na	anne	Preparer's s	ignature A	Date	Check If PTIN			
p.	aid	MONTA D CO	ID T CIVY 3 377	17m. ()	HA WALLOW HOL	Klala	, ,	0005	m ^ ^	
	reparer	TONYA R ST		MINA	Tronce TIP	31710		0095		
	se Only	Firm's name > HAI	Gn, BYKD	& LAMB	ERT, LLP		Firm's EIN ► 56-0	5875	13	
<u>.</u>	Se Offing	Firm's address > 50	DOV F224	<u> </u>	· · · · · · · · · · · · · · · · · ·	<del></del>	<del> </del>			
		Firm's address PO			20205 2240		/0101	402	4 4 7	7
		<u>FA</u>	<u>YETTEVILI</u>	E, NC	28305-3349		Phone no. (910)			
							ı	orm <b>99</b>	U-66	(2017)

### Schedule B

(Form 990, 990-EZ or 990-PF)

Department of the Treasury Internal Revenue Service

Name of the organization

#### **Schedule of Contributors**

Attach to Form 990, Form 990-EZ, or Form 990-PF.

Go to www.irs.gov/Form990 for the latest information.

OMB No 1545-0047

Employer identification number

2017

THOMAS R. & ELIZABETH E. MCLEAN 31-1470721 FOUNDATION, INC Organization type (check one): Filers of: Section: 501(c)( ) (enter number) organization Form 990 or 990-EZ 4947(a)(1) nonexempt chantable trust not treated as a private foundation 527 political organization X 501(c)(3) exempt private foundation Form 990-PF 4947(a)(1) nonexempt chantable trust treated as a private foundation 501(c)(3) taxable private foundation Check if your organization is covered by the General Rule or a Special Rule. Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions. General Rule For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions. Special Rules For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part !!, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000, or (2) 2% of the amount on (i) Form 990. Part VIII. line 1h: or (ii) Form 990-EZ, line 1. Complete Parts I and II. For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 exclusively for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III. For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions exclusively for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received dunng the year for an exclusively religious, charitable, etc., purpose. Don't complete any of the parts unless the General Rule applies to this organization because it received nonexclusively religious, charitable, etc., contributions totaling \$5,000 or more during the year Caution: An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it must answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2017)

Name of organization

THOMAS R. & ELIZABETH E. MCLEAN

FOUNDATION, INC

Employer identification number

31-1470721

Part I	Contributors (see instructions). Use duplicate copies of Part I if	additional space is needed	
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	ESTATE OF THOMAS R. MCLEAN PO BOX 58329 FAYETTEVILLE, NC 28305	\$\$.	Person X Payroll
(a) No.	(b) Name, address, and ZiP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
			Person Payroll Noncash (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
			Person Payroll Noncash (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Occash Complete Part II for noncash contributions.)

Name of organization

THOMAS R. & ELIZABETH E. MCLEAN

FOUNDATION, INC

Employer identification number

31-1470721

Part II	Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.						
(a) No. from Part I	(b)  Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received				
(a) No. from Part I	(b)  Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received				
		  \$					
(a) No. from Part I	(b)  Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received				
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received				
		\$					
(a) No. from Part i	(b)  Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received				
		\$					
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received				

Employer identification number

РАМОНТ	R.	£	ET.TZARETH	F	MCTEAN

NDAT:	ION, INC	ihutiana ta avaanisatiana daaarihad i	31-1470721 in section 501(c)(7), (8), or (10) that total more than \$1,000					
	the year from any one contributor. Complete c	olumns (a) through (e) and the follow	VIDO IDE ENTRY. For organizations					
	completing Part III, enter the total of exclusively religious Use duplicate copies of Part III if additiona	i, charitable, etc., contributions of \$1,000 or I al space is needed.	less for the year (Enter this info once)					
lo. m								
m til	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held					
-								
— I —								
		(e) Transfer of gift	t					
ļ								
-	Transferee's name, address, ar	IQ ZIP + 4	Relationship of transferor to transferee					
] —								
No								
No. om art I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held					
_								
-								
		(e) Transfer of gift	······································					
	(4)							
	Transferee's name, address, ar	nd ZIP + 4	Relationship of transferor to transferee					
1 —								
	· · · · · · · · · · · · · · · · · · ·	<del></del>						
) No.	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held					
art I								
_								
_								
	(e) Transfer of gift							
	Transferee's name, address, a	nd ZIP + 4	Relationship of transferor to transferee					
		·						
-								
n) No. From Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held					
art I		(0, 000 000	(2, 2 3 3 1 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2					
-	******							
<u> </u>								
		(e) Transfer of gift	t					
	Transferee's name, address, a	nd ZIP + 4	Relationship of transferor to transferee					

Pa	rt IV		sses for Tax on Investment Income	<del> </del>	12.0	, <del></del>	
		2-story br	describe the kind(s) of property solick warehouse; or common stock, 20	00 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
	THRU		AMES ACCT 278489		P P		
	THRU RAYMOND JAMES ACCT 27848938						<del></del>
	THRU RAYMOND JAMES ACCT 54306867 THRU RAYMOND JAMES ACCT 54306867					<del> </del>	
			AMES ACCT 543068		P	<del> </del>	
		TAL GAINS		07		<del> </del>	
_ <u>'</u> _	CVLT	TAL GAINS	DIVIDENDS		<del></del>		
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<u>m</u>		<del></del>				<del>   </del>	<del></del>
_n o			<del></del>		<del>-  </del>		
	(e) Gr	oss sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h (e) (	) Gain or (loss) plus (f) minus (g)	
a		102,968.		91,169.			11,799.
b		397,355 <b>.</b>		411,706.			<14,351.>
<u>c</u>		732,594.		688,723.	<u></u>		43,871.
<u>d</u>		102,557.		60,765.		<del> </del>	41,792.
<u>e</u>		1,129,976. 31,583.		1,032,381.	<del></del>	<del> </del>	97,595.
f		31,363.		<del></del>		<del></del>	31,583.
<u>g</u> h						<del></del>	
1_							
辶						· · · · · · · · · · · · · · · · · · ·	
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					<del></del>		
<u>m</u>						······	
<u>n</u> o					<del></del>	· · · · · · · · · · · · · · · · · · ·	
	Complete	e only for assets showing	ng gain in column (h) and owned by	the foundation on 12/31/69	(I) Lo	sses (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	Gains (excess	of col. (h) gain ove not less than "-0-")	r col. (k),
a							11,799.
b				<u> </u>	<del></del>		<14,351.
<u>c</u>							43,871.
<u>d</u>		· · · · · · · · · · · · · · · · · · ·					41,792.
e			<u> </u>	<del> </del>	<del></del>		97,595. 31,583.
<u>f</u> 9							<u> </u>
h h							
1							
ī				T			
<u>k</u> _					<del> </del>	<del></del>	
1_			<del> </del>				
m			<del> </del>	<del> </del>			
<u>n</u> o				<del>                                     </del>			
<u>~</u>			16	r in Dort I. line 7		·	<del></del>
-		un net income or (net co	apital loss) { If gain, also enter "-l iss) as defined in sections 1222(5) a	o 1111 (1111, 11110)	2		212,289.
	lf gain, als	so enter in Part I, line 8, enter "-0-" in Part I, line	, column (c).	<b>}</b>	3	N/A	

FORM 990-PF INTER	est on savings	S AND TE	MPORAR	Y CASH	INVESTMENTS	STA	<b>PEMENT</b>	1
SOURCE		(A) REVENUE PER BOOKS		NET	(B) NET INVESTMENT INCOME		(C) ADJUSTED NET INCOME	
BB&T		,	35,183		35,183.			
CHARLES SCHWAB			269		269.			
JONES ENERGY LLC RAYMOND JAMES			9,116 501		9,116. 501.			
MAIMOND CAMED				. • — ——				
TOTAL TO PART I, L	INE 3		45,069	). = ===	45,069.		<del></del>	
FORM 990-PF	DIVIDENDS A	AND INTE	erest f	ROM SEC	CURITIES	STA'	TEMENT	2
SOURCE	GROSS AMOUNT	CAPITA GAINS DIVIDEN	3	(A) REVENUE PER BOOK			(C) ADJUSTI NET INCO	
ACM FINANCIAL							· · · · · · · · · · · · · · · · · · ·	
TRUST NONDIV DIST	11,200.		0.	11,20				
CHARLES SCHWAB	119,688.	29,2	240.	90,44	18. 90,44	48.		
CHARLES SCHWAB NONDIV DIST	1,051.		0.	1,05	51. 1,0	51.		
RAYMOND JAMES	34,863.		0.	34,86				
RAYMOND JAMES RAYMOND JAMES	229,235.	2,3	343.	226,89	92. 226,89	92.		
NONDIV DIST	3,078.		0.	3,0	78. 3,0	78.		
TO PART I, LINE 4	399,115.	31,	583.	367,53	32. 367,5	32.		<del></del>
FORM 990-PF		OTHER	INCOME	======================================		STA	TEMENT	<del></del> 3
		<del></del>	<del></del>	<del></del>	<del></del>		<del></del>	
DECODIDETON				A) ENUE	(B) NET INVEST MENT INCOM		(C) ADJUSTE ET INCO	
DESCRIPTION		-	FER I		MENT INCOM		ET INCO	
OIL AND GAS ROYALT FEDERAL TAX REFUND OK TAX REFUND			3	394,203 942 11,073	. 94	2.		
TOTAL TO FORM 990-	PF, PART I, L	INE 11		406,218	. 406,21	8.		
		=				==		

FORM 990-PF	LEGAL	FEES	Sī	PATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITAE PURPOSE	
LEGAL FEES	6,400.	3,200.		3,20	00.
TO FM 990-PF, PG 1, LN 16A	6,400.	3,200.		3,200.	
FORM 990-PF	ACCOUNTI	NG FEES	S'	<b>TATEMENT</b>	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITAE PURPOSE	
ACCOUNTING FEES	9,000.	4,500.		4,50	00.
TO FORM 990-PF, PG 1, LN 16B	9,000.	4,500.		4,50	00.
FORM 990-PF (	OTHER PROFES	SIONAL FEES	S'	PATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITAI PURPOSI	
INVESTMENT FEES ROYALTY ADMIN FEES MISCELLANEOUS	28,090. 719. 0.	28,090. 360. 0.		3!	0. 59.
TO FORM 990-PF, PG 1, LN 16C	28,809.	28,450.		3!	59.
FORM 990-PF	TAX	ES	S	TATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITAI PURPOSI	
FOREIGN TAXES PAID OKLAHOMA WITHHOLDING ROYALTY PRODUCTION TAXES PROPERTY TAXES	1,895. 11,295. 16,315. 15,736.	0. 0.			0. 0. 0.
TO FORM 990-PF, PG 1, LN 18	45,241.	1,895.		·	0.
=		: <del></del>			

FORM 990-PF ·	OTHER E	XPENSES		<del></del>	STATEMENT	8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVE MENT INC				
BANK SERVICES CHARGES DUES & SUBSCRIPTIONS OFFICE SUPPLIES INSURANCE	285. 3,622. 320. 2,090.		0. 622. 160. 045.		1 1,0	0. 0. 60. 45.
TO FORM 990-PF, PG 1, LN 23	ORM 990-PF, PG 1, LN 23 6,317. 4,827.				1,20	
FORM 990-PF	CORPORAT	E STOCK	<del>==</del>		STATEMENT	9
DESCRIPTION		,	вос	OK VALUE	FAIR MARKE VALUE	T
CORPORATE STOCKS - ACM FINANC CORPORATE STOCKS - CHARLES SC		597-8244	12	200,000. 2,109,914.	137,360 17,695,345	
TOTAL TO FORM 990-PF, PART II	, LINE 10B		12	2,309,914.	17,832,7	05.
FORM 990-PF	OTHER	ASSETS			STATEMENT	10
DESCRIPTION		NING OF K VALUE		OF YEAR OK VALUE	FAIR MARKE VALUE	T
OIL & GAS INTEREST IN OK, CO,		529,487.		529,487.	529,4	87.
TO FORM 990-PF, PART II, LINE	15	529,487.		529,487.	529,4	87.

FORM 990-PF ·	PART VIII - LIST TRUSTEES AND	OF OFFICERS, DEFOUNDATION MANAGE		STATI	EMENT 11
NAME AND ADDRESS		TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
PAUL ELAM		DIRECTOR 5.00	8,333.	0.	0.
RALEIGH, NC		3.00	0,000		
ALFRED CLEVELAND		PRESIDENT 25.00	37,092.	0.	0.
FAYETTEVILLE, NC					
HARRY SHAW		VICE-PRESIDENT 20.00	77,092.	0.	0.
FAYETTEVILLE, NC		20.00	,,,032.	•	•
JENNIFER ELAM		DIRECTOR 5.00	77,092.	0.	0.
RALEIGH, NC		3.00	,,,032.	•	•
FAISON COVINGTON		DIRECTOR 5.00	40,000.	0.	0.
CHARLOTTE, NC		5.00	40,000.	0.	0.
ANGELA ASHWORTH		SECRETARY / VI			
FAYETTEVILLE, NC		25.00	27,000.	0.	0.
TOTALS INCLUDED C	N 990-PF, PAGE 6,	PART VIII	266,609.	0.	0.