

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

Department of the Treasury
Internal Revenue Service

▶ Do not enter social security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

Open to Public Inspection

For calendar year 2016 or tax year beginning

, and ending

Name of foundation J Lyndall McCrory, Robert Fulton McCrory and Montie Ray McCrory Foundation			A Employer identification number 73-1439304	
Number and street (or P O box number if mail is not delivered to street address) C/O J Larry Wilkes 303 E Street N W		Room/suite	73-1439304	
City or town, state or province, country, and ZIP or foreign postal code Ardmore OK 73401			B Telephone number (see instructions) (580) 223-0112	
Foreign country name		Foreign province/state/country	Foreign postal code	
G Check all that apply				
<input type="checkbox"/> Initial return		<input type="checkbox"/> Initial return of a former public charity		
<input type="checkbox"/> Final return		<input type="checkbox"/> Amended return		
<input type="checkbox"/> Address change		<input type="checkbox"/> Name change		
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation				
<input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation				
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 23,707,298		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>				

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	425,214	425,214		
	5a Gross rents	38	38		
	b Net rental income or (loss)	38			
	6a Net gain or (loss) from sale of assets not on line 10	34,469			
	b Gross sales price for all assets on line 6a	553,041			
	7 Capital gain net income (from Part IV, line 2)		34,469		
	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) (attach schedule)					
11 Other income (attach schedule)	593,654	593,654			
12 Total. Add lines 1 through 11	1,053,375	1,053,375	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	77,500	13,625		63,875
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	39,429			39,429
	b Accounting fees (attach schedule)	14,240	2,438		11,802
	c Other professional fees (attach schedule)	4,000	4,000		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	7,143	7,143		
	19 Depreciation (attach schedule) and depletion	9,073	9,073		
	20 Occupancy	9,382	3,127		6,255
	21 Travel, conferences, and meetings	3,095			3,095
	22 Printing and publications				
	23 Other expenses (attach schedule)	106,568			106,568
	24 Total operating and administrative expenses. Add lines 13 through 23	270,430	39,406	0	231,024
	25 Contributions, gifts, grants paid	744,442			744,442
26 Total expenses and disbursements. Add lines 24 and 25	1,014,872	39,406	0	975,466	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	38,503				
b Net investment income (if negative, enter -0-)		1,013,969			
c Adjusted net income (if negative, enter -0-)			0		

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year		End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash—non-interest-bearing				
	2	Savings and temporary cash investments	64,575	51,279	51,279	
	3	Accounts receivable ▶ 50,000				
		Less, allowance for doubtful accounts ▶		50,000	50,000	
	4	Pledges receivable ▶				
		Less, allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less, allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments—U S and state government obligations (attach schedule)				
	b	Investments—corporate stock (attach schedule)	16,809,035	16,966,826	18,075,124	
	c	Investments—corporate bonds (attach schedule)				
	11	Investments—land, buildings, and equipment basis ▶ 708,672				
	Less accumulated depreciation (attach schedule) ▶ 382,012	331,378	322,972	5,454,395		
12	Investments—mortgage loans					
13	Investments—other (attach schedule)					
14	Land, buildings, and equipment basis ▶ 224,934					
	Less accumulated depreciation (attach schedule) ▶	224,749	76,500	76,500		
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	17,429,737	17,467,577	23,707,298		
Liabilities	17	Accounts payable and accrued expenses	661			
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)	661	0		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input checked="" type="checkbox"/>					
	24	Unrestricted	17,429,076	17,467,577		
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <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	Total net assets or fund balances (see instructions)	17,429,076	17,467,577			
31	Total liabilities and net assets/fund balances (see instructions)	17,429,737	17,467,577			

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	17,429,076
2	Enter amount from Part I, line 27a	2	38,503
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	17,467,579
5	Decreases not included in line 2 (itemize) ▶ dollar rounding	5	2
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	17,467,577

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 Publicly Traded Securities				
b Mutual Fund Capital Gain Distrib				
c Sold House @ 171 Cherokee, disposed of barns, various equipment		D	1995	10/31/2016
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a 350,000		349,620	380	
b 94,041			94,041	
c 109,000		168,952	-59,952	
d				
e				
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))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a			380	
b			94,041	
c			-59,952	
d				
e				
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	34,469
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	{ }		3	0

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	847,062	18,746,257	0.045186
	2014	773,442	18,163,398	0.042582
	2013	574,274	16,075,970	0.035723
	2012	594,413	12,562,401	0.047317
	2011	478,221	11,577,873	0.041305
2 Total of line 1, column (d)				2 0.212113
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 0.042423
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5				4 22,686,166
5 Multiply line 4 by line 3				5 962,415
6 Enter 1% of net investment income (1% of Part I, line 27b)				6 10,140
7 Add lines 5 and 6				7 972,555
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				8 975,466

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	10,140
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2	3	10,140
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	10,140
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	22,108
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	22,108
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	0
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	11,968
11	Enter the amount of line 10 to be Credited to 2017 estimated tax <input type="checkbox"/> 11,968 Refunded <input type="checkbox"/>	11	0

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		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"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		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?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	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)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)

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	Yes	No
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 ▶ NA	13	X	
14	The books are in care of ▶ Larry Wilkes, CPA Located at ▶ 303 E Street NW Ardmore OK	Telephone no ▶ 580-223-0112		ZIP+4 ▶ 73401
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			
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	Yes	No
				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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	X
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 ▶ 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	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 ▶ 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 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)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b	X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No

If "Yes," attach the statement required by Regulations section 53.4945–5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Attached Schedule		77,500		

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

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 Maintain two houses in which the Mercy Hospital (a 501(c)(3) org) manages a Ronald McDonald type house in connection with the local hospital. During 2016, the hospital discontinued using these houses. One was sold and plans are to donate the other house to a local 501(c)(3) organization in 2017.	15,931
2 Provided bookkeeping services at no charge to 16 local 501(c)(3) organizations	90,637
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount	
1 none		
2		
3 All other program-related investments. See instructions		
Total. Add lines 1 through 3		▶ 0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	17,410,108
b	Average of monthly cash balances	1b	169,057
c	Fair market value of all other assets (see instructions)	1c	5,452,476
d	Total (add lines 1a, b, and c)	1d	23,031,641
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	23,031,641
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see instructions)	4	345,475
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	22,686,166
6	Minimum investment return. Enter 5% of line 5	6	1,134,308

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here and do not complete this part)

1	Minimum investment return from Part X, line 6	1	1,134,308
2a	Tax on investment income for 2016 from Part VI, line 5	2a	10,140
b	Income tax for 2016 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	10,140
3	Distributable amount before adjustments Subtract line 2c from line 1	3	1,124,168
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,124,168
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	1,124,168

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	975,466
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	975,466
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	10,140
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	965,326

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				1,124,168
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			874,766	
b Total for prior years 20 __, 20 __, 20 __				
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 ▶ \$ 975,466				
a Applied to 2015, but not more than line 2a			874,766	
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2016 distributable amount				100,700
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
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				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				1,023,468
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 2011 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a				
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				

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

- 1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling ▶ not applicable
- b** Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	Tax year				(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					0
b 85% of line 2a					0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					0
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test—enter					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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

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

None

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

None

- 2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**
- Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

Larry Wilkes 303 E Street, NW Ardmore, OK 73401 580 223 0112

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

Brief introductory letter

- c** Any submission deadlines

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

Carter County Oklahoma 501(c)(3) organizations

Part XV **Supplementary Information** (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<p>a <i>Paid during the year</i> See Attached Schedule</p>				744,442
Total				▶ 3a 744,442
<p>b <i>Approved for future payment</i> None</p>				
Total				▶ 3b 0

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

- 1** Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?
- | | Yes | No |
|--------------|-----|----|
| 1a(1) | | X |
| 1a(2) | | X |
| 1b(1) | | X |
| 1b(2) | | X |
| 1b(3) | | X |
| 1b(4) | | X |
| 1b(5) | | X |
| 1b(6) | | X |
| 1c | | X |
- a** Transfers from the reporting foundation to a noncharitable exempt organization of
 - (1) Cash
 - (2) Other assets
 - b** Other transactions
 - (1) Sales of assets to a noncharitable exempt organization
 - (2) Purchases of assets from a noncharitable exempt organization
 - (3) Rental of facilities, equipment, or other assets
 - (4) Reimbursement arrangements
 - (5) Loans or loan guarantees
 - (6) Performance of services or membership or fundraising solicitations
 - c** Sharing of facilities, equipment, mailing lists, other assets, or paid employees
 - d** If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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

Sign Here

Larry A Pulliam
Signature of officer or trustee

9-20-17
Date

PRESIDENT
Title

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

Paid Preparer Use Only	Print/Type preparer's name Larry A Pulliam	Preparer's signature <i>Larry Pulliam</i>	Date 9/20/2017	Check <input checked="" type="checkbox"/> if self-employed	PTIN P01071908
	Firm's name ▶ Larry A Pulliam, CPA			Firm's EIN ▶ 73-1610332	
	Firm's address ▶ PO Box 38, Springer, OK 73458			Phone no	

Part I, Line 11 (990-PF) - Other Income

		593,654	593,654	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	Oil & Gas Royalty Income	593,654	593,654	

Part I, Line 16a (990-PF) - Legal Fees

		39,429	0	0	39,429
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	Governance Issues	39,429			39,429

Part I, Line 16b (990-PF) - Accounting Fees

		14,240	2,438	0	11,802
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	Larry A Pulliam, CPA	2,050			2,050
2	CPA Professionals	12,190	2,438		9,752

Part I, Line 16c (990-PF) - Other Professional Fees

		4,000	4,000	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	Ellwood Associates - Investment Advisory	4,000	4,000		

Part I, Line 18 (990-PF) - Taxes

		7,143	7,143	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Real estate tax not included in line 20	0			
2	Property Tax	2,222	2,222		
3	4940 Excise Tax	0			
4	Foreign tax on investments	4,921	4,921		
5	Back Up Withholding	0			

Part I, Line 23 (990-PF) - Other Expenses

		106,568	0	0	106,568
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Operate two "Ronald McDonald" type houses	14,768	0		14,768
2	Bookkeeping services for 16- 501(c)(3) organizations	90,637	0		90,637
3	PR Tax for Ronald McDonald House workers	1,163	0		1,163

Part II, Line 10b (990-PF) - Investments - Corporate Stock

Description	Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
1 Vanguard S&P 500		4,480,221	4,592,071	5,016,028	5,614,252
2 Vanguard Windsor II		931,151	1,027,560	1,114,030	1,264,563
3 Dodge & Cox Stock Fund		1,254,967	1,294,577	1,035,830	1,121,418
4 Vanguard Emerging Markets		651,639	665,597	506,414	565,823
5 Vanguard Intermediate Term Bond Index		3,005,124	2,740,051	2,859,033	2,603,854
6 Templeton Global Fund		2,236,992	2,286,045	2,005,644	2,130,446
7 Vanguard Midcap Index Fund		1,048,283	1,068,826	1,286,078	1,430,404
8 Vanguard Dodge & Cox Income Fund		2,169,985	2,241,444	2,127,533	2,246,984
9 Vanguard Dodge & Cox International Stock		208,096	214,542	168,577	182,506
10 Vanguard Small Cap Index Fund A		822,577	836,113	773,329	914,874
		16,809,035	16,966,826	16,892,496	18,075,124

Part II, Line 11 (990-PF) - Investments - Land, Buildings, and Equipment

Asset Description	Cost or Other Basis	Accumulated Depreciation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
1 Ranch Land	97,677		93,989	93,989	93,989
2 Buildings and Equipment	41,058	35,023	14,442	6,035	6,035
3 Mineral Interests-Producing	346,989	346,989	0	0	353,815
4 Mineral Interests - Non Producing	222,948		222,948	222,948	5,000,556
5 rounding			-1	0	
	708,672	382,012	331,378	322,972	5,454,395

Part II, Line 14 (990-PF) - Land, Buildings, and Equipment

Asset Description	Cost or Other Basis	Accumulated Depreciation Beg of Year	Accumulated Depreciation End of Year	Book Value Beg of Year	Book Value End of Year	FMV End of Year
1 Mercy House 1708 Cherokee	76,685			76,500	76,500	76,500
2 Mercy House 1710 Cherokee	148,249			148,249	0	0
	224,934	0	0	224,749	76,500	76,500

J. LYNDALL MCCRORY, ROBERT FULTON MCCRORY AND MONTIE RAY MCCRORY FOUNDATION
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PART VIII LINE 1

Name Address	Title Average hrs/wk.	Compensation	Employee Benefit Plans	Expense Account
J Larry Wilkes, CPA 303 E Street NW Ardmore, OK	Managing Trustee 20 hrs/week	65,000	0	0

Managing Trustee duties consist of making investment decisions, negotiating terms of Oil/Gas Leases, interacting with grant seekers, evaluating grant applications, making granting decisions, doing follow-up on grants awarded, and general management matters.

Mary Strawn PO Box 70 Graham OK	Co-Trustee 15 hrs/week	12,500	0	0
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Co-Trustee duties consist of evaluating grant applications, making granting decisions, and doing follow-up on grants awarded. Ms. Strawn ceased to be a Co-Trustee in 2016

TOTAL		77,500	0	-
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J. LYNDALE MCCRORY, ROBERT FULTON MCCRORY AND MONTIE RAY MCCRORY FOUNDATION
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PART XV, LINE 3a

Grants and Contributions Paid During Year

Name and Address	Status	Purpose of Grant	Amount
	PC=Public Charity I=Instrumentality		
Arbuckle Life Solutions 9 Tenth Avenue Ardmore, OK	PC	Operating Support	18,000.00
Adult Day Services of Southern Oklahoma 1902 Shenandoah Ardmore, OK	PC	Operating Support	20,000.00
Ardmore Family YMCA 920 15th Street, NW Ardmore, OK	PC	Operating Support Les Mills aerobic class	30,000.00 12,300.00
Ardmore Habitat for Humanity 25 E Broadway Ardmore, OK	PC	Construction Funds for Home	10,000.00
Ardmore Soup Kitchen 2207 Ridgeway Ardmore, OK	PC	Operating Support	20,000.00
Omina, Inc. 1550 Knox Road Ardmore, OK	PC	Ardmore Village Building Renovations	10,000.00
Boys and Girls Clubs of Carter County 323 E. Birch Wilson, OK	PC	After School Programming	30,000.00
Broadway House 221 Second Avenue Ardmore, OK	PC	Operating Support and Driveway Construction	30,000.00
Cameron University 2800 West Gore Blvd. Lawton, OK	I	Public Radio Support	5000
Camp Fire - Heart of Oklahoma 3309 E. Hefner Road Oklahoma City, OK	PC	Outdoor School Program	10,000.00
Carter County Court Appointed Special Advocate 200 B Street, NW Ardmore, OK	PC	Operating Support	10,000.00

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PART XV, LINE 3a

Grants and Contributions Paid During Year

<u>Name and Address</u>	<u>Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Carter County Free Fair 600 Lake Murray Drive Ardmore, OK	I	Operating Support	7,500.00
Cities in Schools 10 West Main Ardmore, OK	PC	Operating Support	10,000.00
Community Activities, Inc. of Ardmore 333 West Main, Suite 241 Ardmore, OK	PC	City Park Maintenance	5,000.00
Destiny Recovery Center 1004 Republic Street Ardmore, OK	PC	Building Renovations	25,000.00
Family Shelter of Southern Oklahoma 117 B Street, SW Ardmore, OK	PC	Children's Trauma Counseling	20,000.00
Food and Resource Center of Southern Oklahoma 801 Haley, SW Ardmore, OK	PC	Operating Support	20,000.00
Girls on the Run 2209 Oakglen Drive Ardmore, OK	PC	Operating Support	15,000.00
Gloria Ainsworth Child Care & Learning Center 502 G Street NE Ardmore, OK	PC	Teacher Stipends	13,500.00
Grace Center of Southern Oklahoma 27 West Broadway Ardmore, OK	PC	Operating Support	30,000.00
Hickory Creek Child Center 1408 4th Avenue, NW Ardmore, OK	PC	Operating Support	25,000.00
Mercy Hospital Ardmore Foundation 1011 14th Avenue, NW Ardmore, OK	PC	Building Renovations	20,000.00

J. LYNDALE MCCRRORY, ROBERT FULTON MCCRRORY AND MONTIE RAY MCCRRORY FOUNDATION
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PART XV, LINE 3a

Grants and Contributions Paid During Year

<u>Name and Address</u>	<u>Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
MORE Foundation 301 W Main Ste 210 Ardmore, OK	PC	Operating Support	10,000.00
Naomi House 303 E Street, NW Ardmore, OK	PC	Operating Support	20,000.00
Oklahoma Association for Retarded Citizens 49 Heritage Ardmore, OK	PC	Building Renovations Summer Camp	16,800.00 3,342.00
Regional Food Bank of Oklahoma 3355 S. Purdue Street Oklahoma City, OK	PC	Capital for Food Resource Center - Ardmore Food 4 Kids Program	33,000.00 75,000.00
Restoring Lives, Inc. 31 West Main Ardmore, OK	PC	Operating Support	20,000.00
So. Ok. Higher Ed Foundation Hwy 142 Ardmore, OK	PC	Building Construction	50,000.00
So. Ok. Nutrition Program 408 W Overton Madill, OK	PC	Operating Support	50,000.00
Sunshine Industries 945 10th Ave, SE Ardmore, ok	PC	Construction of Adult Day Facility	30,000.00
United Way of So. Central OK PO Box 323 Ardmore, OK	PC	Fall Campaign	30,000.00
Wilson Historical Society 1270 8th Street Wilson, OK	PC	Operating Support - Memorial	10,000.00
TOTAL			<u>744,442.00</u>