

Southern Baked Macaroni and Cheese

Ingredients

For the Pasta:

8 to 10 ounces elbow macaroni

Salt for pasta water

For the Custard and Cheese:

½ cup whole milk

1 (12-ounce) can evaporated milk

2 eggs, lightly beaten

1½ teaspoons white pepper

1½ teaspoons granulated sugar

½ teaspoon salt (or to taste)

⅔ cup (1 stick) butter, cut into small pieces

2 tablespoons sour cream

½ pound Velveeta, cut into small cheese pieces

8 ounces sharp cheddar cheese or 4 ounces Colby and 4 ounces Monterey Jack

4 ounces shredded sharp cheddar cheese

1 cup shredded mild cheddar cheese

Instructions

Step 1: Preheat and Prepare

Preheat your oven to 350°F. Bring a large pot of water to a boil and then salt generously. Cook the macaroni according to package directions, but drain it shy of package directions (you want it slightly underdone). Drain the pasta and place it in a baking dish or pan.

Pro Tip: Don't rinse the pasta—the starch helps the custard cling to it.

Step 2: Make the Custard

In a large pasta pot, whisk together the whole milk, evaporated milk, eggs, white pepper, sugar, and salt until well combined. Pour this mixture over the cooked macaroni in the baking dish.

Pro Tip: The evaporated milk is key—it adds richness and creaminess that regular milk alone can't provide.

Step 3: Add Butter and Sour Cream

Stir in the butter pieces and sour cream. The butter will melt as you stir, creating a rich, creamy base.

Step 4: Add the Cheeses

Add the Velveeta pieces, sharp cheddar (or Colby and Monterey Jack), shredded sharp cheddar, and shredded mild cheddar. Stir to combine well and fold together with the shredded mild cheddar.

Pro Tip: Velveeta adds creaminess and helps prevent the sauce from becoming grainy. Don't skip it—it's a secret weapon in this recipe.

Step 5: Bake

Bake for 35 to 40 minutes until bubbly and lightly browned on top. Let rest 10 minutes or so before serving.

Pro Tip: The mac and cheese will continue to set as it rests. Those 10 minutes make a difference in texture.

Pro Tips for Success

1. Don't Overcook the Pasta

Cook the pasta slightly underdone. It will finish cooking in the oven. Overcooked pasta becomes mushy.

2. Velveeta is Your Secret Weapon

I know it sounds unconventional, but Velveeta adds creaminess and prevents the sauce from becoming grainy. Use it—it makes a difference.

3. The Evaporated Milk Matters

Evaporated milk is concentrated, which adds richness and creaminess that regular milk can't provide. Don't substitute it with regular milk.

4. Use a Mix of Cheeses

The combination of Velveeta, sharp cheddar, and mild cheddar creates layers of flavor. Each cheese brings something different to the dish.

5. Don't Skip the Sour Cream

Sour cream adds tang and richness. It's a small amount, but it makes a difference.

6. Season Properly

The white pepper, sugar, and salt might seem unusual, but they work together to enhance the cheese flavor. Don't skip them.

7. Let It Rest

Those 10 minutes of resting time allow the custard to set and make the dish easier to serve.

8. Watch for Browning

If the top is browning too quickly, cover with foil for part of the baking time. You want it golden, not dark brown.

9. Make It Ahead

You can assemble this dish the night before, cover it, and refrigerate it. Just add 10-15 minutes to the baking time if baking from cold.

10. Leftovers Reheat Beautifully

Mac and cheese tastes even better the next day. Reheat gently in a 350°F oven, covered with foil, for about 15-20 minutes.

Important Notes

About the Velveeta

People swear by Velveeta in this recipe, and for good reason. It adds creaminess and prevents the cheese from becoming grainy. Do not use a substitute. Miss Robie herself uses Velveeta in her version.

About Pre-Packaged Shredded Cheese

While pre-packaged shredded cheese works fine, grating your own is the better option. It just melts better, and the texture is superior.

About the Oil on Top

It's going to be oily on top after baking—that's how it is with real cheeses and butter. If you think it's excessive, blot some up with a paper towel while it rests. This is normal and expected.

About Serving

This is filling and hearty enough to serve as the main dish, but most often it is a side dish. It's unbelievably good alongside collard greens and fried chicken!

Variations: Making It Your Own

Smoked Mac & Cheese

Replace some of the cheddar with smoked gouda for a subtle smoky flavor.

Bacon Mac & Cheese

Cook 6-8 slices of bacon until crispy, crumble it, and stir it into the finished mac and cheese before baking.

Jalapeño Mac & Cheese

Add 2-3 diced jalapeños (seeds removed for less heat) to the custard mixture.

Lobster or Crab Mac & Cheese

Stir in 1-1½ cups of cooked lobster or crab meat before baking. This makes it elegant enough for special occasions.

Lighter Version

Use half-and-half instead of evaporated milk, and reduce the amount of butter slightly. It will be lighter but still delicious.

What to Serve It With

Southern Baked Macaroni and Cheese pairs beautifully with:

Fried Chicken – The classic Southern combination

Collard Greens – Two Southern staples together

Cornbread – Traditional Southern sides

Pulled Pork – Perfect for barbecue

Baked Ham – A holiday favorite

Meatloaf – Classic comfort food pairing

Roasted Vegetables – To balance the richness

The Lesson: What Southern Baked Mac & Cheese Teaches Us

Simplicity Works

This recipe teaches us that you don't need complicated techniques to create something truly special. Simple ingredients, proper method, and care create magic.

Tradition Matters

This recipe has been made the same way for generations because it works. It's been tested, refined, and perfected by countless cooks.

Respect Your Ingredients

This dish respects its ingredients. It doesn't hide them under complicated sauces. It celebrates them.

Comfort is Important

In a world of trendy foods and complicated recipes, Southern Baked Macaroni and Cheese reminds us that comfort matters. Sometimes the best food is the food that makes you feel loved.

Storing and Reheating

Refrigerator: Store leftover mac and cheese in an airtight container for up to 4 days.

Reheating: Reheat gently in a 350°F oven, covered with foil, for 15-20 minutes. You can also reheat on the stovetop over low heat, stirring occasionally.

Freezing: Mac and cheese freezes well for up to 3 months. Thaw in the refrigerator overnight and reheat as above.

Final Thoughts

Southern Baked Macaroni and Cheese is more than just a recipe. It's a connection to generations of Southern cooks who understood that great food comes from quality ingredients, proper technique, and a whole lot of love.

When you make this dish, you're not just cooking dinner. You're honoring a tradition. You're creating comfort. You're making memories.

This is why mac and cheese appears at every important Southern gathering. This is why people request it. This is why it never goes out of style.

So gather your ingredients, preheat your oven, and make this classic dish. Your family will thank you. And you'll understand why Southern Baked Macaroni and Cheese has been a beloved staple for generations.

What's your favorite way to make Mac & Cheese? Do you have a family recipe? Share in the comments below—I'd love to hear your version!