



The Pioneer Woman

by **Ree | The Pioneer Woman**
Main Courses, Pasta

Webpage
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Butternut Mac & Cheese

Prep: 5 Minutes

Level: Easy

Cook: 45 Minutes

Serves: 12

Ingredients

- 12 ounces, weight Macaroni
- 1/2 whole Butternut Squash
- Olive Oil, For Drizzling
- 2 whole Yellow Onions, Sliced
- 8 Tablespoons Butter
- 2 Tablespoons Flour
- 2 cups Whole Milk
- Salt And Pepper
- 2 cups Grated Sharp Cheddar
- 1/2 cup Seasoned Breadcrumbs

Preparation

Cook the macaroni until al dente. Drain, rinse with cold water to stop the cooking process, and set aside.

Preheat the oven to 400 degrees. Carefully cut a whole butternut squash in half lengthwise. Drizzle half the squash with olive oil and place it on a rimmed baking sheet, cut side up. Roast it in the oven for 20 to 25 minutes until fork tender, watching it to make sure the surface doesn't get burned (it should have some brown areas.) Store the other half of the squash in the fridge for another use. When the squash is roasted and tender, scrape out the flesh and mash it with a potato masher. Sprinkle it with salt and pepper and set it aside.

While you're roasting the squash, add the onions and 2 tablespoons of the butter to a large, ovenproof skillet over low to medium-low heat. Stir occasionally, cooking the onions until they're deep golden brown. Remove them to a plate and set them aside.

To the same skillet you used to cook the onions, melt 4 tablespoons of the butter over medium-low heat. Sprinkle over the flour and whisk it to make a thin paste. Cook it for 2 minutes, then whisk in the milk. Cook it, whisking gently, for a couple of minutes or until slightly thick. Taste and adjust seasonings. You'll probably want to add more salt!

Turn the heat to low and stir in the mashed butternut squash. When it is warmed, stir in the cheese. If the sauce is overly thick when the cheese is melted, add a splash of milk. Keep stirring until the sauce is nice and hot, then stir in the macaroni. Taste and add more salt if needed.

Melt the remaining butter and combine it with the breadcrumbs. Sprinkle the breadcrumbs over the macaroni and bake it (I do it straight in the skillet!) at 400 degrees for about 15 minutes, or until the crumbs are golden and the edges bubbly.

Serve immediately!