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Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

OMB No 1545-0052

2009Department of the Treasury
Internal Revenue Service

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2009, or tax year beginning

, and ending

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation Charles and Lynn Schusterman Family Foundation		A Employer identification number 73-1312965
	Number and street (or P O box number if mail is not delivered to street address) Room/suite Two West Second Street, 20th Floor		B Telephone number 918-591-1090
	City or town, state, and ZIP code Tulsa, OK 74103-3123		C If exemption application is pending, check here ☐
	H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 66,063,572.		J Accounting method: ☐ Cash ☒ Accrual ☐ Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
			F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		1,050,000.		N/A	
2 Check ☐ if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		262,878.	262,878.		Statement 1
4 Dividends and interest from securities		1,080,579.	1,080,579.		Statement 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		4,365,913.			
b Gross sales price for all assets on line 6a 10,394,773.					
7 Capital gain net income (from Part IV, line 2)			4,365,913.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		483,517.	656,639.		Statement 3
12 Total. Add lines 1 through 11		7,242,887.	6,366,009.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees					
c Other professional fees					
17 Interest					
18 Taxes Stmt 4		11,545.	11,545.		0.
19 Depreciation and depletion		31,610.	0.		
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses Stmt 5		884,258.	194,911.		688,466.
24 Total operating and administrative expenses. Add lines 13 through 23		927,413.	206,456.		688,466.
25 Contributions, gifts, grants paid		27,695,685.			27,695,685.
26 Total expenses and disbursements. Add lines 24 and 25		28,623,098.	206,456.		28,384,151.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<21,380,211.>			
b Net investment income (if negative, enter -0-)			6,159,553.		
c Adjusted net income (if negative, enter -0-)				N/A	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end of year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	9,566.	1,344,999.	1,344,999.
	3 Accounts receivable ▶ 946,541.			
	Less: allowance for doubtful accounts ▶	875,121.	946,541.	946,541.
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
11 Investments - land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other Stmt 8	72,441,381.	58,959,353.	63,698,546.	
14 Land, buildings, and equipment basis ▶ 162,016.				
Less: accumulated depreciation ▶ 88,530.	105,096.	73,486.	73,486.	
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers)	73,431,164.	61,324,379.	66,063,572.	
Liabilities	17 Accounts payable and accrued expenses	15,763.	49,972.	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons		9,309,424.	
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	15,763.	9,359,396.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	73,415,401.	51,964,983.		
30 Total net assets or fund balances	73,415,401.	51,964,983.		
31 Total liabilities and net assets/fund balances	73,431,164.	61,324,379.		

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	73,415,401.
2 Enter amount from Part I, line 27a	2	<21,380,211.>
3 Other increases not included in line 2 (itemize) ▶ See Statement 6	3	2,270.
4 Add lines 1, 2, and 3	4	52,037,460.
5 Decreases not included in line 2 (itemize) ▶ See Statement 7	5	72,477.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	51,964,983.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr)	(d) Date sold (mo., day, yr)
1a			
b See Attached Statements			
c			
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			
b			
c			
d			
e 10,394,773.		6,028,860.	4,365,913.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (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	
a			
b			
c			
d			
e			4,365,913.

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	4,365,913.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{ }	3	N/A

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see 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))
2008	7,562,503.	103,885,808.	.072796
2007	6,975,845.	113,216,688.	.061615
2006	4,893,780.	96,348,859.	.050792
2005	5,213,102.	88,460,311.	.058932
2004	3,780,219.	80,841,204.	.046761

2 Total of line 1, column (d)	2	.290896
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	.058179
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	80,129,422.
5 Multiply line 4 by line 3	5	4,661,850.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	61,596.
7 Add lines 5 and 6	7	4,723,446.
8 Enter qualifying distributions from Part XII, line 4	8	28,384,151.

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.

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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 ☐ 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 ☒ and enter 1% of Part I, line 27b	1	61,596.
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	61,596.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	61,596.
6	Credits/Payments.		
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	55,000.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	1,000.
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	56,000.
8	Enter any penalty for underpayment of estimated tax. Check here ☐ 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	5,596.
10	Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be: Credited to 2010 estimated tax ☐ Refunded ☐	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
1c 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. \$ 0. (2) On foundation managers \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		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? If "Yes," attach the statement required by General Instruction T		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? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ OK		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	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 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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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		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>www.schusterman.org</u>	13	X	
14	The books are in care of ► <u>Schusterman Interests</u> Telephone no ► <u>918/591-1090</u> Located at ► <u>Two West Second Street, 20th Floor, Tulsa, OK</u> ZIP+4 ► <u>74103</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15		N/A

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?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☒ Yes ☐ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ 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)?	☐ Yes ☒ 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.)	☐ Yes ☒ 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 page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	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 2009?	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 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? If "Yes," list the years ► _____	☐ Yes ☒ No	
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 during the year?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 2009 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 2009.)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☒ 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)?

5b

X

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?

6b

X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Lynn Schusterman	Director and Chair			
Two West Second Street, 20th Floor				
Tulsa, OK 74103	0.00	0.	0.	0.
Stacy H. Schusterman	Director, Vice-President,			
Two West Second Street, 20th Floor				
Tulsa, OK 74103	0.00	0.	0.	0.
Sanford Cardin	President			
Two West Second Street, 20th Floor				
Tulsa, OK 74103	40.00	0.	0.	0.

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

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

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

0

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

3 Five highest-paid independent contractors for professional services. 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

0

Total number of voters receiving over \$20,000 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.

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	N/A	
2		
3		
4		

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

Summary of Program-Related Investments		Amount
Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.		
1	N/A	
2		
All other program-related investments. See instructions.		
3		
Total of lines 1 and 2		0

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	13,675,604.
b	Average of monthly cash balances	1b	3,486,843.
c	Fair market value of all other assets	1c	64,187,220.
d	Total (add lines 1a, b, and c)	1d	81,349,667.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	81,349,667.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,220,245.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	80,129,422.
6	Minimum investment return Enter 5% of line 5	6	4,006,471.

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	4,006,471.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	61,596.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	61,596.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	3,944,875.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	3,944,875.
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	3,944,875.

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	28,384,151.
b	Program-related investments - total from Part IX-B	1b	0.
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	28,384,151.
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	61,596.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	28,322,555.

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 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				3,944,875.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007				792,057.
e From 2008				2,479,469.
f Total of lines 3a through e	3,271,526.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ \$ 28,384,151.				
a Applied to 2008, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				3,944,875.
e Remaining amount distributed out of corpus	24,439,276.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	27,710,802.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	27,710,802.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				792,057.
d Excess from 2008				2,479,469.
e Excess from 2009				24,439,276.

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Prior 3 years				(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
2 a Enter the lesser of the adjusted net income from Part I or the minimum 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					
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 "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
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)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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 the 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))

Lynn Schusterman

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 of the person to whom applications should be addressed:

Renee Jacobs, 918-583-1791

Two West Second Street, 20th Floor, Tulsa, OK 74103

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

Online Application Required - www.schusterman.org

c Any submission deadlines:

None

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

See explanation on Statement 9

Part XV **Supplementary Information** (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year See Statement 10				
Total				0.
b Approved for future payment None				
Total				0.

Enter gross amounts unless otherwise indicated

(See worksheet in line 13 instructions to verify calculations.)

[illegible]

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 |
| a Transfers from the reporting foundation to a noncharitable exempt organization of | | | |
| (1) Cash | 1a(1) | | X |
| (2) Other assets | 1a(2) | | X |
| b Other transactions: | | | |
| (1) Sales of assets to a noncharitable exempt organization | 1b(1) | | X |
| (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | | X |
| (3) Rental of facilities, equipment, or other assets | 1b(3) | | X |
| (4) Reimbursement arrangements | 1b(4) | | X |
| (5) Loans or loan guarantees | 1b(5) | | X |
| (6) Performance of services or membership or fundraising solicitations | 1b(6) | | X |
| c Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | | X |
| 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. | | | |

[illegible]

- 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
N/A		

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	Signature of officer or trustee <i>[Signature]</i>		Date 11/11/10	Title President
	Preparer's signature <i>[Signature]</i>		Date 11/11/10	Check if self-employed ☐
Paid Preparer's Use Only	Firm's name (or yours if self-employed), address, and ZIP code		Preparer's identifying number	
			EIN ☐	
			Phone no.	

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

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

OMB No 1545-0047

2009

Name of the organization

Charles and Lynn Schusterman
Family Foundation

Employer identification number

73-1312965

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck 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, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐ For a section 501(c)(3) organization 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), and received from any one contributor, during the year, a contribution 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 a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not 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 line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions
for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2009)

Name of organization Charles and Lynn Schusterman Family Foundation	Employer identification number 73-1312965
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Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	Lynn Schusterman Two West Second Street, 20th Floor Tulsa, OK 741033123	\$ 1,050,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

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 J H Whitney IV, LP	P	Various	Various
b MHR Institutional Partners II LP	P	Various	Various
c MHR Institutional Partners III LP	P	Various	Various
d Farallon Institutional Partners	P	Various	Various
e TCW Energy X-NL, LP	P	Various	Various
f The Sanderson International Value Fund	P	Various	Various
g Frontpoint Onshore Financial	P	Various	Various
h MHR Institutional Partners III LP	P	Various	Various
i Farallon Institutional Partners	P	Various	Various
j The Sanderson International Value Fund	P	Various	Various
k Och-Ziff Real Estate TE Fund, LP	P	Various	Various
l Pinto America Growth Fund, LP	P	Various	Various
m Frontpoint Onshore Financial	P	Various	Various
n Chevron Corp (Smith Barney)	P	11/30/95	06/09/09
o GMO Emerging Country Debt	P	09/06/95	12/14/09

(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		152,854.	<152,854.>
b	5,106.		5,106.
c	1,698.		1,698.
d		238,400.	<238,400.>
e		184,716.	<184,716.>
f	107,482.		107,482.
g	44,283.		44,283.
h	1,023.		1,023.
i	130,793.		130,793.
j	13,783.		13,783.
k	220.		220.
l		517.	<517.>
m		5,646.	<5,646.>
n	1,043,579.	317,775.	725,804.
o	4,000,000.	5,128,952.	<1,128,952.>

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<152,854.>
b			5,106.
c			1,698.
d			<238,400.>
e			<184,716.>
f			107,482.
g			44,283.
h			1,023.
i			130,793.
j			13,783.
k			220.
l			<517.>
m			<5,646.>
n			725,804.
o			<1,128,952.>

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 }

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6).
If gain, also enter in Part I, line 8, column (c).
If (loss), enter "-0-" in Part I, line 8

2

3

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	Kenmare Offshore	P	Various	Various
b	Satellite Credit	P	Various	Various
c	Satellite Overseas Fund	P	Various	Various
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(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 1,766,856.			1,766,856.
b 1,356,630.			1,356,630.
c 1,923,320.			1,923,320.
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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	
a			1,766,856.
b			1,356,630.
c			1,923,320.
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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	4,365,913.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

Source	Amount
Clayton, Dublier & Rice Fund VII, L.P.	16.
Farallon Capital Institutional Partners	8,404.
Frontpoint Onshore Financial	1,225.
GEM Realty Fund III, LP	21,453.
H & R Financial	14.
J.H. Whitney IV, L.P.	310.
MHR Institutional II, L.P.	13,734.
MHR Institutional III, L.P.	18,416.
Och-Ziff Real Estate TE Fund, L.P.	127,435.
Pinto American Growth Fund, LP	15,534.
Smith Barney	252.
TCW Energy X - NL, L.P.	56,083.
The Sanderson International Value Fund	2.
Total to Form 990-PF, Part I, line 3, Column A	262,878.

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
Farallon Capital Institutional Partners	33,524.	0.	33,524.
Frontpoint Onshore Financial	212.	0.	212.
Gem Realty Fund III, LP	72,507.	0.	72,507.
Grantham, Mayo Van Otterloo & Co. LLC	566,593.	0.	566,593.
H & R Block Financial Advisors	21,840.	0.	21,840.
J P Morgan	26,656.	0.	26,656.
J.H. Whitney IV, L.P.	344.	0.	344.
MHR Institutional II, L.P.	1,240.	0.	1,240.
MHR Institutional III, LP	213.	0.	213.
Och-Ziff Real Estate TE Fund, L.P.	24,941.	0.	24,941.
Smith Barney	219,383.	0.	219,383.
The Sanderson International Value Fund	113,126.	0.	113,126.
Total to Fm 990-PF, Part I, ln 4	1,080,579.	0.	1,080,579.

Form 990-PF	Other Income	Statement	3
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Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
J. H. Whitney IV, L. P.	<2,513.>	<2,513.>	
MHR Institutional II, L.P.	<39,136.>	<39,136.>	
TCW Energy X - NL, L.P.	<17,049.>	<17,049.>	
The Sanderson International Fund	40,533.	40,533.	
Farallon Capital Institutional Partners	97,719.	97,719.	
Och-Ziff Real Estate TE Fund, L.P.	<18,796.>	<16,683.>	
Clayton, Dublier & Rice Fund VII, L.P.	<3,566.>	<3,566.>	
Pinto American Growth Fund, LP	<97,670.>	<53,040.>	
GEM Realty Fund III, LP	<198,850.>	<72,713.>	
MHR Institutional III, L.P.	<75,648.>	<75,406.>	
Frontpoint Onshore Financial	756,075.	756,075.	
Clayton, Dublier & Rice Fund VII, L.P.	41,470.	41,470.	
TCW Energy X - NL, L.P.	923.	923.	
Miscellaneous Income	25.	25.	
Total to Form 990-PF, Part I, line 11	483,517.	656,639.	

Form 990-PF	Taxes	Statement	4
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Foreign Taxes	11,545.	11,545.		0.
To Form 990-PF, Pg 1, ln 18	11,545.	11,545.		0.

Form 990-PF	Other Expenses	Statement	5
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Administrative Overhead	452,422.	0.		452,422.
Investment Expenses	195,792.	194,911.		0.
Consultants	236,044.	0.		236,044.
To Form 990-PF, Pg 1, ln 23	884,258.	194,911.		688,466.

Form 990-PF	Other Increases in Net Assets or Fund Balances	Statement	6
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Description	Amount
Adjustments to income from prior year	835.
Nontaxable Income	1,435.
Total to Form 990-PF, Part III, line 3	2,270.

Form 990-PF	Other Decreases in Net Assets or Fund Balances	Statement	7
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Description	Amount
Nondeductible Federal Tax Payments	72,202.
Nondeductible Government Interest Expense	275.
Total to Form 990-PF, Part III, line 5	72,477.

Form 990-PF	Other Investments	Statement	8
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Description	Valuation Method	Book Value	Fair Market Value
Stocks and Stock Funds	COST	6,589,955.	11,235,050.
Limited Partnerships	COST	52,363,658.	52,457,756.
Miscellaneous Investments	COST	5,740.	5,740.
Total to Form 990-PF, Part II, line 13		58,959,353.	63,698,546.

CHARLES AND LYNN SCHUSTERMAN FAMILY FOUNDATION
TAX I.D. 73-1312965; FORM 990-PF
TAX RETURN SCHEDULE-TAX YEAR ENDED 12/31/09

STATEMENT 9:

Initial application form required. Potential applicants are urged to review *program guidelines on the Foundation web site (www.schusterman.org)* and contact the Grants Coordinator with all questions about the Foundation, our application process or their proposed program before submitting an application.

Charles and Lynn Schusterman Family Foundation
Charitable Contributions
For Fiscal Year Ended December 31, 2009
Statement 10 FEIN 73-1312965

Payee Organization Name

Payee Address

2009 501 c3 Status

Amnecan Friends of Alma	Chaim Katz c/o Roan Inc, 233 Spring Street, Suite 801, New York, NY 10013	Alma Jewish Calendar Flagship Events	\$24,000	501 (c) (3)
Amnecan-Israel Friendship League	134 East 39th Street, New York, NY 10016	Partners for Democracy Awards Dinner	\$2,500	501 (c) (3)
Amnecan Friends of Shalom Hartman Institute	One Pennsylvania Plaza, Ste 1806, New York, NY 10119	In Honor of Angelic Berne	\$4,000	501 (c) (3)
Amnecan Friends of the Israel Museum	500 Fifth Avenue, Suite 2540, New York, NY 10110	Annual Gala- October 26, 2009	\$2,500	501 (c) (3)
Amnecan Friends of the Israel Museum	500 Fifth Avenue, Suite 2540, New York, NY 10110	The Written Word Gala Monday, October 26, 2009 (second payment)	\$2,200	501 (c) (3)
Amnecan Friends of the Israel Museum	500 Fifth Avenue, Suite 2540, New York, NY 10110	Campus Renewal Project - Matching Grant	\$1,500,000	501 (c) (3)
Amnecan Friends of the Israel Museum	500 Fifth Avenue, Suite 2540, New York, NY 10110	Ullman Project - In Honor of Shoshana Cardin	\$26,360	501 (c) (3)
Amnecan Friends of the Israel Museum	500 Fifth Avenue, Suite 2540, New York, NY 10110	Director's Circle Support 2009	\$100,000	501 (c) (3)
Amnecan Friends of the Israel Museum	500 Fifth Avenue, Suite 2540, New York, NY 10110	Ruth Youth Wing's Program	\$25,000	501 (c) (3)
Amnecan Friends of the Israel Philharmonic Orchestra	122 E 42nd Street, Suite 4507 New York, NY 10168	Gala Concert and Benefit Dinner featuring Pinchas Zukerman and Amanda Forsyth	\$1,300	501 (c) (3)
Amnecan Friends of the Israel Philharmonic Orchestra	122 E 42nd Street, Suite 4507 New York, NY 10168	IPO KeyNote Program	\$85,000	501 (c) (3)
Amnecan Friends of the Open University of Israel	120 E 56th Street, New York, NY 10022	Gala Celebration-Honoring Chancellor Mervyl H. Tish & Commissioner Raymond W. Kelly	\$2,500	501 (c) (3)
Amnecan Friends Of The Reut Institute	9100 Wilshire Blvd, Ste 400W, Beverly Hills, CA 90212-3481	Strategy and Leadership Training Program of Israel's Future Policy-Designers	\$75,000	501 (c) (3)
Amnecan Friends Of The United Jewish Israel Appeal	3620 Locust Walk, Ste 1412, Philadelphia, PA 19104-6302	Operating Support	\$70,000	501 (c) (3)
Amnecan Friends Tel Aviv University	39 Broadway, Suite 1510, New York, NY 10006	The Graduate Program for Teacher Training in Jewish Studies	\$20,000	501 (c) (3)
Amnecan Israel Education Foundation	251 H Street NW Washington DC 20001	PLDP Program 2008-2010	\$484,600	501 (c) (3)
Amnecan Jewish Joint Distribution Committee	711 Third Ave New York, NY 10017	Tevel b'Tzedek 2008-2011	\$51,500	501 (c) (3)
Amnecan Jewish Joint Distribution Committee	711 Third Ave, New York, NY 10017	Beit Lynn National Coordinator	\$61,500	501 (c) (3)
Amnecan Jewish Joint Distribution Committee	711 Third Ave, New York, NY 10017	Elderly Jews in the FSU (Not Nazi Victims)	\$20,820	501 (c) (3)
Amnecan Jewish World Service	45 West 36th Street New York, NY 10018-7904	Increasing Capacity of JDC Short-Term Volunteer Programs 2008-2009	\$88,000	501 (c) (3)
Amnecan Jewish World Service	45 West 36th Street New York, NY 10018-7904	Expansion of Alternative Break Program	\$161,000	501 (c) (3)
Amnecan Jewish World Service	45 West 36th Street New York, NY 10018-7904	Alumni Service Center	\$22,000	501 (c) (3)
Amnecan Society for the Protection of Nature in Israel	28 Arrandale Avenue, Great Neck, NY 11024	Israel Clean Up Project	\$23,000	501 (c) (3)
Amnecan Society for the Protection of Nature in Israel	28 Arrandale Avenue, Great Neck, NY 11024	A Beautiful Israel (Yofi Shel Yisrael)	\$65,000	501 (c) (3)
Amnecan Zionist Movement Inc	633 3rd Ave, Fl 21, New York, NY 10017	Present Tense Group	\$72,500	501 (c) (3)
Amnecan-Israeli Cooperative Enterprise	2810 Blaine Drive, Chevy Chase, MD 20815	Support for Yarden Fania-Vaganshlein at Harvard	\$10,000	501 (c) (3)
Amnecan-Israeli Cooperative Enterprise	2810 Blaine Drive, Chevy Chase, MD 20815	Israel Scholar Development Fund - (Grant #4)	\$1,56,173	501 (c) (3)
Amnecan-Israeli Cooperative Enterprise	2810 Blaine Drive, Chevy Chase, MD 20815	Schusterman Israel Scholar Awards 2007-2011 (Grant 3)	\$210,000	501 (c) (3)
AMIT	817 Broadway, New York, NY 10003	Contribution in memory of Yaffa Hana Mermelstein	\$618	501 (c) (3)
Assistance League of Tulsa	3408 E. 11th St., Tulsa, OK 74114	Operation School Bell General Support 2009	\$500	501 (c) (3)
Association for Jewish Studies	15 West 16th Street, New York, NY 10011	Annual Conference	\$5,000	501 (c) (3)
Avodah The Jewish Service Corps	45 W 36th Street, 8th Floor, New York, NY 10018	Alumni Service Center	\$46,566	501 (c) (3)
Bnai Brith Youth Organization, Inc (BBYO)	2020 K Street, NW 7th Floor, Washington, DC 20006	General Operating Support FY2007 - FY2010	\$625,000	501 (c) (3)
Bnai Brith Youth Organization, Inc (BBYO)	2020 K Street, NW 7th Floor, Washington, DC 20006	In Memory of Charlotte Spitzer (Rob Spitzer's mother)	\$1,000	501 (c) (3)
Bnai Brith Youth Organization, Inc (BBYO)	2020 K Street, NW 7th Floor, Washington, DC 20006	The Panim Institute for Jewish Leadership and Values A Division of BBYO	\$300,000	501 (c) (3)
Bnai Brith Youth Organization, Inc (BBYO)	2020 K Street, NW 7th Floor, Washington, DC 20006	In memory of Ira Lipton's mother	\$118	501 (c) (3)
Bnai Brith Youth Organization, Inc (BBYO)	2020 K Street, NW 7th Floor, Washington, DC 20006	General Operating Support FY2007 - FY2010	\$1,250,000	501 (c) (3)
Beliefaire JCB	22001 Fairmount Blvd Shaker Heights, OH 44118	In Memory of Allie Rae Edelsberg	\$318	501 (c) (3)
Big Brothers Big Sisters of Oklahoma	5840 S Memorial Drive Suite 111, Tulsa, OK 74145	Transition Funding	\$9,249	501 (c) (3)
Birthingt Israel Foundation	33 East 33rd Street, 7th Floor New York, NY 10016	Adelson Challenge (Steinhardt, C. Brontman, J.F. CLSFF match)	\$250,000	501 (c) (3)
Birthingt Israel Foundation	33 East 33rd Street, 7th Floor New York, NY 10016	2010 Support	\$1,000,000	501 (c) (3)
Birthingt Israel NEXT	33 East 33rd Street, 7th Floor, New York, NY 10016	IBIRTHRIGHT NEXT Alumni peer-based Jewish communities in the United States	\$1,250,000	501 (c) (3)
Brandeis University	415 South Street, MS-116, Waltham, MA 02454-9110	Construction of floor for Schusterman Center for Israel Studies	\$2,700,000	501 (c) (3)
Brandeis University	415 South Street, MS-116, Waltham, MA 02454-9110	Schusterman Center for Israel Studies	\$1,000,000	501 (c) (3)
Brandeis University	Cohen Center for Modern Jewish Studies, 415 South Street, MS-116, Waltham, MA 02454-9110	Long term evaluation of Birthingt Israel applicants	\$25,000	501 (c) (3)
Brandeis University	415 South Street, MS-116 Waltham MA 02454-9110	Board Support	\$30,000	501 (c) (3)
Brandeis University	415 South Street, MS-116, Waltham, MA 02454-9110	To the Women's Studies Research Center-In hopes of Shula Reinharz's speedy recovery	\$318	501 (c) (3)
Central Fund of Israel	980 Sixth Avenue 3rd Floor, New York, NY 10018	Hatch a Match	\$30,000	501 (c) (3)
City Year	285 Columbus Ave, Boston, MA 02118	City Year Care Force Service Event	\$20,900	501 (c) (3)
Community Food Bank of E OK	1304 N Kenosha Ave, Tulsa, OK 74106	Food 4 Kids Backpack Program	\$16,250	501 (c) (3)
Community Food Bank of E OK	1304 N Kenosha Ave, Tulsa, OK 74106	Lights On!	\$50,000	501 (c) (3)
Community Service Council of Greater Tulsa	16 East 16th Street, Suite 202, Tulsa, OK 74119	Tulsa Area Community Schools Initiative (year 1)	\$20,000	501 (c) (3)
Community Service Council of Greater Tulsa	16 East 16th Street, Suite 202, Tulsa, OK 74119	Tulsa Area Community Schools Initiative (year 2)	\$35,000	501 (c) (3)
Congregation Beth Yeshurun	4525 Beechnut Blvd, Houston, TX 77096	Woman of Achievement Award honoring JFreda Dow and Winnie Isaacs	\$118	501 (c) (3)
Council on Foundations	2121 Crystal Drive, Ste 700, Arlington, VA 22202	2010 Membership Renewal	\$4,500	501 (c) (3)
Domestic Violence Intervention Services/Call Rape	4300 S Harvard Ste 100, Tulsa, OK 74135-2608	Redefine Teen Relationships \$3,530 16 Anne Patterson Dooley Saftey Center \$3,969 84	\$10,500	501 (c) (3)

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<u>Payee Organization Name</u>	<u>Payee Address</u>	<u>Purpose</u>	<u>2009</u>	<u>501 c3 Status</u>
Domestic Violence Intervention Services/Call Rape	4300 S. Harvard Ste 100, Tulsa, OK 74135-2808	Tulsa Domestic Violence Nurse Examiner Program	\$2,000	501 (c) (3)
Emergency Infant Services	222 S Houston Ave, Tulsa, OK 74127	Client Assistance	\$20,000	501 (c) (3)
Everett Jewish Life Center in Chautauqua	222 S Houston Ave, Tulsa, OK 74127	Lights On!	\$50,000	501 (c) (3)
FJC - A Foundation of Philanthropic Funds	150 East 89th Street Apt 28K, New York, NY 10021	Capital Campaign - In Memory of Charlie	\$66,666	501 (c) (3)
Folds of Honor Foundation	520 8th Avenue, 20th Floor, New York, NY 10018	Israel Art and Culture 2008 - 2011	\$75,000	501 (c) (3)
Footsteps Inc	7030 S Yale Suite 800, Tulsa, OK 74136	General Operating Support (2008-2011)	\$8,000	501 (c) (3)
Foundation Center	217 Thompson Street, Suite 367, New York City, NY 10012	Operating Support	\$45,000	501 (c) (3)
Foundation for Jewish Camp - Community by the Cabinful	79 Fifth Avenue, New York, NY 10003-3076	Program Support	\$3,000	501 (c) (3)
Foundation for Jewish Culture	15 West 36th, 13th Floor, New York, NY 10018	General Support - Board Pledge	\$200,000	501 (c) (3)
Foundation for Jewish Culture	PO Box 489, New York, NY 10011	Jewish Studies Expansion Project (JSEP)	\$351,822	501 (c) (3)
Foundation for Jewish Culture	PO Box 489, New York, NY 10011	Schusterman Visiting Artist Program	\$220,782	501 (c) (3)
Foundation for Remote Jewish Communities	17 Gay Drive, Great Neck, NY 11024	Jewish Studies Expansion Project (JSEP)	\$96,000	501 (c) (3)
Foundation for Remote Jewish Communities	17 Gay Drive, Great Neck, NY 11024	2009 Summer Workshop on Israeli Intellectual and Cultural Tradition	\$55,070	501 (c) (3)
Foundation for Tulsa Schools	3027 South New Haven, Tulsa, OK 74114-6131	2009 Summer Workshop on Modern Israeli Society	\$29,070	501 (c) (3)
Friends of Israel Scouts, Inc. - Tzofim	50 West 58th Street, New York, NY 10019	New Teacher Dinner Tuesday, August 18, 2009	\$275	501 (c) (3)
Hebrew Language Academy Chautauque	2432 East 51st Street, Tulsa, OK 74105-6002	Save One Life Project	\$2,500	501 (c) (3)
Hebrew Union College - Jewish Institute of Religion	Clair for Educational Innovation-Public Ed Assoc, 28 W 44th Street, Ste 300, New York, NY 10036	Public Housing Outreach Program	\$3,500	501 (c) (3)
Hebrew Union College - Jewish Institute of Religion	One West Fourth Street, New York, NY 10012	The Hebrew Language Academy Charter School start-up phase	\$75,000	501 (c) (3)
Hebrew Union College - Jewish Institute of Religion	One West Fourth Street, New York, NY 10012	Israel Rabbinc Core Program 2007-2009	\$60,000	501 (c) (3)
Hebrew Union College - Jewish Institute of Religion	One West Fourth Street, New York, NY 10012	Schusterman Chair for Leadership and Outreach	\$50,000	501 (c) (3)
Hebrew Union College - Jewish Institute of Religion	One West Fourth Street, New York, NY 10012	Faculty Retirement Incentive Program	\$429,800	501 (c) (3)
Hillel The Foundation for Jewish Campus Life	800 Eighth Street, NW Washington, DC 20001	Klau Library Expansion - In Honor of Rabbi Ellenson	\$150,000	501 (c) (3)
Hillel The Foundation for Jewish Campus Life	800 Eighth Street, NW Washington, DC 20001	Israel Rabbinc Core Program 2007-2009	\$30,000	501 (c) (3)
Hillel The Foundation for Jewish Campus Life	800 Eighth Street, NW Washington, DC 20001	Hillel in the FSU Program 2008	\$50,000	501 (c) (3)
Hillel The Foundation for Jewish Campus Life	800 Eighth Street, NW Washington, DC 20001	Alternative Spring Break	\$142,000	501 (c) (3)
Hillel The Foundation for Jewish Campus Life	800 Eighth Street, NW Washington, DC 20001	General operating support for Hillel's Schusterman International Center for fiscal year '09	\$250,000	501 (c) (3)
Hillel The Foundation for Jewish Campus Life	800 Eighth Street, NW Washington, DC 20001	In Honor of Lynne Harrison and Hillel's 85th Birthday	\$10,000	501 (c) (3)
Hillel The Foundation for Jewish Campus Life	800 Eighth Street, NW Washington, DC 20001	General Contribution to Hillel Uruguay- In Memory of Isaac Cynowich	\$618	501 (c) (3)
Hillel The Foundation for Jewish Campus Life	800 Eighth Street, NW Washington, DC 20001	Hillel FSU 2009-2013	\$600,000	501 (c) (3)
Hillel The Foundation for Jewish Campus Life	800 Eighth Street, NW Washington, DC 20001	Alternative Spring Break	\$46,400	501 (c) (3)
Hillel The Foundation for Jewish Campus Life	800 Eighth Street, NW Washington, DC 20001	Gen operating support for Hillel's Schusterman Internal Center & for Hillel's Ptnor Services	\$750,000	501 (c) (3)
Hillel The Foundation for Jewish Campus Life	800 Eighth Street, NW Washington, DC 20001	ICC Renewal Grant 2007-2010	\$375,000	501 (c) (3)
Hillel The Foundation for Jewish Campus Life	800 Eighth Street, NW Washington, DC 20001	Greek Outreach Associate	\$46,950	501 (c) (3)
Hillel The Foundation for Jewish Campus Life	800 Eighth Street, NW Washington, DC 20001	David Makovsky Campus Speaking Tour 2008-09	\$10,000	501 (c) (3)
Hillel The Foundation for Jewish Campus Life	800 Eighth Street, NW Washington, DC 20001	Israel Amplified 2009	\$32,500	501 (c) (3)
Hillel The Foundation for Jewish Campus Life	800 Eighth Street, NW Washington, DC 20001	David Makovsky and Ghaith al-Oman Campus Speaking Tour	\$20,000	501 (c) (3)
Hillel The Foundation for Jewish Campus Life	800 Eighth Street, NW Washington, DC 20001	Oklahoma Hillel Building Renovations	\$25,000	501 (c) (3)
Hillel The Foundation for Jewish Campus Life	800 Eighth Street, NW Washington, DC 20001	JCSC Fellow 2007- 2009 Academic Years	\$10,000	501 (c) (3)
Hillel The Foundation for Jewish Campus Life	494 Elm Avenue, Norman, OK 73069	General Support	\$6,331	501 (c) (3)
Hillel The Foundation for Jewish Campus Life	2121 S Columbia Ave Ste 200, Tulsa, OK 74114	Teacher Training and Curriculum Development/Dissemination	\$25,000	501 (c) (3)
Hillel The Foundation for Jewish Campus Life	3198 Fulton Street, San Francisco, CA 94118	In Memory of Gary Tobin	\$1,800	501 (c) (3)
Hillel The Foundation for Jewish Campus Life	P O Box 16528, Jackson, MS 39238-0528	ISUL Itinerant Rabbi Program	\$50,000	501 (c) (3)
Hillel The Foundation for Jewish Campus Life	PO Box 428, Newton, MA 02464	Rabbinc Officiation Initiative	\$5,000	501 (c) (3)
Hillel The Foundation for Jewish Campus Life	One Bridge Plaza #119, Fort Lee, NJ 07024	General Operating Support	\$7,000	501 (c) (3)
Hillel The Foundation for Jewish Campus Life	One Bridge Plaza #119, Fort Lee, NJ 07024	General Support IASA 2009	\$100,000	501 (c) (3)
Hillel The Foundation for Jewish Campus Life	One Bridge Plaza #119, Fort Lee, NJ 07024	Renovation and Upgrade	\$125,000	501 (c) (3)
Hillel The Foundation for Jewish Campus Life	95 Revere Drive, Suite A, Northbrook, IL 60062	Get the Ball Rolling	\$25,000	501 (c) (3)
Hillel The Foundation for Jewish Campus Life	The Samuel Ptnst Rose Building, 334 Amsterdam Avenue, 76th Street, New York, NY 10023	General Support IASA, 2010	\$100,000	501 (c) (3)
Hillel The Foundation for Jewish Campus Life	2021 E 71st Street, Tulsa, OK 74136	Israel Education Resource Center	\$500,000	501 (c) (3)
Hillel The Foundation for Jewish Campus Life	2021 E 71st Street, Tulsa, OK 74136	Keshet	\$4,000	501 (c) (3)
Hillel The Foundation for Jewish Campus Life	2021 E 71st Street, Tulsa, OK 74136	Jewish Intensification (subsidy program)	\$22,000	501 (c) (3)
Hillel The Foundation for Jewish Campus Life	2021 E 71st Street, Tulsa, OK 74136	Maimonides Award Presentation and Gala Dinner Honoring Barbara and Dave Sylvan	\$260	501 (c) (3)
Hillel The Foundation for Jewish Campus Life	150 W 30th St, Ste 900, New York, NY 10001-4003	2009 Jewish United Fund Campaign	\$8,460	501 (c) (3)
Hillel The Foundation for Jewish Campus Life	150 W 30th St, Ste 900, New York, NY 10001-4003	B'nai Tzedek May 2008 - November 2009	\$41,250	501 (c) (3)
Hillel The Foundation for Jewish Campus Life	330 Seventh Avenue, Suite 1401, New York, NY 10001	Israel Office Match	\$50,000	501 (c) (3)
Hillel The Foundation for Jewish Campus Life		Foundation Professionals Program	\$11,600	501 (c) (3)
Hillel The Foundation for Jewish Campus Life		Service Learning Trips for College Students		501 (c) (3)

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Payee Organization Name	Payee Address	Purpose	2009	501 c3 Status
Jewish Mosaic c/o Jewish Funds For Justice Inc	PO Box 18743, Denver, CO 80218	LCBT Welcoming Project	\$5,000	501 (c) (3)
Jewish National Fund	42 East 68th Street, New York, NY 10021-5093	Alternative Spring Break in Israel	\$40,000	501 (c) (3)
Jewish Outreach Institute	1270 Broadway, Suite 609, New York, NY 10001	Nat Outreach Con 'All Are Welcome Trans the Jewish Commun Through Outreach'	\$5,000	501 (c) (3)
Jewish Telegraphic Agency (JTA)	330 Seventh Avenue, 17th Fl New York, NY 10001-5010	Readership Development Initiative	\$15,000	501 (c) (3)
Jewish Theological Seminary of America	3080 Broadway, Suite 400, New York, NY 10027-9985	In memory of Stanley Kaplan	\$118	501 (c) (3)
Jewish Theological Seminary of America	3080 Broadway, Suite 400, New York, NY 10027-9985	JTS Louis Marshall Dinner- Honoring Gershon Kekst- Wednesday November 4, 2009	\$1,800	501 (c) (3)
Judaism and Democracy Action Alliance of North America	309 W 99th Street, #6B, New York, NY 10025	Pluralistic Educational System (2008 - 2010)	\$300,000	501 (c) (3)
Judaism and Democracy Action Alliance of North America	309 W 99th Street, #6B, New York, NY 10025	LOD	\$80,000	501 (c) (3)
Junior Achievement of Eastern Oklahoma	3947 S 103rd E Ave Tulsa, OK 74146	BizTown	\$7,500	501 (c) (3)
Keshet	284 Amory Street Jamaica Plain, MA 02130	National Union of Jewish LGBTQIQ Students (NUJLS)	\$44,218	501 (c) (3)
Keshet	284 Amory Street, Jamaica Plain, MA 02130	The Shalom Edu Project A Nat Program for Jewish Safe Schools & Supp Communities	\$35,000	501 (c) (3)
Keshet	284 Amory Street, Jamaica Plain, MA 02130	Evaluation of Hineini Education Project	\$8,000	501 (c) (3)
Keshet	284 Amory Street, Jamaica Plain, MA 02130	Operating Support/Hineini Education Project/Building Capacity for GLBT Activism	\$60,000	501 (c) (3)
KIPP Tulsa College Preparatory	1661 East Virgin Street, Tulsa, OK 74106	General Operations	\$5,100	501 (c) (3)
Leadership Tulsa	1717 S Boulder Ave, Ste 104, Tulsa, OK 74119	Board Membership Fees	\$450	501 (c) (3)
Mazon Inc A Jewish Response to Hunger	10495 Santa Monica Blvd, Suite 100, Los Angeles, CA 90025	General Support - In Honor of Rachel Dow's Bat Mitzvah	\$705	501 (c) (3)
Meals on Wheels of Metro Tulsa, Inc	12620 E 31st St, Tulsa, OK 74146-2307	Lights On!	\$50,000	501 (c) (3)
Middle East Media and Research	1819 L Street, NW 5th Floor, Washington DC 20036	General Support	\$15,000	501 (c) (3)
Moshe Foundation	1330 Broadway, Suite 801, Oakland CA 94612	Moshe House	\$175,000	501 (c) (3)
Moving Traditions	115 West Avenue, Suite 102, Jenkintown, PA 19046	Benefit honoring Martin Kanner and Felicia Herman- Tuesday, October 6, 2009	\$2,500	501 (c) (3)
My Jewish Learning Inc	377 5th Ave, Floor 2, New York, NY 10016	MyJewishLearning.com Interactive Jewish online learning resource (2008-2009)	\$50,000	501 (c) (3)
National Center for Family Philanthropy	1101 Connecticut Avenue NW, Ste 220, Washington, DC 20036	Friends of the Family 2009	\$2,500	501 (c) (3)
National Multiple Sclerosis Society	4606 E 67th Street, Suite 103, Tulsa, OK 74136	MS Oklahoma Bike Ride	\$320	501 (c) (3)
Nehnm	330 Seventh Avenue, Suite 1401, New York, NY 10001	National Expansion 2008-2010	\$85,069	501 (c) (3)
Neighbor for Neighbor, Inc	505 East 38th Street North, Tulsa, OK 74108	Lights On!	\$50,000	501 (c) (3)
Neighbors Along the Line	5000 Charles Page Boulevard, P O Box 27352, Tulsa, OK 74127	Lights On!	\$50,000	501 (c) (3)
Network For Good Inc	7920 Norfolk Ave, Bethesda, MD 20814-2500	General Support - Lev Samuel Goldmiller	\$118	501 (c) (3)
Network For Good Inc	7920 Norfolk Ave, Bethesda, MD 20814-2500	General Support - Elana and Ruby Wallach	\$118	501 (c) (3)
Network For Good Inc	7920 Norfolk Ave, Bethesda, MD 20814-2500	General Support - Bernard Israel Klau	\$123	501 (c) (3)
Network For Good Inc	7920 Norfolk Ave, Bethesda, MD 20814-2500	General Support - Benjamin Leor Matsa	\$5,000	501 (c) (3)
Oklahoma Baptist University	500 W University, Shawnee, OK 74804	Schusterman Lectureship 2006-2009	\$5,000	501 (c) (3)
Oklahoma Centennial Botanical Garden	5323 West 31 Street North, Tulsa, OK 74127	Donor Level Membership Renewal	\$500	501 (c) (3)
Oklahoma Center for Community and Justice	100 West Fifth, LL1030, Tulsa, OK 74103	51st OCCJ Annual Awards Dinner Thursday November 5 2009	\$4,500	501 (c) (3)
Oklahoma Center for Community and Justice	100 West Fifth, LL1030, Tulsa, OK 74103	Camp Anytown 2009	\$15,000	501 (c) (3)
Oklahoma Center for Nonprofits Inc	720 W Wilshire Blvd, Suite 115 Oklahoma City, OK 73116	Standards of Excellence scholarship for Open Arms Youth Project	\$800	501 (c) (3)
Oklahoma Center for Nonprofits, Inc	720 W Wilshire Blvd, Suite 115 Oklahoma City, OK 73116	2009 ONE Awards and Scholarships	\$20,000	501 (c) (3)
Oklahoma Heritage Association	1400 Classen Drive, Oklahoma City, OK 73108	Oklahoma Hall of Fame Dinner Thursday November 12 2009	\$320	501 (c) (3)
Oklahoma Israel Exchange	c/o Jewish Federation of Tulsa, 2021 E 71st Street, Tulsa, OK 74136	Dinner honoring Melvin Moran Thursday, December 3, 2009	\$250	501 (c) (3)
Open Gates	c/o Victor Eyal or Dotti O'Leary, 950 Sunshine Lane, Altamonte Springs, FL 32714	Weekend Meetings and Project Support	\$30,000	501 (c) (3)
P E F Israel Endowment Funds	317 Madison Avenue, Suite 607, New York, NY 10017	Art Therapy 2008	\$5,000	501 (c) (3)
P E F Israel Endowment Funds	317 Madison Avenue, Suite 607, New York, NY 10017	Compassion Workshop	\$12,500	501 (c) (3)
P E F Israel Endowment Funds	317 Madison Avenue, Suite 607, New York, NY 10017	Compassion Workshop National Expansion	\$20,000	501 (c) (3)
P E F Israel Endowment Funds	317 Madison Avenue, Suite 607, New York, NY 10017	Training for Kindergarten Teachers	\$5,000	501 (c) (3)
P E F Israel Endowment Funds	317 Madison Avenue, Suite 607, New York, NY 10017	Operating Support	\$20,000	501 (c) (3)
P E F Israel Endowment Funds	317 Madison Avenue, Suite 607, New York, NY 10017	Jewish Life for Immigrants from the FSU	\$5,223	501 (c) (3)
P E F Israel Endowment Funds	317 Madison Avenue, Suite 607, New York, NY 10017	Gavinn New Beginnings Early Childhood Initiative	\$339,068	501 (c) (3)
P E F Israel Endowment Funds	317 Madison Avenue, Suite 607, New York, NY 10017	Prevention of Shaken Baby Syndrome Campaign	\$85,000	501 (c) (3)
P E F Israel Endowment Funds	317 Madison Avenue, Suite 607, New York, NY 10017	Hatch a Match	\$20,000	501 (c) (3)
P E F Israel Endowment Funds	317 Madison Avenue, Suite 607, New York, NY 10017	Training of Early-Childhood Teachers - Screening for Children at Risk of Abuse	\$25,000	501 (c) (3)
P E F Israel Endowment Funds	2020 K St NW, 7th Floor, Washington, DC 20006	Children At-Risk Mentoring and Tutorial Project	\$22,500	501 (c) (3)
P E F Israel Endowment Funds	2020 K St NW, 7th Floor, Washington, DC 20006	The J-Serve Leadership Corps	\$84,657	501 (c) (3)
P E F Israel Endowment Funds	2020 K St NW, 7th Floor, Washington, DC 20006	J-Serve 2009	\$34,975	501 (c) (3)
P E F Israel Endowment Funds	1421 South Boston, Tulsa, OK 74119	PanmWorks	\$9,204	501 (c) (3)
P E F Israel Endowment Funds	88 Broad Street, 6th Floor, Boston, MA 02110	Front Porch Project	\$150,000	501 (c) (3)
P E F Israel Endowment Funds	555 8th Avenue, Suite 1703, New York, NY 10018	2007-2012 Partnership Renewal	\$500,000	501 (c) (3)
P E F Israel Endowment Funds	555 8th Avenue, Suite 1703, New York, NY 10018	Trustee Investment	\$2,175	501 (c) (3)
P E F Israel Endowment Funds	555 8th Avenue, Suite 1703, New York, NY 10018	General Support		501 (c) (3)
P E F Israel Endowment Funds	555 8th Avenue, Suite 1703, New York, NY 10018	General Support		501 (c) (3)

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Schusterman Foundation - Israel	Mapu Street 5, Jerusalem 94189, Israel	SFI Grants 2009	\$2,889,619	Foreign 501(c)(3) equiv per affidavit of grantee
Schusterman Foundation - Israel	Mapu Street 5, Jerusalem 94189, Israel	SFI Administration 2009	\$687,840	Foreign 501(c)(3) equiv per affidavit of grantee
Sherwin Miller Museum of Jewish Art	2021 East 71st Street, Tulsa, OK 74136	Black Gold Rising - 2009 Annual Museum Gala Honoring Sam Schusterman	\$5,000	501(c)(3)
STAR	1860 South Highway 100, Suite 344, St. Louis Park, MN 55416	Synapse/STAR Core Budget	\$28,000	501(c)(3)
Taglit Birthright Israel International	Signature Bank, 565 Fifth Avenue, New York, NY 10017	Subsidies for Participants	\$1,000,000	501(c)(3)
Teach For America	315 West 36th Street, 7th Floor, New York, NY 10018	Teach For America Tulsa	\$643,750	501(c)(3)
Temple Israel Foundation, Inc	2004 E 22nd Place, Tulsa, OK 74114-2822	Sisterhood	\$40	501(c)(3)
Temple Israel Foundation, Inc	2004 E 22nd Place, Tulsa, OK 74114-2822	ShalomFest - Sunday, October 11, 2009	\$1,000	501(c)(3)
Temple Tifereth Israel Foundation	28000 Shaker Blvd, University Circle at Silver Park, Beachwood, OH 44122	In Memory of Julius Edelsberg	\$618	501(c)(3)
Texas Defender Service	501 S Congress #304, Austin, TX 78704	In honor of David Dow's 50th birthday	\$5,118	501(c)(3)
The CentralWorks, Inc	520 W 14th Pl, #101, Tulsa, OK 74119	In Honor of Rita Newman's Birthday - Wednesday, November 25, 2009	\$118	501(c)(3)
The International Rescue Committee	122 E 42nd Street, New York, NY 10168	Bar Mitzvah gift for Alex Wolff	\$318	501(c)(3)
Tulsa Ballet	1212 E 45th Pl, South Tulsa, OK 74105	Leaps Ahead Program - Exceeding Expectations Campaign	\$50,000	501(c)(3)
Tulsa Community College Foundation	6111 East Skelly Drive, Suite 200, Tulsa, OK 74135-6198	Day of Vision - Saturday, November 14, 2009	\$1,500	501(c)(3)
Tulsa Community College Foundation	6111 East Skelly Drive, Suite 200, Tulsa, OK 74135-6198	Textbook Trust	\$33,950	501(c)(3)
Tulsa Community Foundation	7030 South Yale Avenue, Suite 600, Tulsa, OK 74138-5749	Project for the Availability of School Supplies (PASS) 2009-2012	\$67,500	501(c)(3)
Tulsa Community Foundation	7030 South Yale Avenue, Suite 600, Tulsa, OK 74138-5749	Support of the Advisor/Legislative Liaison Position	\$15,000	501(c)(3)
Tulsa Day Center for the Homeless	415 West Archer, Tulsa, OK 74103	Community Voice Mail	\$5,355	501(c)(3)
Tulsa Historical Society	415 West Archer, Tulsa, OK 74103	Lights On!	\$50,000	501(c)(3)
Tulsa Jewish Retirement & Health Care Center	2445 South Peoria Avenue, Tulsa, OK 74114	General Operating Expenses	\$19,915	501(c)(3)
United States Holocaust Memorial Museum	2025 E 71st Street, Tulsa, OK 74136	In Memory of Evelyn Rifkin (Nancy Wolov's Mom)	\$360	501(c)(3)
University of California	1111 Franklin St., 12th Floor, Oakland, CA 94607	In Memory of Gerry Clancy's father-in-law (Amie Kaplan)	\$318	501(c)(3)
University of Oklahoma Foundation, Inc	100 Timberdell Road, Norman, OK 73072	For Mark Yudof in connection to study abroad in Israel	\$20,000	501(c)(3)
University of Oklahoma Foundation, Inc	100 Timberdell Road, Norman, OK 73072	(YPI) Youth Philanthropy Initiative Cohort IV	\$51,031	501(c)(3)
University of Oklahoma Foundation, Inc	100 Timberdell Road, Norman, OK 73072	(YPI) Youth Philanthropy Initiative - Cohort III	\$41,731	501(c)(3)
University of Oklahoma Foundation, Inc	100 Timberdell Road, Norman, OK 73072	Judaic Studies Program - In Honor of Norman (Noam) Stillman's Twin Grandchildren 2009	\$3,600	501(c)(3)
University of Oklahoma Foundation, Inc	100 Timberdell Road, Norman, OK 73072	Center for Peace Studies - In Memory of Prof. Joseph Ginat 2009	\$318	501(c)(3)
Washington District of Columbia Jewish Community Center	1529 16th Street NW, Washington, DC 20036	The Judaic Studies Program	\$20,000	501(c)(3)
Washington Institute for Near East Policy	1828 L Street, NW, Suite 1050, Washington, DC 20036	Campus Expansion	\$1,000,000	501(c)(3)
World Union for Progressive Judaism	833 Third Avenue, 8th Floor, New York, NY 10017	Queer Simchat Torah Celebration- Saturday, October 10, 2009	\$1,000	501(c)(3)
Yeshiva University	500 West 185th Street, Office of the President, Beller Hall 1200 New York, NY 10033	Schusterman Research Assistant and Internship Program	\$53,800	501(c)(3)
		Roof Repairs for Mercas Shimshon	\$51,975	501(c)(3)
		Short-term Service Initiative	\$18,800	501(c)(3)

Total CLSFF 2009 Yearly Charitable Contributions

\$27,695,685



Grant Report of the Schusterman Foundation – Israel
A registered Amutah

In accordance with the Grant Agreement between the Charles and Lynn Schusterman Family Foundation ("CLSFF") and the Schusterman Foundation - Israel (the "Grantee"), the Grantee makes the following statement:

In connection with the grant from CLSFF to the Grantee in the amount of Three Million Three Hundred Seventy-seven Thousand Four Hundred Fifty-nine (\$3,377,459.00) US Dollars received by Grantee on during calendar year 2009 (the "Grant"):

1. Neither the Grant nor any income therefrom was used for any purposes other than the charitable, religious and educational purposes for which the Grant was given;
2. The Grantee has made distributions, prior to the close of its most recent fiscal year, totaling Three Million Three Million, Three Hundred Fifty-seven Thousand Three Hundred Sixty-eight (\$3,357,368.00) US Dollars which amount is Twenty Thousand Ninety-one (\$20,091.00) US Dollars less than the sum of:
 - (a) the total amount of the Grant and any other amounts received from all other U.S. private foundations during the taxable year in which the Grant was made; plus
 - (b) five percent of the fair market value of the Grantee's assets during the fiscal year in which the Grant was made that are not used or held for use directly in carrying out its charitable purposes.

The terms of the Grant allow for distribution of any carry over funds by no later than the close of the first taxable year after the taxable year in which the grant was made.

3. The proceeds of the Grant have been used as follows:

See Attached Report

4. Neither the Grant nor any income therefrom has been used:
 - (a) to attempt to influence legislation, by propaganda or otherwise;
 - (b) to, directly or indirectly, participate in or intervene in any political campaign on behalf of, or in opposition to, any candidate for public office; or
 - (c) to make a grant to any individual for travel, study or other similar purposes, or to make a grant to any organization.

I declare that the foregoing and any supporting documents are true and correct to the best of my knowledge.

SCHUSTERMAN FOUNDATION - ISRAEL

A handwritten signature in dark ink, appearing to read "David Gappell", written in a cursive style.

By: David Gappell
Title: Managing Director

Payee Organization Project Title Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
<u>The Maabada</u>					
The Maabada	7650	4/6/2009	\$50,000.00	Schusterman Foundation Israel	\$50,000=NIS208,250. \$1=4.165
The Maabada Strategic Partnership: Rebranding Jerusalem as a Hub of Creativity and Culture \$300,000.00	0601456				
The Maabada	7650	10/22/2009	\$35,000.00	Schusterman Foundation Israel	\$1=NIS 3.700 (10/20/09 rate)
The Maabada Strategic Partnership: Rebranding Jerusalem as a Hub of Creativity and Culture \$300,000.00	0601456				
Total The Maabada (2 items)			<u>\$85,000.00</u>		
<u>The Nesiya Institute</u>					
The Nesiya Institute	6648	2/5/2009	\$2,000.00	Schusterman Foundation Israel	
Israeli Participation in The Kehillah \$20,573.00	0600757				
Total The Nesiya Institute (1 item)			<u>\$2,000.00</u>		
<u>Young People in the Center</u>					
Young People in the Center	7809	2/5/2009	\$5,200.00	Schusterman Foundation Israel	Payment of \$5,200 (NIS21,184)
"Young Voices," the first annual conference of young people in Jerusalem on the topic of young arts and culture. \$5,200.00	0601448				
Total Young People in the Center (1 item)			<u>\$5,200.00</u>		
Grand Totals (70 items)			<u>\$3,357,368.00</u>		

Payee Organization Project Title Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
The Haruv Institute Haruv Institute Operations 2009 \$1,753,730.00	8095 0601599	5/3/2009	\$48,066.00	Schusterman Foundation Israel	Paid as an advance by SFI. \$1=NIS4.1
The Haruv Institute Haruv Institute Operations 2009 \$1,753,730.00	8095 0601599	5/13/2009	\$200,970.00	Schusterman Foundation Israel	
The Haruv Institute Haruv Institute Operations 2009 \$1,753,730.00	8095 0601599	6/17/2009	\$199,596.00	Schusterman Foundation Israel	
The Haruv Institute Haruv Institute Operations 2009 \$1,753,730.00	8095 0601599	8/3/2009	\$218,000.00	Schusterman Foundation Israel	\$218,000=NIS 826,220. 1\$= NIS 3 790
The Haruv Institute Haruv Institute Operations 2009 \$1,753,730.00	8095 0601599	11/4/2009	\$290,000.00	Schusterman Foundation Israel	\$1=NIS3.77 \$290,000=NIS1,093,300
The Haruv Institute Haruv Institute Operations 2009 \$1,753,730.00	8095 0601599	12/21/2009	\$225,000.00	Schusterman Foundation Israel	As per November 21st, 2009 Haruv Financial Report. \$1=NIS3.78
Total The Haruv Institute (7 items)			<u>\$1,456,632.00</u>		
The Israel Round Table					
The Israel Round Table Annual Event \$700.00	8665 0601875	12/1/2009	\$700.00	Schusterman Foundation Israel	
Total The Israel Round Table (1 item)			<u>\$700.00</u>		
The Jerusalem Chamber Music Festival					
The Jerusalem Chamber Music Festival General Support \$49,701.00	5764.01 0600704	2/5/2009	\$5,000.00	Schusterman Foundation Israel	3rd and last payment. \$5,000=NIS20,370 \$1=4.074
The Jerusalem Chamber Music Festival The Jerusalem International Chamber Music Festival \$25,000.00	8125 0601819	10/23/2009	\$20,000.00	Schusterman Foundation Israel	\$1=NIS 3.700 (10/20/09)
Total The Jerusalem Chamber Music Festival (2 items)			<u>\$25,000.00</u>		

Payee Organization Project Title Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Schusterman Foundation - Israel Landscape Analysis Study - Service and Jewish Identity within the Israeli Context. \$13,000.00	8284 0601739	11/12/2009	\$13,000.00	Schusterman Foundation Israel	\$13,000=NIS52,000 as agreed on in advance.
Total Schusterman Foundation - Israel (8 items)			<u>\$734,911.00</u>		
Table to Table					
Table to Table Rosh Hashana Donation \$5,500.00	8449 0601802	10/11/2009	\$5,500.00	Schusterman Foundation Israel	
Total Table to Table (1 item)			<u>\$5,500.00</u>		
Tel Aviv Sexual Assault Crisis Center					
Tel Aviv Sexual Assault Crisis Center New Center Renovation Project \$125,000.00	5446 0600771	4/1/2009	\$55.00	Schusterman Foundation Israel	Exchange Rate difference
Tel Aviv Sexual Assault Crisis Center New Center Renovation Project \$125,000.00	5446 0600771	4/7/2009	\$50,000.00	Schusterman Foundation Israel	Final payment
Total Tel Aviv Sexual Assault Crisis Center (2 items)			<u>\$50,055.00</u>		
The Chaim Sheba Medical Center					
The Chaim Sheba Medical Center Simulation Based Pediatric Training / Support for MSR \$157,000.00	4409 01 0601577	5/12/2009	\$46,000.00	Schusterman Foundation Israel	
The Chaim Sheba Medical Center Simulation Based Pediatric Training / Support for MSR \$157,000.00	4409 01 0601577	10/12/2009	\$23,000.00	Schusterman Foundation Israel	LG approved MSR's requested postponement of a month for their report and as such the connected payment has been moved as well.
Total The Chaim Sheba Medical Center (2 items)			<u>\$69,000.00</u>		
The Haruv Institute					
The Haruv Institute Haruv Institute Operations 2009 \$1,753,730.00	8095 0601599	2/5/2009	\$275,000.00	Schusterman Foundation Israel	

Payee Organization Project Title Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
New spirit - students for Jerusalem Young Artist Communities \$50,000.00	8051 0601662	12/21/2009	\$10,000.00	Schusterman Foundation Israel	\$1=NIS3.78 \$10,000=NIS37,800. paid in NIS.
<u>Total New spirit - students for Jerusalem (2 items)</u>					
			<u>\$40,000.00</u>		
<u>Reut School</u>					
American Friends Of The Reut Institute Count Them In \$29,000.00	7117 0601076	8/3/2009	\$14,000.00	Schusterman Foundation Israel	GCR. \$14,000=NIS 53,060 \$1=NIS 3.79
<u>Total Reut School (1 item)</u>					
			<u>\$14,000.00</u>		
<u>Schusterman Foundation - Israel</u>					
Schusterman Foundation - Israel SFI Administration 2009 \$750,000.00	7913 0601616	1/29/2009	\$250,000.00	Schusterman Foundation Israel	
Schusterman Foundation - Israel SFI Administration 2009 \$750,000.00	7913 0601616	4/8/2009	\$80,000.00	Schusterman Foundation Israel	
Schusterman Foundation - Israel SFI Administration 2009 \$750,000.00	7913 0601616	6/29/2009	\$170,000.00	Schusterman Foundation Israel	
Schusterman Foundation - Israel SFI Administration 2009 \$750,000.00	7913 0601616	11/2/2009	\$187,840.00	Schusterman Foundation Israel	
Schusterman Foundation - Israel Artistic Consultant for SFI arts and culture Jerusalem Renewal initiative. \$70,000.00	7935 0601552	7/9/2009	\$2,825.00	Schusterman Foundation Israel	
Schusterman Foundation - Israel Artistic Consultant for SFI arts and culture Jerusalem Renewal initiative. \$70,000.00	7935 0601552	7/14/2009	\$17,420.00	Schusterman Foundation Israel	NIS 69,070.00 Final pmt phase#1 \$1=NIS3.965
Schusterman Foundation - Israel Artistic Consultant for SFI arts and culture Jerusalem Renewal initiative. \$70,000.00	7935 0601552	9/14/2009	\$13,826.00	Schusterman Foundation Israel	Ammended due to exchange rate differences

Payee Organization Project Title Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
<u>Total Merkaz Tarbut Amim (2 items)</u>					
<u>Morton H. Meyerson Family Foundation</u>					
Morton H. Meyerson Family Foundation Social Action Project \$375,000.00	6465 0600540	4/6/2009	\$25,000.00	Schusterman Foundation Israel	Paid directly to Gilad Harish in Israel - NIS104,125. (\$1=NIS4,165)
Morton H. Meyerson Family Foundation Social Action Project \$375,000.00	6465 0600540	4/6/2009	\$25,000.00	Schusterman Foundation Israel	Paid directly to Gilad Harish in Israel - NIS104,125 (\$1=NIS4,165); Total payment was NIS208,250.
Morton H. Meyerson Family Foundation Social Action Project \$375,000.00	6465 0600540	7/2/2009	\$25,000.00	Schusterman Foundation Israel	11 of 11 pmt \$25,000=NIS 97,975 \$1= NIS 3,919
Morton H. Meyerson Family Foundation Social Action Project \$375,000.00	6465 0600540	11/4/2009	\$50,000.00	Schusterman Foundation Israel	\$1=NIS3,77 \$50,000=NIS188,500
<u>Total Morton H. Meyerson Family Foundation (4 items)</u>					
<u>Musrara school of photography media&new music</u>					
Musrara school of photography media&new music MusraraMix \$20,000.00	7876 0601579	7/2/2009	\$12,000.00	Schusterman Foundation Israel	1 Of 2 payments. paid \$12,000=NIS47,028 \$1=NIS 3,919
Musrara school of photography media&new music MusraraMix \$20,000.00	7876 0601579	12/21/2009	\$8,000.00	Schusterman Foundation Israel	\$1=NIS3,78 \$8,000=NIS30,240 paid in NIS
<u>Total Musrara school of photography media&new music (2 items)</u>					
<u>New spirit - students for Jerusalem</u>					
New spirit - students for Jerusalem Young Artist Communities \$50,000.00	8051 0601662	7/2/2009	\$30,000.00	Schusterman Foundation Israel	1 of 3 pmts \$30,000=NIS 117,570 \$1=NIS 3,919

Payee Organization Project Title Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Jerusalem Institute for Israel Studies Strengthening Jerusalem using arts and culture as catalysts: a feasibility study. \$8,000.00	7479 0601240	5/12/2009	\$4,000.00	Schusterman Foundation Israel	Need to get final report before transferring payment from SFI to JLIS Funds have already been received by SFI from CLSFF 5/09.
Total Jerusalem Institute for Israel Studies (2 items)			<u>\$8,000.00</u>		
<u>Jerusalem Open House</u>					
Jerusalem Open House Safe Space for Youth Project \$124,091.00	5657 0600293	5/12/2009	\$19,500.00	Schusterman Foundation Israel	Paid directly in Israel and not via defunct American Friends.
Total Jerusalem Open House (1 item)			<u>\$19,500.00</u>		
<u>Jerusalem Venture Partners (JVP) - Community</u>					
Jerusalem Venture Partners (JVP) - Community Project Bakehila \$50,000.00	5778.01 0600975	5/12/2009	\$5,263.00	Schusterman Foundation Israel	GCR payment. \$5,263.00=NIS21,584.00 \$1=4.101
Total Jerusalem Venture Partners (JVP) - Community (1 item)			<u>\$5,263.00</u>		
<u>Jewish Salons</u>					
Jewish Salons 3 City Pilot Project \$50,000.00	7763 0601508	4/7/2009	\$33,000.00	Schusterman Foundation Israel	1st payment of 3pmt.\$33,000=NIS137,445. \$1=NIS4.165
Jewish Salons 3 City Pilot Project \$50,000.00	7763 0601508	10/23/2009	\$17,000.00	Schusterman Foundation Israel	\$1=NIS 3.700 (10/20/09 rate)
Total Jewish Salons (2 items)			<u>\$50,000.00</u>		
<u>Merkaz Tarbut Amim</u>					
Merkaz Tarbut Amim Merkaz Tarbut Amim's, "A Space of Pluralism" \$33,500.00	7706 0601580	7/6/2009	\$20,000.00	Schusterman Foundation Israel	1of 2 payments \$20,000=NIS78,380 \$1=3.919
Merkaz Tarbut Amim Merkaz Tarbut Amim's, "A Space of Pluralism" \$33,500.00	7706 0601580	12/17/2009	\$13,500.00	Schusterman Foundation Israel	\$1=NIS3.78 \$13,500=NIS51,030 paid in NIS.

Payee Organization Project Title Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
<u>Total Bezalel Academy of Arts and Design (2 items)</u>					
			\$4,500.00		
<u>Big Brothers Big Sisters of Israel</u>					
Big Brothers Big Sisters of Israel Expansion Clubhouse Project \$106,289.00	6495 0600703	4/7/2009	\$5,000.00	Schusterman Foundation Israel	Last pmt--\$5,000=NIS20,825. \$1=NIS4,165
<u>Total Big Brothers Big Sisters of Israel (1 item)</u>					
			\$5,000.00		
<u>Festival Be'Shekel Non-Profit Organization</u>					
Festival Be'Shekel Non-Profit Organization Festival B'Shekel, "Made in Jerusalem." \$45,000.00	7745 0601605	7/2/2009	\$27,000.00	Schusterman Foundation Israel	1 of 2 payments. \$27,000=NIS 105,813 \$1=NIS 3 919
Festival Be'Shekel Non-Profit Organization Festival B'Shekel, "Made in Jerusalem." \$45,000.00	7745 0601605	10/22/2009	\$18,000.00	Schusterman Foundation Israel	\$1= NIS 3,700 (10/20/09 rate)
<u>Total Festival Be'Shekel Non-Profit Organization (2 items)</u>					
			\$45,000.00		
<u>Havatzelet Humanitarian Organization</u>					
Havatzelet Humanitarian Organization Henry Prize \$30,292.00	6144 0600424	11/4/2009	\$5,000.00	Schusterman Foundation Israel	\$1=NIS3 77 \$5,000=NIS18,850
Havatzelet Humanitarian Organization Henry Prize \$30,292.00	6144 0600424	11/4/2009	-\$5,000.00	Schusterman Foundation Israel	Void of Payment [4627] for \$5,000, paid on 11/4/2009.
Havatzelet Humanitarian Organization Henry Prize \$30,292.00	6144 0600424	11/4/2009	\$5,000.00	Schusterman Foundation Israel	Reissue of Payment [4627] for \$5,000, paid on 11/4/2009 \$1=NIS4.00
<u>Total Havatzelet Humanitarian Organization (3 items)</u>					
			\$5,000.00		
<u>Jerusalem Institute for Israel Studies</u>					
Jerusalem Institute for Israel Studies Strengthening Jerusalem using arts and culture as catalysts a feasibility study \$8,000.00	7479 0601240	5/12/2009	\$4,000.00	Schusterman Foundation Israel	TOG payment was delayed due to difficulties in agreeing to study parameters

Payee Organization Project Title Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
<u>Ayalim Association</u>					
Ayalim Association Social Activism Projects for Groups in Kiryat Shemona and Yahini \$149,945.00	6580 0600682	4/7/2009	\$50,000.00	Schusterman Foundation Israel	originally scheduled \$25,000 -- changed to \$50,000 by advancing previously scheduled May payment of \$25,000. May payment has been deleted. Paid NIS 208,250. \$1=4.165
Total Ayalim Association (1 item)			<u>\$50,000.00</u>		
<u>Beit Tefilah Israeli</u>					
Beit Tefilah Israeli Beit Tefila Israeli(BTi) mass events \$40,000.00	7482 0601410	4/7/2009	\$20,000.00	Schusterman Foundation Israel	1st payments of 3 pmts. \$20,000=NIS83,300. \$1=NIS4 165
Beit Tefilah Israeli Beit Tefila Israeli(BTi) mass events \$40,000.00	7482 0601410	12/21/2009	\$20,000.00	Schusterman Foundation Israel	\$1=NIS3 78
Total Beit Tefilah Israeli (2 items)			<u>\$40,000.00</u>		
<u>Beth Hatefutsoth: The Nahum Goldmann Museum of the Jewish Diaspora</u>					
Beth Hatefutsoth: The Nahum Goldmann Museum of the Jewish Diaspora 50th Birthday Celebration for Leonid Nevzlin \$2,500.00	8451 0601821	9/29/2009	\$2,500.00	Schusterman Foundation Israel	0011720 NIS9,500
Total Beth Hatefutsoth. The Nahum Goldmann Museum of the Jewish Diaspora (1 item)			<u>\$2,500.00</u>		
<u>Bezalel Academy of Arts and Design</u>					
Bezalel Academy of Arts and Design Gift for Bezalel Film School closing exhibition catalogue \$1,500.00	8290 0601691	7/14/2009	\$1,500.00	Schusterman Foundation Israel	
Bezalel Academy of Arts and Design Bezalel Haruv Web Page Layout Design Competition. \$3,000.00	8300 0601690	8/2/2009	\$3,000.00	Schusterman Foundation Israel	

Payee Organization Project Title Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Total American Jewish Joint Distribution Committee (1 item)					
			\$153,000.00		
Amutat Gvanim					
Amutat Gvanim Gvanim New Beginnings Early Childhood Initiative \$2,042,048.00	6088 0600456	5/14/2009	\$100,000.00	Schusterman Foundation Israel	
Amutat Gvanim Gvanim New Beginnings Early Childhood Initiative \$2,042,048.00	6088 0600456	9/14/2009	\$50,000.00	Schusterman Foundation Israel	paid NIS 188,000=\$50,000 \$1=NIS3 76 Total grant=\$239,052 Additional \$189,052 will be paid via PEF
Total Amutat Gvanim (2 items)			\$150,000.00		
Amutat Lasova					
Amutat Lasova Kadima - Schusterman Youth Club in Or Yehuda \$284,000.00	5726 01 0601223	4/7/2009	\$51,500.00	Schusterman Foundation Israel	IRRR #2 payment, 214,497NIS according to 1\$=4.165NIS.
Amutat Lasova Kadima - Schusterman Youth Club in Or Yehuda \$284,000.00	5726 01 0601223	9/14/2009	\$51,500.00	Schusterman Foundation Israel	IRRR #2 payment, 193,640NIS according to 1\$=3.76NIS
Amutat Lasova Korim Kadima \$130,746.00	6737 0600805	5/12/2009	\$14,000.00	Schusterman Foundation Israel	payment 3/9 \$14,000=NIS57,414 \$1=4.125
Amutat Lasova Korim Kadima \$130,746.00	6737 0600805	11/4/2009	\$14,000.00	Schusterman Foundation Israel	\$14,000=NIS52,780 \$1=NIS 3 77
Total Amutat Lasova (4 items)			\$131,000.00		
ATZUM'S Task Force on Human Trafficking					
ATZUM'S Task Force on Human Trafficking Gift from Lynn in honor of Leon Weiner-Dow's 40th birthday. \$472.00	8688 0601888	11/17/2009	\$472.00	Schusterman Foundation Israel	0011774 paid by check Receipt no 0266
Total ATZUM'S Task Force on Human Trafficking (1 item)			\$472.00		

SFI Activity 2009

11 November 2010

Payee Organization Project Title Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
<u>Alma Hebrew College</u>					
Alma Hebrew College Mass Events: Selichot, Succot, Tu Bishvat, and Shavuot \$60,000.00	6794.01 0601005	4/7/2009	\$5,000.00	Schusterman Foundation Israel	last pmt(3)\$5,000=NIS20,825 \$1=NIS4,165
Alma Hebrew College Alma Jewish Calendar Flagship Events \$40,000.00	8041 0601685	12/15/2009	\$16,000.00	Schusterman Foundation Israel	GCR payment. \$16,000=NIS 60,480 \$1=NIS3.78 (Bank of Israel rate)
Total Alma Hebrew College (2 items)			<u>\$21,000.00</u>		
<u>Alyn Israel</u>					
Alyn Israel Alyn Bike Ride \$318.00	8702 0601898	12/2/2009	\$318.00	Schusterman Foundation Israel	Paid by credit card
Total Alyn Israel (1 item)			<u>\$318.00</u>		
<u>America Israel Cultural Foundation</u>					
America Israel Cultural Foundation Benefit Dinner in Israel \$317.00	8393 0601745	8/25/2009	-\$300.00	Schusterman Foundation Israel	Void of Payment [9770] for \$300, paid on 8/25/2009
America Israel Cultural Foundation Benefit Dinner in Israel \$317.00	8393 0601745	8/25/2009	\$317.00	Schusterman Foundation Israel	Reissue of Payment [9770] for \$300, paid on 8/25/2009.
America Israel Cultural Foundation Benefit Dinner in Israel \$317.00	8393 0601745	8/25/2009	\$300.00	Schusterman Foundation Israel	
Total America Israel Cultural Foundation (3 items)			<u>\$317.00</u>		
<u>American Jewish Joint Distribution Committee</u>					
American Jewish Joint Distribution Committee Beit Lynn Center at Tel Hashomer Hospital \$1,065,140.00	5143 0600356	1/30/2009	\$153,000.00	Schusterman Foundation Israel	For equipment purchases to made by SFI. \$1=NIS4.07 -- NIS622,710

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

Part II		Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).	
Type or print File by the extended due date for filing the return. See instructions.	Name of Exempt Organization Charles and Lynn Schusterman Family Foundation	Employer identification number 73-1312965	
	Number, street, and room or suite no. If a P.O. box, see instructions. Two West Second Street, 20th Floor	For IRS use only	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. Tulsa, OK 74103-3123		

Check type of return to be filed (File a separate application for each return):

- | | | | | | |
|--------------------------------------|---|---|--------------------------------------|------------------------------------|------------------------------------|
| ☐ Form 990 | ☐ Form 990-EZ | ☐ Form 990-T (sec. 401(a) or 408(a) trust) | ☐ Form 1041-A | ☐ Form 5227 | ☐ Form 8870 |
| ☐ Form 990-BL | ☒ Form 990-PF | ☐ Form 990-T (trust other than above) | ☐ Form 4720 | ☐ Form 6069 | |

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

Schusterman Interests

- The books are in the care of **Two West Second Street, 20th Floor - Tulsa, OK 74103**
Telephone No. **918/591-1090** FAX No.
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 4 I request an additional 3-month extension of time until **November 15, 2010**.
- 5 For calendar year **2009**, or other tax year beginning , and ending .
- 6 If this tax year is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period
- 7 State in detail why you need the extension
Additional time is needed to gather necessary information to provide an accurate return.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	0.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	1,000.
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0.

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature ***James Peterson*** Title **CPA** Date **7/30/10**
Form 8868 (Rev. 4-2009)