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Form 990-PF

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

OMB No 1545-0052

2009

Department 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 , 2009, and ending

G Check all that apply. ☐ Initial return ☐ Initial Return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name changeUse the
IRS label.
Otherwise,
print
or type.
See Specific
Instructions.LLOYD K. & PEGGY L. STEPHENS FOUNDATION
6216 S. IOWA 7156 South Canton Ave
TULSA, OK 74136 - 6303

A Employer identification number

73-1604702

B Telephone number (see the instructions)

918-409-4981

C If exemption application is pending, check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐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 ☐H Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationI Fair market value of all assets at end of year (from Part II, column (c), line 16) J Accounting method. ☒ Cash ☐ Accrual
☐ Other (specify) _____

▶ \$ 1,342,703.

(Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see the instructions))

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

REVENUE

1 Contributions, gifts, grants, etc., received (att sch)

512,965.

2 ☐ If the foundn is not req to att Sch B

3 Interest on savings and temporary cash investments

4 Dividends and interest from securities

57,946.

57,946.

57,946.

5a Gross rents

b Net rental income or (loss)

6a Net gain/(loss) from sale of assets not on line 10

b Gross sales price for all assets on line 6a 200,000.

7 Capital gain net income (from Part IV, line 2)

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/(loss) (att sch)

11 Other income (attach schedule)

12 Total. Add lines 1 through 11

570,911.

57,946.

57,946.

13 Compensation of officers, directors, trustees, etc

0.

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees (attach schedule)

b Accounting fees (attach sch)

c Other prof fees (attach sch)

17 Interest

18 Taxes (attach schedule)(see instr) SEE STM 2

527.

527.

527.

19 Depreciation (attach sch) and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses (attach schedule)

SEE STATEMENT 3

342.

342.

342.

24 Total operating and administrative expenses. Add lines 13 through 23

869.

869.

869.

25 Contributions, gifts, grants paid PART XV

57,000.

57,000.

26 Total expenses and disbursements. Add lines 24 and 25

57,869.

869.

869.

57,000.

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

513,042.

b Net investment income (if negative, enter -0-)

57,077.

c Adjusted net income (if negative, enter -0-)

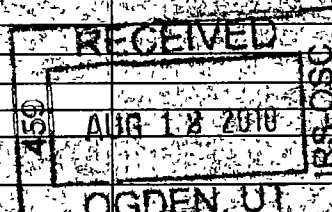
57,077.

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SCANNED AUG 16 2010

ADMINISTRATIVE
AND
EXPENSES

918 8

Part II Balance Sheets		Beginning of year (a) Book Value	End of year	
			(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash— non-interest-bearing	-14,175.	31,664.	31,664.
	2 Savings and temporary cash investments	16,913.	20,601.	20,601.
	3 Accounts receivable			
	Less: allowance for doubtful accounts			
	4 Pledges receivable			
	Less: allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)			
	7 Other notes and loans receivable (attach sch)			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges		1,000.	1,000.
	10a Investments — U.S. and state government obligations (attach schedule)			
	b Investments — corporate stock (attach schedule) STATEMENT 4	150,015.	150,015.	120,460.
	c Investments — corporate bonds (attach schedule) STATEMENT 5	430,228.	997,399.	1,006,032.
	11 Investments — land, buildings, and equipment: basis			
LIABILITIES	Less: accumulated depreciation (attach schedule)			
	12 Investments — mortgage loans			
	13 Investments — other (attach schedule) STATEMENT 6	334,393.	239,739.	162,946.
	14 Land, buildings, and equipment: basis			
	Less: accumulated depreciation (attach schedule)			
	15 Other assets (describe			
	16 Total assets (to be completed by all filers — see instructions. Also, see page 1, item I)	917,374.	1,440,418.	1,342,703.
	17 Accounts payable and accrued expenses			
	18 Grants payable		10,000.	
	19 Deferred revenue			
NET ASSETS OR FUND BALANCES	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe SEE STATEMENT 7	9,168.	9,170.	
	23 Total liabilities (add lines 17 through 22)	9,168.	19,170.	
	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			
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	908,206.	1,421,248.	
	30 Total net assets or fund balances (see the instructions)	908,206.	1,421,248.	
	31 Total liabilities and net assets/fund balances (see the instructions)	917,374.	1,440,418.	

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	908,206.
2 Enter amount from Part I, line 27a	2	513,042.
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	1,421,248.
5 Decreases not included in line 2 (itemize)	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	1,421,248.

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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a N/A				
b				
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			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss).	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		2	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6).	If gain, also enter in Part I, line 8, column (c) (see the instructions). If (loss), enter -0- in Part I, line 8		3	

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

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

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

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

☐ Yes☒ No

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

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2008	41,462.	774,273.	0.053550
2007	41,601.	718,805.	0.057875
2006	20,500.	601,159.	0.034101
2005	25,768.	488,152.	0.052787
2004	16,807.	405,931.	0.041404

2 Total of line 1, column (d)	2	0.239717
3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.047943
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	1,005,960.
5 Multiply line 4 by line 3	5	48,229.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	571.
7 Add lines 5 and 6	7	48,800.
8 Enter qualifying distributions from Part XII, line 4	8	57,000.

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 the instructions)

1 a 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 instr.)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	571.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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	571.
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	571.
6 Credits/Payments			
a 2009 estimated tax pmts and 2008 overpayment credited to 2009	6a	1,000.	
b Exempt foreign organizations – tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	1,000.	
8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	7.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	422.	
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax 422. Refunded	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ 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? <i>If 'Yes,' attach a detailed description of the activities</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a 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?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T.</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see the 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? <i>If 'No,' attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i> SEE STATEMENT 8	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?	13	X	
Website address <u>N/A</u>				
14	The books are in care of <u>PHILIP W. KYLE</u> Telephone no. <u>918-409-4981</u>			
	Located at <u>6216 S. LEWIS TULSA OK 7156 S. Canton Ave</u> ZIP + 4 <u>74136 6303</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <u>N/A</u> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u> <u>N/A</u>			

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
1 a 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 the instructions)? Organizations relying on a current notice regarding disaster assistance check here ☐	1b	N/A
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? ☐ Yes ☒ No If 'Yes,' list the years <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
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 the instructions.)	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
3 a 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.)	3b	N/A
4 a 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)? (see instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

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

5b N/A

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?N/A ☐ 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?

7b N/A

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

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
PEGGY L. STEPHENS-DOD 1/8/09 33245 E 696 ROAD WAGONER, OK 74467	TRUSTEE 0	0.	0.	0.
PHILIP W. KYLE 6216 S. LEWIS 7156 S. Canton Ave TULSA, OK 74136.6303	TRUSTEE - 0 -	0.	0.	0.
WILLIAM S. DOENGES 5818 S. INDIANAPOLIS AVE TULSA, OK 74135	TRUSTEE 0	0.	0.	0.

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

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

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

0

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services

0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc

	Expenses
1 N/A	
2	
3	
4	

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

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

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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	971,391.
b	Average of monthly cash balances	1b	49,888.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	1,021,279.
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	1,021,279.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	15,319.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,005,960.
6	Minimum investment return. Enter 5% of line 5	6	50,298.

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	50,298.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	571.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	571.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	49,727.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	49,727.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	49,727.

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	57,000.
b	Program-related investments — total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	57,000.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	571.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	56,429.

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.

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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				49,727.
2 Undistributed income, if any, as of the end of 2009:				
a Enter amount for 2008 only			0.	
b Total for prior years: 20____, 20____, 20____		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007	4,975.			
e From 2008	3,824.			
f Total of lines 3a through e	8,799.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 57,000.				
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				49,727.
e Remaining amount distributed out of corpus	7,273.			
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	16,072.			
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 instructions			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) (see instructions)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	16,072.			
10 Analysis of line 9				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007	4,975.			
d Excess from 2008	3,824.			
e Excess from 2009	7,273.			

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

N/A

- | | | | | | |
|--|----------|---------------|----------|----------|-----------|
| 1 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) | | | | | |
| 2 Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed. | Tax year | Prior 3 years | | | (e) Total |
| | (a) 2009 | (b) 2008 | (c) 2007 | (d) 2006 | |
| 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 organization had \$5,000 or more in assets at any time during the year – see instructions.)**

- 1 Information Regarding Foundation Managers:**
- a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)
- NONE
- b** List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest
- NONE
- 2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc, Programs:**
- Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc, (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d
- a** The name, address, and telephone number of the person to whom applications should be addressed.
- b** The form in which applications should be submitted and information and materials they should include
- c** Any submission deadlines.
- d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year SEE STATEMENT 9				
Total			▶ 3a	57,000.
b Approved for future payment				
Total			▶ 3b	

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

LLOYD K. & PEGGY L. STEPHENS FOUNDATION

Employer identification number

73-1604702

Organization type (check one)

Filers of:

Form 990 or 990-EZ

Section:

- ☐ 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 foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**

Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule –

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$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)/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 their 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).

BAA 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

Employer identification number

LLOYD K. & PEGGY L. STEPHENS FOUNDATION

73-1604702

Part I Contributors (see instructions)

(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	ESTATE OF PEGGY L. STEPHENS 33245 E. 696 ROAD WAGONER, OK 74467	\$ 512,965.	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.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

LLOYD K. & PEGGY L. STEPHENS FOUNDATION

73-1604702

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year. (Complete cols (a) through (e) and the following line entry.)

For organizations completing Part III, enter total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once - see instructions.)

► \$ N/A

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	N/A		
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

BAA

TULSA WORLD

WORLD PUBLISHING COMPANY
P.O. Box 1770 Tulsa, Oklahoma 74102-1770

Ad number: 7404246

LOHREY & ASSOCIATES
1924 S UTICA
STE 900
TULSA OK, 74104

Published in the Tulsa World,
June 23, 2010, Tulsa, OK
The annual report of Lloyd K. & Peggy L. Stephens
Foundation is available for review at the address
listed below by any citizen within 180 days of publi-
cation
1924 South Utica, Suite 900, Tulsa, OK 74104, Office-
er-William D. Lohrey 918 743 8900

PROOF OF PUBLICATION

TITLE _____ LOHREY & ASSOCIATES _____

STATE OF OKLAHOMA, }
COUNTY OF TULSA, } SS.

AFFIDAVIT:

I, Sondra Mullis, of lawful age, being duly sworn, upon the oath deposes and says that he / she is the
CLERK of TULSA WORLD, a daily newspaper printed in the City of Tulsa, County of Tulsa, State of Oklahoma, and a bonafide
paid general circulation therein, printed in the English language, and that the notice by publication, a copy of which is
here to attached, was published in said newspaper for

1 day(s), the first publication being on the 23rd day of June, 2010 and

the last day of publication being on the 23rd day of June, 2010,

and that said newspaper has been continuously and uninterruptedly published in said county during the period of more than One
Hundred and Four (104) weeks consecutively, prior to the first publication of said notice, or advertisement, as required by Section
one, Chapter four, Title 25 Oklahoma Session Laws, 1943, as amended by House Bill No. 495, 22nd Legislature, and thereafter,
and complies with all of the prescriptions and requirements of the laws of Oklahoma. (The advertisement above referred to is a
true and printed copy. Said notice was published in all editions of said newspaper and not in a supplement thereof.)

The advertisement above referred to, a true and printed copy of which is hereto attached, was published in said NEWSPAPER
on the following dates, to-wit: 6/23/10

Said notice was published in the regular edition of said newspaper and not in a supplement thereof.

Publishing Fee 71.15
Notary Fee
Affidavit
TOTAL 71.15

Sondra Mullis (Signature)



Subscribed and sworn to before me this 23 day of June, A.D., 20 10

My commission expires 10/21/13

Donna S. Pennick
Notary Public

LLOYD K. & PEGGY L. STEPHENS FOUNDATION

73-1604702

STATEMENT 1
FORM 990-PF, PART I, LINE 6A
NET GAIN (LOSS) FROM NONINVENTORY SALES PER BOOKS
ASSETS NOT INCLUDED IN PART IV

DESCRIPTION:	TOYOTA MTR CR CORP		
DATE ACQUIRED:	1/05/2007		
HOW ACQUIRED:	PURCHASE		
DATE SOLD:	1/20/2009		
TO WHOM SOLD:			
GROSS SALES PRICE:	100,000.		
COST OR OTHER BASIS:	100,000.		
BASIS METHOD:	COST		
		GAIN (LOSS)	0.
DESCRIPTION:	GOLDMAN SACHS GROUP INC		
DATE ACQUIRED:	1/04/2001		
HOW ACQUIRED:	PURCHASE		
DATE SOLD:	5/15/2009		
TO WHOM SOLD:			
GROSS SALES PRICE:	50,000.		
COST OR OTHER BASIS:	50,000.		
BASIS METHOD:	COST		
		GAIN (LOSS)	0.
DESCRIPTION:	CHASE MANHATTAN CORP		
DATE ACQUIRED:	1/04/2001		
HOW ACQUIRED:	PURCHASE		
DATE SOLD:	11/15/2009		
TO WHOM SOLD:			
GROSS SALES PRICE:	50,000.		
COST OR OTHER BASIS:	50,000.		
BASIS METHOD:	COST		
		GAIN (LOSS)	0.
			TOTAL \$ 0.

STATEMENT 2
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL INCOME TAX	\$ 466.	\$ 466.	\$ 466.	
FOREIGN TAXES	61.	61.	61.	
TOTAL	\$ 527.	\$ 527.	\$ 527.	\$ 0.

LLOYD K. & PEGGY L. STEPHENS FOUNDATION

73-1604702

STATEMENT 3
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MISC FEES	\$ 3.	\$ 3.	\$ 3.	
OTHER INVESTMENT EXPENSE	339.	339.	339.	
TOTAL	\$ 342.	\$ 342.	\$ 342.	\$ 0.

STATEMENT 4
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

CORPORATE STOCKS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
WELLS FARGO CAPITAL TR 7.0% 09/01/31	COST	\$ 50,005.	\$ 50,340.
GENERAL ELC CAP CORP 6.00% PUBLIC	COST	50,005.	48,360.
ROYAL BK SCOTLAND GROUP PLC 6.6%	COST	50,005.	21,760.
TOTAL		\$ 150,015.	\$ 120,460.

STATEMENT 5
FORM 990-PF, PART II, LINE 10C
INVESTMENTS - CORPORATE BONDS

CORPORATE BONDS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
GOLDMAN SACHS GROUP 6.65% 05/15/09	COST	\$ 50,000.	\$ 50,145.
BROADWAY BK CHICAGO ILL CD	COST	75,000.	76,180.
CIT BK SALT LAKE CITY UTAH	COST	70,000.	70,206.
DOW CHEM CO SR INTERNOTES 6.23 08/15/15	COST	50,000.	49,784.
AMER EXP CR CORP INTRNTS 6.65% 01/20/17	COST	50,000.	53,877.
PRUDENTIAL FINL INTRNTS 6.25% 08/17/20	COST	50,000.	50,005.
MORGAN STANLEY GRP INC MED TRM SR NTS	COST	50,000.	45,125.
GENERAL ELEC CAP CORP INTERNOTES 6.0%	COST	30,003.	28,947.
ENOGEX LLC SR NT 144A	COST	104,297.	106,290.
ONEOK INC NEW NT 5.2%	COST	25,602.	25,723.
ONEOK PARTNERS LP GTD	COST	45,761.	45,185.
L-3 COMMUNICATION CORP SR	COST	46,746.	49,938.
JP MORGAN CHASE & CO	COST	52,375.	52,849.
GENERAL ELECTRIC CAPITAL CORP INTERNATL	COST	147,106.	153,571.
VERIZON COMMUNICATIONS INC	COST	50,509.	52,179.
MORGAN STANLEY GRP 7/8/09	COST	50,000.	48,523.
MORGAN STANLEY DEAN WITTER	COST	50,000.	47,505.
TOTAL		\$ 997,399.	\$ 1,006,032.

LLOYD K. & PEGGY L. STEPHENS FOUNDATION

73-1604702

STATEMENT 6
FORM 990-PF, PART II, LINE 13
INVESTMENTS - OTHER

	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
<u>OTHER SECURITIES</u>			
CALAMOST STRATEGIC FUND	COST	\$ 82,857.	\$ 52,555.
NGP CAP RES CO COM	COST	22,688.	12,195.
EATON VANCE TAX MANAGED GLOBAL	COST	34,909.	24,660.
ALPINE TOTAL DYNAMIC DIVID FD COM SHS	COST	48,939.	24,976.
TEMPLETON GLOBAL BOND FUND A	COST	50,346.	48,560.
TOTAL		<u>\$ 239,739.</u>	<u>\$ 162,946.</u>

STATEMENT 7
FORM 990-PF, PART II, LINE 22
OTHER LIABILITIES

ADVANCES	\$ 9,168.
ROUNDING	2.
TOTAL	<u>\$ 9,170.</u>

STATEMENT 8
FORM 990-PF, PART VII-A, LINE 10
SUBSTANTIAL CONTRIBUTORS DURING THE TAX YEAR

NAME OF SUBSTANTIAL CONTRIBUTOR	ADDRESS OF SUBSTANTIAL CONTRIBUTOR
ESTATE OF PEGGY L. STEPHENS	33245 E. 696 ROAD WAGONER, OK 74467

STATEMENT 9
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
WILL ROGERS ROTARY CLUB PO BOX 4212 TULSA, OK 75159	NONE	PUBLIC	HUMANITARIAN SERVICES	\$ 5,000.
ACLU OF OKLAHOMA FOUNDATION 3000 PASEO DRIVE OKLAHOMA CITY, OK 73103	NONE	PUBLIC	CIVIL LIBERTIES	3,000.

LLOYD K. & PEGGY L. STEPHENS FOUNDATION

73-1604702

STATEMENT 9 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
LIFE SENIOR SERVICES 5950 E 31ST STREET TULSA, OK 74135	NONE	PUBLIC	SUPPORT & COUNSELING	\$ 5,000.
TULSA ADVOCATES PROTECTION OF CHILDREN PO BOX 14044 TULSA, OK 74159	NONE	PUBLIC	CHILD DEVELOPMENT	5,000.
UNIV OF OK COLL OF LAW - COATS SCHOLRSHIP 300 TIMBERDELL ROAD NORMAN, OK 73019	NONE	PUBLIC	EDUCATIONAL	5,000.
RSU PUBLIC TELEVISION 1701 W WILL ROGERS BLVD CLAREMORE, OK 74017	NONE	PUBLIC	EDUCATIONAL	1,000.
VOLUNTEER CENTRAL OF GREATER TULSA 212 EAST 6TH STREET TULSA, OK 74119	NONE	PUBLIC	VOLUNTEERISM PROMOTION	5,000.
OETA FOUNDATION PO BOX 14190 OKLAHOMA CITY, OK 73113	NONE	PUBLIC	EDUCATIONAL	1,000.
UNIV OF OK FOUNDATION - LONG SCHOLARSHIP 100 TIMBERDELL ROAD NORMAN, OK 73019	NONE	PUBLIC	EDUCATIONAL	5,000.
TULSA LAWYERS FOR CHILDREN P.O. BOX 2254 TULSA, OK 74101	NONE	PUBLIC	CHILD ADVOCACY	1,000.
HUMANE SOCIETY OF TULSA 6232 E. 60TH ST TULSA, OK 74135	NONE	PUBLIC	ANIMAL PROTECTION	5,000.
ASPCA 424 E. 92ND ST NEW YORK, NY 10128	NONE	PUBLIC	ANIMAL PROTECTION	5,000.
TULSA METROPOLITAN MINISTRY 221 SOUTH NOGALES AVENUE TULSA, OK 74127	NONE	PUBLIC	EDUCATIONAL ADVOCACY	5,000.
IRON GATE 501 SOUTH CINCINNATI AVENUE TULSA, OK 74103	NONE	PUBLIC	FOOD BANK	5,000.

2009

FEDERAL STATEMENTS

PAGE 5

LLOYD K. & PEGGY L. STEPHENS FOUNDATION

73-1604702

STATEMENT 9 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

<u>NAME AND ADDRESS</u>	<u>DONEE RELATIONSHIP</u>	<u>FOUND- ATION STATUS</u>	<u>PURPOSE OF GRANT</u>	<u>AMOUNT</u>
TWIN OAKS BAPTIST CHURCH 70076 S 330 RD WAGONER, OK 74467	NONE	PUBLIC	EDUCATIONAL	\$ 1,000.

TOTAL \$ 57,000.

2009

FEDERAL SUPPORTING DETAIL

PAGE 1

LLOYD K. & PEGGY L. STEPHENS FOUNDATION

73-1604702

OTHER INCOME PRODUCING ACTIVITIES
DIVIDENDS/INTEREST FROM SECURITIES.

INTEREST INCOME	\$	39,883.
DIVIDEND INCOME - ORDINARY		12,241.
DIVIDEND INCOME - CAP GAIN DIST		72.
DIVIDEND INCOME - NONDIV DIST		5,750.
DIVIDEND INCOME - OTHER		0.
TOTAL	\$	<u>57,946.</u>

BALANCE SHEET
CASH-NON-INTEREST-BEARING

CASH BALANCE	\$	31,664.
TOTAL	\$	<u>31,664.</u>

BALANCE SHEET
SAVINGS AND TEMPORARY CASH INVESTMENTS

FEDERATED CAPITAL RESERVES	\$	20,601.
TOTAL	\$	<u>20,601.</u>