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Return of Organization Exempt From Income Tax

2009

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

The organization may have to use a copy of this return to satisfy state reporting requirements

A For the 2009 calendar year, or tax year beginning **JULY 1**, 2009, and ending **JUNE 30**, 20 **10**

B Check if applicable:
 Address change
 Name change
 Initial return
 Terminated
 Amended return
 Application pending

C Name of organization **TULSA LIBRARY TRUST**
 Doing Business As
 Number and street (or P.O. box if mail is not delivered to street address) Room/suite
400 CIVIC CENTER
 City or town, state or country, and ZIP + 4
TULSA, OK 74103

D Employer identification number
51 0165881

E Telephone number
(918) 549-7377

G Gross receipts \$ **1,005,340**

F Name and address of principal officer **BONNIE HENKE**
SAME AS C ABOVE

H(a) Is this a group return for affiliates? Yes No
H(b) Are all affiliates included? Yes No
 If "No," attach a list (see instructions)
H(c) Group exemption number ▶

I Tax-exempt status 501(c) (**3**) (insert no) 4947(a)(1) or 527

J Website: ▶ **WWW.TULSALIBRARY.ORG**

K Form of organization Corporation Trust Association Other ▶ **L** Year of formation **1972** **M** State of legal domicile **OK**

Part I Summary

1 Briefly describe the organization's mission or most significant activities **TO BENEFIT THE TULSA LIBRARY SYSTEM**

2 Check this box if the organization discontinued its operations or disposed of more than 25% of its net assets

3 Number of voting members of the governing body (Part VI, line 1a)	3	11
4 Number of independent voting members of the governing body (Part VI, line 1b)	4	11
5 Total number of employees (Part V, line 2a)	5	0
6 Total number of volunteers (estimate if necessary)	6	0
7a Total gross unrelated business revenue from Part VIII, column (C), line 12	7a	0
b Net unrelated business taxable income from Form 990-T, line 34	7b	0

	Prior Year	Current Year
8 Contributions and grants (Part VIII, line 1h)	2,025,633	661,226
9 Program service revenue (Part VIII, line 2g)		
10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)	332,858	263,373
11 Other revenue (Part VIII, column (A), lines 5, 6, 7c, 8c, 9c, 10c, and 11e)	270,728	77,686
12 Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	2,629,219	1,002,285
13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)	4,000	2,000
14 Benefits paid to or for members (Part IX, column (A), lines 4-6)		
15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)		
16a Professional fundraising fees (Part IX, column (A), line 11e)		
b Total fundraising expenses (Part IX, column (D), line 25) ▶		
17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24f)	890,382	1,137,764
18 Total expenses Add lines 13-17 (must equal Part IX, column (A), line 25)	894,382	1,139,764
19 Revenue less expenses Subtract line 18 from line 12	1,734,837	(137,479)
	Beginning of Current Year	End of Year
20 Total assets (Part X, line 16)	10,812,274	11,932,813
21 Total liabilities (Part X, line 26)	168,714	107,568
22 Net assets or fund balances. Subtract line 21 from line 20	10,643,560	11,825,245

Part II Signature Block

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 officer) is based on all information of which preparer has any knowledge.

Sign Here

Bonnie Henke
Signature of officer

11-15-10
Date

BONNIE HENKE, PRESIDENT
Type or print name and title

Paid Preparer's Use Only

Preparer's signature ▶
 Date
 Check if self-employed
 Preparer's identifying number (see instructions)
 Firm's name (or yours if self-employed), address, and ZIP + 4 ▶
 EIN ▶
 Phone no ▶ ()

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

SEARCHED INDEXED DEC 15 2010

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Part III Statement of Program Service Accomplishments

1 Briefly describe the organization's mission:
TO BENEFIT THE TULSA LIBRARY SYSTEM

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? Yes No
If "Yes," describe these new services on Schedule O.

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? Yes No
If "Yes," describe these changes on Schedule O

4 Describe the exempt purpose achievements for each of the organization's three largest program services by expenses Section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.

4a (Code) (Expenses \$ **92,189** including grants of \$) (Revenue \$)
THE PEGGY V. HELMERICH DISTINGUISHED AUTHOR DINNER - AN AWARD WINNING AUTHOR LECTURE, DINNER, AND AWARD CEREMONY. IN 2009, OVER 400 PEOPLE ATTENDED THIS EVENT.

4b (Code) (Expenses \$ **85,678** including grants of \$) (Revenue \$)
THE TULSA LIBRARY TRUST PURCHASES MATERIALS (BOOKS) TO SUPPLEMENT THE TULSA CITY-COUNTY LIBRARY'S ANNUAL MATERIALS BUDGET. THESE MATERIALS ENHANCE SELECTED TOPICS IN ACCORDANCE WITH THE LIBRARY'S COLLECTION DEVELOPMENT PLAN.

4c (Code) (Expenses \$ **76,901** including grants of \$) (Revenue \$)
THE SUMMER READING PROGRAM ENCOURAGES CHILDREN AND YOUNG ADULTS (TEENS) TO READ AND VISIT THE LIBRARY. READING GOALS ARE SET AND CHILDREN/YOUNG ADULTS WHO ACHIEVE THE READING GOAL RECEIVES A PRIZE. IN ADDITION TO THE PRIZES, SEVERAL BRANCHES HOLD PROGRAMS THROUGHOUT THE SUMMER TO PROMOTE READING. APPROXIMATELY 45,000 CHILDREN/YOUTH SIGNED UP FOR THE SUMMER READING PROGRAM THIS YEAR.

4d Other program services (Describe in Schedule O)
(Expenses \$ **834,858** including grants of \$) (Revenue \$)

4e Total program service expenses **1,089,626**

Part IV Checklist of Required Schedules

		Yes	No
1	Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? If "Yes," complete Schedule A	✓	
2	Is the organization required to complete Schedule B, Schedule of Contributors?	✓	
3	Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I		✓
4	Section 501(c)(3) organizations. Did the organization engage in lobbying activities? If "Yes," complete Schedule C, Part II		✓
5	Section 501(c)(4), 501(c)(5), and 501(c)(6) organizations. Is the organization subject to the section 6033(e) notice and reporting requirement and proxy tax? If "Yes," complete Schedule C, Part III		
6	Did the organization maintain any donor advised funds or any similar funds or accounts where donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? If "Yes," complete Schedule D, Part I		✓
7	Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? If "Yes," complete Schedule D, Part II		✓
8	Did the organization maintain collections of works of art, historical treasures, or other similar assets? If "Yes," complete Schedule D, Part III		✓
9	Did the organization report an amount in Part X, line 21, serve as a custodian for amounts not listed in Part X, or provide credit counseling, debt management, credit repair, or debt negotiation services? If "Yes," complete Schedule D, Part IV		✓
10	Did the organization, directly or through a related organization, hold assets in term, permanent, or quasi-endowments? If "Yes," complete Schedule D, Part V		✓
11	Is the organization's answer to any of the following questions "Yes"? If so, complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable	✓	
	<ul style="list-style-type: none"> • Did the organization report an amount for land, buildings, and equipment in Part X, line 10? If "Yes," complete Schedule D, Part VI • Did the organization report an amount for investments—other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VII • Did the organization report an amount for investments—program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VIII • Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part IX • Did the organization report an amount for other liabilities in Part X, line 25? If "Yes," complete Schedule D, Part X • Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48? If "Yes," complete Schedule D, Part X 		
12	Did the organization obtain separate, independent audited financial statements for the tax year? If "Yes," complete Schedule D, Parts XI, XII, and XIII	✓	
12A	Was the organization included in consolidated, independent audited financial statements for the tax year? If "Yes," completing Schedule D, Parts XI, XII, and XIII is optional	Yes	No
			✓
13	Is the organization a school described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E		✓
14a	Did the organization maintain an office, employees, or agents outside of the United States?		✓
b	Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, and program service activities outside the United States? If "Yes," complete Schedule F, Part I		✓
15	Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the United States? If "Yes," complete Schedule F, Part II		✓
16	Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the United States? If "Yes," complete Schedule F, Part III		✓
17	Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? If "Yes," complete Schedule G, Part I		✓
18	Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? If "Yes," complete Schedule G, Part II	✓	
19	Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? If "Yes," complete Schedule G, Part III		✓
20	Did the organization operate one or more hospitals? If "Yes," complete Schedule H		✓

Part IV Checklist of Required Schedules (continued)

	Yes	No
21 Did the organization report more than \$5,000 of grants and other assistance to governments and organizations in the United States on Part IX, column (A), line 1? If "Yes," complete Schedule I, Parts I and II		✓
22 Did the organization report more than \$5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? If "Yes," complete Schedule I, Parts I and III		✓
23 Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? If "Yes," complete Schedule J		✓
24a Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25.		✓
b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?		
c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?		
d Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?		
25a Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? If "Yes," complete Schedule L, Part I		✓
b Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? If "Yes," complete Schedule L, Part I		✓
26 Was a loan to or by a current or former officer, director, trustee, key employee, highly compensated employee, or disqualified person outstanding as of the end of the organization's tax year? If "Yes," complete Schedule L, Part II		✓
27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor, or a grant selection committee member, or to a person related to such an individual? If "Yes," complete Schedule L, Part III		✓
28 Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions)		
a A current or former officer, director, trustee, or key employee? If "Yes," complete Schedule L, Part IV		✓
b A family member of a current or former officer, director, trustee, or key employee? If "Yes," complete Schedule L, Part IV		✓
c An entity of which a current or former officer, director, trustee, or key employee of the organization (or a family member) was an officer, director, trustee, or direct or indirect owner? If "Yes," complete Schedule L, Part IV		✓
29 Did the organization receive more than \$25,000 in non-cash contributions? If "Yes," complete Schedule M		✓
30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? If "Yes," complete Schedule M		✓
31 Did the organization liquidate, terminate, or dissolve and cease operations? If "Yes," complete Schedule N, Part I		✓
32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? If "Yes," complete Schedule N, Part II		✓
33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? If "Yes," complete Schedule R, Part I		✓
34 Was the organization related to any tax-exempt or taxable entity? If "Yes," complete Schedule R, Parts II, III, IV, and V, line 1		✓
35 Is any related organization a controlled entity within the meaning of section 512(b)(13)? If "Yes," complete Schedule R, Part V, line 2		✓
36 Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? If "Yes," complete Schedule R, Part V, line 2		✓
37 Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? If "Yes," complete Schedule R, Part VI		✓
38 Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11 and 19? Note. All Form 990 filers are required to complete Schedule O.	✓	

Part V Statements Regarding Other IRS Filings and Tax Compliance

		Yes	No
1a	Enter the number reported in Box 3 of Form 1096, Annual Summary and Transmittal of U S Information Returns. Enter -0- if not applicable		
	1a 44		
b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable		
	1b 0		
c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	✓	
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return		
	2a 0		
b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns?		
Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file this return. (see instructions)			
3a	Did the organization have unrelated business gross income of \$1,000 or more during the year covered by this return?		✓
b	If "Yes," has it filed a Form 990-T for this year? If "No," provide an explanation in Schedule O		
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?		✓
b	If "Yes," enter the name of the foreign country: See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts		
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?		✓
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?		✓
c	If "Yes" to line 5a or 5b, did the organization file Form 8886-T, Disclosure by Tax-Exempt Entity Regarding Prohibited Tax Shelter Transaction?		
6a	Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible?		✓
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		
7	Organizations that may receive deductible contributions under section 170(c).		
a	Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?	✓	
b	If "Yes," did the organization notify the donor of the value of the goods or services provided?	✓	
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?		✓
d	If "Yes," indicate the number of Forms 8282 filed during the year		
	7d		
e	Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		✓
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		✓
g	For all contributions of qualified intellectual property, did the organization file Form 8899 as required?		✓
h	For contributions of cars, boats, airplanes, and other vehicles, did the organization file a Form 1098-C as required?		✓
8	Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations. Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?		
9	Sponsoring organizations maintaining donor advised funds.		
a	Did the organization make any taxable distributions under section 4966?		
b	Did the organization make a distribution to a donor, donor advisor, or related person?		
10	Section 501(c)(7) organizations. Enter.		
a	Initiation fees and capital contributions included on Part VIII, line 12	10a	
b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities	10b	
11	Section 501(c)(12) organizations. Enter.		
a	Gross income from members or shareholders	11a	
b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them)	11b	
12a	Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?	12a	
b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year.	12b	

Part VI Governance, Management, and Disclosure For each "Yes" response to lines 2 through 7b below, and for a "No" response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

Section A. Governing Body and Management

		Yes	No
1a	Enter the number of voting members of the governing body		
1b	Enter the number of voting members that are independent		
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?		✓
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person?		✓
4	Did the organization make any significant changes to its organizational documents since the prior Form 990 was filed?	✓	
5	Did the organization become aware during the year of a material diversion of the organization's assets?		✓
6	Does the organization have members or stockholders?		✓
7a	Does the organization have members, stockholders, or other persons who may elect one or more members of the governing body?		✓
7b	Are any decisions of the governing body subject to approval by members, stockholders, or other persons?		✓
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:		
a	The governing body?	✓	
b	Each committee with authority to act on behalf of the governing body?	✓	
9a	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O		✓

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code.)

		Yes	No
10a	Does the organization have local chapters, branches, or affiliates?		✓
10b	If "Yes," does the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with those of the organization?		
11	Has the organization provided a copy of this Form 990 to all members of its governing body before filing the form?	✓	
11A	Describe in Schedule O the process, if any, used by the organization to review this Form 990		
12a	Does the organization have a written conflict of interest policy? If "No," go to line 13	✓	
12b	Are officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	✓	
12c	Does the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this is done	✓	
13	Does the organization have a written whistleblower policy?	✓	
14	Does the organization have a written document retention and destruction policy?	✓	
15	Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?		
15a	The organization's CEO, Executive Director, or top management official		✓
15b	Other officers or key employees of the organization		✓
	If "Yes" to line 15a or 15b, describe the process in Schedule O. (See instructions)		
16a	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?		✓
16b	If "Yes," has the organization adopted a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and taken steps to safeguard the organization's exempt status with respect to such arrangements?		

Section C. Disclosure

- 17** List the states with which a copy of this Form 990 is required to be filed ► OKLAHOMA
- 18** Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection. Indicate how you make these available. Check all that apply
 Own website Another's website Upon request
- 19** Describe in Schedule O whether (and if so, how), the organization makes its governing documents, conflict of interest policy, and financial statements available to the public
- 20** State the name, physical address, and telephone number of the person who possesses the books and records of the organization: ► DIANE JACKSON, 400 CIVIC CENTER, TULSA, OK 74103, (918) 549-7377

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

1a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year. Use Schedule J-2 if additional space is needed.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
- List all of the organization's **current** key employees. See instructions for definition of "key employee."
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.
- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.
- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

List persons in the following order: individual trustees or directors; institutional trustees; officers, key employees, highest compensated employees; and former such persons.

Check this box if the organization did not compensate any current officer, director, or trustee

(A) Name and Title	(B) Average hours per week	(C) Position (check all that apply)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
BONNIE HENKE PRESIDENT	0	✓		✓				0	0	0
RIK HELMERICH VICE PRESIDENT	0	✓		✓				0	0	0
ANN SHANNON CASSIDY SECRETARY/TREASURER	0	✓		✓				0	0	0
KATHIE COYLE PRESIDENT ELECT	0	✓		✓				0	0	0
ROBIN F BALLENGER MEMBER	0	✓						0	0	0
SCOTT A GRAHAM MEMBER	0	✓						0	0	0
JUDY KISHNER MEMBER	0	✓						0	0	0
RUTH NELSON MEMBER	0	✓						0	0	0
JANA SHOULDERS MEMBER	0	✓						0	0	0
RITA SINGER MEMBER	0	✓						0	0	0
VACANT MEMBER	0	✓						0	0	0

Part VIII Statement of Revenue

			(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514	
Contributions, gifts, grants and other similar amounts	1a Federated campaigns	1a					
	b Membership dues	1b					
	c Fundraising events	1c					
	d Related organizations	1d					
	e Government grants (contributions)	1e					
	f All other contributions, gifts, grants, and similar amounts not included above	1f	661,226				
	g Noncash contributions included in lines 1a-1f \$						
h Total. Add lines 1a-1f		661,226					
Program Service Revenue	Business Code						
	2a						
	b						
	c						
	d						
	e						
	f All other program service revenue						
g Total. Add lines 2a-2f							
Other Revenue	3 Investment income (including dividends, interest, and other similar amounts)		263,373			263,373	
	4 Income from investment of tax-exempt bond proceeds						
	5 Royalties						
	6a Gross Rents	(i) Real	(ii) Personal				
		b Less rental expenses					
		c Rental income or (loss)					
	d Net rental income or (loss)						
	7a Gross amount from sales of assets other than inventory	(i) Securities	(ii) Other				
		b Less cost or other basis and sales expenses					
		c Gain or (loss)					
	d Net gain or (loss)						
	8a Gross income from fundraising events (not including \$ of contributions reported on line 1c) See Part IV, line 18	a	21,072				
		b Less direct expenses	b	3,055			
		c Net income or (loss) from fundraising events		18,017	18,017		
	9a Gross income from gaming activities. See Part IV, line 19	a					
b Less direct expenses		b					
c Net income or (loss) from gaming activities							
10a Gross sales of inventory, less returns and allowances	a						
	b Less cost of goods sold	b					
	c Net income or (loss) from sales of inventory						
Miscellaneous Revenue		Business Code					
11a SPONSORSHIPS, PROGRAMS			59,669	59,669			
b							
c							
d All other revenue							
e Total. Add lines 11a-11d			59,669				
12 Total revenue. See instructions			1,002,285	77,686		263,373	

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns.

All other organizations must complete column (A) but are not required to complete columns (B), (C), and (D).

<i>Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.</i>	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the U S See Part IV, line 21				
2 Grants and other assistance to individuals in the U S See Part IV, line 22	2,000	2,000		
3 Grants and other assistance to governments, organizations, and individuals outside the U S See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees				
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages				
8 Pension plan contributions (include section 401(k) and section 403(b) employer contributions)				
9 Other employee benefits				
10 Payroll taxes				
11 Fees for services (non-employees)				
a Management				
b Legal				
c Accounting	17,500		17,500	
d Lobbying				
e Professional fundraising services See Part IV, line 17				
f Investment management fees				
g Other				
12 Advertising and promotion				
13 Office expenses	32,392		31,427	965
14 Information technology				
15 Royalties				
16 Occupancy				
17 Travel				
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	2,345	2,345		
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	16,597	16,597		
23 Insurance				
24 Other expenses Itemize expenses not covered above (Expenses grouped together and labeled miscellaneous may not exceed 5% of total expenses shown on line 25 below)				
a MATERIALS	85,678	85,678		
b AUTHOR DINNER	92,189	92,189		
c SUMMER READING PROGRAM	76,901	76,901		
d CAPITAL	290,152	290,152		
e FIRST BOOKS/GIVEAWAYS	115,430	115,430		
f All other expenses	408,580	408,334		246
25 Total functional expenses. Add lines 1 through 24f	1,139,764	1,089,626	48,927	1,211
26 Joint costs. Check here <input type="checkbox"/> if following SOP 98-2. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation				

Part X Balance Sheet

		(A) Beginning of year		(B) End of year
	1 Cash—non-interest-bearing	375,946	1	612,339
	2 Savings and temporary cash investments		2	
	3 Pledges and grants receivable, net	139,894	3	15,000
	4 Accounts receivable, net		4	
	5 Receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L		5	
Assets	6 Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) Complete Part II of Schedule L		6	
	7 Notes and loans receivable, net	4,441	7	0
	8 Inventories for sale or use		8	
	9 Prepaid expenses and deferred charges		9	
	10a Land, buildings, and equipment cost or other basis Complete Part VI of Schedule D	618,600		
	b Less accumulated depreciation	188,104	447,093	10c 430,496
	11 Investments—publicly traded securities		11	
	12 Investments—other securities See Part IV, line 11		12	
	13 Investments—program-related See Part IV, line 11		13	
	14 Intangible assets		14	
	15 Other assets See Part IV, line 11	9,844,900	15	10,874,978
16 Total assets. Add lines 1 through 15 (must equal line 34)	10,812,274	16	11,932,813	
Liabilities	17 Accounts payable and accrued expenses	8,037	17	15,589
	18 Grants payable		18	
	19 Deferred revenue		19	
	20 Tax-exempt bond liabilities		20	
	21 Escrow or custodial account liability. Complete Part IV of Schedule D		21	
	22 Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons Complete Part II of Schedule L		22	
	23 Secured mortgages and notes payable to unrelated third parties		23	
	24 Unsecured notes and loans payable to unrelated third parties		24	
	25 Other liabilities Complete Part X of Schedule D	160,677	25	91,979
	26 Total liabilities. Add lines 17 through 25	168,714	26	107,568
Net Assets or Fund Balances	Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.			
	27 Unrestricted net assets	804,667	27	1,299,259
	28 Temporarily restricted net assets	9,838,893	28	10,525,986
	29 Permanently restricted net assets		29	
	Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 30 through 34.			
	30 Capital stock or trust principal, or current funds		30	
	31 Paid-in or capital surplus, or land, building, or equipment fund		31	
	32 Retained earnings, endowment, accumulated income, or other funds		32	
33 Total net assets or fund balances	10,643,560	33	11,825,245	
34 Total liabilities and net assets/fund balances	10,812,274	34	11,932,813	

Part XI Financial Statements and Reporting

	Yes	No
<p>1 Accounting method used to prepare the Form 990: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other _____ If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O</p>		
2a Were the organization's financial statements compiled or reviewed by an independent accountant? . . .		✓
b Were the organization's financial statements audited by an independent accountant?	✓	
c If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O	✓	
d If "Yes" to line 2a or 2b, check a box below to indicate whether the financial statements for the year were issued on a consolidated basis, separate basis, or both <input checked="" type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis		
3a As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?		✓
b If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits		

SCHEDULE A
(Form 990 or 990-EZ)

Public Charity Status and Public Support

OMB No 1545-0047

2009

Open to Public Inspection

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.

Department of the Treasury
Internal Revenue Service

Name of the organization

Employer identification number

TULSA LIBRARY TRUST

51 : 0165881

Part I Reason for Public Charity Status (All organizations must complete this part.) See instructions

The organization is not a private foundation because it is: (For lines 1 through 11, check only one box.)

- 1 A church, convention of churches, or association of churches described in section 170(b)(1)(A)(i).
- 2 A school described in section 170(b)(1)(A)(ii). (Attach Schedule E)
- 3 A hospital or a cooperative hospital service organization described in section 170(b)(1)(A)(iii).
- 4 A medical research organization operated in conjunction with a hospital described in section 170(b)(1)(A)(iii). Enter the hospital's name, city, and state: _____
- 5 An organization operated for the benefit of a college or university owned or operated by a governmental unit described in section 170(b)(1)(A)(iv). (Complete Part II.)
- 6 A federal, state, or local government or governmental unit described in section 170(b)(1)(A)(v).
- 7 An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in section 170(b)(1)(A)(vi). (Complete Part II.)
- 8 A community trust described in section 170(b)(1)(A)(vi). (Complete Part II.)
- 9 An organization that normally receives (1) more than 33 1/3 % of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions—subject to certain exceptions, and (2) no more than 33 1/3 % of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See section 509(a)(2). (Complete Part III.)
- 10 An organization organized and operated exclusively to test for public safety. See section 509(a)(4).
- 11 An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2). See section 509(a)(3). Check the box that describes the type of supporting organization and complete lines 11e through 11h.
 - a Type I b Type II c Type III—Functionally integrated d Type III—Other
- e By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2).
- f If the organization received a written determination from the IRS that it is a Type I, Type II, or Type III supporting organization, check this box
- g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?
 - (i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?
 - (ii) A family member of a person described in (i) above?
 - (iii) A 35% controlled entity of a person described in (i) or (ii) above?

	Yes	No
11g(i)		
11g(ii)		
11g(iii)		

h Provide the following information about the supported organization(s).

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1–9 above or IRC section (see instructions))	(iv) Is the organization in col. (i) listed in your governing document?		(v) Did you notify the organization in col. (i) of your support?		(vi) Is the organization in col. (i) organized in the U.S.?		(vii) Amount of support
			Yes	No	Yes	No	Yes	No	
Total									

Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)
 (Complete only if you checked the box on line 5, 7, or 8 of Part I.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants")						
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 through 3						
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						
6 Public support. Subtract line 5 from line 4						

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
7 Amounts from line 4						
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income Do not include gain or loss from the sale of capital assets (Explain in Part IV)						
11 Total support. Add lines 7 through 10						
12 Gross receipts from related activities, etc (see instructions)					12	
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here ▶ <input type="checkbox"/>						

Section C. Computation of Public Support Percentage

14 Public support percentage for 2009 (line 6, column (f) divided by line 11, column (f))	14	%
15 Public support percentage from 2008 Schedule A, Part II, line 14	15	%
16a 33 1/3 % support test—2009. If the organization did not check the box on line 13, and line 14 is 33 1/3 % or more, check this box and stop here. The organization qualifies as a publicly supported organization ▶ <input type="checkbox"/>		
b 33 1/3 % support test—2008. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3 % or more, check this box and stop here. The organization qualifies as a publicly supported organization ▶ <input type="checkbox"/>		
17a 10%-facts-and-circumstances test—2009. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test The organization qualifies as a publicly supported organization ▶ <input type="checkbox"/>		
b 10%-facts-and-circumstances test—2008. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test The organization qualifies as a publicly supported organization ▶ <input type="checkbox"/>		
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions ▶ <input type="checkbox"/>		

Part III Support Schedule for Organizations Described in Section 509(a)(2)
(Complete only if you checked the box on line 9 of Part I.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")	1,439,321	1,570,950	1,001,351	2,025,633	457,369	6,494,624
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose	116,909	182,191	124,144	338,851	70,647	832,742
3 Gross receipts from activities that are not an unrelated trade or business under section 513						0
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						0
5 The value of services or facilities furnished by a governmental unit to the organization without charge						0
6 Total. Add lines 1 through 5	1,556,230	1,753,141	1,125,495	2,364,484	528,016	7,327,366
7a Amounts included on lines 1, 2, and 3 received from disqualified persons	748,733	265,131	958,486	472,050	149,009	2,593,409
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year	0	0	0	0	0	0
c Add lines 7a and 7b	748,733	265,131	958,486	472,050	149,009	2,593,409
8 Public support (Subtract line 7c from line 6)						4,733,957

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
9 Amounts from line 6	1,556,230	1,753,141	1,125,495	2,364,484	528,016	7,327,366
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	273,531	325,023	337,537	332,858	263,373	1,532,322
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						0
c Add lines 10a and 10b	273,531	325,023	337,537	332,858	263,373	1,532,322
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						0
12 Other income Do not include gain or loss from the sale of capital assets (Explain in Part IV)						0
13 Total support. (Add lines 9, 10c, 11, and 12)	1,829,761	2,078,164	1,463,032	2,697,342	791,389	8,859,688

14 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here

Section C. Computation of Public Support Percentage

15 Public support percentage for 2009 (line 8, column (f) divided by line 13, column (f))	15	53.4 %
16 Public support percentage from 2008 Schedule A, Part III, line 15	16	56.7 %

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2009 (line 10c, column (f) divided by line 13, column (f))	17	17.3 %
18 Investment income percentage from 2008 Schedule A, Part III, line 17	18	15.7 %

19a 33 1/3 % support tests – 2009. If the organization did not check the box on line 14, and line 15 is more than 33 1/3 %, and line 17 is not more than 33 1/3 %, check this box and stop here. The organization qualifies as a publicly supported organization

b 33 1/3 % support tests – 2008. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3 %, and line 18 is not more than 33 1/3 %, check this box and stop here. The organization qualifies as a publicly supported organization

20 Private foundation. If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions

**SCHEDULE D
(Form 990)**

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

▶ Complete if the organization answered "Yes," to Form 990, Part IV, line 6, 7, 8, 9, 10, 11, or 12.
▶ Attach to Form 990. ▶ See separate instructions.

OMB No 1545-0047

2009

Open to Public Inspection

Name of the organization

TULSA LIBRARY TRUST

Employer identification number

51 : 0165881

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the organization answered "Yes" to Form 990, Part IV, line 6.

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year		
2 Aggregate contributions to (during year)		
3 Aggregate grants from (during year)		
4 Aggregate value at end of year		

5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control? Yes No

6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit? Yes No

Part II Conservation Easements. Complete if the organization answered "Yes" to Form 990, Part IV, line 7.

- 1 Purpose(s) of conservation easements held by the organization (check all that apply).
- Preservation of land for public use (e.g., recreation or pleasure) Preservation of an historically important land area
- Protection of natural habitat Preservation of a certified historic structure
- Preservation of open space
- 2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year
- | | Held at the End of the Tax Year |
|--|---------------------------------|
| a Total number of conservation easements | 2a |
| b Total acreage restricted by conservation easements | 2b |
| c Number of conservation easements on a certified historic structure included in (a) | 2c |
| d Number of conservation easements included in (c) acquired after 8/17/06 | 2d |
- 3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ▶
- 4 Number of states where property subject to conservation easement is located ▶
- 5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds? Yes No
- 6 Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year ▶
- 7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ▶ \$
- 8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)? Yes No
- 9 In Part XIV, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.

Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

- 1a If the organization elected, as permitted under SFAS 116, not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIV, the text of the footnote to its financial statements that describes these items
- b If the organization elected, as permitted under SFAS 116, to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items
- (i) Revenues included in Form 990, Part VIII, line 1 ▶ \$
- (ii) Assets included in Form 990, Part X ▶ \$
- 2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 relating to these items
- a Revenues included in Form 990, Part VIII, line 1 ▶ \$
- b Assets included in Form 990, Part X ▶ \$

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets (continued)

- 3** Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply)
- a** Public exhibition
 - b** Scholarly research
 - c** Preservation for future generations
 - d** Loan or exchange programs
 - e** Other
- 4** Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIV
- 5** During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? Yes No

Part IV Escrow and Custodial Arrangements. Complete if the organization answered "Yes" to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

- 1a** Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X? Yes No
- b** If "Yes," explain the arrangement in Part XIV and complete the following table:
- | | Amount |
|--|-----------|
| c Beginning balance | 1c |
| d Additions during the year | 1d |
| e Distributions during the year | 1e |
| f Ending balance | 1f |
- 2a** Did the organization include an amount on Form 990, Part X, line 21? Yes No
- b** If "Yes," explain the arrangement in Part XIV

Part V Endowment Funds. Complete if the organization answered "Yes" to Form 990, Part IV, line 10

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance					
b Contributions					
c Net investment earnings, gains, and losses					
d Grants or scholarships					
e Other expenditures for facilities and programs					
f Administrative expenses					
g End of year balance					

- 2** Provide the estimated percentage of the year end balance held as
- a** Board designated or quasi-endowment ▶ %
 - b** Permanent endowment ▶ %
 - c** Term endowment ▶ %
- 3a** Are there endowment funds not in the possession of the organization that are held and administered for the organization by
- | | Yes | No |
|------------------------------------|---------------|----|
| (i) unrelated organizations | 3a(i) | |
| (ii) related organizations | 3a(ii) | |
- b** If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R? Yes No
- 4** Describe in Part XIV the intended uses of the organization's endowment funds

Part VI Investments—Land, Buildings, and Equipment. See Form 990, Part X, line 10.

Description of investment	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land		120,678		120,678
b Buildings		497,922	188,104	309,818
c Leasehold improvements				
d Equipment				
e Other				
Total. Add lines 1a through 1e (Column (d) must equal Form 990, Part X, column (B), line 10(c))				430,496

Part XI Reconciliation of Change in Net Assets from Form 990 to Audited Financial Statements

1	Total revenue (Form 990, Part VIII, column (A), line 12)	1	1,002,285
2	Total expenses (Form 990, Part IX, column (A), line 25)	2	1,139,764
3	Excess or (deficit) for the year. Subtract line 2 from line 1	3	(137,479)
4	Net unrealized gains (losses) on investments	4	1,319,164
5	Donated services and use of facilities	5	
6	Investment expenses	6	
7	Prior period adjustments	7	
8	Other (Describe in Part XIV)	8	
9	Total adjustments (net). Add lines 4 through 8	9	1,319,164
10	Excess or (deficit) for the year per audited financial statements. Combine lines 3 and 9	10	1,181,685

Part XII Reconciliation of Revenue per Audited Financial Statements With Revenue per Return

1	Total revenue, gains, and other support per audited financial statements	1	2,324,504
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12		
a	Net unrealized gains on investments	2a	1,319,164
b	Donated services and use of facilities	2b	
c	Recoveries of prior year grants	2c	
d	Other (Describe in Part XIV)	2d	3,055
e	Add lines 2a through 2d	2e	1,322,219
3	Subtract line 2e from line 1	3	1,002,285
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIV)	4b	
c	Add lines 4a and 4b	4c	0
5	Total revenue. Add lines 3 and 4c. (This must equal Form 990, Part I, line 12)	5	1,002,285

Part XIII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return

1	Total expenses and losses per audited financial statements	1	1,142,819
2	Amounts included on line 1 but not on Form 990, Part IX, line 25		
a	Donated services and use of facilities	2a	
b	Prior year adjustments	2b	
c	Other losses	2c	
d	Other (Describe in Part XIV)	2d	3,055
e	Add lines 2a through 2d	2e	3,055
3	Subtract line 2e from line 1	3	1,139,764
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIV)	4b	
c	Add lines 4a and 4b	4c	0
5	Total expenses. Add lines 3 and 4c. (This must equal Form 990, Part I, line 18)	5	1,139,764

Part XIV Supplemental Information

Complete this part to provide the descriptions required for Part II, lines 3, 5, and 9, Part III, lines 1a and 4, Part IV, lines 1b and 2b, Part V, line 4, Part X, line 2; Part XI, line 8, Part XII, lines 2d and 4b; and Part XIII, lines 2d and 4b. Also complete this part to provide any additional information.

SCHEDULE D, PART XII, LINE 2D - SPECIAL EVENT DIRECT EXPENSES OF \$3,055

SCHEDULE D, PART XIII, LINE 2D - SPECIAL EVENT DIRECT EXPENSES OF \$3,055

Part II Fundraising Events. Complete if the organization answered "Yes" to Form 990, Part IV, line 18, or reported more than \$15,000 on Form 990-EZ, line 6a. List events with gross receipts greater than \$5,000.

		(a) Event #1 LITERACY-CHAPT (event type)	(b) Event #2 (event type)	(c) Other events (total number)	(d) Total events (add col (a) through col (c))	
Revenue	1	Gross receipts	21,072		21,072	
	2	Less Charitable contributions				
	3	Gross income (line 1 minus line 2)	21,072		21,072	
Direct Expenses	4	Cash prizes				
	5	Noncash prizes				
	6	Rent/facility costs				
	7	Food and beverages				
	8	Entertainment				
	9	Other direct expenses	3,055		3,055	
	10	Direct expense summary. Add lines 4 through 9 in column (d)				(3,055)
	11	Net income summary. Combine line 3, column (d), and line 10				18,017

Part III Gaming. Complete if the organization answered "Yes" to Form 990, Part IV, line 19, or reported more than \$15,000 on Form 990-EZ, line 6a.

		(a) Bingo	(b) Pull tabs/instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming (add col (a) through col (c))	
Revenue	1	Gross revenue				
Direct Expenses	2	Cash prizes				
	3	Noncash prizes				
	4	Rent/facility costs				
	5	Other direct expenses				
	6	Volunteer labor	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	
	7	Direct expense summary. Add lines 2 through 5 in column (d)				()
	8	Net gaming income summary. Combine line 1, column d, and line 7				

		Yes	No
9	Enter the state(s) in which the organization operates gaming activities: _____		
a	Is the organization licensed to operate gaming activities in each of these states?	9a	
b	If "No," explain _____		
10a	Were any of the organization's gaming licenses revoked, suspended or terminated during the tax year?	10a	
b	If "Yes," explain _____		
11	Does the organization operate gaming activities with nonmembers?	11	
12	Is the organization a grantor, beneficiary or trustee of a trust or a member of a partnership or other entity formed to administer charitable gaming?	12	

			Yes	No
13 Indicate the percentage of gaming activity operated in	a The organization's facility	13a	%	
	b An outside facility	13b	%	
14 Enter the name and address of the person who prepares the organization's gaming/special events books and records:				
Name ▶				
Address ▶				
15a Does the organization have a contract with a third party from whom the organization receives gaming revenue?				
b If "Yes," enter the amount of gaming revenue received by the organization ▶ \$ and the amount of gaming revenue retained by the third party ▶ \$				
c If "Yes," enter name and address of the third party				
Name ▶				
Address ▶				
16 Gaming manager information				
Name ▶				
Gaming manager compensation ▶ \$				
Description of services provided ▶				
<input type="checkbox"/> Director/officer <input type="checkbox"/> Employee <input type="checkbox"/> Independent contractor				
17 Mandatory distributions				
a Is the organization required under state law to make charitable distributions from the gaming proceeds to retain the state gaming license?				
b Enter the amount of distributions required under state law to be distributed to other exempt organizations or spent in the organization's own exempt activities during the tax year ▶ \$				

**SCHEDULE O
(Form 990)**

Department of the Treasury
Internal Revenue Service

Name of the organization

TULSA LIBRARY TRUST

Supplemental Information to Form 990

Complete to provide information for responses to specific questions on
Form 990 or to provide any additional information.

▶ Attach to Form 990.

OMB No 1545-0047

2009

**Open to Public
Inspection**

Employer identification number

51 : 0165881

FORM 990, PART III, LINE 4D - OTHER PROGRAM SERVICES DESCRIPTION

THE TULSA LIBRARY TRUST SUPPORTS THE TULSA CITY-COUNTY LIBRARY'S EFFORTS TO PROVIDE SERVICES TO THE HALF-MILLION CHILDREN, TEENS AND ADULTS WHO USE THE LIBRARY. THE TRUST STRIVES TO CULTIVATE THE LOVE OF READING AND LIFELONG LEARNING BY OFFERING UNIQUE PROGRAMS, SERVICES AND RESOURCES TO COMMUNITIES IN TULSA COUNTY. THESE PROGRAMS, SERVICES, AND RESOURCES INCLUDE:

- 1) LITERACY TUTORS
- 2) STAFF RECOGNITION AWARDS
- 3) VOLUNTEER RECOGNITION AWARDS
- 4) AUTHOR PROGRAMS
- 5) LANDSCAPING
- 6) YOUNG PEOPLE'S CREATIVE WRITING CONTEST
- 7) TEEN TEAM (TEEN VOLUNTEERS)
- 8) POETRY WRITING CONTEST
- 9) RETIREMENT GIFTS
- 10) PROFESSIONAL CONFERENCES - LIBRARIANS
- 11) LET'S TRY IT FUND
- 12) GOING GREEN (CONSERVATION) PROGRAMMING
- 13) SENIOR CITIZEN PROGRAMS
- 14) PAWS READING PROGRAM (CHILDREN READ OUT LOUD TO THERAPY DOGS)
- 15) CHILDREN AND YOUTH PROGRAMMING
- 16) BOOK BAGS
- 17) ADULT AND TEEN READING PROGRAMS
- 18) LITERACY PROGRAMS
- 19) FIRST BOOKS (GIVEAWAY BOOKS TO KINDERGARTENERS)
- 20) AFRICAN AMERICAN RESOURCE CENTER PROGRAMMING

Name of the organization

TULSA LIBRARY TRUST

Employer identification number

51 : 0165881

FORM 990, PART III, LINE 4D - OTHER PROGRAM SERVICES DESCRIPTION (CONTINUED)

21) HISPANIC RESOURCE CENTER PROGRAMMING

22) AMERICAN INDIAN PROGRAMMING

23) GENEALOGY PROGRAMMING

24) SMALL BUSINESS PROGRAMMING

25) CHILDREN'S THEATER SERIES

26) BOOKMOBILE/OUTREACH PROGRAMMING

27) ASIAN AMERICAN FESTIVAL

28) RENAISSANCE FAIRE

FORM 990, PART VI, LINE 4 - DID THE ORGANIZATION MAKE ANY SIGNIFICANT CHANGES TO ORGANIZATIONAL DOCUMENTS SINCE THE PRIOR FORM 990 WAS FILED

THE TULSA LIBRARY TRUST AGREEMENT WAS AMENDED AND RESTATED IN JUNE, 2009. A COPY OF THE DOCUMENT IS ATTACHED. SUBSTANTIVE CHANGES ARE AS FOLLOWS:

SECTION 1 - ELECTION OF TRUSTEES:

A) THE STAGGERING OF THE TERMS OF TRUSTEE SERVICE IS NOW DIVIDED INTO THREE CLASSES. SUCCESSIVE TERMS WILL BEGIN ON JANUARY 1.

B) TRUSTEE TERM LIMITATIONS WERE REDUCED FROM FOUR TO THREE SUCCESSIVE THREE YEAR TERMS

C) THE FOLLOWING SECTIONS ARE ADDITIONS COVERED UNDER SECTION 1:

2. SERVICE WITHOUT BOND AND RESIGNATIONS

3. PROCESS TO REMOVE TRUSTEE FROM OFFICE

5. INDEMNIFIES TRUSTEES FROM PERSONAL LIABILITY

6. ASSERTING THE POWERS OF TRUSTEES AS SET FORTH IN THE DOCUMENT

THE FOLLOWING SECTIONS ARE SUBSTANTIVE ADDITIONS TO THE AMENDED AND RESTATED TRUST AGREEMENT:

SECTION V - PURPOSES AND DURATION

SECTION VI - GENERAL PROVISIONS RELATING TO TRUST

SECTION VII - REVOCATION AND AMENDMENTS

Name of the organization

TULSA LIBRARY TRUST

Employer identification number

51 : 0165881

FORM 990, PART VI, LINE 4 - DID THE ORGANIZATION MAKE ANY SIGNIFICANT CHANGES TO ORGANIZATIONAL

DOCUMENTS SINCE THE PRIOR FORM 990 WAS FILED (CONTINUED)

SECTION VIII - MISCELLANEOUS

FORM 990, PART VI, LINE 12C - DOES THE ORGANIZATION REGULARLY AND CONSISTENTLY MONITOR AND ENFORCE COMPLIANCE WITH THIS POLICY?

THE TRUST BOARD SIGNS THE CONFLICT OF INTEREST DISCLOSURE FORMS EACH YEAR AT ITS ANNUAL MEETING

FORM 990, PART VI, LINE 19 - OTHER ORGANIZATION DOCUMENTS PUBLICLY AVAILABLE

THESE DOCUMENTS ARE PROVIDED UPON REQUEST FROM THE PUBLIC

AMENDED AND RESTATED
TRUST AGREEMENT
FOR THE
TULSA LIBRARY TRUST

~~WHEREAS, under date of July 20, 1972, FRIENDS OF THE TULSA CITY-COUNTY LIBRARIES, INC. ("Friends") executed a Trust Agreement creating the Tulsa Library Trust (the "Trust");~~

WHEREAS, Friends is an Oklahoma not-for-profit corporation which promotes the interest of the public in literature and supports the Tulsa City-County Library System (the "System"),

WHEREAS, Friends established the Trust to form a vehicle to receive and administer endowments to and for the benefit of the System, and for the advancement of literature and library science;

WHEREAS, the Tulsa City-County Library Commission (the "Commission") is a body created by law that serves the purpose of constructing, managing and operating the System;

WHEREAS, the Trust Agreement creating the Trust was amended on the 6th day of December, 1984 and the 1st day of November, 1999;

WHEREAS, the Trust Agreement may now be amended from time to time by written instrument executed by Friends and the Commission and concurred in by a majority of the Trustees;

NOW, THEREFORE, Friends and the Commission do hereby amend and restate the Trust Agreement, as previously amended, in its entirety so that it will be contained in one document, as follows:

SECTION I
Election of Trustees

1 The Board of Trustees of the Trust shall consist of eleven Trustees. The Board shall be classified with respect to the time for which they serve as Trustees as follows:

a CLASS I shall consist of those four Trustees elected for a term of three years commencing July 1, 2006.

b. CLASS II shall be those three Trustees elected for a term of three years commencing July 1, 2007.

c. CLASS III shall be those four Trustees elected for a term of three years commencing July 1, 2008.

During the annual Board meeting each year, the successors to CLASS I, CLASS II and CLASS III Trustees whose terms shall expire that year shall be elected to hold office for the term of three years so that the term of office of approximately one-third of the Trustees shall expire in each year. The term of office for the successor Trustees shall commence on the following January 1. Trustees shall be limited to three successive three-year terms, but may be reappointed after one year has elapsed.

2. Any individual acting as a Trustee hereunder shall serve without bond and may resign from office at any time and for any reason without leave of court. Any such resignation shall be evidenced by written instrument signed, acknowledged and delivered to the President of the Trust then in office, and shall be effective upon acknowledgment of delivery by such President.

3. Any Trustee may be removed from office by the affirmative vote of two-thirds of the Trustees at any regular or special meeting called for that purpose for conduct detrimental to the Trust, for lack of sympathy with the objectives of the Trust, or for three consecutive unexcused absences from regular meetings.

4. Whenever the office of a Trustee becomes vacant (such as in the case of death, resignation or removal), a majority of the remaining Trustees may appoint a replacement to serve for the remainder of the unexpired term.

5. No successor Trustee shall be personally liable for any act or omission of any predecessor Trustee or of a custodian, agent, depository or counsel selected with reasonable care. Any successor Trustee may accept, without audit, examination or review, the accounts rendered and the property delivered by or for a predecessor Trustee or without incurring liability or responsibility for so doing.

6. The Trustees shall have the power and authority with respect to the Trust estate, shall be charged with the duties and obligations, and shall be subject to the limitations and restrictions hereinafter specifically set forth.

SECTION II Election of Officers

1. Officers of the Trust shall be a President, President-Elect, Vice-President, and Secretary-Treasurer, whose duties shall be those usual to the respective offices. These officers shall be elected at the annual meeting each year and shall hold office for one year.

2. No officer shall hold more than one office at a time and no Trustee shall be eligible to serve more than three consecutive terms in the same office.

3. Any officer may resign at any time for any reason without leave of court by giving written notice to the President. Any such resignation shall be evidenced by written instrument signed, acknowledged and delivered to the President of the Trust, and shall be effective upon the replacement officer taking office, or upon acknowledgment of delivery by such President.

4. Whenever the office of an officer becomes vacant (such as in the case of death, resignation or removal), a majority of the Trustees may elect a replacement to serve for the remainder of the unexpired term.

SECTION III Committees

Trustees may establish such standing or special committees as a majority of the Trustees may from time to time deem necessary. The Chairs of such committees shall at all times be Trustees, but membership need not be restricted to Trustees.

SECTION IV Meetings

1. Regular meetings shall be held quarterly during the year as determined by the Trustees
2. Special meetings may be called by the President or by a majority of the Trustees.
3. A simple majority of the Trustees shall constitute a quorum for the transaction of business at any meeting and the act of the majority of the Trustees present at any meeting at which a quorum is present shall be the act of the Board of Trustees.

SECTION V Purposes and Duration

1. The purposes of the Trust shall be exclusively charitable and educational, specifically to increase endowments and donor funding to improve and enhance the System's programs, collections, services, and librarian training and to advance literature and library science. Within that general purpose, the income from and corpus of the Trust shall be used in the manner determined by the Board of Trustees from time to time.
2. The principal and income of all property received and accepted by the Trustees to be administered under this Trust shall be held in trust by the Trustees, and the Trustees may make payments or distributions from income or principal, or both, of such amounts and for such charitable and educational purposes of the Trust as the Trustees shall from time to time select and determine, subject to any valid limitations imposed by the donor
3. The Trustees may receive and accept property, whether real, personal, or mixed, by way of gift, bequest, or devise, from any person, firm, trust, or corporation, to be held, administered, and disposed of in accordance with and pursuant to the provisions of this Trust; the Trustees may, but are not obligated to, receive and accept property that is restricted in its use or purposes, but no gift, bequest or devise of any such property shall be received and accepted if it be conditioned or limited in such manner as shall require the disposition of the income or its principal to any person or organization other than a "charitable organization" for other than "charitable purposes" or a state or local government for public purposes or as shall, in the opinion of the Trustees, jeopardize the Federal income tax exemption of this Trust pursuant to

Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), or corresponding provisions of any subsequent Federal tax laws. If a gift is accepted with restrictions, the Trustees are authorized to segregate such gift as may be determined in the discretion of the Trustees.

4 No part of the net earnings of this Trust shall inure or be payable to or for the benefit of any private shareholder or individual, and no substantial part of the activities of this Trust shall be the carrying on of propaganda, or otherwise attempting, to influence legislation. No part of the activities of this Trust shall be the participation in, or intervention in (including the publishing or distributing of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

5. The Trust shall continue forever unless the Trustees terminate it and distribute all of the principal and income, which action may be taken by the Trustees in the Trustees' discretion at any time. If the Trust is terminated, the assets thereof shall be distributed, in the discretion of the Trustees, to a successor trust or to a charitable organization formed under this subsection having substantially the same purposes as this Trust. Should there be no successor Trust or charitable organization formed under this subsection, the Trust assets shall be distributed to the Commission, or if it is no longer in existence, to Friends if it is then in existence and qualifies as an exempt organization under Section 501(c)(3) of the Code. Should none of the above options be available, the Trust assets shall be distributed in the discretion of the Trustees to a successor Trust or to a charitable organization having substantially the same purposes as this Trust, or to any state or local government then in existence having the same purposes and objectives of the Trust or of the Commission; provided, however, that in any event any distribution so made shall be subject to any valid restrictions, conditions or limitations then in existence established by the donor of any property so distributed. In all events, distributions of any property or assets of this Trust, as provided in this Trust, shall be made to an organization or organizations which qualify as an exempt organization under Section 501(c)(3) of the Code for one or more exempt purposes or to a state or local government for public purposes. The Trustees are authorized and empowered to form and organize a non-profit corporation limited to the uses and purposes provided for herein, such corporation to be organized under the laws of any state or under the laws of the United States as may be determined by the Trustees, such corporation when organized to have power to administer and control the affairs and property and to carry out the uses, objects and purposes of the Trust. Upon creation and organization of such corporation, the Trustees are authorized and empowered to convey, transfer and deliver to such corporation all the property and assets to which this Trust may be or become entitled. The charter, bylaws, and other provisions for the organization and management of such corporation and its affairs and property shall be such as the Trustees shall determine, consistent with the provisions of this subsection 5 of this SECTION V.

SECTION VI General Provisions Relating to Trust

1 In extension and not in limitation of the common law and statutory powers of Trustees and other power granted herein, the Trustees shall have the following discretionary powers:

a. To invest and reinvest the principal and income of this Trust in such property, real, personal, or mixed, and in such manner as the Trustees shall deem proper, and from time to time to change investments as the Trustees shall deem advisable; to invest in or retain any stocks, shares, bonds, notes, obligations, or personal or real property (including without limitation any interests in or obligations of any corporation, association, business trust, investment trust, common trust fund, or investment company) ~~although some or all of the property so acquired or retained is of a kind or size which but~~ for this express authority would not be considered proper; provided, however, in making investments, the Trustees shall exercise the judgment and care in the circumstances then prevailing, which men of prudence, discretion and intelligence exercise in the management of their own affairs, not in regard to speculation but in regard to the permanent disposition of their funds, considering the probable income as well as the probable safety of their capital.

b. To sell, lease, or exchange any personal, mixed, or real property, at public auction or by private contract, for such consideration and on such terms as to credit or otherwise, and to make such undertakings relating to the Trust property, as the Trustees consider advisable, whether or not such leases or contracts may extend beyond the duration of this Trust

c. To borrow money for such periods, at such rates of interest, and upon such terms as the Trustees consider advisable, and as security for such loans to mortgage or pledge any real or personal property with or without power of sale; to acquire or hold any real or personal property, subject to any mortgage or pledge, and to assume any mortgage or pledge on or of property acquired or held by this Trust.

d. To exercise any option or right with respect to any stocks, bonds or other securities of the Trust estate, and take any action necessary or proper in connection with any plan of operation, sale, lease, mortgage, consolidation, merger, exchange, reorganization, foreclosure, liquidation or dissolution as to any corporation in which the Trustees hold stocks, bonds, or other securities, and as to any of the property of such corporation; and the Trustees, when the Trustees deem it advisable, may execute a proxy to such person or persons as the Trustees may select to act for the Trustees in the exercise of those powers

e. To enter into Management Agreements with the Commission to manage and operate any real property owned by the Trust with terms and conditions acceptable to the Trustees

f. To hold all or any portion of the Trust estate in bearer form or in the name of a nominee or nominees, with or without disclosing the fiduciary relationship, provided the Trust property is at all times identified as such on the books of the Trust; the Trustees, however, shall be responsible for all acts and omissions of such nominee relating thereto.

g. To appoint an individual or corporation as Trustee to act with respect to any portion of the Trust estate which has a situs in jurisdictions in which the Trustees are

not qualified to act or wherein it is inconvenient for the Trustees to act, and have the power to remove each such appointee at any time, with or without cause; each such appointee shall have all of the powers herein granted to the Trustees with respect to the management of that portion of the Trust estate under his or its control, and shall transfer to the Trustees as soon as practicable all gross receipts derived from the portion of the Trust estate under his or its control.

h. To sell or exchange all or any portion of the Trust estate from time to time, upon such terms and conditions as the Trustees, in the Trustees' sole discretion, may determine, free from and discharged of the Trust, and may deliver good title thereto, and no purchaser at any such sale or exchange shall be obliged to see to the application of the money or other property received by the Trustees.

i. To abandon any property which the Trustees deem to be burdensome or valueless.

j. To determine, in the Trustees' sole discretion, the manner in which receipts and disbursements are allocated between principal and income.

k. To make distribution of the Trust estate, or any part thereof, in kind or in money or partly in each.

l. To employ a bank, trust company or other independent custodian approved by the Trustees as custodian of any funds or securities and delegate to it such powers as the Trustees deem appropriate.

m. To indemnify and advance expenses to a Trustee in connection with any action, suit or proceeding and to purchase and maintain insurance for such indemnity and expenses to the fullest extent permitted by, or not prohibited by, Oklahoma law.

n. To compromise, contest, submit to arbitration or settle all claims by or against this Trust or the Trustees.

o. To make, execute, acknowledge and deliver any and all deeds, leases, assignments and instruments, and otherwise do and perform all acts which the Trustees deem necessary or proper to carry out the terms and provisions of this Trust.

2 The Trustees are authorized to employ attorneys, accountants, investment advisors, investment managers, specialists, and such other agents as the Trustees shall deem necessary or desirable. The Trustees may consult with legal counsel and shall be fully protected in any action or non-action taken, permitted or suffered by the Trustees in good faith in accordance with the opinion of such counsel. The Trustees shall have the authority to appoint an investment manager or managers to manage all or any part of the assets of the Trust, and to delegate to each such manager investment discretion. Such appointment shall include the power to acquire and dispose of such assets. The Trustees may charge the compensation of such attorneys, accountants, investment advisors, investment managers, specialists, and other agents for services and any other related expenses against the Trust estate

3 The Trustees' powers are exercisable solely in a fiduciary capacity consistent with and in furtherance of the charitable purposes of this Trust as specified in SECTION V hereof and not otherwise.

SECTION VII Revocation and Amendments

1. This Trust shall be irrevocable, subject only to the right of the Trustees to terminate the Trust or incorporate the Trust in the manner and upon the conditions specified in subsection 5 of SECTION V hereof, and the power of the Trustees to amend under the terms set forth in subsection 2 of this SECTION VII, to the extent that such exercise of the power to amend may be deemed to constitute a partial revocation.

2 This Trust Agreement may be amended at any time or from time to time by written instrument or instruments signed by and acknowledged by the Trustees, provided that no amendment shall authorize the Trustees to conduct the affairs of this Trust in any manner or for any purpose contrary to the provisions of Section 501(c)(3) of the Code, or corresponding provisions of any subsequent Federal tax law. All instruments amending this Trust Agreement shall be noted upon or kept attached to the executed original of this Trust Agreement held by the Trustees.

SECTION VIII Miscellaneous

1 Any person may rely on a copy, certified by a notary public, of the executed original of this Trust Agreement held by the Trustees, and any of the notations on it and writings attached to it, as fully as he might rely on the original documents themselves. Any such person may rely fully on any statements of fact by the Trustees under this Trust Agreement. No one dealing with the Trustees need inquire concerning the validity of anything the Trustees purport to do. No one dealing with the Trustees need see to the application of anything paid or transferred to or upon the order of the Trustees of this Trust.

2 If any provision of this Trust Agreement is held invalid or unenforceable, such invalidity or unenforceability shall not affect any other provisions, and this Trust Agreement shall be construed and enforced as if such provision had not been included.

3 This Trust Agreement and all of the provisions shall be construed and administered in accordance with the laws of the State of Oklahoma.

4. The fiscal year of the Trust shall commence on July 1 of each year.

IN WITNESS WHEREOF, Friends and the Commission have hereunto executed this Amended and Restated Trust Agreement for the Trust this 25 day of June, 2009.

FRIENDS OF THE TULSA
CITY-COUNTY LIBRARIES, INC.

By: Janie Funk
Janie Funk
Title President

TULSA CITY-COUNTY LIBRARY
COMMISSION

By: La Verne Ford Wimberly
La Verne Ford Wimberly, Ed.D.
Title: Chair

STATE OF OKLAHOMA)
) ss.
COUNTY OF TULSA)

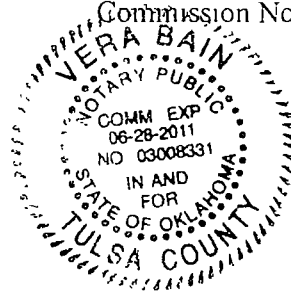
BEFORE ME, the undersigned, a Notary Public, within and for said County and State, on this 25 day of June, 2009, personally appeared Janie Funk, President, Friends of the Tulsa City-County Libraries, Inc., to me personally known to be the identical person who executed the within and foregoing instrument and acknowledged to me that she executed the same as her free and voluntary act and deed for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal the day and year last above written.

Vera Bain

Notary Public
Commission No. 03008331

My Commission Expires. 6-28-11



(SEAL)

STATE OF OKLAHOMA)
) ss.
COUNTY OF TULSA)

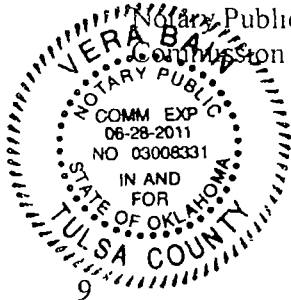
BEFORE ME, the undersigned, a Notary Public, within and for said County and State, on this 25 day of June, 2009, personally appeared La Verne Ford Wimberly, Ed.D., Chair, Tulsa City-County Library Commission, to me personally known to be the identical person who executed the within and foregoing instrument and acknowledged to me that she executed the same as her free and voluntary act and deed for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal the day and year last above written.

Vera Bain

Notary Public
Commission No. 03008331

My Commission Expires. 6-28-11

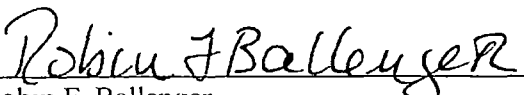


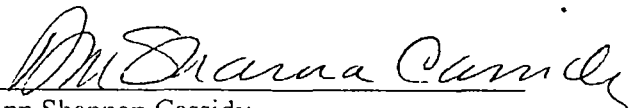
(SEAL)

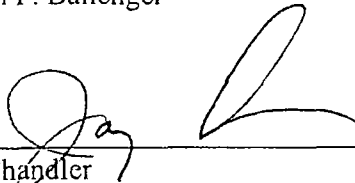
CONCURRENCE AND
ACCEPTANCE OF TRUSTEES


ROBIN F. BALLENGER, ANN SHANNON CASSIDY, JAY CHANDLER, KATHERINE G COYLE, RIK HELMERICH, BONNIE HENKE, JUDY KISHNER, RUTH NELSON, RITA NEWMAN, JANA SHOULDERS, and RITA SINGER, Trustees of the TULSA LIBRARY TRUST, hereby accept the amended and restated Trust Agreement for the Tulsa Library Trust, concur with the amendments made to such Trust Agreement, and agree to act under the terms and provisions thereof

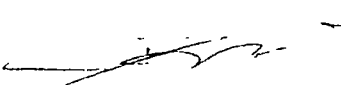
Dated this 25 day of June, 2009

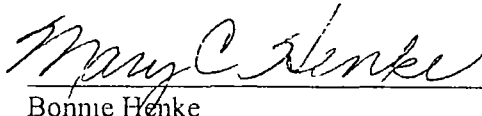

Robin F. Ballenger

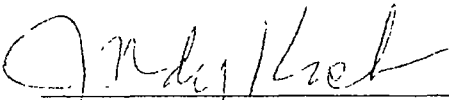

Ann Shannon Cassidy



Jay Chandler

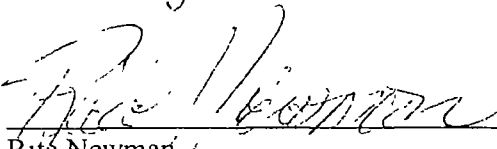

Katherine G. Coyle

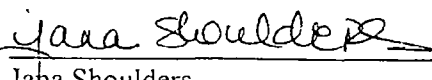

Rik Helmerich

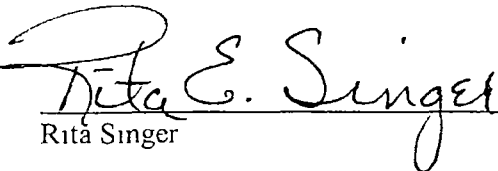

Bonnie Henke


Judy Kishner


Ruth Nelson


Rita Newman


Jana Shoulders


Rita Singer