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

2010

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 2010, or tax year beginning , and ending

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name change

Name of foundation THE WILLIAM S. SMITH CHARITABLE TRUST		A Employer identification number 45-6144422
Number and street (or P O box number if mail is not delivered to street address) 3505 S. YORKTOWN PL.	Room/suite	B Telephone number (918) 742-2393
City or town, state, and ZIP code TULSA, OK 74105-2757		C If exemption application is pending, check here ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 6,552,449. (Part I, column (d) must be on cash basis.)	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify)	E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		6,389,486.		N/A	
2 Check ☐ if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		94,405.	91,408.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		<10,674.>			
b Gross sales price for all assets on line 6a		312,749.			
7 Capital gain net income (from Part IV, line 2)			0.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less: Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		6,473,217.	91,408.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 2		3,700.	3,700.		0.
c Other professional fees STMT 3		2,774.	2,774.		0.
17 Interest					
18 Taxes STMT 4		1,178.	1,037.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses					
24 Total operating and administrative expenses. Add lines 13 through 23		7,652.	7,511.		0.
25 Contributions, gifts, grants paid		479,000.			479,000.
26 Total expenses and disbursements. Add lines 24 and 25		486,652.	7,511.		479,000.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		5,986,565.			
b Net investment income (if negative, enter -0-)			83,897.		
c Adjusted net income (if negative, enter -0-)				N/A	

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1. Cash - non-interest-bearing		3,975,281.	3,975,281.
	2. Savings and temporary cash investments		570,117.	570,117.
	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			
	7. Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8. Inventories for sale or use			
	9. Prepaid expenses and deferred charges			
	10a. Investments - U.S. and state government obligations			
	b. Investments - corporate stock STMT 5	129,326.	764,850.	924,708.
	c. Investments - corporate bonds STMT 6	193,591.	1,047,990.	1,082,343.
11. Investments - land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶				
12. Investments - mortgage loans				
13. Investments - other	48,604.			
14. Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15. Other assets (describe ▶)				
16. Total assets (to be completed by all filers)	371,521.	6,358,238.	6,552,449.	
Liabilities	17. Accounts payable and accrued expenses			
	18. Grants payable			
	19. Deferred revenue			
	20. Loans from officers, directors, trustees, and other disqualified persons			
	21. Mortgages and other notes payable			
	22. Other liabilities (describe ▶)			
23. Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐			
	and complete lines 24 through 26 and lines 30 and 31.			
	24. Unrestricted			
	25. Temporarily restricted			
	26. Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒			
	and complete lines 27 through 31.			
	27. Capital stock, trust principal, or current funds	0.	0.	
28. Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29. Retained earnings, accumulated income, endowment, or other funds	371,521.	6,358,238.		
30. Total net assets or fund balances	371,521.	6,358,238.		
31. Total liabilities and net assets/fund balances	371,521.	6,358,238.		

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	371,521.
2. Enter amount from Part I, line 27a	2	5,986,565.
3. Other increases not included in line 2 (itemize) ▶ MISCELLANEOUS	3	152.
4. Add lines 1, 2, and 3	4	6,358,238.
5. Decreases not included in line 2 (itemize) ▶	5	0.
6. Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	6,358,238.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b SEE ATTACHED STATEMENTS			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 312,749.		323,423.	<10,674.>

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			<10,674.>

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	<10,674.>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{ }	3	N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	574,000.	324,046.	1.771353
2008	472,500.	304,449.	1.551984
2007	471,388.	261,047.	1.805759
2006	145,957.	222,065.	.657272
2005	21,500.	96,064.	.223809

2 Total of line 1, column (d)	2	6.010177
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	1.202035
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	5,116,434.
5 Multiply line 4 by line 3	5	6,150,133.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	839.
7 Add lines 5 and 6	7	6,150,972.
8 Enter qualifying distributions from Part XII, line 4	8	479,000.

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.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)**1a** Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1.

Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)

b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b**c** All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).**2** Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)**3** Add lines 1 and 2**4** Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)**5** Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-**6** Credits/Payments:**a** 2010 estimated tax payments and 2009 overpayment credited to 2010**b** Exempt foreign organizations - tax withheld at source**c** Tax paid with application for extension of time to file (Form 8868)**d** Backup withholding erroneously withheld**7** Total credits and payments. Add lines 6a through 6d**8** Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached**9** Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed**10** Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid**11** Enter the amount of line 10 to be: Credited to 2011 estimated tax

Refunded

6a

6b

6c

6d

1 1,678.

2 0.

3 1,678.

4 0.

5 1,678.

7 0.

9 1,678.

Part VII-A Statements Regarding Activities**1a** During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?**b** Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?

If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.

c Did the foundation file Form 1120-POL for this year?**d** Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:

(1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.**2** Has the foundation engaged in any activities that have not previously been reported to the IRS?

If "Yes," attach a detailed description of the activities.

3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes**4a** Did the foundation have unrelated business gross income of \$1,000 or more during the year?**b** If "Yes," has it filed a tax return on Form 990-T for this year?**5** Was there a liquidation, termination, dissolution, or substantial contraction during the year?

If "Yes," attach the statement required by General Instruction T.

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?

7 Did the foundation have at least \$5,000 in assets at any time during the year?

If "Yes," complete Part II, col. (c), and Part XV

8a Enter the states to which the foundation reports or with which it is registered (see instructions) OK**b** If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation**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 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? If "Yes," complete Part XIV**10** Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

Yes No

1a X

1b X

1c X

2 X

3 X

4a X

4b

5 X

6 X

7 X

8b X

9 X

10 X

N/A

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>WILLIAM S. SMITH</u> Telephone no. ► <u>(918) 742-2393</u> Located at ► <u>3505 S YORKTOWN, TULSA, OK</u> ZIP+4 ► <u>74105</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► <u>15</u> <u>N/A</u>			
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No
				X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
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 2010?		1c
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 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? If "Yes," list the years ►	☐ Yes ☒ No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 2010 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 2010.)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a
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 2010?		4b
		X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation pay or incur any amount to:

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

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?

N/A

7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
WILLIAM S. SMITH	TRUSTEE			
3505 S. YORKTOWN				
TULSA, OK 741052757	1.00	0.	0.	0.

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

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

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

0

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Part VIII**Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

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

0

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

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	1,708,299.
b	Average of monthly cash balances	1b	3,485,647.
c	Fair market value of all other assets	1c	403.
d	Total (add lines 1a, b, and c)	1d	5,194,349.
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	5,194,349.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	77,915.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,116,434.
6	Minimum investment return. Enter 5% of line 5	6	255,822.

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	255,822.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	1,678.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,678.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	254,144.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	254,144.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	254,144.

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	479,000.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	479,000.
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	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	479,000.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				254,144.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005	16,704.			
b From 2006	134,940.			
c From 2007	458,560.			
d From 2008	457,497.			
e From 2009	557,939.			
f Total of lines 3a through e	1,625,640.			
4 Qualifying distributions for 2010 from Part XII, line 4: ► \$	479,000.			
a Applied to 2009, 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 2010 distributable amount				254,144.
e Remaining amount distributed out of corpus	224,856.			
5 Excess distributions carryover applied to 2010 (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	1,850,496.			
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 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	16,704.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	1,833,792.			
10 Analysis of line 9:				
a Excess from 2006	134,940.			
b Excess from 2007	458,560.			
c Excess from 2008	457,497.			
d Excess from 2009	557,939.			
e Excess from 2010	224,856.			

N/A

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

(4) Gross investment income

[illegible]

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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE STATEMENT 7				479,000.
b Approved for future payment				
NONE				0.

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash		X
	(2) Other assets		X
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization		X
	(2) Purchases of assets from a noncharitable exempt organization		X
	(3) Rental of facilities, equipment, or other assets		X
	(4) Reimbursement arrangements		X
	(5) Loans or loan guarantees		X
	(6) Performance of services or membership or fundraising solicitations		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees		X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**Sign
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.

Signature of officer or trustee William S. Smith Date 9/19/11

Trustee

Title

Print/Type preparer's name

Preparer's signature _____

Date

Check ☐ self-employed

PTIN	
------	--

**Paid
Preparer
Use Only**

MICKEY SHACKELFORD

MICKEY SHACKELFOR

08/26/11

Firm's name ► EIDE BAILLY LLP

Firm's EIN ▶

Firm's address ▶ 2424 E 21ST ST, SUITE 200
TULSA, OK 74114

Phone no. 918-748-5000

Form **990-PF** (2010)

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

2010

Name of the organization

Employer identification number

THE WILLIAM S. SMITH CHARITABLE TRUST

45-6144422

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

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

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2010)

Name of organization

Employer identification number

THE WILLIAM S. SMITH CHARITABLE TRUST

45-6144422

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	WILLIAM S. SMITH 3505 S. YORKTOWN PL. TULSA, OK 74105	\$ 6,389,486.	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

THE WILLIAM S. SMITH CHARITABLE TRUST

45-6144422

Part II Noncash Property (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	_____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	_____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	_____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	_____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	_____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	_____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	_____ _____ _____	\$ _____	_____

Name of organization

Employer identification number

THE WILLIAM S. SMITH CHARITABLE TRUST**45-6144422**

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 columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once See instructions) ▶ \$

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(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

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	50SHS ABBOTT LABORATORIES	P	VARIOUS	05/10/10
b	255SHS ABBOTT LABORATORIES	P	08/29/08	05/10/10
c	75SHS AECOM TECHNOLOGY	P	VARIOUS	05/10/10
d	25SHS BG GROUP PLC	P	VARIOUS	05/10/10
e	50SHS IPATH DOW JONES	P	VARIOUS	07/21/10
f	40SHS BAXTER INTL INC	P	12/16/08	05/10/10
g	25SHS BEST BUY	P	VARIOUS	12/17/10
h	75SHS CISCO SYSTEMS	P	VARIOUS	01/29/10
i	65SHS CONOCOPHILLIPS	P	VARIOUS	01/29/10
j	326.919SHS DODGE & COX INTL	P	VARIOUS	01/29/10
k	4.558SHS DODGE & COX INTL	P	12/21/09	01/29/10
l	50SHS EXELON	P	VARIOUS	01/29/10
m	10SHS EXXON MOBIL	P	VARIOUS	07/21/10
n	25SHS FRANKLIN RES INC	P	01/29/10	07/21/10
o	25SHS JOHNSON & JOHNSON	P	VARIOUS	07/26/10

(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 2,476.		2,702.	<226.>
b 1,228.		1,465.	<237.>
c 2,073.		2,132.	<59.>
d 1,980.		2,282.	<302.>
e 1,935.		2,052.	<117.>
f 1,848.		2,125.	<277.>
g 861.		1,068.	<207.>
h 1,718.		1,873.	<155.>
i 3,145.		4,941.	<1,796.>
j 9,994.		13,736.	<3,742.>
k 139.		143.	<4.>
l 2,316.		2,874.	<558.>
m 589.		553.	36.
n 2,324.		2,518.	<194.>
o 1,436.		1,617.	<181.>

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<226.>
b			<237.>
c			<59.>
d			<302.>
e			<117.>
f			<277.>
g			<207.>
h			<155.>
i			<1,796.>
j			<3,742.>
k			<4.>
l			<558.>
m			36.
n			<194.>
o			<181.>

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).
If (loss), enter "-0-" in Part I, line 8

3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	255SHS KELLOGG	P	VARIOUS	12/17/10
b	40SHS COMMUNICATIONS HOLDINGS	P	VARIOUS	12/17/10
c	50SHS MARATHON OIL CORP	P	01/29/10	02/17/10
d	50SHS MCDONALDS CORP	P	12/26/08	02/17/10
e	1081.081SHS PIMCO FDS TOTAL	P	01/04/08	05/10/10
f	968.31SHS PIMCO FDS TOTAL	P	VARIOUS	07/21/10
g	132.392SHS PIMCO FDS TOTAL	P	04/24/08	07/26/10
h	654.68SHS PIMCO FDS TOTAL	P	VARIOUS	09/30/10
i	1328.079SHS PIMCO FDS TOTAL	P	09/23/09	09/30/10
j	94.79SHS PIMCO FDS TOTAL	P	VARIOUS	12/17/10
k	5007.301SHS PIMCO FDS TOTAL	P	09/23/09	12/17/10
l	20SHS VISA INC CL A	P	VARIOUS	07/21/10
m	100SHS WEATHERFORD INTL LTD	P	VARIOUS	05/10/10
n	40SHS TRANSOCEAN LTD	P	VARIOUS	05/10/10
o	MUTUAL FUND EARNINGS	P	VARIOUS	12/31/10

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 1,274.		1,245.	29.
b 2,829.		2,765.	64.
c 1,475.		1,526.	<51.>
d 3,202.		3,137.	65.
e 12,000.		11,708.	292.
f 11,000.		10,487.	513.
g 1,500.		1,434.	66.
h 7,594.		7,224.	370.
i 15,406.		14,463.	943.
j 1,021.		1,098.	<77.>
k 53,979.		54,530.	<551.>
l 1,473.		1,673.	<200.>
m 1,584.		1,569.	15.
n 2,652.		3,398.	<746.>
o			0.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			29.
b			64.
c			<51.>
d			65.
e			292.
f			513.
g			66.
h			370.
i			943.
j			<77.>
k			<551.>
l			<200.>
m			15.
n			<746.>
o			0.

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).
If (loss), enter "-0-" in Part I, line 8

3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	8,000 DAVITA INC SR NT6.625%	P	09/09/09	11/19/10
b	10,000 INTL LEASE EIN CORP 5%	P	09/09/09	04/15/10
c	25000SUBURBAN PROPANE 6.875%	P	12/16/09	04/22/10
d	2000 DAVITA INC SR NT 6.625%	P	09/09/09	06/07/10
e	865000 BP PLC SPONS ADR	P	04/13/10	06/15/10
f	500,000 WILLIAMS PARTNERS LTD	P	12/16/09	08/24/10
g	150,000 WILLIAMS PARTNERS LTD	P	12/16/09	08/24/10
h	25,000 WYNN LAS VEGAS 6.125%	P	12/16/09	09/03/10
i	350UNITS TERRA NITROGEN CO LP	P	12/16/09	09/22/10
j	CAPITAL GAINS DIVIDENDS			
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 8,132.		7,835.	297.
b 10,000.		9,875.	125.
c 25,573.		25,360.	213.
d 2,033.		1,959.	74.
e 25,840.		45,778.	<19,938.>
f 21,228.		15,660.	5,568.
g 6,360.		4,698.	1,662.
h 25,828.		24,625.	1,203.
i 34,195.		29,295.	4,900.
j 2,509.			2,509.
k			
l			
m			
n			
o			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			297.
b			125.
c			213.
d			74.
e			<19,938.>
f			5,568.
g			1,662.
h			1,203.
i			4,900.
j			2,509.
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	<10,674.>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
T.D. AMERITRADE	81,377.	600.	80,777.
THE TRUST COMPANY OF OKLAHOMA	15,537.	1,909.	13,628.
TOTAL TO FM 990-PF, PART I, LN 4	96,914.	2,509.	94,405.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	2
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	3,700.	3,700.		0.
TO FORM 990-PF, PG 1, LN 16B	3,700.	3,700.		0.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TRUSTEE FEES	2,774.	2,774.		0.
TO FORM 990-PF, PG 1, LN 16C	2,774.	2,774.		0.

FORM 990-PF	TAXES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
990-PF 2009 BALANCE DUE	141.	0.		0.
FOREIGN TAXES	1,037.	1,037.		0.
TO FORM 990-PF, PG 1, LN 18	1,178.	1,037.		0.

FORM 990-PF

CORPORATE STOCK

STATEMENT 5

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
APACHE 60 SHS	3,907.	7,154.
BEST BUY 75 SHS	2,730.	2,572.
CISCO SYSTEMS 75 SHS	0.	0.
EXPRESS SCRIPTS INC 175 SHS	4,366.	9,459.
EXXON MOBIL 75 SHS	3,882.	5,484.
ITT INDUSTRIES 75 SHS	3,282.	3,908.
L-3 COMMUNICATIONS HLDGS INC 40 SHS	0.	0.
TARGET 75 SHS	3,458.	4,510.
UNITED TECHNOLOGIES 65 SHS	3,840.	5,117.
DANAHER 100 SHS	2,984.	4,717.
EXELON 50 SHS	0.	0.
HARBOR INTERNATIONAL FUND CL 403.70 SHS	19,163.	24,444.
TEVA PHARMACEUTICAL INDUSTRIES 100 SHS	3,581.	5,213.
WEATHERFORD INTL LTD BERMUDA 125 SHS	2,084.	2,850.
CVS CAREMARK CORP 125 SHS	3,885.	4,346.
KELLOGG CO 50 SHS	2,375.	2,554.
NOBLE ENERGY 75 SHS	3,382.	6,456.
BARD CR INC 55 SHS	4,228.	5,047.
PEPSICO 75 SHS	4,677.	4,900.
AECOM TECHNOLOGY CORP DELAWARE 75 SHS	0.	0.
CONOCO PHILLIPS 75 SHS	4,286.	5,107.
INTERNATIONAL BUSINESS MACHINES 25 SHS	2,615.	3,669.
LAZARD EMER INST 218.36 SHS	4,801.	4,756.
VANGUARD INFO TECHNOLOGY 350 SHS	18,107.	21,532.
ABBOTT LABORATORIES 25 SHS	0.	0.
BAXTER INTERNATIONAL 40 SHS	0.	0.
COSTCO WHOLESALE 65 SHS	3,530.	4,694.
DODGE & COX INTERNATIONAL 331.48 SHS	0.	0.
LABORATORY CORP AMER HLDGS 50 SHS	3,533.	4,396.
MCDONALDS 300 SHS	20,596.	23,028.
PROCTOR & GAMBLE 50 SHS	3,467.	3,217.
VANGUARD SIGNAL SMALL CAP 370.95 SHS	8,069.	11,622.
VANGUARD WORLD FINANCIALS 325 SHS	8,954.	10,686.
SMUCKER J M 50SHS	3,055.	3,283.
MCCORMICK & CO 100SHS	3,779.	4,653.
PEABODY ENERGY CORP 50SHS	2,272.	3,199.
CHUBB 50SHS	2,638.	2,982.
CGENERAL ELECTRIC 150SHS	2,449.	2,743.
FISERV 50SHS	2,368.	2,928.
ONEOK 100SHS	4,686.	5,547.
CENTURY LINK INC 125SHS	4,680.	5,771.
VANGUARD ADMIRAL INTL GROWTH 198.29	10,203.	12,199.
COHEN 7 STEERS REALTY 71.05SHS	2,061.	2,699.
PIMCO COMDTY REAL 494.75SHS	4,061.	4,596.
ALTRIA GROUP INC 1000SHS	19,740.	24,620.
B & G FOODS INC 2200SHS	19,961.	30,206.
HEINZ H J CO 460SHS	19,937.	22,752.

THE WILLIAM S. SMITH CHARITABLE TRUST

45-6144422

PENN WEST PETE LTD2000SHS	36,561.	47,840.
ANNALY CAPITAL MGMT 3000SHS	52,165.	53,760.
N.Y. COMMUNITY BANCORP 1500SH	20,665.	28,275.
BLACKSTONE GROUP LP 3500SHS	46,334.	49,525.
PFIZER INC 1200SHS	20,570.	21,012.
EMERSON ELECTRIC CO 475 SHS	19,988.	27,156.
WINDSTREAM CORP 2350SHS	25,131.	32,759.
ALASKA COMM SYSTEMS 2500SHS	20,128.	27,750.
CELLCOM ISRAEL LTD 1150SHS	35,186.	37,593.
ADOBE SYSTEMS INC 1050SHS	31,319.	32,319.
EMC CORP MASS 785SHS	15,011.	17,976.
ONEOK INC 450SHS	19,522.	24,961.
SOUTHERN CO 600SHS	20,386.	22,938.
SENIOR HOUSING PROP REIT 900SH	19,413.	19,746.
TELSTRA CORP LTD 3600SHS	45,586.	51,660.
MAGELLAN MIDSTREAM PARTNERS 700UNITS	30,808.	39,550.
TERRA NITROGEN CO LP 650UNITS	54,405.	70,272.
TOTAL TO FORM 990-PF, PART II, LINE 10B	764,850.	924,708.

FORM 990-PF

CORPORATE BONDS

STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
PIMCO TOTAL RETURN 6445.12	68,447.	69,930.
VANGUARD ADM INFLATION 744.77	18,461.	19,021.
VANGUARD ADM SHORT TRM INV GRADE 8073.53	86,816.	86,952.
TEMPLETON GLOBAL BOND 628.18	8,292.	8,518.
ISHARES BARCLAYS AGG BOND 2500	254,135.	264,375.
ISHARES BARCLAYS 1-3YR CREDIT 500	52,265.	52,140.
ISHARES IBOX HI YIELD 1000	87,760.	90,290.
BANCFIRST CORP 1000	25,590.	27,000.
BANK OF NY CAP 6.875% 1000	25,853.	25,210.
BARCLAYS BANKS PLC 7.75 2000	48,507.	50,840.
GOLDMAN SACHS GRP PFD 2000	49,457.	48,300.
J P MORGAN CHASE CAP XXIV 2000	49,954.	51,580.
GOLDMAN SACHS TR HI 14566.232	100,048.	106,335.
SLM CORP 5.45% 10000	9,250.	10,087.
ENTERPRISE PRODS LLC 4.6% 15,000	15,433.	15,743.
ALCOA INC NT 5.375% 15,000	14,812.	15,990.
MARRIOTT INTL NT 5.625% 10,000	9,925.	10,725.
ROYAL CARIBBEAN CRUISES 7% 25,000	25,000.	26,437.
J P MORGAN CHASE 4.75% 22,000	22,539.	23,490.
FREEPORT MCMORAN COPPER 8.25% 22,000	20,450.	21,075.
UNITED HEALTH GROUP 5.375%	14,662.	16,518.
ONEOK PARTNERS LP 6.15% 15,000	15,334.	16,858.
DOW CHEMICAL 5.95% 25,000	25,000.	24,929.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,047,990.	1,082,343.

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 7

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
COLORADO COLLEGE 14 EAST CASH LA POUDRE COLORADO SPRINGS, CO 80903	ANNUAL FUND	501(C)3	365,000.
GILCREASE MUSEUM 1400 N. GILCREASE MUSEUM RD TULSA, OK 74127	ANNUAL FUND	501(C)3	26,000.
HOSPITALITY HOUSE OF TULSA PO BOX 1988 BROKEN ARROW, OK 74013	ANNUAL FUND	501(C)3	1,000.
IRON GATE 501 S. CINCINNATI AVE. TULSA, OK 74013	ANNUAL FUND	501(C)3	1,000.
MENTAL HEALTH ASSOCIATION 1870 S. BOULDER TULSA, OK 74119	ANNUAL FUND	501(C)3	26,000.
COMMUNITY FOOD BANK-EASTERN OKLA 1304 NORTH KENOSHA AVE TULSA, OK 74106	ANNUAL FUND	501(C)3	1,000.
ROTARY CLUB OF TULSA 616 SOUTH BOSTON STE 410 TULSA, OK	ANNUAL FUND	501(C)3	6,500.
SAINT SIMEON'S FOUNDATION 3701 N. CINCINNATI AVE. TULSA, OK 74106	CAPITAL CAMPAIGN PLEDGE	501(C)3	1,000.

THE WILLIAM S. SMITH CHARITABLE TRUST

45-6144422

UP WITH TREES 1102 S. BOSTON AVE TULSA, OK 74119.	ANNUAL FUND	501(C)3	2,500.
TULSA BOYS' HOME PO BOX 1101 TULSA, OK 74101	ANNUAL FUND	501(C)3	1,000.
TULSA OPERA, INC. 1610 S. BOULDER AVE. TULSA, OK	ANNUAL FUND	501(C)3	3,000.
CLAREHOUSE 7617 S. MINGO RD. TULSA, OK 74133	ANNUAL FUND	501(C)3	1,000.
YMCA OF GREATER TULSA, OK 2405 EAST SKELLY DR. TULSA, OK 74105	CHAIRMAN'S ROUND TABLE GIFT	501(C)3	41,000.
TULSA BALLET 1212 E. 45TH PL. SOUTH TULSA, OK 74105	ANNUAL FUND	501(C)3	3,000.

TOTAL TO FORM 990-PF, PART XV, LINE 3A

479,000.

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

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

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

Part II	Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).	
Type or print File by the extended due date for filing your return. See instructions.	Name of exempt organization	Employer identification number
	THE WILLIAM S. SMITH CHARITABLE TRUST	45-6144422
	Number, street, and room or suite no. If a P.O. box, see instructions	
	3505 S. YORKTOWN PL.	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	TULSA, OK 74105-2757	

Enter the Return code for the return that this application is for (file a separate application for each return)

0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

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

WILLIAM S. SMITH

- The books are in the care of ☒ 3505 S YORKTOWN - TULSA, OK 74105

Telephone No ☒ (918) 742-2393

FAX No ☐

- If the organization does not have an office or place of business in the United States, check this box ☐

- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ☐. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until NOVEMBER 15, 2011.

5 For calendar year 2010, or other tax year beginning , and ending

6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period

7 State in detail why you need the extension

ADDITIONAL TIME IS NECESSARY TO GATHER INFORMATION AND FILE A COMPLETE AND ACCURATE TAX RETURN.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	1,694.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	\$	0.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	8c	\$	1,694.

Signature and Verification

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

Signature ☐

Title ☒ CPA

Date ☐

Form 8868 (Rev. 1-2011)