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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

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

OMB No 1545-0052

2010

For calendar year 2010, or tax year beginning , 2010, and ending , 20

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

OKLAHOMA GAS & ELECTRIC CO. FOUNDATION

Number and street (or P.O. box number if mail is not delivered to street address)

P.O. BOX 321

City or town, state, and ZIP code

OKLAHOMA CITY, OK 73101

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationI Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 7,811,942.
J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) _____ (Part I, column (d) must be on cash basis)

A Employer identification number

73-6093572

B Telephone number (see page 10 of the instructions)

(405) 553-3622

C If exemption application is pending check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐**Part I Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))

	(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 (attach schedule)	5,000,125.			
2 Check ☐ if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments	703.	703.		ATCH 1
4 Dividends and interest from securities	74,972.	74,972.		ATCH 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	52,546.			
b Gross sales price for all assets on line 6a	3,015,451.			
7 Capital gain net income (from Part IV, line 2)		52,546.		
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) (attach schedule)				
11 Other income (attach schedule)	219.	219.		ATCH 3
12 Total revenue (attach schedule)	5,128,565.	128,440.		
13 Compensation of officers, directors, trustees, etc.	0.			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule) *	12,639.	12,639.		
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions) **	750.			
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) ATCH. 6	6,855.			6,855.
24 Total operating and administrative expenses. Add lines 13 through 23	20,244.	12,639.		6,855.
25 Contributions, gifts, grants paid	1,400,449.			1,400,449.
26 Total expenses and disbursements. Add lines 24 and 25	1,420,693.	12,639.		1,407,304.
27 Subtract line 26 from line 12	3,707,872.			
a Excess of revenue over expenses and disbursements		115,801.		
b Net investment income (if negative, enter -0-)				
c Adjusted net income (if negative, enter -0-)				

For Paperwork Reduction Act Notice, see page 30 of the instructions.

* ATCH 4 JSA ** ATCH 5
736093572

Form 990-PF (2010)

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments	2,424,914.	5,021,898.	5,021,898.	
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	Investments - U S and state government obligations (attach schedule) . .				
	b	Investments - corporate stock (attach schedule) ATCH 7.	398,754.	697,510.	816,450.	
	c	Investments - corporate bonds (attach schedule) ATCH 8.	1,137,817.	1,949,949.	1,973,594.	
	11	Investments - land, buildings, and equipment basis ▶				
	Less: accumulated depreciation (attach schedule) ▶					
12	Investments - mortgage loans					
13	Investments - other (attach schedule)					
14	Land, buildings, and equipment basis ▶					
	Less: accumulated depreciation (attach schedule) ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	3,961,485.	7,669,357.	7,811,942.		
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 (attach schedule)				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)		0.			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ☒ X and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted	3,961,485.	7,669,357.		
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ☐					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg., and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds . .				
	30	Total net assets or fund balances (see page 17 of the instructions)	3,961,485.	7,669,357.		
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	3,961,485.	7,669,357.		

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	3,961,485.
2	Enter amount from Part I, line 27a	2	3,707,872.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	7,669,357.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	7,669,357.

Form 990-PF (2010)

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 SEE PART IV SCHEDULE					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(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					
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	52,546.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8			3		

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

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

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

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

☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	1,253,014.	1,006,896.	1.244432
2008	1,798,272.	1,904,391.	0.944277
2007	1,103,807.	1,496,947.	0.737372
2006	898,752.	1,534,091.	0.585853
2005	928,494.	1,412,479.	0.657351
2 Total of line 1, column (d)			2 4.169285
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.833857
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4 3,381,158.
5 Multiply line 4 by line 3			5 2,819,402.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 1,158.
7 Add lines 5 and 6			7 2,820,560.
8 Enter qualifying distributions from Part XII, line 4 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 on page 18.			8 1,407,304.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 18 of the instructions)

1a* Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1		1	2,316.
Date of ruling or determination letter _____ (attach copy of ruling 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	
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-)		3	2,316.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		4	0.
6 Credits/Payments		5	2,316.
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a 1,113.	7	1,113.
b Exempt foreign organizations-tax withheld at source	6b 0.		
c Tax paid with application for extension of time to file (Form 8868)	6c 0.		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d		7	
8 Enter any penalty for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	1,203.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	
11 Enter the amount of line 10 to be Credited to 2011 estimated tax 0. Refunded		11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ 0. (2) On foundation managers \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) OK,		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Form 990-PF (2010)

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 page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address WWW.OGE.COM/COMMUNITY/OGE/FOUNDATION				
14	The books are in care of PETER B DELANEY Telephone no 405-553-3397			
Located at P.O. BOX 321, MC/1100 OKLAHOMA CITY, OK ZIP + 4 73101				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here	☐		
and enter the amount of tax-exempt interest received or accrued during the year 15				
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?	16	Yes	No
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				

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)?	1b	N/A
Organizations relying on a current notice regarding disaster assistance check here ☐		
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	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010?	☐ Yes ☒ No	
If "Yes," list the years		
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 page 22 of the instructions)	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here		
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)	3b	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b	X

Form 990-PF (2010)

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? ☐ Yes ☒ No **5b** N/A

Organizations relying on a current notice regarding disaster assistance check here ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No **N/A**

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? ☐ Yes ☒ No **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? ☐ Yes ☒ No **7b** N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATTACHMENT 9		0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the instructions). If none, enter "NONE."

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

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services** (see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		NONE

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 NONE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

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

	Amount
1 NONE	
2	
All other program-related investments See page 24 of the instructions	
3 NONE	
Total. Add lines 1 through 3	

Form 990-PF (2010)

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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	2,633,515.
b	Average of monthly cash balances	1b	799,133.
c	Fair market value of all other assets (see page 25 of the instructions)	1c	0.
d	Total (add lines 1a, b, and c)	1d	3,432,648.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	3,432,648.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	51,490.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,381,158.
6	Minimum investment return. Enter 5% of line 5	6	169,058.

Part XI Distributable Amount (see page 25 of the 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	169,058.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	2,316.
b	Income tax for 2010 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	2,316.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	166,742.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	166,742.
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	166,742.

Part XII Qualifying Distributions (see page 25 of the 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	1,407,304.
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	0.
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0.
b	Cash distribution test (attach the required schedule)	3b	0.
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,407,304.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,407,304.

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 page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				166,742.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only				
b Total for prior years 20 08 20 07 20 06				
3 Excess distributions carryover, if any, to 2010				
a From 2005 859,787.				
b From 2006 823,648.				
c From 2007 1,105,035.				
d From 2008 1,704,304.				
e From 2009 1,202,956.				
f Total of lines 3a through e	5,695,730.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 1,407,304.				
a Applied to 2009, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)				
d Applied to 2010 distributable amount				166,742.
e Remaining amount distributed out of corpus	1,240,562.			
5 Excess distributions carryover applied to 2010 . (If an amount appears in column (d), the same amount must be shown in column (a) .)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	6,936,292.			
b Prior years' undistributed income Subtract line 4b from line 2b				
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.				
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions				
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions				
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	859,787.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	6,076,505.			
10 Analysis of line 9				
a Excess from 2006 823,648.				
b Excess from 2007 1,105,035.				
c Excess from 2008 1,704,304.				
d Excess from 2009 1,202,956.				
e Excess from 2010 1,240,562.				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or

4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)) or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see page 28 of the instructions.)**1 Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number of the person to whom applications should be addressed

ATTACHMENT 10

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

ATTACHMENT 11

c Any submission deadlines

NONE

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

ATTACHMENT 12

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year ATTACHMENT 13				
Total			▶ 3a	1,400,449.
b Approved for future payment ATTACHMENT 14				
Total			▶ 3b	1,359,015.

Form 990-PF (2010)

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

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

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

b. If "Yes," complete the following schedule:		
(a) Name of organization	(b) Type of organization	(c) Description of relationship

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.

Luis White | 11/14/11 | *SECRETARY*
Signature of officer or trustee | Date | Title

Paid Preparer Use Only	Print/Type preparer's name Kelli H Archibald	Preparer's signature <i>Kelli H Archibald</i>	Date 11/12/2011	Check ☐ if self-employed	PTIN P00180332
	Firm's name ▶ ERNST & YOUNG U.S. LLP			Firm's EIN ▶ 34-6565596	
	Firm's address ▶ 2 NORTH CENTRAL AVE., STE 2300 PHOENIX, AZ 85004			Phone no 602-322-3000	

Form 990-PF (2010)

Schedule of Contributors

OMB No 1545-0047

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

2010

Name of the organization

OKLAHOMA GAS & ELECTRIC CO. FOUNDATION

Employer identification number

73-6093572

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)(3) (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

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

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

General Rule

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

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) 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).

Name of organization OKLAHOMA GAS & ELECTRIC CO. FOUNDATION

Employer identification number
73-6093572**Part I Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	OKLAHOMA GAS AND ELECTRIC COMPANY P.O. BOX 321 OKLAHOMA CITY, OK 73101	\$ 5,000,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

ATTACHMENT 1FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INTEREST INCOME	703.	703.
TOTAL	<u>703.</u>	<u>703.</u>

ATTACHMENT 2FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
DIVIDEND INCOME	74,972.	74,972.
TOTAL	<u>74,972.</u>	<u>74,972.</u>

ATTACHMENT 3

FORM 990PF, PART I - OTHER INCOME

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
REBATE FROM TRUSTEES FEE	219.	219.
TOTALS	<u>219.</u>	<u>219.</u>

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
TRUST SERVICE FEES	12,454.	12,454.
BANK SERVICE FEES	185.	185.
TOTALS	<u>12,639.</u>	<u>12,639.</u>

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
SECTION 4940 EXCISE TAX	750.
TOTALS	<u>750.</u>

ATTACHMENT 6

FORM 990PF, PART I - OTHER EXPENSES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>CHARITABLE PURPOSES</u>
OTHER EXPENSES	6,855.	6,855.
TOTALS	<u>6,855.</u>	<u>6,855.</u>

ATTACHMENT 7FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
ARTISAN MID CAP VALUE FD	69,269.	78,511.
DODGE & COX INTL STK FD	56,797.	62,290.
FIDELITY CONTRAFUND INC#22	88,862.	107,462.
AMERICAN GWTH FD OF AMER-A	80,726.	87,638.
HARBOR INTERNATIONAL-INSTL	44,052.	51,897.
LAZARD EMRG MKTS PORT-IN FD	58,357.	76,004.
NEUBERGER BERMAN GENESIS INST	39,738.	49,030.
VANGUARD S/C GWTH INDX-I	40,012.	52,081.
BLACKROCK EQUITY DIVIDEND FD	156,197.	176,363.
MSIF MIDCAP GROWTH-INSTL	63,500.	75,174.
TOTALS	<u>697,510.</u>	<u>816,450.</u>

ATTACHMENT 8FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
PIMCO TOTAL RETURN-INST	588,166.	585,663.
VANGUARD S/T BD INDX-SIG	348,521.	351,064.
VANGUARD INTERMED INDX-INST FD	315,271.	327,368.
CALVERT SH TM DURATION	322,991.	323,687.
TEMPLETON GLOBAL BD-ADV	375,000.	385,812.
TOTALS	<u>1,949,949.</u>	<u>1,973,594.</u>

OKLAHOMA GAS & ELECTRIC CO. FOUNDATION

73-6093572

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 9

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
PETER B. DELANEY P.O. BOX 321 OKLAHOMA CITY, OK 73101	PRESIDENT & DIRECTOR 1.00	0.	0.	0.
SUSIE WHITE P.O. BOX 321 OKLAHOMA CITY, OK 73101	SECRETARY & TREASURER 1.00	0.	0.	0.
DANNY HARRIS P.O. BOX 321 OKLAHOMA CITY, OK 73101	VICE PRESIDENT & DIRECTOR 1.00	0.	0.	0.
PAUL RENFROW P.O. BOX 321 OKLAHOMA CITY, OK 73101	DIRECTOR 1.00	0.	0.	0.
GRAND TOTALS		0.	0.	0.

TO2211 9235

736093572

ATTACHMENT 9

OKLAHOMA GAS & ELECTRIC CO. FOUNDATION

73-6093572

ATTACHMENT 10

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

PETER B. DELANEY
P.O. BOX 321, MAILCODE 1100
OKLAHOMA CITY, OK 73101
405-553-3397

990PF, PART XV - FORM AND CONTENTS OF SUBMITTED APPLICATIONS

NO SPECIFIC FORM. APPLICATION SHOULD INCLUDE IRS 501(C)(3)
DETERMINATION LETTER

990PF, PART XV - RESTRICTIONS OR LIMITATIONS ON AWARDS

AWARDS ARE LIMITED TO ORGANIZATIONS LOCATED IN THE OKLAHOMA GAS
AND ELECTRIC SERVICE AREA.

PART XV, LINE 3 - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

<u>NAME</u>	<u>ADDRESS</u>	<u>CITY</u>	<u>STATE</u>	<u>ZIP</u>	<u>FOUNDATION</u>			<u>AMOUNT</u>	<u>PURPOSE</u>
					<u>RELATIONSHIP</u>	<u>STATUS</u>			
Ada Regional United Way	PO Box 355	Ada	OK	74821	None	Public Charity		2,044	Donation - Remaining Match
Allied Arts Foundation	One Santa Fe Plaza	Oklahoma City	OK	73102	None	Public Charity		85,000	Sponsorship - Annual Campaign
ASTEC Charter School	2401 NW 23rd Street	Oklahoma City	OK	73107	None	Public Charity		5,000	Donation - 2010 contribution
Bates College	2 Andrews Rd	Lewiston	ME	04240	None	Public Charity		2,500	Matching Gift
Benedictine College	1020 N 2nd St	Atchison	KS	66002	None	Public Charity		1,000	Matching Gift
Benjamin Franklin Science Academy	300 Virgil Mathews Dr	Muskogee	OK	74401	None	Public Charity		990	Teacher Grant
Bentley College	175 Forest Street	Walham	MA	02452	None	Public Charity		200	Matching Gift
Boy Scouts of America Last Frontier Council	3031 N W 64	Oklahoma City	OK	73116	None	Public Charity		50,000	Donation - 3 of 5 payments
CASA Of Oklahoma County	5905 N Classen Ct	Oklahoma City	OK	73118	None	Public Charity		25,000	Donation
Cherokee Strip Regional Heritage Ctr	PO Box 5891	Enid	OK	73702	None	Public Charity		10,000	Donation - 4 of 5 payments
Committee Encouraging Corporate Philanthropy	110 Wall Street, Suite 2-1	New York	NY	10005	None	Public Charity		2,000	Membership
Creative Oklahoma, Inc	133 W Main St Ste 100	Oklahoma City	OK	73102	None	Public Charity		25,000	Sponsorship
Crutcho Elementary School	2401 N Air Depot Blvd	Oklahoma City	OK	73071	None	Public Charity		1,000	Teacher Grant
Denny Price Family YMCA Of Enid	415 W Cherokee	Enid	OK	73701	None	Public Charity		4,000	Donation - 4 of 5 payments
Durant Intermediate School	1323 Waco Street	Durant	OK	74702	None	Public Charity		983	Teacher Grant
East Central University Foundation, Inc	Ecu Alumni Center	Ada	OK	74820	None	Public Charity		958	Matching Gift
Eastern Oklahoma State College Fdn	PO Box 682	Wilburton	OK	74578	None	Public Charity		2,750	Matching Gift
Fogarty Elementary School	902 N Wentz	Guthrie	OK	73044	None	Public Charity		625	Teacher Grant
Freedom School Oklahoma City, Inc	PO Box 54364,	Oklahoma City	OK	73154	None	Public Charity		2,500	Sponsorship
Glenpool Elementary School	461 E 146th St	Glenpool	OK	74033	None	Public Charity		999	Teacher Grant
Gonzage University	502 E Boone Avenue	Spokane	WA	99258	None	Public Charity		50	Matching Gift
Habitat For Humanity	5005 S I-35 Service Road	Oklahoma City	OK	73129	None	Public Charity		6,500	Grant
Hubbard Elementary School	1104 Magure Rd	Noble	OK	73068	None	Public Charity		993	Teacher Grant
I2E Inc	840 Research Pkwy Ste 250	Oklahoma City	OK	73104	None	Public Charity		15,000	Sponsorship
Iowa State University Fndn	2229 Lincoln Way/Alumni Suite	Ames	IA	50010	None	Public Charity		1,000	Matching Gift
Jackson Elementary School	2137 North Pittsburg Ave	Tulsa	OK	74115	None	Public Charity		976	Teacher Grant
JMHS Foundation, Inc	2524 N W 114	Terrace	OK	73120	None	Public Charity		5,000	Donation
John Brown University	2000 W University	Siloam Sprngs	AR	72761	None	Public Charity		150	Matching Gift
Kansas State University Foundation	2323 Anderson Avenue	Manhattan	KS	66502	None	Public Charity		500	Matching Gift
Lake Area United Way	221 W Ridge Rd	Griffith	IN	46319	None	Public Charity		12,369	Matching Gift
Lamar Alternative Education School	2099 Walnut Street	Grand Prairie	TX	75050	None	Public Charity		1,000	Teacher Grant
Leadership Oklahoma	5500 N Western Ave Ste 142	Oklahoma City	OK	73118	None	Public Charity		2,500	Sponsorship
Legal Aid Services of Oklahoma, Inc	2915 N Classen Blvd Ste 500	Oklahoma City	OK	73106	None	Public Charity		5,000	Donation
Lync Theatre Capital Campaign	1727 NW 16th Street	Oklahoma City	OK	73106	None	Public Charity		20,800	Donation - 5 of 6 payments
Mid America Baptist Seminary	2216 Germantown Rd S	Germanstown	TN	38138	None	Public Charity		100	Matching Gift
Missouri University Science & Tech	112 Campus Supt Facility	Rolla	MO	65409	None	Public Charity		25	Matching Gift
Morrison Elementary School	2nd St & C Ave	Morrison	OK	73061	None	Public Charity		1,000	Teacher Grant
Muskogee High School	3200 East Shawnee	Muskogee	OK	74403	None	Public Charity		1,000	Teacher Grant
National Cowboy and Western Heritage Mus	1700 NE 63rd St	Oklahoma City	OK	73111	None	Public Charity		60,000	Donation - 5 of 5 payments
Northeastern State Univ Fndn	600 N Grand Ave	Tahlequah	OK	74464	None	Public Charity		250	Matching Gift
Northmoor Elementary School	211 Ne 19th St	Moore	OK	73160	None	Public Charity		1,000	Teacher Grant
Northwestern OK State Univ Fdn	Box 154	Alva	OK	73717	None	Public Charity		5,000	Donation - 4 of 5 payments
Northwestern OK State Univ Fdn	Box 154	Alva	OK	73717	None	Public Charity		2,500	Matching Gift
OBEK (Oklahoma Business Education Coalition)	123 Robert Skerr	Oklahoma City	OK	73102	None	Public Charity		15,000	Donation

PART XV, LINE 3 - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

NAME	ADDRESS	CITY	STATE	ZIP	RELATIONSHIP	FOUNDATION	
						STATUS	PURPOSE
OK CityScape	1100 N Broadway	Oklahoma City	OK	73103	None	Public Charity	10,000 Donation
OKC Boathouse Foundation	210 Park Ave Ste 3121	Oklahoma City	OK	73102	None	Public Charity	139,615 Donation
Oklahoma Baptist University	OBV Box 61275	Shawnee	OK	74804	None	Public Charity	1,500 Matching Gift
Oklahoma Christian University	Box 11000	Oklahoma City	OK	73136	None	Public Charity	64,250 Matching Gift
Oklahoma City Museum of Art	415 Couch Drive	Oklahoma City	OK	73102	None	Public Charity	75,000 Sponsorship
Oklahoma City National Memorial Foundation	PO Box 323	Oklahoma City	OK	73101	None	Public Charity	25,000 Donation
Oklahoma City Philharmonic	428 West California, Suite 210	Oklahoma City	OK	73102	None	Public Charity	30,000 Sponsorship
Oklahoma City University	2501 N Blackwelder	Oklahoma City	OK	73106	None	Public Charity	150 Matching Gift
Oklahoma Energy Education Foundation	3555 NW 58th Street	Oklahoma City	OK	73112	None	Public Charity	50,000 Donation - 2 of 2 payments
Oklahoma FIRST Robotics	200 Bedford Street	Manchester	NH	03101	None	Public Charity	5,000 Donation
Oklahoma Health Center Foundation	800 N Research Parkway, Suite 400	Oklahoma City	OK	73103	None	Public Charity	1,000 Donation
Oklahoma Heritage Association	201 NW 14 Street	Oklahoma City	OK	73103	None	Public Charity	40,000 Donation - 4 of 5 payments
Oklahoma Historical Society	2401 N Laird Ave	Oklahoma City	OK	73105	None	Public Charity	16,000 Sponsorship
Oklahoma School of Science & Mathematics	1141 N Lincoln Blvd	Oklahoma City	OK	73104	None	Public Charity	25,000 Donation
Oklahoma State Regents For Higher Education	655 Research Parkway	Oklahoma City	OK	73104	None	Public Charity	1,000 Sponsorship
Oklahoma State Univ Foundation	PO Box 1749	Stillwater	OK	74076	None	Public Charity	10,354 Matching Gift
OSU	Spears School of Business, 401 Business	Stillwater	OK	74078	None	Public Charity	65,000 Donation
Panama Upper Elementary	903 Kentucky Ave	Panama	OK	74951	None	Public Charity	450 Teacher Grant
People Connected By Cancer	725 Lincoln Blvd	Oklahoma City	OK	73104	None	Public Charity	5,000 Sponsorship
Phillips Theological Seminary	N 901 Mingo Road	Tulsa	OK	74116	None	Public Charity	2,000 Matching Gift
Ralph Downs Elementary School	7501 W Hefner	Oklahoma City	OK	73162	None	Public Charity	998 Teacher Grant
Redlands Community College Foundation	1300 County Club Road	El Reno	OK	73036	None	Public Charity	1,000 Matching Gift
Regional Food Bank Of Oklahoma	P O Box 270968	Oklahoma City	OK	73137	None	Public Charity	6,000 Donation
Seminole State College Educational Fdn	2701 Boren Blvd	Seminole	OK	74868	None	Public Charity	1,050 Matching Gift
Smith College	33 Elm Street	Northampton	MA	1063	None	Public Charity	100 Matching Gift
Southern Nazarene University	6729 NW 39th Expressway	Bethany	OK	73008	None	Public Charity	650 Matching Gift
Southwestern Christian University	PO Box 340	Bethany	OK	73008	None	Public Charity	750 Matching Gift
Southwestern Oklahoma State University Fdn, Inc	100 Campus Dr	Weatherford	OK	73096	None	Public Charity	500 Matching Gift
St Anthony Foundation	PO Box 205	Oklahoma City	OK	73101	None	Public Charity	20,000 Donation - 4 of 5 payments
St Gregory's University	1900 MacArthur Dr	Shawnee	OK	74804	None	Public Charity	2,100 Matching Gift
Stillwater Area United Way	109 E 9TH Ave	Stillwater	OK	74074	None	Public Charity	480 Matching Gift
Stone Ridge Elementary School	10000 W Memorial Road	Yukon	OK	73099	None	Public Charity	995 Teacher Grant
Sulphur Junior High School	1019 W 9th St	Sulphur	OK	73086	None	Public Charity	1,000 Teacher Grant
Tabor College	400 S Jefferson	Hillsboro	KS	67063	None	Public Charity	500 Matching Gift
Tecumseh Middle School	315 W Park	Tecumseh	OK	74873	None	Public Charity	991 Teacher Grant
Texas Tech Foundation Inc	PO Box 45025	Lubbock	TX	79409	None	Public Charity	500 Matching Gift
The Bryan County United Way	PO Box 192	Durant	OK	74702	None	Public Charity	867 Matching Gift
The KU Endowment Association	1891 Constant Avenue	Lawrence	KS	66047	None	Public Charity	500 Matching Gift
The Nature Conservancy	2727 E 21st Street, #102	Tulsa	OK	74114	None	Public Charity	10,000 Membership
Tulsa Area United Way	PO Box 1859	Tulsa	OK	74101	None	Public Charity	3,189 Matching Gift
U S Marshals Museum, Inc	100 Garrison Ave	Fort Smith	AR	72901	None	Public Charity	10,000 Donation - 1 of 5 payments
United Fund Of Pauls Valley	PO Box 1275, Pauls Valley	Pauls Valley	OK	73075	None	Public Charity	750 Matching Gift
United Way Of Canadian County	PO Box 850097	Yukon	OK	73805	None	Public Charity	10,119 Matching Gift
United Way Of Central Oklahoma	PO Box 837	Oklahoma City	OK	73101	None	Public Charity	195,428 Matching Gift
United Way Of Enid & NW Oklahoma	PO Box 5828	Enid	OK	73703	None	Public Charity	4,466 Matching Gift

PART XV, LINE 3 - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

NAME	ADDRESS	CITY	STATE	ZIP	RELATIONSHIP	STATUS	AMOUNT	PURPOSE
United Way Of Ft. Smith Area	PO Box 2300	Fort Smith	AR	72902	None	Public Charity	4,454	Matching Gift
United Way Of Logan County	PO Box 1602	Guthrie	OK	73044	None	Public Charity	3,497	Matching Gift
United Way Of Norman	2424 Springer Dr	Norman	OK	73069	None	Public Charity	18,098	Matching Gift
United Way Of Ponca City	205 N 2ND St	Ponca City	OK	74601	None	Public Charity	807	Matching Gift
United Way Of Pottawatomie County	PO Box 697	Shawnee	OK	74802	None	Public Charity	4,195	Matching Gift
United Way Of South Central Oklahoma	1232 Memck Dr	Ardmore	OK	73401	None	Public Charity	2,880	Matching Gift
United Way Of Woodward	PO Box 584	Woodward	OK	73802	None	Public Charity	750	Matching Gift
University of Arkansas	200 Hotz Hall	Fayetteville	AR	72701	None	Public Charity	4,760	Matching Gift
University Of Central Oklahoma	100 N University Dr	Edmond	OK	73034	None	Public Charity	350	Matching Gift
University Of Oklahoma Foundation	100 Timberdell Road	Norman	OK	73019	None	Public Charity	110,369	Matching Gift
University of South Dakota Foundation	414 East Clark	Vermillion	SD	57069	None	Public Charity	125	Matching Gift
University of The Ozarks	415 N College Avenue	Clarksville	AR	72830	None	Public Charity	251	Matching Gift
University of Tulsa	600 South College	Tulsa	OK	74104	None	Public Charity	350	Matching Gift
University Of Wisconsin - Platteville	1 University Plaza	Platteville	WI	53818	None	Public Charity	50	Matching Gift
Urban League Of Greater Oklahoma City, Inc	3017 Martin Luther King Blvd	Oklahoma City	OK	73111	None	Public Charity	25,000	Donation - 3 of 3 payments
USS Oklahoma Memorial At Pearl Harbor	c/o Tucker McHugh, CDR, USN, 1409 Bell Edmond	Bell Edmond	OK	73013	None	Public Charity	5,000	Donation - 4 of 5 payments
Total							1,400,449	

Payments Due Schedule, by Grantee Organization

10/31/2011

Payee Organization Project Title, Grant Amount	Request ID Ref. No.	Due Date	Payment Payment Amount Fund	Notes
Alma Boys and Girls Club Inc. <i>Capital Campaign</i> \$ 5,000.00	957220 105039	7/11/2008	\$1,000.00	Foundation Contributions
<i>Capital Campaign</i> \$ 5,000 00	957220 105039	7/13/2009	\$1,000 00	Foundation Contributions
Total Alma Boys and Girls Club Inc (2 items)			\$2,000 00	
American Cancer Society Ada <i>Relay for Life 2005</i> \$ 150 00	957262 105040	6/14/2005	\$150.00	Company Contributions
American Heart Association Oklahoma City <i>American Heart Walk-Meeting Sponsor \$3,000</i> <i>Heart Ball-Corporate Sponsor \$3,000</i> \$ 6,000 00	953721 101756	4/8/2002	\$6,000 00	Foundation Contributions
American Red Cross Oklahoma County Chapter <i>Sponsor 1996 OKC Sports Fest</i> \$ 3,000 00	9654 96-17	3/15/1996	\$3,000 00	Foundation Contributions
<i>2000 Event Sponsorship</i> <i>MASH BASH and Classic Golf Tournament</i> \$ 3,000.00	951292 99979	4/15/2000	\$3,000 00	Foundation Contributions
Total American Red Cross Oklahoma County Chapter (2 items)			\$6,000 00	
Ardmore High School				

Payee Organization Project Title, Grant Amount	Request ID Ref. No.	Due Date	Payment Payment Amount Fund	Notes
<i>Donation</i> \$ 150.00	956645 104445	11/8/2004	\$150 00 Company Contributions	
Beggs Chamber of Commerce <i>CONTRIBUTIONS</i> \$ 500 00	961718 109374	5/26/2009	\$500 00 Company Contributions	
Big Brothers/Big Sisters of Pott. County <i>Donation</i> \$ 500 00	954479 102407	6/25/2003	\$250 00 Company Contributions	Rita Pangborn to pay
Bokoshe Public Schools <i>Donation</i> \$ 50 00	954995 102898	11/22/2002	\$50 00 Company Contributions	
Boy Scouts of America Last Frontier Council OKC <i>Capital Campaign Fund - 1st year commitment of \$50,000 for 5 years totaling \$250,000</i> \$ 250,000 00	959930 107599	2/11/2012	\$50,000 00 Foundation Contributions	Bldg & Cap Campaign - Final payment
Bridge Creek High School <i>AFTER PROM EVENT</i> \$ 100 00	957074 104862	4/7/2005	\$100 00 Company Contributions	
<i>AFTER PROM EVENT BRIDGE CREEK HIGH SCHOOL</i> \$ 250.00	957576 105346	11/29/2005	\$250.00 Company Contributions	
Total Bridge Creek High School (2 items)			\$350 00	

Payee Organization Project Title, Grant Amount	Request ID Ref. No.	Due Date	Payment Payment Amount Fund	Notes
C of C Alva Donation \$ 250.00	955798 103658	10/21/2003	\$250 00	Company Contributions
C of C Elmore City Donation \$ 200.00	958371 106119	8/1/2006	\$200 00	Company Contributions
C of C Midwest City 2009 Tinker & the Primes Sponsorship \$ 2,500 00	961371 109028	2/24/2009	\$2,500 00	Company Contributions
C of C Van Buren 2008 GOLD BANQUET SPONSORSHIP \$ 750 00	960138 107801	2/14/2008	\$750 00	Company Contributions
C/SARA Foundation TICKETS FOR FUND RAISER \$ 250.00	960539 108200	4/24/2008	\$250 00	Company Contributions
Canadian County Historical Society Trolley on Track project \$ 10,000 00	952302 100335	2/6/2003	\$2,500 00	Foundation Contributions
Trolley on Track project \$ 10,000 00	952302 100335	2/2/2004	\$2,500 00	
Total Canadian County Historical Society (2 items)			\$5,000 00	
Canterbury Choral Society				

Payee Organization Project Title, Grant Amount	Request ID Ref. No.	Due Date	Payment Payment Amount Fund	Notes
<i>Hollywood on the High C's performance</i> \$ 1,500 00	954442 102412	10/2/2002	\$1,500 00	
Children's Emergency Shelter Board <i>Contribution</i> \$ 800 00	957021 104814	3/25/2005	\$800.00 Company Contributions	
City of Gore <i>Steve Owens Sports Complex</i> \$ 10,000.00	952465 100796	4/23/2004	\$2,000.00 Company Contributions	
Connors Development Foundation <i>Donation</i> \$ 500 00	957367 105148	8/12/2005	\$500.00 Company Contributions	
DEL CITY CHAMBER OF COMMERCE <i>ANNUAL BANQUET TABLE 01/10/08</i> \$ 250.00	960236 107898	6/17/2008	\$250 00 Company Contributions	
DELTA SIGMA PI <i>SPONSORSHIP FOR DELTA SIGMA PI GOLF TOURNAMENT</i> \$ 200 00	960438 108099	4/3/2008	\$200.00 Company Contributions	
DOWNTOWN OKC SALUTE <i>Dean A McGee Awards Sponsorship</i> \$ 3,000 00	960264 107926	3/31/2008	\$3,000.00 Company Contributions	
The Education and Employment Ministry Inc				

Payee Organization Project Title, Grant Amount	Request ID Ref. No.	Due Date	Payment Payment Amount Fund	Notes
<i>Donation</i> \$ 5,000 00	957065 104852	4/27/2006	\$2,500 00	
Enid Noon Ambucs				
<i>Donation</i> \$ 20 00	956942 104735	3/18/2005	\$20 00	Company Contributions
Gas Liquids Distribution Assn (GLDA)				
<i>TO RAISE MONEY FOR THE SCHOLARSHIP FUND</i> \$ 250.00	957053 104846	3/31/2005	\$250 00	Company Contributions
Greater Ardmore Scholarship Foundation				
<i>HOLE & TEAM SPONSOR (2ND SPONSORSHIP)</i> \$ 1,100.00	960766 108427	5/28/2008	\$1,100 00	Company Contributions
GREATER OKC CHAMBER OF COMMERCE				
<i>Forward OKC IV Pledge</i> \$ 150,000.00	962273	10/1/2012	\$30,000 00	Foundation Contributions
<i>Forward OKC IV Pledge</i> \$ 150,000 00	962273	9/30/2013	\$30,000 00	Foundation Contributions
<i>Forward OKC IV Pledge</i> \$ 150,000 00	962273	9/30/2014	\$30,000 00	Foundation Contributions
<i>Forward OKC IV Pledge</i> \$ 150,000.00	962273	9/30/2015	\$30,000 00	Foundation Contributions
Total GREATER OKC CHAMBER OF COMMERCE (4 items)			\$120,000 00	

12E

Payee Organization Project Title, Grant Amount	Request ID Ref. No.	Due Date	Payment Payment Amount Fund	Notes
<i>Governor's Cup</i> \$ 45,000 00	961817 109473	1/27/2011	\$15,000 00	Foundation Contributions
<i>Governor's Cup</i> \$ 45,000 00	961817 109473	1/27/2012	\$15,000 00	Foundation Contributions
		Total 12E (2 items)	\$30,000 00	
IEC - OKC <i>GOLD PACKAGE SPONSORSHIP FOR GOLF TOURNEY</i> \$ 260 00	957143 104931	5/25/2005	\$260 00	Company Contributions
International Women's Forum <i>2008 International Women's Forum</i> \$ 750.00	959863 107558	12/7/2007	\$750 00	Corporation
Kingston Striper Festival <i>Donation</i> \$ 150.00	956328 104140	6/15/2004	\$150.00	Company Contributions
Lake Murray Resort Park <i>Donation</i> \$ 250 00	956558 104352	9/30/2004	\$250 00	Company Contributions
Lend-A-Hand Program <i>contribution to assist families in need</i> \$ 25,000 00	95628 95-59	9/15/1995	\$25,000 00	Company Contributions
Lyric Theatre				

Payee Organization Project Title, Grant Amount	Request ID Ref. No.	Due Date	Payment Payment Amount Fund	Notes
<i>Support of new office in Plaza District on 16th St</i> \$ 12,000.00	952089 100322	1/17/2003	\$4,000 00	Foundation Contributions
Mercy Health Center <i>Conference Center Capital Campaign</i> \$ 25,000.00	975	9/15/2000	\$5,000.00	Foundation Contributions
<i>Conference Center Capital Campaign</i> \$ 25,000.00	975	9/15/2001	\$5,000 00	Foundation Contributions
	<i>Total Mercy Health Center</i> (2 items)		\$10,000 00	
Murray State College Foundation <i>Capital Campaign</i> \$ 15,000 00	97395	8/15/2001	\$3,000 00	Foundation Contributions
Muskogee Public Schools <i>CONTRIBUTIONS</i> \$ 500.00	957960 105707	3/31/2006	\$500 00	Company Contributions
National Federation of the Blind <i>Donation</i> \$ 100.00	955042 102947	12/11/2002	\$100.00	Company Contributions
Newcastle After-Prom Committee <i>AFTER PROM EVENT NEWCASTLE HIGH SCHOOL</i> \$ 100.00	956859 104642	2/28/2005	\$100 00	Company Contributions
Newcastle Bonus Auction				

Payee Organization Project Title, Grant Amount	Request ID Ref. No.	Due Date	Payment Payment Amount Fund	Notes
<i>Donation</i> \$ 500.00	956858 104641	3/28/2005	\$500.00 Company Contributions	
Newcastle Education Foundation <i>Sponsor NEF Banquet</i> \$ 1,000 00	957450 105219	9/22/2005	\$1,000 00 Company Contributions	
Newcastle Elementary PTO <i>ELEMENTARY PLAYGROUND EQUIP</i> \$ 1,000 00	956938 104731	3/4/2005	\$1,000 00 Company Contributions	
North Care Mental Health Center <i>Donation</i> \$ 550.00	957255 105032	6/13/2005	\$550 00 Company Contributions	
Northeastern State University Foundation <i>3rd Quarter - 2004</i> \$ 25 00	956604 104403	10/7/2004	\$25.00	3rd Quarter - 2004
Northern Oklahoma College <i>2005 PLEDGE DRIVE-MAJOR LEASE</i> <i>DONOR</i> \$ 1,000 00	957521 105285	10/4/2005	\$1,000 00 Company Contributions	
Oklahoma 4-H Foundation Inc <i>Program Sponsor</i> \$ 5,000 00	960635 108296	10/29/2008	\$5,000 00 Company Contributions	Reissue of Payment [17694] for \$2,500.00, paid on 6/30/2008
Oklahoma Baptist University				

Payee Organization Project Title, Grant Amount	Request ID Ref. No.	Due Date	Payment Payment Amount Fund	Notes
SPONSORSHIP FOR THE 7TH ANNUAL BISON BICYCLE TOUR-THIS IS AN ERROR IT WILL NOT POST THIS IS A COMPUTER ISSUE ERROR- cab I also chaged the date to 06- so it would not confuse any budget reports \$ 0.01	958797 106542	1/18/2006	\$0.01	THERE IS AN ERROR CODE ON THIS, THIS IS NOT AN ACTUAL PAYMENT OR SCHEDULE.
Capital Campaign - Wellness and Athletics - 3 year commitment \$ 30,000.00	958570 106316	11/29/2007	\$10,000.00	
Capital Campaign - Wellness and Athletics - 3 year commitment \$ 30,000.00	958570 106316	11/28/2008	\$10,000.00	
Total Oklahoma Baptist University (3 items)			\$20,000.01	
Oklahoma Business Education Coalition, Inc 2011-2012 OBEC Contribution \$ 15,000.00	962262	8/12/2011	\$15,000.00	Foundation Contributions
Oklahoma City Educare Operating Funds for OK CityScope attraction- \$ 10,000.00	961388 109045	6/18/2009	\$10,000.00	Foundation Contributions
Oklahoma City Philharmonic Orchestra Season Sponsor \$ 15,000.00	957069 104860	4/27/2005	\$15,000.00	
2005-2006 Season \$ 15,000.00	956703 104563	2/3/2006	\$15,000.00	

Payee Organization Project Title, Grant Amount	Request ID Ref. No.	Due Date	Payment Payment Amount Fund	Notes
Philharmonic Endowment Campaign- Endowment Orchestrating Greatness Campaign \$ 150,000 00	957711 105465	3/2/2012	\$15,000 00 Foundation Contributions	Endowment Orchestrating Greatness Campaign 7 of 10
Philharmonic Endowment Campaign- Endowment Orchestrating Greatness Campaign \$ 150,000 00	957711 105465	3/1/2013	\$15,000 00 Foundation Contributions	Endowment Orchestrating Greatness Campaign 8 of 10
Philharmonic Endowment Campaign- Endowment Orchestrating Greatness Campaign \$ 150,000 00	957711 105465	3/3/2014	\$15,000.00 Foundation Contributions	Endowment Orchestrating Greatness Campaign 9 of 10
Philharmonic Endowment Campaign- Endowment Orchestrating Greatness Campaign \$ 150,000 00	957711 105465	3/2/2015	\$15,000 00 Foundation Contributions	Endowment Orchestrating Greatness Campaign Final payment
Total Oklahoma City Philharmonic Orchestra (6 items)			\$90,000 00	
Oklahoma City Public Schools Foundation, Inc. 1999 Excellence in Education Campaign \$ 10,000 00	99176	4/21/1999	\$10,000.00 Foundation Contributions	Bill requested for June
Oklahoma City University Donation \$ 500.00	955829 103684	11/5/2003	\$500 00 Company Contributions	

Payee Organization Project Title, Grant Amount	Request ID Ref. No.	Due Date	Payment Payment Amount Fund	Notes
Oklahoma Community Institute <i>FY 2006 Corporate Sponsor</i> \$ 10,000.00	957513 105277	10/3/2005	\$10,000.00 Company Contributions	
Oklahoma Economic Development Council <i>Donation</i> \$ 500.00	956560 104354	10/1/2004	\$500.00 Company Contributions	
Oklahoma Health Center Foundation <i>2001-2002 Annual Drive</i> \$ 2,500.00	953648 101687	3/6/2002	\$2,500.00 Foundation Contributions	
Oklahoma Historical Society <i>Flag Plaza</i> <i>Pledge is for \$100,000 -</i> <i>\$20,000 paid on 11/7/05</i> <i>Balance is \$80,000 payable in 5 payments of</i> \$ 80,000.00	957574 105344	11/28/2005	\$16,000.00 Foundation	Payment made in 2005 was for \$20,000; no payment made in 2006, 5 remaining payments @ \$16,000-1st in 2007
Oklahoma Medical Research Foundation <i>Oklahoma Medical Research Foundation</i> \$ 10,000.00	957682 105448	2/21/2006	\$10,000.00	
Oklahoma School of Science and Mathematics <i>Endowment Fund for named Faculty Awards</i> \$ 100,000.00	952779 100804	7/2/2005	\$20,000.00 Foundation	
Oklahoma State University Foundation				

Payee Organization Project Title, Grant Amount	Request ID Ref. No.	Due Date	Payment Payment Amount Fund	Notes
3rd Quarter - 2004 \$ 2,275.00	956603 104402	10/7/2004	\$2,275.00	3rd Quarter - 2004
Grant for Match [2493] \$ 1,500.00	959794 107488	12/20/2006	\$1,500.00	Grant for Match [2493]
Total Oklahoma State University Foundation (2 items)			\$3,775.00	
Opportunities Industrialization Center event sponsor \$ 1,080.00	957516 105280	10/4/2005	\$1,080.00	Company Contributions
Perkins Main Street Program Donation \$ 150.00	955555 103421	6/19/2003	\$150.00	Company Contributions
PINE ACRES CHURCH GOLF COMMITTEE CONTRIB FOR MISSION WORK & PRIZE FOR THE GOLF TOUR \$ 300.00	960813 108474	8/11/2008	\$300.00	Company Contributions
Seminole Industrial Foundation Inc DONATIONS-2006-2007 INVESTMENT \$ 400.00	958350 106098	8/25/2006	\$400.00	Company Contributions
Seminole State College Donation \$ 300.00	955520 103394	6/6/2003	\$300.00	Company Contributions
Sharon-Mutual Livestock Show				

Payee Organization Project Title, Grant Amount	Request ID Ref. No.	Due Date	Payment Payment Amount Fund	Notes
<i>Donation</i> \$ 100 00	956042 103856	1/7/2004	\$100 00 Company Contributions	
Smith College <i>3rd Quarter - 2004</i> \$ 100.00	956606 104405	10/7/2004	\$100.00	3rd Quarter - 2004
Southeastern Foundation <i>Alumni Donation</i> \$ 100 00	957407 105185	8/30/2005	\$100 00 Company Contributions	
Sterling College <i>3rd Quarter - 2004</i> \$ 1,200.00	956607 104406	10/7/2004	\$1,200 00	3rd Quarter - 2004
SUNFLOWER RIVER BLUES ASSOCIATION <i>Contribution</i> \$ 500.00	960704 108365	7/3/2008	\$500.00 Company Contributions	
Teach for America <i>Bring Teach for America to OKC</i> \$ 300,000.00	962215	4/18/2012	\$100,000 00 Foundation Contributions	
<i>Bring Teach for America to OKC</i> \$ 300,000 00	962215	4/18/2013	\$100,000 00 Foundation Contributions	
<i>Total Teach for America</i> (2 items)			\$200,000 00	
TERRA INDUSTRIES INC				

Payee Organization Project Title, Grant Amount	Request ID Ref. No.	Due Date	Payment Payment Amount Fund	Notes
CONTRIBUTION FOR CHARITY GOLF CLASSIC \$ 250.00	957203 104991	5/4/2005	\$250 00	Company Contributions
Texas Rattlers Baseball Team (TRBT) youth baseball team \$ 250 00	956927 104710	2/8/2005	\$250 00	Company Contributions
Thomas Fire Department THOMAS VOLUNTEER FIRE DEPT TO PURCHASE EQUIP \$ 100 00	957047 104840	3/23/2005	\$100 00	Company Contributions
U.S. Marshals Museum Donation to build US Marshals Museum \$ 50,000.00	962056	5/4/2012	\$10,000 00	Foundation Contributions
Donation to build US Marshals Museum \$ 50,000.00	962056	5/17/2013	\$10,000.00	Foundation Contributions
Donation to build US Marshals Museum \$ 50,000.00	962056	5/29/2014	\$10,000 00	Foundation Contributions
Total U S Marshals Museum (3 items)			\$30,000 00	
United Way of Central Oklahoma donation \$ 250.00	951923 100033	7/8/1997	\$250 00	Company Contributions
Donation \$ 228,865 04	956038 103852	10/1/2004	\$57,216 26	Company Contributions

Payee Organization Project Title, Grant Amount	Request ID Ref. No.	Due Date	Payment Payment Amount Fund	Notes
Total United Way of Central Oklahoma (2 items) \$57,466 26				
United Way of Enid Donation \$ 11,000.00	956034 103848	10/1/2004	\$2,750.00	Company Contributions
United Way of Muskogee Donation \$ 4,999 92	956813 104596	12/1/2005	\$416 66	Company Contributions
United Way of Norman Donation \$ 3,000 00	956035 103849	10/1/2004	\$750 00	Company Contributions
United Way of Shawnee Donation \$ 5,004.00	956812 104595	4/1/2005	\$417 00	Company Contributions
Donation \$ 5,004 00	956812 104595	5/2/2005	\$417.00	Company Contributions
Donation \$ 5,004 00	956812 104595	6/1/2005	\$417.00	Company Contributions
Donation \$ 5,004.00	956812 104595	7/1/2005	\$417 00	Company Contributions
Donation \$ 5,004.00	956812 104595	8/1/2005	\$417 00	Company Contributions
Donation \$ 5,004.00	956812 104595	9/1/2005	\$417.00	Company Contributions

Payee Organization Project Title, Grant Amount	Request ID Ref. No.	Due Date	Payment Payment Amount Fund	Notes
<i>Donation</i> \$ 5,004.00	956812 104595	10/11/2005	\$417.00 Company Contributions	
<i>Donation</i> \$ 5,004.00	956812 104595	11/11/2005	\$417.00 Company Contributions	
<i>Donation</i> \$ 5,004.00	956812 104595	12/11/2005	\$417.00 Company Contributions	
	<i>Total United Way of Shawnee</i> (9 items)		\$3,753.00	
United Way of South Central Oklahoma				
<i>Donation</i> \$ 2,800.00	955195 103082	5/19/2003	\$700.00 Company Contributions	
<i>Donation</i> \$ 2,800.00	955195 103082	8/18/2003	\$700.00 Company Contributions	
<i>Donation</i> \$ 2,800.00	955195 103082	11/18/2003	\$700.00 Company Contributions	
	<i>Total United Way of South Central Oklahoma</i> (3 items)		\$2,100.00	
United Way Pauls Valley				
<i>Donation</i> \$ 600.00	955122 103002	10/11/2003	\$150.00 Company Contributions	
University of Central Oklahoma				
<i>3rd Quarter - 2004</i> \$ 4,550.00	956610 104409	10/7/2004	\$4,550.00	3rd Quarter - 2004
<i>Board of Trustees Endowed Scholarship</i> \$ 100.00	957356 105137	8/5/2005	\$100.00 Company Contributions	

Payee Organization Project Title, Grant Amount	Request ID Ref. No.	Due Date	Payment Payment Amount Fund	Notes
Dues for 2005 \$ 150 00	957357 105138	8/5/2005	\$150 00	Company Contributions
Total University of Central Oklahoma (3 items)			\$4,800 00	
University of Missouri - Rolla 3rd Quarter - 2004 \$ 50 00	956605 104404	10/7/2004	\$50 00	3rd Quarter - 2004
University of Oklahoma SEM Endowed Chair - \$250,000 payable in 5 payments of \$50,000 beginning in June, 2009 \$ 250,000 00	960296 107958	6/1/2009	\$50,000 00	
SEM Endowed Chair - \$250,000 payable in 5 payments of \$50,000 beginning in June, 2009 \$ 250,000.00	960296 107958	3/25/2010	\$50,000 00	
SEM Endowed Chair - \$250,000 payable in 5 payments of \$50,000 beginning in June, 2009 \$ 250,000.00	960296 107958	1/17/2011	\$50,000.00	
OGE Chair of Electrical Engineering \$ 300,000 00	962035	5/26/2011	\$100,000 00	Foundation Contributions
SEM Endowed Chair - \$250,000 payable in 5 payments of \$50,000 beginning in June, 2009 \$ 250,000.00	960296 107958	11/9/2011	\$50,000 00	
OGE Chair of Electrical Engineering \$ 300,000 00	962035	5/25/2012	\$100,000 00	Foundation Contributions
Steven E Moore Endowed Chair-OU Cancer Center-\$50,000 for 5 years \$ 250,000 00	961394 109051	7/6/2012	\$50,000.00	Foundation Contributions

Payee Organization Project Title, Grant Amount	Request ID Ref. No.	Due Date	Payment Payment Amount Fund	Notes
SEM Endowed Chair - \$250,000 payable in 5 payments of \$50,000 beginning in June, 2009 \$ 250,000 00	960296 107958	8/31/2012	\$50,000 00	
Steven E. Moore Endowed Chair-OU Cancer Center-\$50,000 for 5 years \$ 250,000 00	961394 109051	7/4/2013	\$50,000.00	Foundation Contributions
	Total University of Oklahoma (9 items)		\$550,000 00	
University of Oklahoma College of Medicine Evening of Excellence - January 20, 2000 \$ 1,500 00	951123 99976	1/27/2000	\$1,500 00	Foundation
University of Oklahoma Foundation Inc 3rd Quarter - 2004 \$ 825.00	956611 104410	10/7/2004	\$825 00	3rd Quarter - 2004
donation \$ 500 00	957749 105496	6/30/2006	\$250 00	Company Contributions
donation \$ 500.00	957749 105496	10/2/2006	\$250 00	Company Contributions
	Total University of Oklahoma Foundation Inc (3 items)		\$1,325 00	
University of Pittsburgh 3rd Quarter - 2004 \$ 100.00	956609 104408	10/7/2004	\$100.00	3rd Quarter - 2004
University of Texas				

Payee Organization Project Title, Grant Amount	Request ID Ref. No.	Due Date	Payment Payment Amount Fund	Notes
3rd Quarter - 2004 \$ 100.00	956608 104407	10/7/2004	\$100 00	3rd Quarter - 2004
Vanoss High School Athletic Association \$ 149 32	956910 104693	2/22/2005	\$149 32 Company Contributions	
Wayne Livestock Show Donation \$ 100 00	955166 103051	2/1/2003	\$100 00 Company Contributions	
WETUMKA HIGH SCHOOL CONTRIBUTION FOR FFA BANQUET \$ 100.00	960515 108176	5/8/2008	\$100.00 Company Contributions	
WETUMKA LIVESTOCK BOOSTER CLUB CONTRIB-TO WETUMKA FFA FOR LIVESTOCK SHOW \$ 100 00	960219 107881	2/26/2008	\$100.00 Company Contributions	
Wetumka C of C Donation for premium sale \$ 100.00	957040 104833	3/4/2005	\$100 00 Company Contributions	
Wetumpka Cheerleaders Donation \$ 100.00	957284 105065	6/9/2005	\$100 00 Company Contributions	
Wilburton High School				

Payee Organization Project Title, Grant Amount	Request ID Ref. No.	Due Date	Payment Payment Amount Fund	Notes
<i>Yearbook</i> \$ 195.00	956266 104080	5/19/2004	\$195.00	Company Contributions
WOODWARD AREA COALITION <i>CONTRIBUTION</i> \$ 100.00	960511 108172	4/10/2008	\$100.00	Company Contributions
		Grand Total	<u>\$1,359,015.25</u>	
		(140 items)		

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
3,015,451.		PUBLICLY TRADED SECURITIES 2,962,905.					VAR 52,546.	VAR
TOTAL GAIN (LOSS)							<u>52,546.</u>	