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

2011

For calendar year 2011 or tax year beginning , and ending

Name of foundation
RALPH AND FRANCES MCGILL FOUNDATION
THE TRUST COMPANY OF OKLAHOMA

A Employer identification number
73-1590898

Number and street (or P O box number if mail is not delivered to street address) Room/suite
P.O. BOX 3627

B Telephone number
(918)744-0553

City or town, state, and ZIP code
TULSA, OK 74101-3627

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶$ 6,567,176.

J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis.)

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).)

	Line	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			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	194,874.	194,874.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	71,790.			STATEMENT 1
	b Gross sales price for all assets on line 6a 1,905,467.				
	7 Capital gain net income (from Part IV, line 2)		71,913.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 **Total.** Add lines 1 through 11	266,664.	266,787.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	40,842.	20,421.		20,421.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 3	5,820.	0.		0.
	b Accounting fees STMT 4	2,790.	2,790.		0.
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 5	9,770.	2,142.		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	59,222.	25,353.		20,421.
	25 Contributions, gifts, grants paid	594,849.			594,849.
	26 **Total expenses and disbursements.** Add lines 24 and 25	654,071.	25,353.		615,270.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	<387,407.>			
	b **Net investment income** (if negative, enter -0-)		241,434.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	68,620.	64,365.	64,365.
	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	221,692.		
	b	Investments - corporate stock STMT 7	3,753,286.	3,565,329.	4,739,316.
	c	Investments - corporate bonds STMT 8	1,422,586.	1,449,718.	1,481,132.
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other STMT 9	270,000.	270,000.	282,363.
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶			
	15	Other assets (describe ▶ ANNUITY POLICY)	24,572.	0.	0.
	16	**Total assets** (to be completed by all filers)	5,760,756.	5,349,412.	6,567,176.
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 ▶ [X] and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted	5,760,756.	5,349,412.	
	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**	5,760,756.	5,349,412.	
	31	**Total liabilities and net assets/fund balances**	5,760,756.	5,349,412.	

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	5,760,756.
2	Enter amount from Part I, line 27a	2	<387,407.>
3	Other increases not included in line 2 (itemize) ▶ MISCELLANEOUS	3	635.
4	Add lines 1, 2, and 3	4	5,373,984.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 6	5	24,572.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	5,349,412.

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	SCHEDULE ATTACHED	P		
b	SCHEDULE ATTACHED	P		
c	CAPITAL GAINS DIVIDENDS			
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	1,295,336.		1,202,376.	92,960.
b	604,744.		631,178.	<26,434.>
c	5,387.			5,387.
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				92,960.
b				<26,434.>
c				5,387.
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 | 71,913.

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

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	567,700.	6,917,836.	.082063
2009	694,013.	6,564,424.	.105723
2008	712,530.	8,390,818.	.084918
2007	724,447.	9,524,136.	.076064
2006	760,936.	9,175,827.	.082928

2	Total of line 1, column (d)	2	.431696
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	.086339
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	6,893,860.
5	Multiply line 4 by line 3	5	595,209.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,414.
7	Add lines 5 and 6	7	597,623.
8	Enter qualifying distributions from Part XII, line 4	8	615,270.

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		1	2,414.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3	Add lines 1 and 2		3	2,414.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-		5	2,414.
6	Credits/Payments:			
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a 4,720.		
b	Exempt foreign organizations - tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d		7	4,720.
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	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	2,306.
11	Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ▶ 2,306. **Refunded** ▶		11	0.

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?	1a		X
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.*	1b		X
c	Did the foundation file **Form 1120-POL** for this year?	1c		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.*	2		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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		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?	6		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.*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ OK			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	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 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A | Statements Regarding Activities *(continued)*

			Yes	No
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 make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ THE TRUST COMPANY OF OKLAHOMA Telephone no. ▶ (918)744-0553
Located at ▶ P.O. BOX 3627, TULSA, OK ZIP+4 ▶ 74101-3627

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 | N/A

			Yes	No
16	At any time during calendar year 2011, 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		X
	See 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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
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 instructions)? N/A	1b		
	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 2011?	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 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ 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 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 2011 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 2011.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	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
THE TRUST COMPANY OF OKLAHOMA P.O. BOX 3627 TULSA, OK 741013627	TRUSTEE 5.00	40,842.	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

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.

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	6,957,721.
b	Average of monthly cash balances	1b	41,122.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	6,998,843.
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	6,998,843.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	104,983.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,893,860.
6	**Minimum investment return.** Enter 5% of line 5	6	344,693.

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	344,693.
2a	Tax on investment income for 2011 from Part VI, line 5 — 2a: 2,414.		
b	Income tax for 2011. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	2,414.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	342,279.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	342,279.
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	342,279.

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	615,270.
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	615,270.
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	2,414.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	612,856.

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 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				342,279.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.	
b Total for prior years: ____, ____, ____		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006 — 318,683.				
b From 2007 — 260,026.				
c From 2008 — 300,421.				
d From 2009 — 369,326.				
e From 2010 — 226,516.				
f **Total** of lines 3a through e	1,474,972.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ $ 615,270.				
a Applied to 2010, 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 2011 distributable amount				342,279.
e Remaining amount distributed out of corpus	272,991.			
5 Excess distributions carryover applied to 2011 (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	1,747,963.			
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 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				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 2006 not applied on line 5 or line 7	318,683.			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a	1,429,280.			
10 Analysis of line 9:				
a Excess from 2007 — 260,026.				
b Excess from 2008 — 300,421.				
c Excess from 2009 — 369,326.				
d Excess from 2010 — 226,516.				
e Excess from 2011 — 272,991.				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, 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			
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total
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 instructions.)

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

SEE STATEMENT 10

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient 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				
ALZHEIMER'S ASSOCIATION 6465 SOUTH YALE TULSA OK, OK 74136	NONE	PUBLIC	SUPPORT OF RESEARCH	1,000.
AMERICAN CANCER SOCIETY 4110 S. 100TH EAST AVENUE TULSA, OK 74136	NONE	PUBLIC CHARITY	GENERAL SUPPORT	1,000.
ARTS & HUMANITIES COUNCIL 2210 SOUTH MAIN TULSA, OK 74114	NONE	PUBLIC CHARITY	GENERAL OPERATIONS	5,000.
ASSOCIATED CENTERS FOR THERAPY 7010 SOUTH YALE STE 215 TULSA, OK 74136	NONE	PUBLIC CHARITY	GENERAL OPERATIONS	1,000.
CAMPFIRE USA GREEN COUNTRY COUNCIL 706 SOUTH BOSTON AVENUE TULSA, OK 74119	NONE	PUBLIC CHARITY	SUPPORT OF ACTIVITIES	5,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	594,849.
b Approved for future payment NONE				
Total			▶ 3b	0.

Form **990-PF** (2011)

123611 12-02-11

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	194,874.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	71,790.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		266,664.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 266,664.

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

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

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	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.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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

Signature of officer or trustee | Date 5/14/12 | Title CEO

May the IRS discuss this return with the preparer shown below (see instr)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
DAN CUNNINGHAM	DAN CUNNINGHAM	05/09/12		P00228686

Firm's name ▶ EIDE BAILLY, LLP — Firm's EIN ▶ 45-0250958

Firm's address ▶ 2424 E 21ST ST, SUITE 200
TULSA, OK 74114 — Phone no. 918-748-5000

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
CLAREHOUSE 7617 SOUTH MINGO ROAD TULSA, OK 74133	NONE	PUBLIC CHARITY	OPERATING EXPENSES	5,000.
COMMUNITY FOOD BANK OF EASTERN OKLAHOMA 1304 N. KENOSHA AVE TULSA, OK 74106	NONE	PUBLIC CHARITY	GENERAL OPERATIONS	5,000.
CYSTIC FYBROSIS FOUNDATION 2642 EAST 21ST ST, STE 100 TULSA, OK 74114-1739	NONE	PUBLIC FOUNDATION	RESEARCH	5,000.
DOMESTIC VIOLENCE INTERVENTION SERVICES 4300 SOUTH HARVARD AVENUE TULSA, OK 74135-2608	NONE	PUBLIC CHARITY	GENERAL SUPPORT FOR SERVICES	5,000.
EUGENE FIELD ELEMENTARY SCHOOL ALUMNI FOUNDATION INC. 2249 S. PHOENIX AVENUE TULSA, OK 74107	NONE	PUBLIC FOUNDATION	GENERAL SUPPORT	1,000.
FAMILY AND CHILDRENS SERVICES 650 SOUTH PEORIA TULSA, OK 74120	NONE	PUBLIC CHARITY	GENERAL OPERATIONS	25,000.
GILCREASE MUSEUM 1400 GILCREASE MUSEUM ROAD TULSA, OK 74127	NONE	MUSEUM	GENERAL OPERATIONS	20,000.
GIRL SCOUTS OF EASTERN OKLAHOMA 2432 EAST 51ST STREET TULSA, OK 74105	NONE	PUBLIC CHARITY	GENERAL SUPPORT	5,000.
HARVEST HOUSE 1439 EAST 71ST STREET TULSA, OK 74135-2608	NONE	PUBLIC CHARITY	GENERAL OPERRATIONS	11,000.
HEARTS & HANDS OUTREACH 108 OAK ROADT PAWHUSKA, OK 74056	NONE	PUBLIC CHARITY	GENERAL SUPPORT	5,000.
Total from continuation sheets				581,849.

RALPH AND FRANCES MCGILL FOUNDATION
THE TRUST COMPANY OF OKLAHOMA 73-1590898

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
HOMELIFE ASSOCIATION P.O. BOX 35903 TULSA, OK 74153	NONE	PUBLIC CHARITY	GENERAL OPERATIONS	5,000.
HOSPICE OF GREEN COUNTRY,INC 2121 S COLUMBIA AVE, SUITE 200 TULSA, OK 74114	NONE	PUBLIC CHARITY	GENERAL SUPPORT	5,000.
IRON GATE 501 SOUTH CINCINNATI TULSA , OK 74103	NONE	PUBLIC CHARITY	OPERATING EXPENSE	25,000.
JOHN 3:16 MISSION P.O. BOX 700390 Y, OK 74170-0390	NONE	PUBLIC CHARITY	GENERAL OPERATIONS	10,000.
JUVENILE DIABETIS RESEARCH FDN 601 SOUTH BOULDER AVENUE STE 300 TULSA, OK 74119	NONE	PUBLIC FOUNDATION	TO FURTHER RESEARCH	5,000.
LEGAL AID SERVICES OF OKLAHOMA, INC 907 SOUTH DETROIT AVENUE STE 725 TULSA, OK 74120	NONE	PUBLIC CHARITY	GENERAL OPERATIONS	3,000.
LIFE SENIOR SERVICES 5950 EAST 31ST STREET TULSA, OK 74135-5114	NONE	PUBLIC CHARITY	GENERAL OPERATIONS	5,000.
LINERS BASEBALL 606 N BIRCH SAND SPRINGS OK	NONE	PUBLIC CHARITY	SUPPORT FOR PROGRAMS	7,000.
MAJOR LEAGUE BASEBALL PLAYERS ALUMNI ASSOCIATION 1631 MESA AVENUE, SUITE B COLORADO SPRINGS , CO 80906	NONE	PUBLIC CHARITY	GENERAL SUPPORT	5,000.
MEALS ON WHEELS OF METRO TULSA 12620 EAST 31ST STREET TULSA, OK 74146-2307	NONE	PUBLIC CHARITY	PROVIDE MEALS FOR HOME-BOUND INDIVIDUALS	5,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
NEIGHBOR FOR NEIGHBOR 505 EAST 36TH STREET NORTH TULSA, OK 74106	NONE	PUBLIC CHARITY	CARE FOR INDIGENTS	5,000.
NEIGHBORS ALONG THE LINE 5000 CHARLES PAGE BLVD TULSA OK	NONE	PUBLIC CHARITY	GENERAL OPERATIONS	1,000.
NORTHEASTERN OKLAHOMA WOOD TURNERS 8702 SOUTH VANDALIA AVENUE TULSA, OK 74137	NONE	PUBLIC CHARITY	SUPPORT OF OPERATIONS	10,000.
OETA FOUNDATION P.O. BOX 860022 OKLAHOMA CITY, OK 73196-0022	NONE	PUBLIC FOUNDATION	GENERAL SUPPORT	1,000.
OKLAHOMA CHAPTER MARCH OF DIMES 7146 SOUTH BRADEN AVENUE STE 700 TULSA, OK 74136	NONE	PUBLIC CHARITY	GENERAL SUPPORT	5,000.
OKLAHOMA NATIONAL MS SOCIETY 4606 EAST 67TH STREET STE 103 TULSA, OK 74136	NONE	PUBLIC CHARITY	RESEARCH	5,000.
PALMER CONTINUUM OF CARE 3012 EAST SKELLY DR STE 270 TULSA, OK 74305	NONE	PUBLIC CHARITY	GENERAL SUPPORT FOR SERVICES	1,000.
PARENT CHILD CENTER OF TULSA 1421 S. BOSTON TULSA, OK 74119	NONE	PUBLIC CHARITY	GENERAL OPERATIONS	10,000.
PHI GAMMA DELTA EDUCATIONAL FOUNDATION 20 NORTH BROADWAY STE 1800 OKLAHOMA CITY, OK 73102	NONE	PUBLIC FOUNDATION	GENERAL SUPPORT	8,000.
PHILBROOK MUSEUM OF ART 2727 SOUTH ROCKFORD ROAD TULSA, OK 74114-4104	NONE	PUBLIC CHARITY	GENERAL SUPPORT	33,333.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
RESONANCE CENTER FOR WOMEN 1608 SOUTH ELWOOD TULSA, OK 74119	NONE	PUBLIC CHARITY	SUPPORT OF PROGRAMS	30,000.
RSU TELEVISION 1701 WEST WILL ROGERS BLVD CLAREMORE, OK 74017-3252	NONE	UNIVERSITY	GENERAL OPERATIONS	1,000.
SAINT SIMEON'S EPISCAPAL HOME FOUNDATION 3701 NORTH CINCINNATTI AVENUE TULSA, OK 74106-1937	NONE	PUBLIC FOUNDATION	GENERAL OPERATIONS	20,000.
SAN MIGUEL SCHOOL 2444 EAST ADMIRAL PLACE TULSA, OK 74110	NONE	SCHOOL	SUPPORT OF ACTIVITIES	5,000.
SPCIAL OLYMPICS OF OKLAHOMA 6935 SOUTH CANTON AVENUE TULSA, OK 74136	NONE	PUBLIC CHARITY	SUPPORT OF PROGRAMS	5,000.
ST CATHERINE SCHOOL 2515 W 46TH STREET TULSA, OK 74107	NONE	SCHOOL	GENERAL OPERATING COSTS	20,000.
ST CATHERINE SCHOOL 2515 W. 46TH STREET TULSA, OK 74107-6629	NONE	SCHOOL	GENERAL OPERATIONS	38,833.
ST DUNSTAN'S EPISCOPAL CHURCH 5635 EAST 71ST STREET TULSA, OK 74136	NONE	CHURCH	GENERAL OPERATIONS	33,333.
ST PHILLIP NERI NEWMAN CENTER 440 SOUTH FLORENCE TULSA, OK 74104-2436	NONE	PUBLIC CHARITY	GENERAL OPERATIONS	10,000.
ST SIMEONS FOUNDATION 3701 N. CINCINNATI TULSA, OK 74106	NONE	PUBLIC FOUNDATION	GENARAL OPERATIONS	5,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
STREET SCHOOL; 1135 SOUTH YALE AVENUE TULSA, OK 74113	NONE	SCHOOL	GENERAL OPERATIONS	1,000.
THE CENTER FOR INDIVIDUALS WITH PHYSICAL CHALLENGES 815 SOUTH UTICA TULSA, OK 74101	NONE	PUBLIC CHARITY	GENERAL SUPPORT OF ACTIVITIES	1,000.
THE LITTLE LIGHT HOUSE 5120 EAST 36TH STREET SOUTH TULSA, OK 74104	NONE	PUBLIC CHARITY	GENERAL OPERATIONS	5,000.
THE SALVATION ARMY 924 SOUTH HUDSON TULSA, OK 74112	NONE	PUBLIC CHARITY	CARE FOR HOMELESS AND OTHER NEEDY PERSONS	5,000.
THE TRISTESSE GRIEF CENTER 1709 SOUTH BALTIMORE AVE TULSA, OK 74119-4807	NONE	PUBLIC CHARITY	GENERAL OPERATIONS	5,000.
TULSA AIR AND SPACE MUSEUM 3624 NORTH 74TH EAST AVENUE TULSA, OK 74115	NONE	MUSEUM	GENERAL OPERATIONS	25,000.
TULSA BALLET 1212 E 45TH PL S TULSA, OK 74105	NONE	PUBLIC CHARITY	GENERAL OPERATIONS	5,000.
TULSA BOYS HOME P.O. BOX 1101 TULSA, OK 74101-1101	NONE	PUBLIC CHARITY	GENERAL OPERATIONS	6,000.
TULSA CASA, INC 700 SOUTH BOSTON TULSA, OK 74119	NONE	PUBLIC CHARITY	GENERAL OPERATIONS	10,000.
TULSA COUNTY MEDICAL SOCIETY FOUNDATION 5315 SOUTH LEWIS AVENUE TULSA, OK 74105	NONE	PUBLIC FOUNDATION	GENERAL OPERATIONS	5,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
TULSA DAY CTR FOR THE HOMLESS 415 WEST ARCHER TULSA, OK 74103	NONE	PUBLIC CHARITY	SUPPORT OF PROGRAMS	2,000.
TULSA METROPOLITAN MINISTRIES 221 SOUTH NOGALES TULSA, OK 74127-8736	NONE	PUBLIC CHARITY	GENERAL OPERATIONS	20,000.
TULSA SYMPHONY ORCHESTRA 111 EAST 1ST STREET TULSA, OK 74103	NONE	PUBLIC CHARITY	GENERAL OPERATIONS	15,000.
TULSA TOWN HALL, INC P.O. BOX 52266 TULSA, OK 74152	NONE	PUBLIC CHARITY	GENERAL SUPPORT	10,000.
UNIVERSITY OF OKLAHOMA FOUNDATION 395 WEST LYNDSEY NORMAN OK, OK 73019	NONE	PUBLIC FOUNDATION	SUPPORT GAYLORD COLLEGE OF JOURNALISM	10,000.
UP WITH TREES INC. 1102 SOUTH BOSTON AVENUE TULSA, OK 74119	NONE	PUBLIC CHARITY	GENERAL SUPPORT	1,000.
VISITING NURSES ASS'N OF TULSA 7875 EAST 51ST STREET TULSA, OK 74145	NONE	PUBLIC CHARITY	GENERAL SUPPORT OF ACTIVITIES	5,300.
WESTERN NEIGHBORS INC P.O. BOX 570876 TULSA, OK	NONE	PUBLIC CHARITY	GENERAL OPERATIONS	5,000.
WILLIAM S. ALLEN SCHOLARSHIP FUND P.O. BOX 2306 SAPULPA, OK 74066	NONE	PUBLIC CHARITY	GENERAL OPERATIONS	20,000.
YMCA OF GREATER TULSA 5400 S OLYMPIA TULSA, OK 74107-9431	NONE	PUBLIC CHARITY	GENERAL OPERATION	14,550.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
YOUTH SEERVICES OF TULSA 311 SOUTH MADISON AVENUE TULSA, OK 74120-9907	NONE	PUBLIC CHARITY	GENERAL SUPPORT	1,500.
Total from continuation sheets				

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SCHEDULE ATTACHED	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,295,336.	1,202,469.	0.	0.	92,867.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SCHEDULE ATTACHED	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
604,744.	631,208.	0.	0.	<26,464.>

CAPITAL GAINS DIVIDENDS FROM PART IV	5,387.
TOTAL TO FORM 990-PF, PART I, LINE 6A	71,790.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
THE TRUST COMPANY OF OKLAHOMA	200,261.	5,387.	194,874.
TOTAL TO FM 990-PF, PART I, LN 4	200,261.	5,387.	194,874.

FORM 990-PF	LEGAL FEES			STATEMENT 3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
GABLE & GOTWALS	5,820.	0.		0.
TO FM 990-PF, PG 1, LN 16A	5,820.	0.		0.

FORM 990-PF	ACCOUNTING FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EIDE BAILLY LP	2,790.	2,790.		0.
TO FORM 990-PF, PG 1, LN 16B	2,790.	2,790.		0.

FORM 990-PF	TAXES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	2,142.	2,142.		0.
FEDERAL INCOME TAX	7,628.	0.		0.
TO FORM 990-PF, PG 1, LN 18	9,770.	2,142.		0.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT 6
DESCRIPTION		AMOUNT
ANNUITY FINAL PAYMENT WAS RECEIVED IN 2008		24,572.
TOTAL TO FORM 990-PF, PART III, LINE 5		24,572.

FORM 990-PF	CORPORATE STOCK	STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SCHEDULE ATTACHED	3,565,329.	4,739,316.
TOTAL TO FORM 990-PF, PART II, LINE 10B	3,565,329.	4,739,316.

FORM 990-PF	CORPORATE BONDS	STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SCHEDULE ATTACHED	1,449,718.	1,481,132.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,449,718.	1,481,132.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CERTIFICATES OF DEPOSIT	COST	270,000.	282,363.
TOTAL TO FORM 990-PF, PART II, LINE 13		270,000.	282,363.

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION STATEMENT 10
PART XV, LINES 2A THROUGH 2D

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

TOM WILKINS
P.O. BOX 3627
TULSA OK

TELEPHONE NUMBER

918.744.0553

FORM AND CONTENT OF APPLICATIONS

SUBMISSION OF A REQUEST MUST BE IN WRITING. THE LETTER MUST STATE THE SPECIFIC NEED, A LIST OF CURRENT BOARD MEMBERS AND PROOF OF 501(C)(3) STATUS.

ANY SUBMISSION DEADLINES

NO

RESTRICTIONS AND LIMITATIONS ON AWARDS

NO

ACCT U346 3475A-01-03 THE TRUST COMPANY OF OKLAHOMA
FROM 01/01/2011 STATEMENT OF CAPITAL GAINS AND LOSSES
TO 12/31/2011 RALPH & FRANCES MCGILL FOUNDATION RUN 02/02/2012 04:28:47 PM

TRUST YEAR ENDING 12/31/2011

TAX PREPARER: 99
TRUST ADMINISTRATOR: 1
INVESTMENT OFFICER: 18

LEGEND: F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
1000.0000 ABBOTT LABORATORIES - 002824100 - MINOR = 42							
SOLD		02/07/2011	46059.11				
ACQ	1000.0000	11/17/2010	46059.11	47869.20	-1810.09	ST	Y
150.0000 APACHE CORP - 037411105 - MINOR = 42							
SOLD		10/04/2011	11014.28				
ACQ	150.0000	09/17/2009	11014.28	14200.49	-3186.21	LT15	Y
250.0000 BG GROUP PLC ADR - 055434203 - MINOR = 42							
SOLD		10/04/2011	22192.07				
ACQ	250.0000	06/01/2011	22192.07	27717.50	-5525.43	ST	
25000.0000 BANK OF AMERICA CRP 5.650% 5/01/18 - 06051GDX4 - MINOR = 29							
SOLD		11/02/2011	24845.73				
ACQ	25000.0000	02/04/2011	24845.73	25990.75	-1145.02	ST	Y
2100.0000 BEST BUY INC - 086516101 - MINOR = 42							
SOLD		02/07/2011	73981.57				
ACQ	100.0000	08/09/2002	3522.93	1434.00	2088.93	LT15	Y
	600.0000	01/07/2009	21137.59	18456.00	2681.59	LT15	Y
	500.0000	05/26/2009	17614 66	18620.05	-1005.39	LT15	Y
	200.0000	06/01/2009	7045.86	7366.28	-320.42	LT15	Y
	150.0000	09/17/2009	5284.40	5796.00	-511.60	LT15	Y
	150.0000	08/04/2010	5284.40	5262.69	21.71	ST	Y
	400.0000	11/30/2010	14091.73	17070.00	-2978.27	ST	Y
400.0000 CENTURYTEL INC - 156700106 - MINOR = 42							
SOLD		06/01/2011	17039.76				
ACQ	200.0000	05/27/2010	8519.88	6879.34	1640.54	LT15	Y
	200.0000	05/25/2010	8519.88	6628.00	1891.88	LT15	Y
2500 0000 CISCO SYSTEMS - 17275R102 - MINOR = 42							
SOLD		02/23/2011	46179.86				
ACQ	2500.0000	11/17/2010	46179.86	49096.75	-2916.89	ST	Y
100.0000 CONOCOPHILLIPS - 20825C104 - MINOR = 42							
SOLD		06/01/2011	7222.88				
ACQ	100.0000	01/04/2007	7222.88	6659.64	563.24	LT15	Y
500.0000 CONOCOPHILLIPS - 20825C104 - MINOR = 42							
SOLD		10/04/2011	29419 44				
ACQ	500.0000	01/04/2007	29419.44	33298.20	-3878.76	LT15	Y
50000.0000 COUNTRYWIDE HOME LOAN 4 0% 3/22/11 - 22237LPA4 - MINOR = 29							
SOLD		03/22/2011	50000.00				
ACQ	50000.0000	09/16/2009	50000.00	50997.05	-997.05	LT15	Y
100.0000 DANAHER CORP - 235851102 - MINOR = 42							
SOLD		02/23/2011	5036.90				
ACQ	100.0000	06/01/2009	5036.90	3144.58	1892.32	LT15	Y
100.0000 DANAHER CORP - 235851102 - MINOR = 42							
SOLD		02/25/2011	5002.90				
ACQ	100.0000	06/01/2009	5002.90	3144.57	1858.33	LT15	Y
600 0000 WALT DISNEY - 254687106 - MINOR = 42							
SOLD		10/04/2011	16973.68				
ACQ	100.0000	04/08/2010	2828.95	3549.78	-720.83	LT15	Y
	500.0000	04/07/2010	14144.73	17730.00	-3585.27	LT15	Y
3254 3340 DODGE & COX INTERNATIONAL STOCK - 256206103 - MINOR = 49							
SOLD		10/04/2011	92000.00				
ACQ	2135.2100	06/11/2009	60362.37	56839.29	3523.08	LT15	Y
	907.7540	09/23/2009	25662.20	28712.25	-3050.05	LT15	Y
	151.5200	12/21/2009	4283.47	4738.02	-454.55	LT15	Y
	59 8500	05/26/2009	1691.96	1508.82	183.14	LT15	Y
1700.0000 EXPRESS SCRIPTS INC - 302182100 - MINOR = 42							
SOLD		10/04/2011	59346.03				
ACQ	1500.0000	03/11/2002	52364.14	9759.37	42604.77	LT15	Y
	200.0000	04/08/2010	6981.89	10107.19	-3125.30	LT15	Y
100.0000 EXXON MOBIL - 30231G102 - MINOR = 42							
SOLD		06/01/2011	8192.92				
ACQ	100.0000	09/23/2009	8192.92	6986.00	1206.92	LT15	Y
304 2590 HARBOR INTERNATIONAL FUND - 411511306 - MINOR = 49							
SOLD		10/04/2011	15000.00				
ACQ	88.4390	12/18/2009	4360.05	4729.72	-369.67	LT15	Y
	215.8200	01/07/2004	10639.95	8050.09	2589.86	LT15	Y
800.0000 KELLOGG - 487836108 - MINOR = 42							
SOLD		02/07/2011	42751.17				
ACQ	300.0000	06/21/2005	16031.69	13582.35	2449.34	LT15	Y
	500.0000	08/25/2005	26719.48	22575 00	4144.48	LT15	Y
100.0000 KELLOGG - 487836108 - MINOR = 42							
SOLD		02/23/2011	5319.89				
ACQ	100.0000	06/28/2005	5319.89	4484.00	835.89	LT15	Y
100.0000 KELLOGG - 487836108 - MINOR = 42							
SOLD		02/25/2011	5286.89				
ACQ	100.0000	06/28/2005	5286.89	4484.00	802.89	LT15	Y
100.0000 LABORATORY CORP AMER HLDGS - 50540R409 - MINOR = 42							
SOLD		02/25/2011	8888.82				
ACQ	50.0000	09/03/2008	4444.41	3706.85	737.56	LT15	Y
	50.0000	07/17/2008	4444.41	3442.47	1001.94	LT15	Y
400.0000 NIKE CLASS B - 654106103 - MINOR = 42							
SOLD		10/04/2011	32571.39				
ACQ	200.0000	04/07/2010	16285.69	14778.00	1507.69	LT15	Y
	100.0000	04/08/2010	8142.85	7330.56	812.29	LT15	Y
	100 0000	06/01/2009	8142.85	5961.50	2181.34	LT15	Y

TRUST YEAR ENDING 12/31/2011

TAX PREPARER: 99
TRUST ADMINISTRATOR: 1
INVESTMENT OFFICER: 18

LEGEND: F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
400.0000 NOBLE ENERGY - 655044105 - MINOR = 42							
SOLD		10/04/2011	26457.85				
ACQ	400.0000	09/17/2009	26457.85	28028.00	-1570.15	LT15	Y
2300.0000 ONEOK INC NEW - 682680103 - MINOR = 42							
SOLD		08/31/2011	164269.29				
ACQ	1200.0000	04/07/2010	85705.71	57345.72	28359.99	LT15	Y
	300.0000	08/04/2010	21426.43	14189.19	7237.24	LT15	Y
	200.0000	08/25/2010	14284.29	8634.92	5649.37	LT15	Y
	300 0000	09/10/2010	21426.43	13323.00	8103.43	ST	Y
	200.0000	11/17/2010	14284.29	10098.00	4186.29	ST	Y
	100.0000	02/23/2011	7142.14	6310.00	832.14	ST	
50000.0000 ORACLE 5.000% 1/15/11 - 68402LAB4 - MINOR = 29							
SOLD		01/15/2011	50000.00				
ACQ	50000.0000	04/14/2008	50000.00	51519.70	-1519.70	LT15	Y
3710.5750 PIMCO FDS TOTAL RETURN FUND - 693390700 - MINOR = 34							
SOLD		02/07/2011	40000.00				
ACQ	88.9510	09/01/2010	958.89	1026.49	-67.60	ST	Y
	110.2340	09/30/2010	1188.32	1278.72	-90.40	ST	Y
	121.3700	11/01/2010	1308.37	1418.82	-110.45	ST	Y
	3390.0200	08/25/2010	36544.42	39053.03	-2508.61	ST	Y
3710.5750 PIMCO FDS TOTAL RETURN FUND - 693390700 - MINOR = 34							
SOLD		02/07/2011	40000.01				
ACQ	2837.7380	03/04/2009	30590.82	28292.25	2298.57	LT15	Y
	149.4170	12/09/2009	1610.71	1627.15	-16.44	LT-W	Y
	197 3280	12/09/2009	2127.20	2148.90	-21.70	LT15	Y
	106.8930	01/03/2010	1152.31	1154.44	-2.13	LT15	Y
	60.9960	02/01/2010	657.54	668.52	-10.98	LT15	Y
	358.2030	08/25/2010	3861.43	4126.50	-265.07	ST	Y
7266.1210 PIMCO FDS TOTAL RETURN FUND - 693390700 - MINOR = 34							
SOLD		06/23/2011	80000.02				
ACQ	60.0940	03/01/2010	661.64	660.43	1.21	LT15	Y
	62.9660	03/31/2010	693.26	695.15	-1.89	LT-W	Y
	51.3720	05/03/2010	565.61	571.77	-6.16	LT-W	Y
	11.3160	06/01/2010	124.59	125.61	-1.02	LT-W	Y
	32.0680	06/01/2010	353.07	355.95	-2.88	LT15	Y
	4508.5660	06/02/2010	49639.32	50000.00	-360.68	LT15	Y
	2539.7390	08/25/2010	27962.53	29257.79	-1295.26	ST	Y
300 0000 PEPSICO - 713448108 - MINOR = 42							
SOLD		02/07/2011	19127.63				
ACQ	200.0000	12/06/2005	12751.75	12073.58	678.17	LT15	Y
	100.0000	06/12/2006	6375.88	5976.00	399.88	LT15	Y
200.0000 PEPSICO - 713448108 - MINOR = 42							
SOLD		02/25/2011	12591.76				
ACQ	100.0000	09/03/2009	6295.88	5610.00	685.88	LT15	Y
	100.0000	05/03/2005	6295.88	5573.00	722.88	LT15	Y
800.0000 TARGET - 87612E106 - MINOR = 42							
SOLD		06/01/2011	38807.74				
ACQ	300.0000	09/03/2008	14552.90	16492.26	-1939.36	LT15	Y
	300.0000	06/01/2009	14552 90	12479.64	2073.26	LT15	Y
	100.0000	04/07/2010	4850.97	5438.56	-587.59	LT15	Y
	100.0000	04/08/2010	4850.97	5534.56	-683.59	LT15	Y
200.0000 TARGET - 87612E106 - MINOR = 42							
SOLD		10/04/2011	9645.82				
ACQ	200.0000	05/26/2009	9645.82	8252.00	1393.82	LT15	Y
5985.6340 TEMPLETON GLOBAL BOND ADVISOR CL - 880208400 - MINOR = 34							
SOLD		10/04/2011	74999.99				
ACQ	16.2410	04/15/2010	203.50	219.74	-16.24	LT15	Y
	24.1870	09/15/2010	303.06	326.53	-23.47	LT15	Y
	23.7890	10/15/2010	298.08	327.81	-29.73	ST	Y
	1097.2930	10/20/2010	13749.08	15000.00	-1250.92	ST	Y
	28.5150	11/15/2010	357.29	386.38	-29.09	ST	Y
	29.1630	01/18/2011	365.41	393.99	-28.58	ST	Y
	1845.0180	02/07/2011	23118.08	25000.00	-1881.92	ST	Y
	36.3210	02/15/2011	455.10	490.34	-35.24	ST	Y
	35.8170	04/15/2011	448.79	496.07	-47.28	ST	Y
	36.3530	05/16/2011	455.50	499.85	-44.35	ST	Y
	2153.6250	06/02/2011	26984.92	30000.00	-3015.08	ST	Y
	44.5800	06/15/2011	558.59	614.76	-56.17	ST	Y
	44.6730	07/15/2011	559.75	618.28	-58.53	ST	Y
	45.2510	08/15/2011	567.00	619.48	-52.48	ST	Y
	70.4630	04/07/2010	882.90	950.55	-67.65	LT-W	Y
	454.3450	04/07/2010	5692.94	6129.11	-436.17	LT15	Y
500 0000 TEVA PHARMACEUTICAL INDS LTD ADR - 881624209 - MINOR = 96							
SOLD		06/01/2011	24994.76				
ACQ	150.0000	09/17/2009	7498.43	7747.50	-249.07	LT15	Y
	350.0000	08/18/2004	17496.33	9702.00	7794.33	LT15	Y
1500.0000 TEVA PHARMACEUTICAL INDS LTD ADR - 881624209 - MINOR = 96							
SOLD		10/04/2011	53308.97				
ACQ	1250.0000	08/18/2004	44424.14	34650.00	9774.14	LT15	Y
	200.0000	02/17/2005	7107.86	5518.00	1589.86	LT15	Y
	50.0000	02/07/2011	1776.97	2735.00	-958.03	ST	
100.0000 UNITED TECHNOLOGIES CORPORATION - 913017109 - MINOR = 42							
SOLD		10/04/2011	6833.87				
ACQ	100.0000	06/01/2009	6833.87	5488.00	1345.87	LT15	Y

TRUST YEAR ENDING 12/31/2011

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TRUST ADMINISTRATOR: 1
INVESTMENT OFFICER: 18

LEGEND: F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
1589.7630 VANGUARD ADM INFLATION PROTECTED SEC - 922031737 - MINOR = 4							
SOLD		02/25/2011	41000.00				
ACQ	150.3370	12/23/2009	3877.19	3702.80	174.39	LT15	Y
	485.6330	02/19/2010	12524.48	12000.00	524.48	LT15	Y
	50.2760	03/30/2010	1296.62	1229.74	66.88	ST	Y
	37.4150	06/28/2010	964.93	952.59	12.34	ST	Y
	25.0380	09/27/2010	645.73	652.98	-7.25	ST	Y
	124.9560	12/29/2010	3222.62	3153.90	68.72	ST	Y
	716.1080	06/01/2009	18468.43	16928.79	1539.64	LT15	Y
4642.5260 VANGUARD SHORT TERM CORP - ADMIRAL - 922031836 - MINOR = 34							
SOLD		02/23/2011	50000.00				
ACQ	39.5070	11/30/2009	425.49	421.14	4.35	LT15	Y
	4603.0190	12/30/2009	49574.51	48792.00	782.51	LT15	Y
16697.5880 VANGUARD SHORT TERM CORP - ADMIRAL - 922031836 - MINOR = 34							
SOLD		02/25/2011	179999.99				
ACQ	44.9270	11/01/2010	484.31	489.70	-5.39	ST-W	Y
	201.6790	11/02/2010	2174.10	2198.30	-24.20	ST-W	Y
	6679.0550	11/02/2010	72000.21	72801.70	-801.49	ST	Y
	9771.9270	11/17/2010	105341.37	105927.69	-586.32	ST	Y
3707.1360 VANGUARD SHORT TERM CORP - ADMIRAL - 922031836 - MINOR = 34							
SOLD		06/23/2011	40000.00				
ACQ	3707.1360	05/25/2010	40000.00	39666.36	333.64	LT15	Y
600.0000 VANGUARD CONSUMER DISCRETIONARY ETF - 92204A108 - MINOR = 42							
SOLD		10/04/2011	31538.03				
ACQ	100.0000	06/01/2011	5256.34	6409.00	-1152.66	ST	
	500.0000	06/02/2011	26281.69	32074.95	-5793.26	ST	
500.0000 VANGUARD FINANCIALS ETF - 92204A405 - MINOR = 42							
SOLD		02/25/2011	17079.67				
ACQ	500.0000	04/07/2010	17079.67	16797.41	282.26	ST	Y
300.0000 VANGUARD FINANCIALS ETF - 92204A405 - MINOR = 42							
SOLD		06/01/2011	9620.81				
ACQ	300.0000	04/07/2010	9620.81	10078.45	-457.64	LT15	Y
700.0000 VANGUARD FINANCIALS ETF - 92204A405 - MINOR = 42							
SOLD		06/02/2011	22392.57				
ACQ	700.0000	04/07/2010	22392.57	23516.38	-1123.81	LT15	Y
3000.0000 VANGUARD FINANCIALS ETF - 92204A405 - MINOR = 42							
SOLD		10/04/2011	69144.16				
ACQ	3000.0000	04/07/2010	69144.16	100784.47	-31640.31	LT15	Y
200.0000 VANGUARD INFO TECHNOLOGY ETF - 92204A702 - MINOR = 42							
SOLD		06/02/2011	12709.77				
ACQ	200.0000	08/06/2007	12709.77	11420.00	1289.77	LT15	Y
1800.0000 VANGUARD INFO TECHNOLOGY ETF - 92204A702 - MINOR = 42							
SOLD		10/04/2011	98260.13				
ACQ	500.0000	06/12/2007	27294.48	28220.00	-925.53	LT15	Y
	400.0000	08/06/2007	21835.58	22840.00	-1004.42	LT15	Y
	500.0000	08/15/2007	27294.48	28330.00	-1035.53	LT15	Y
	100.0000	01/04/2008	5458.90	5679.50	-220.61	LT15	Y
	300.0000	05/07/2008	16376.69	16773.00	-396.32	LT15	Y
1079.4610 VANGUARD SIGNAL SMALL CAP INDEX - 922908421 - MINOR = 45							
SOLD		06/02/2011	36000.00				
ACQ	70.6240	09/03/2008	2355.31	1995.13	360 18	LT15	Y
	1.9200	03/23/2010	64.03	52.44	11 59	LT15	Y
	1006.9170	02/09/2006	33580.66	27410.98	6169.68	LT15	Y
400.0000 TRANSOCEAN LTD - H8817H100 - MINOR = 42							
SOLD		06/01/2011	26972.00				
ACQ	200.0000	02/07/2011	13486.00	15963.98	-2477.98	ST	
	200.0000	02/23/2011	13486.00	16474.00	-2988.00	ST	
		TOTALS	1900080.13	1833676.77			

SUMMARY OF CAPITAL GAINS/LOSSES

FEDERAL	SHORT TERM	LONG TERM 28%	LONG TERM 15%	ST WASH SALE	LT WASH SALE	1250 GAIN
NONCOVERED FROM ABOVE	-8370.46	0.00	92959.74	-29.59	-93.16	0 00*
COVERED FROM ABOVE	-18063.22	0.00	0.00	0.00	0.00	
COMMON TRUST FUND	0.00	0.00	0.00			0.00
CAPITAL GAIN DIVIDENDS	2242.84	0.00	5387.20			0.00
	-24190.84	0.00	98346.94	-29.59	-93.16	0.00

STATE	SHORT TERM	LONG TERM 28%	LONG TERM 15%	ST WASH SALE	LT WASH SALE	1250 GAIN
NONCOVERED FROM ABOVE	-8370.46	0.00	92959.74	-29.59	-93.16	0.00*
COVERED FROM ABOVE	-18063.22	0.00	0.00	0.00	0.00	
COMMON TRUST FUND	0.00	0.00	0.00			0.00
CAPITAL GAIN DIVIDENDS	2242.84	0.00	5387.20			0.00
	-24190.84	0.00	98346.94	-29.59	-93.16	0.00

* - 1250 GAIN DETAILED ON TRANS PAGES, NOT ABOVE

Statement of Value and Activity

January 1, 2011 - December 31, 2011

Asset Detail

Description	Shares / PV	Market Value	Cost Basis	Unrealized G/L	Est. Ann. Income	Current Yield
Cash & Equivalents						
Money Market Funds						
Invesco Government Tax Advantage	64,365.86	$64,365.86	$64,365.86	$0.00	$12.87	0.02%
Total Cash & Equivalents		$64,365.86	$64,365.86	$0.00	$12.87	
Fixed Income						
Certificates of Deposit						
Capmark Bank CD 3.050% 4/23/12	50,000.00	$50,381.50	$50,000.00	$381.50	$1,525.00	3.03%
CIT Bank CD 3.650% 6/10/14	50,000.00	$52,698.50	$50,000.00	$2,698.50	$1,825.00	3.46%
BMW Bank CD 3.700% 6/18/14	50,000.00	$52,774.50	$50,000.00	$2,774.50	$1,850.00	3.50%
Discover Bank CD 3.550% 10/22/14	70,000.00	$73,803.80	$70,000.00	$3,803.80	$2,485.00	3.37%
Amer Expr Centur CD 3.450% 10/21/16	50,000.00	$52,704.50	$50,000.00	$2,704.50	$1,725.00	3.27%
		$282,362.80	$270,000.00	$12,362.80	$9,410.00	
Corporate Obligations						
Anheuser Busch 4.700% 4/15/12	50,000.00	$50,559.00	$51,328.00	-$769.00	$2,350.00	4.65%
General Electric Cap 3.500% 8/13/12	50,000.00	$50,826.00	$51,233.50	-$407.50	$1,750.00	3.44%
Goldman Sachs 5.700% 9/01/12	50,000.00	$50,880.50	$51,149.50	-$269.00	$2,850.00	5.60%
Nucor Corp 4.875% 10/01/12	50,000.00	$51,336.50	$51,125.00	$211.50	$2,437.50	4 75%
General Electric 5.250% 10/19/12	50,000.00	$51,748.50	$51,599.50	$149.00	$2,625.00	5.07%
Glaxosmithkline 4.375% 4/15/14	50,000.00	$54,111.50	$50,585.00	$3,526.50	$2,187.50	4.04%
Gen Elec Cap Crp MTN 4 750% 9/15/14	25,000.00	$26,958.75	$21,728.75	$5,230.00	$1,187.50	4.40%
Total Capital 3.125% 10/02/15	35,000.00	$37,065.70	$35,169.05	$1,896.65	$1,093 75	2.95%
American Express 5.300% 12/02/15	50,000.00	$54,525.50	$49,718 50	$4,807.00	$2,650.00	4 86%

Statement of Value and Activity

January 1, 2011 - December 31, 2011

Description	Shares / PV	Market Value	Cost Basis	Unrealized G/L	Est. Ann. Income	Current Yield
Lowe's Companies 2.125% 4/15/16	25,000.00	$25,190.75	$25,159.77	$30.98	$531.25	2.11%
		$453,202.70	$438,798.57	$14,406.13	$19,662.50	
Fixed Income Obligations						
Vanguard Adm Inflation Protected SEC	9,016 61	$249,850 32	$217,712.03	$32,138.29	$10,251.89	4.10%
		$249,850 32	$217,712.03	$32,138.29	$10,251.89	
Fixed Income Funds						
PIMCO High Yield Institutional	9,480.09	$85,131.18	$87,387 82	-$2,256.64	$6,455.94	7.58%
PIMCO Total Return Institutional	25,916.69	$281,714.41	$287,811 80	-$6,097.39	$9,304 09	3.30%
Templeton Global Bond Advisor CL	6,021 83	$74,489.98	$79,064 93	-$4,574.95	$3,817.84	5.13%
Vanguard Admiral Short Trm INV Grade	31,648.79	$336,743.16	$338,944.36	-$2,201.20	$9,842.77	2.92%
		$778,078.73	$793,208.91	-$15,130.18	$29,420.64	
Total Fixed Income		$1,763,494.55	$1,719,717.51	$43,777.04	$68,745.03	
Equities						
Consumer						
CVS Caremark Corp	3,200.00	$130,496.00	$93,066.35	$37,429.65	$2,080.00	1.59%
Procter & Gamble	800.00	$53,368.00	$49,632.00	$3,736.00	$1,680.00	3.15%
Kellogg Co	1,800.00	$91,026.00	$87,368.12	$3,657.88	$3,096.00	3.40%
McCormick & Company NON Voting	2,400.00	$121,008.00	$89,738.32	$31,269.68	$2,976.00	2 46%
Smucker J M	1,200.00	$93,804.00	$79,679.36	$14,124.64	$2,304.00	2.46%
Pepsico	2,400.00	$159,240.00	$114,636.74	$44,603.26	$4,944.00	3.10%
Nike Inc	1,100.00	$106,007.00	$62,969 19	$43,037.81	$1,584.00	1.49%
Target	1,000.00	$51,220.00	$35,578.00	$15,642.00	$1,200.00	2.34%
Directv-Cl A	1,100.00	$47,036.00	$44,162 03	$2,873 97	$0.00	0.00%

Statement of Value and Activity

January 1, 2011 - December 31, 2011

Description	Shares / PV	Market Value	Cost Basis	Unrealized G/L	Est. Ann. Income	Current Yield
Disney Walt Holding Company	1,600.00	$60,000.00	$60,893.96	-$893.96	$960.00	1.60%
McDonalds	1,400 00	$140,462.00	$102,001.17	$38,460.83	$3,920.00	2.79%
		$1,053,667.00	$819,725.24	$233,941 76	$24,744 00	
Energy						
ConocoPhillips	1,500 00	$109,305.00	$96,822 26	$12,482 74	$3,960.00	3.62%
Exxon Mobil	1,800.00	$152,568.00	$90,226.98	$62,341.02	$3,384.00	2.22%
Apache	1,150.00	$104,167 00	$80,978 92	$23,188.08	$690.00	0.66%
Noble Energy	1,400.00	$132,146 00	$63,646 56	$68,499.44	$1,232 00	0.93%
		$498,186.00	$331,674 72	$166,511 28	$9,266 00	
Financials						
Franklin RES Inc	400.00	$38,424 00	$49,559 00	-$11,135.00	$432 00	1.12%
Vanguard Financials ETF	6,000.00	$165,720.00	$142,856.57	$22,863.43	$3,348.00	2.02%
Chubb	1,000.00	$69,220 00	$51,717.35	$17,502.65	$1,560.00	2.25%
		$273,364.00	$244,132.92	$29,231.08	$5,340.00	
Health Care						
Laboratory Corp Amer Hldgs	1,300.00	$111,761.00	$84,661.45	$27,099.55	$0.00	0.00%
Bard C R Inc	1,300.00	$111,150.00	$113,476.91	-$2,326.91	$988 00	0.89%
Express Scripts Inc	2,500.00	$111,725.00	$20,149.80	$91,575.20	$0.00	0.00%
Abbott Laboratories	1,800.00	$101,214.00	$89,341.92	$11,872.08	$3,456.00	3.41%
		$435,850.00	$307,630.08	$128,219 92	$4,444.00	
Industrial						
United Technologies	1,300.00	$95,017.00	$40,801 50	$54,215 50	$2,496.00	2.63%
Danaher Corp	2,400.00	$112,896.00	$66,122.24	$46,773 76	$240.00	0.21%
Exelis Inc	2,000.00	$18,100 00	$17,068.26	$1,031 74	$0.00	0.00%

Asset Detail Section (continued)

Statement of Value and Activity

January 1, 2011 - December 31, 2011

Description	Shares / PV	Market Value	Cost Basis	Unrealized G/L	Est. Ann. Income	Current Yield
ITT Corp New	1,000.00	$19,330.00	$13,724 94	$5,605.06	$364.00	1.88%
Xylem Inc	2,000.00	$51,380 00	$41,302 40	$10,077.60	$0.00	0.00%
3M	1,200.00	$98,076 00	$106,144.23	-$8,068 23	$2,640.00	2 69%
		$394,799.00	$285,163.57	$109,635.43	$5,740.00	
Information Technology						
Fiserv	1,000.00	$58,740.00	$39,176.81	$19,563.19	$0 00	0 00%
Vanguard Info Technology ETF	7,000.00	$429,590 00	$291,520.93	$138,069.07	$3,395.00	0.79%
Apple Inc	175 00	$70,875.00	$60,442 00	$10,433 00	$0 00	0 00%
International Business Machines	400.00	$73,552 00	$39,462.99	$34,089.01	$1,200.00	1.63%
		$632,757.00	$430,602.73	$202,154 27	$4,595.00	
Utilities						
PPL	5,800.00	$170,636.00	$166,590.80	$4,045.20	$8,120.00	4.76%
		$170,636.00	$166,590.80	$4,045 20	$8,120.00	
Equity Funds						
Cohen & Steers Realty SHS Class I	2,016.76	$79,621.53	$49,511.97	$30,109.56	$1,623.49	2.04%
PIMCO Comdty Real RET Strtgy Instl	15,667.25	$102,463.82	$127,182.80	-$24,718.98	$31,209.16	30 46%
Vanguard Signal Small Cap Index	8,825.96	$265,484.97	$145,752.92	$119,732.05	$3,645.12	1.37%
		$447,570.32	$322,447.69	$125,122.63	$36,477.77	
Other Equity						
Centurylink Inc	3,000.00	$111,600 00	$106,978.36	$4,621.64	$8,700.00	7.80%
		$111,600.00	$106,978.36	$4,621.64	$8,700.00	
Total Equities		$4,018,429.32	$3,014,946.11	$1,003,483.21	$107,426.77	

Form **8868**
(Rev. January 2012)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

OMB No. 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing *(e-file)*. You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit *www.irs.gov/efile* and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ▶ [ ]

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print	Name of exempt organization or other filer, see instructions. RALPH AND FRANCES MCGILL FOUNDATION THE TRUST COMPANY OF OKLAHOMA	Employer identification number (EIN) or [X] 73-1590898
File by the due date for filing your return See instructions	Number, street, and room or suite no. If a P.O. box, see instructions. P.O. BOX 3627	Social security number (SSN) [ ]
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. TULSA, OK 74101-3627	

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-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	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

- The books are in the care of ▶ THE TRUST COMPANY OF OKLAHOMA P.O. BOX 3627 - TULSA, OK 74101-3627

  Telephone No. ▶ (918)744-0553 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.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 2012 , to file the exempt organization return for the organization named above. The extension is for the organization's return for:

▶ [X] calendar year 2011 or

▶ [ ] tax year beginning ______, and ending ______

2 If the tax year entered in line 1 is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

3a	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.	3a	$ 2,414.
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.	3b	$ 4,720.
c	**Balance due.** Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	$ 0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

LHA **For Privacy Act and Paperwork Reduction Act Notice, see Instructions.** Form **8868** (Rev. 1-2012)

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01-04-12