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Form 990-PF

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

OMB No 1545-0052

Department of the Treasury Internal Revenue Service

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

EDMARD & HELEN BARTLETT FOUNDATION TRUST COMPANY OF ORLA P. O. BOX 3627 TULISA, OK 74101-3627 G Check all that apply.	For	r cal	lenda	ir year 2011, or ta	ax year beginning		, 2011	, and ending		7	
TUISA, OK 74101-3627 G Check all that apply. Indust return Address change Industrial Return of a former public charity Amended return Address change Industrial Return of a former public charity Amended return Name change Industrial Return of a former public charity Amended return Name change Industrial Return of a former public charity Industrial Return of a former public charity Amended return Name change Industrial Return of Address change Industrial Return of a former public charity Industrial Return of Amended return Name change Industrial Return of Amended Return Industrial Return									L		mber
G Check all that apply. Initial return Final return Address change Initial Return of a former public charity Part of the Check type of organization. Xi Section 507(c) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other brusble private foundation I fair market value of all assets are not year. Accounting method Xi Cash Accounting free raid etaths continued to the continued of the conti						В					
Final return Name change									С	If exemption application is	pending, check here 🕨
Address change Addr	G	Che	eck a	Il that apply.	 (}		rmer public charity	D	1 Foreign organizations, che	ck here
The cheek upto a Organization of Organization of Section 4942(0)(1) nonexempt charitable frust Organization February I Far market value of all assets at end of year J Accounting method X Cash Accounting the following of the common Accounting of the common Accounting method X Cash Accounting the following of the common Accounting the following of the follo					Address change		Name change			2 Foreign organizations mee here and attach computation	ting the 85% test, check
Commark Column (2), the 150 Column (2) must be on cash basis Full legal Column (2) must be on cash basis Full legal Column (2) must be on cash basis Full legal Column (2) must be on cash basis Full legal Column (2) must be on cash basis Full legal Column (2) must be on cash basis Full legal Column (2) must be on cash basis Full legal Column (2) must be on cash basis Full legal Column (2) must be on cash basis Full legal Column (2) must be on cash basis Full legal Column (2) must be on cash basis Full legal Column (2) must be on cash basis Column (2) must be on cash Column (2)	н		Se	ction 4947(a)(1)	nonexempt charit	able	trust Other taxable	private foundation	Е	If private foundation status	s was terminated
Part 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 instructions.)	ı	Fa (f	air mar From Pa	art II, column (c), lıne	16)	Ac		ashAccrual	F		
Expenses (The total of amounts in columns (b), (c), and (c) may not necessarily equal the amounts in column (a) (see mishuctions). 2	Da	<u>► \$</u>	Ι Ι Δ			Part I	ſ	i		under section 507(b)(1)(B)), check here
2 C. R. X the founds and rest to ast 3ch B interest on savings and temporary cash investments 4 bundends and interest from securities 787, 354. 787, 101.	[1 6	<u> </u>	E: cc se	xpenses (The plumns (b), (c), a arily equal the an	total of amounts i and (d) may not no nounts in column	eces-	expenses per books		nt		for charitable purposes
Second S	·		1 1					,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,)1 mg	70 / Co
A production and interest from securities 5 a Gross rents 5 between the common							1 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2	1 7 7 7 7 7 7 7 7 7 7 7 7 7 7 7 7 7 7 7			50-3
Second S				cash investmen	nts .	у				OE III	181
Second S	8		, .		est from securities		787,354.	787,10	<u>1.</u>	CU	
Second S					•			1.			10. " 12
B Gross sales price for all 10,756,286. 3 343,238. 343,238	\bowtie	D.		or (loss)	sale of assets not on lin	e 10	p)			100 111	111
Total. Add lines 1 through 11 Total. Add lines 1 through 11 Total. Add lines 3 through 13 A Operation of the state of t		Ë		Gross sales price for	all 10.756.2	86.	4		,	1 1 1	
No.	₹ `	υl	I _	000013 017 11110 00				343,23	8.	133 20	
11 Other income (attach schedule) See Statement 1 2,019 21			8	Net short-term	capital gain	-				1 09	
11 Other income (attach schedule) See Statement 1 2,019 21			-		ations		1 12	,.,	٠.		
11 Other income (attach schedule) See Statement 1 2,019 21	Z			allowances				\$ 11		12 . 18 TS	
11 Other income (attach schedule) See Statement 1 2,019 21			l t					3**			
12 Total. Add lines 1 through 11 1, 132, 611 1, 130, 558 0	Ŵ.								4		
12 Total. Add lines 1 through 11						<u>t 1</u>					the state of the state of
14 Other employee salaries and wages 15 Pension plans, employee benefits 16a Legal fees (attach schedule) b Accounting fees (attach sch) 17 Interest 18 Taxes (attach schedule)xee instrs) 18 Taxes (attach schedule)xee instrs) 19 Depreciation (attach sch) and depletion 20 Occupancy 21 Travel, conferences, and meetings 22 Printing and publications 23 Other expenses (attach schedule) See Statement 4 734. 734. 24 Total operating and administrative expenses. Add lines 13 through 23 25 Contributions, gifts, grants paid Part XV 26 Total expenses and disbursements. Add lines 24 and 25 27 Subtract line 26 from line 12: a Excess of revenue over expenses and disbursements b Net investment income (if negative, enter -0.) 1									_	0.	
15 Pension plans, employee benefits 16a Legal fees (attach schedule) b Accounting fees (attach sch) 17 Interest 18 Tass (attach schedule) 19 Depreciation (attach schedule) 19 Depreciation (attach schodule) 10 Occupancy 21 Travel, conferences, and meetings 22 Printing and publications 23 Other expenses (attach schedule) See Statement 4 Total operating and administrative expenses. Add lines 13 through 23 25 Contributions, girts, grants paid Part x XV 26 Total expenses and disbursements. Add lines 24 and 25 27 Subtract line 26 from line 12: a Excess of revenue over expenses and disbursements b Net investment income (if negative, enter -0-) 1 1, 875. 1 2			l			etc	164,506.	115,15	4.		49,352.
16a Legal fees (attach schedule) b Accounting fees (attach sch) See St 2 1,875. 1,875. 1,875. 17					•		· · · · · · · · · · · · · · · · · · ·				
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Printing and publications Other expenses (attach schedule) See Statement 4 734. 734. Total operating and administrative expenses. Add lines 13 through 23 Contributions, gifts, grants paid Part XV	I N	V	20					-			
See Statement 4 734. 734. 734. 734.			21			S					
See Statement 4 734. 734. 734. 734.	A N	X									
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25 Contributions, gifts, grants paid Part XV 26 Total expenses and disbursements. Add lines 24 and 25 27 Subtract line 26 from line 12: a Excess of revenue over expenses and disbursements. b Net investment income (if negative, enter -0-) 28		S E	24				185 031	122 EN	Λ	<u> </u>	E1 227
26 Total expenses and disbursements. Add lines 24 and 25 27 Subtract line 26 from line 12: a Excess of revenue over expenses and disbursements. b Net investment income (if negative, enter -0-) 28 Total expenses and disbursements. 1,417,792. 122,604. 0. 1,283,988.		>	25					122,00	.	, y	
27 Subtract line 26 from line 12: a Excess of revenue over expenses and disbursements. b Net investment income (if negative, enter -0-) 1,007,954.				Total expenses	and disbursemen			122.60	4.		
and disbursements -285, 181. b Net investment income (if negative, enter -0-) 1,007, 954.				Subtract line 26	from line 12:				:.		2,203,300.
b Net investment income (if negative, enter -0-)			а			s	-285 181		1		r,
			b			٠,	203,101.	1.007-95	4		·· }
					· ·					0.	

Da	t ÍÍ	Balance Sheets	Attached schedules and amounts in the description column should be for end of-year amounts only	Beginning of year	E	End of year
Pai	t II	Dalance Sheets	(See instructions)	(a) Book Value	(b) Book Value	e (c) Fair Market Value
	1	Cash - non-interest	-bearing .			
	2	Savings and tempor	ary cash investments	5,075,376.	111,19	95. 111,195.
	3	Accounts receivable	>		. 5	
		Less: allowance for	doubtful accounts ►	1 '	, ,	
	4			- ,		
		Less allowance for	doubtful accounts	1	ľ	
	5	Grants receivable				
	6		ers, directors, trustees, and other			
	"	disqualified persons (attac	ch schedule) (see instructions)			
	7					3 . (*)
A		Less allowance for o	doubtful accounts	1 '	-	
S	8	Inventories for sale of	or use			·
A S E T	9	Prepaid expenses ar				
S	i -	•	and state government			
•	'''	obligations (attach se	chedule) .			
		nvestments — corporate s	stock (attach schedule) .	9,883,558.	15,483,45	53. 14,789,755.
	(: Investments — corporate t	oonds (attach schedule)	11,056,268.	10,447,33	35. 10,931,614.
	11	Investments - land,	buildings, and	The same of the sa	P.A.	11 11
	}	equipment basis	• • • • • • • • • • • • • • • • • • •			10
		Less. accumulated depreci	ation			
		(attach schedule)				
	1		,			
	13	Investments - other	·	17.		L7. 17.
	14	Land, buildings, and e			La Contraction	34.
		Less: accumulated deprect (attach schedule)	ation -			
	15	Other assets (describ				
			completed by all filers –			
		see the instructions	Also, see page 1, item I)	26,015,219.	26,042,00	00. 25,832,581.
Ļ	17	Accounts payable an	d accrued expenses			
Å	18	Grants payable	•			
В	19	Deferred revenue				
Ľ	20	Loans from officers, direct	ors, trustees, & other disqualified persons			
Ţ	21	Mortgages and other notes	payable (attach schedule)			***
- ¦	22	Other liabilities (descri	be •)			- Jr. 1
E S	23	Total liabilities (add	lines 17 through 22)	0.1		0. 5.4
_ 5	23		low SFAS 117, check here	0.		
		and complete lines 2	4 through 26 and lines 30 and 31.	- 1		
NF	24	Unrestricted		1		
ΕU	25	Temporarily restricted	4			
T N	26	Permanently restricted				
	20		not follow SFAS 117, check here ► X			
A S S A E T A		and complete lines 2	77 through 31.	ļ		
ĔÎ	27	•	rincipal, or current funds	26,015,219.	26,042,00	
T A S N	28		or land, building, and equipment fund .	20,013,213.	20,042,00	<u>'U. </u> .
С	29	• • •	lated income, endowment, or other funds	<u></u>		
O E R S		= -	and balances (see instructions)	26,015,219.	26,042,00	
	30 31		net assets/fund balances	20,013,219.	20,042,00	
		(see instructions).		26,015,219.	26,042,00	
Parl	: Hi [7	Analysis of Chang	ges in Net Assets or Fund Balanc	es		
1	Total	net assets or fund ba	lances at beginning of year — Part II, colu	ımn (a), line 30 (must ad	aree with	
-	end-d	of-year figure reported	on prior year's return) .	(-), (1 26,015,219.
2	Ente	amount from Part I, I				2 -285,181.
3	Other (ncreases not included in line	e 2 (Itemize) <u>See Statement</u>	.5		3 311,962.
4	Add I	ines 1, 2, and 3				4 26,042,000.
		ses not included in line 2 (if				5
6	Total	net assets or fund bal	lances at end of year (line 4 minus line 5)	- Part II, column (b), I	ne 30	6 26,042,000.

	cribe the kind(s) of property sold (e g , r	real estate,	(b) How acqu		(C) Date acquired (month, day, year)	(d) Date sold (month, day, year)
D — Dor					(month, day, year)	(monal, day, year)
	P	3, 33, 11 172				
b CAPITAL GAIN DIVI	P		12/31/11	12/31/11		
c POWERSHARES DB CC	P		12/31/11	12/31/11		
d PUBLICLY TRADED S	P		8/17/11	8/17/11		
(f) Depreciation allowed (g) Cost or other basis plus expense of sale					(h) Gain or (e) plus (f) mi	(loss) inus (g)
a 9,985,87	1.	9,696	,094.			289,777.
b 22,38	9.					22,389.
c 1	0.					10.
d 748,01	6.	716	, 954.			31,062.
e						
Complete only for assets sh (i) Fair Market Value as of 12/31/69	nowing gain in column (h) and owned by (j) Adjusted basis as of 12/31/69	the foundation on 12/31/69 (k) Excess of column over column (j), if an		g: tha	(I) Gains (Colu ain minus column (k an -0-) or Losses (fro), but not less
a		· · · · · · · · · · · · · · · · · · ·				289,777.
b					-	22,389.
С						10.
d		- · · · · · · · · · · · · · · · · · · ·				31,062.
е						<u> </u>
2 Capital gain net income or	(riet capitar loss)If (loss), ent	enter in Part I, line 7 der -0- in Part I, line 7		2		343,238.
3 Net short-term capital gain	or (loss) as defined in sections 1222(5)	and (6)				
ın Part I, line 8	line 8, column (c) (see instructions) If der Section 4940(e) for Reduce	<u> </u>		3		0.
	section 4942 tax on the distributable am jualify under section 4940(e) Do not co	* *	e period?		Yes	X No
1 Enter the appropriate amou	nt in each column for each year, see th	e instructions before making				<u> </u>
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions		any entrie	:S		
	Adjusted qualifying distributions	(c) Net value of noncharitable-use asse	<u> </u>		(d) Distribution imn (b) divided b	ratio
2010	1,155,872.	(c) Net value of	ets (Distribution	ratio
2010 2009		(c) Net value of noncharitable-use asse	ets (Distribution	ratio by column (c))
	1,155,872. 1,355,561. 1,454,198.	Net value of noncharitable-use assessed 25,712 23,239 27,131	, 373. , 937. , 870.		Distribution	ratio by column (c)) 0.044954 0.058329 0.053597
2009	1,155,872. 1,355,561. 1,454,198. 1,388,063.	(c) Net value of noncharitable-use asset 25,712 23,239 27,131 30,847	, 373. , 937. , 870. , 019.		Distribution	ratio by column (c)) 0.044954 0.058329 0.053597 0.044998
2009 2008	1,155,872. 1,355,561. 1,454,198.	Net value of noncharitable-use assessed 25,712 23,239 27,131	, 373. , 937. , 870. , 019.		Distribution	ratio by column (c)) 0.044954 0.058329 0.053597
2009 2008 2007	1,155,872. 1,355,561. 1,454,198. 1,388,063.	(c) Net value of noncharitable-use asset 25,712 23,239 27,131 30,847	, 373. , 937. , 870. , 019.		Distribution	ratio by column (c)) 0.044954 0.058329 0.053597 0.044998
2009 2008 2007 2006 2 Total of line 1, column (d) 3 Average distribution ratio fo	1,155,872. 1,355,561. 1,454,198. 1,388,063.	(c) Net value of noncharitable-use asset 25,712 23,239 27,131 30,847 29,198	, 373. , 937. , 870. , 019.	(colu	Distribution	ratio by column (c)) 0.044954 0.058329 0.053597 0.044998 0.048034
2009 2008 2007 2006 2 Total of line 1, column (d) 3 Average distribution ratio fo number of years the foundar	1,155,872. 1,355,561. 1,454,198. 1,388,063. 1,402,520.	(c) Net value of noncharitable-use asset 25,712 23,239 27,131 30,847 29,198 tal on line 2 by 5, or by the syears	, 373. , 937. , 870. , 019.	(colu	Distribution	ratio by column (c)) 0.044954 0.058329 0.053597 0.044998 0.048034 0.249912
2009 2008 2007 2006 2 Total of line 1, column (d) 3 Average distribution ratio fo number of years the foundar	1,155,872. 1,355,561. 1,454,198. 1,388,063. 1,402,520. The 5-year base period — divide the totion has been in existence if less than 5	(c) Net value of noncharitable-use asset 25,712 23,239 27,131 30,847 29,198 tal on line 2 by 5, or by the syears	, 373. , 937. , 870. , 019.	2 3	Distribution imn (b) divided b	ratio by column (c)) 0.044954 0.058329 0.053597 0.044998 0.048034 0.249912 0.049982
2009 2008 2007 2006 2 Total of line 1, column (d) 3 Average distribution ratio fo number of years the founda 4 Enter the net value of nonch 5 Multiply line 4 by line 3	1,155,872. 1,355,561. 1,454,198. 1,388,063. 1,402,520. The 5-year base period — divide the totion has been in existence if less than 5	(c) Net value of noncharitable-use asset 25,712 23,239 27,131 30,847 29,198 tal on line 2 by 5, or by the syears	, 373. , 937. , 870. , 019. , 577.	2 3 4	Distribution imn (b) divided b	ratio by column (c)) 0.044954 0.058329 0.053597 0.044998 0.048034 0.249912 0.049982 ,120,730.
2009 2008 2007 2006 2 Total of line 1, column (d) 3 Average distribution ratio fo number of years the founda 4 Enter the net value of nonch 5 Multiply line 4 by line 3	1,155,872. 1,355,561. 1,454,198. 1,388,063. 1,402,520. The 5-year base period — divide the totion has been in existence if less than 5 maritable use assets for 2011 from Part	(c) Net value of noncharitable-use asset 25,712 23,239 27,131 30,847 29,198 tal on line 2 by 5, or by the syears	, 373. , 937. , 870. , 019. , 577.	2 3 4 5	Distribution imn (b) divided b	natio by column (c)) 0.044954 0.058329 0.053597 0.044998 0.048034 0.249912 0.049982 ,120,730. ,305,566.
2009 2008 2007 2006 2 Total of line 1, column (d) 3 Average distribution ratio fo number of years the founda 4 Enter the net value of nonch 5 Multiply line 4 by line 3 6 Enter 1% of net investment 7 Add lines 5 and 6 8 Enter qualifying distributions	1,155,872. 1,355,561. 1,454,198. 1,388,063. 1,402,520. If the 5-year base period — divide the totion has been in existence if less than 5 haritable-use assets for 2011 from Part income (1% of Part I, line 27b)	(c) Net value of noncharitable-use asset 25,712 23,239 27,131 30,847 29,198 tal on line 2 by 5, or by the syears X, line 5	, 373. , 937. , 870. , 019. , 577.	2 3 4 5 6 7	Distribution imn (b) divided b	0.044954 0.058329 0.053597 0.044998 0.048034 0.249912 0.049982 ,120,730. ,305,566. 10,080. ,315,646.

Form 990-PF (2011) EDWARD & HELEN BARTLETT FOUNDATION 73-6092250) Page
Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instruction	ns)
1 a Exempt operating foundations described in section 4940(d)(2), check here and enter 'N/A' on line 1 Date of ruling or determination letter. (attach copy of letter if necessary − see instrs) 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, column (b)	20,159
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) 3 Add lines 1 and 2	0 20,159
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) 5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0- 6 Credits/Payments	20,159
a 2011 estimated tax pmts and 2010 overpayment credited to 2011 b Exempt foreign organizations — tax withheld at source c Tax paid with application for extension of time to file (Form 8868) d Backup withholding erroneously withheld 6a 10,608. 6b 6c 15,000.	
7 Total credits and payments Add lines 6a through 6d 8 Enter any penalty for underpayment of estimated tax. Check here X if Form 2220 is attached 9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.	25,608. 1. 0. 5,448.
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax > 5,448. Refunded > 11 Part VII-A: Statements Regarding Activities	0.
 1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see 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 c Did the foundation file Form 1120-POL for this year? d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ 0. (2) On foundation managers \$ 0. e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0. 2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If 'Yes,' attach a detailed description of the activities. 	Yes No 1a X 1b X 1c X X
 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 Did the foundation have unrelated business gross income of \$1,000 or more during the year? If 'Yes,' has it filed a tax return on Form 990-T for this year? Was there a liquidation, termination, dissolution, or substantial contraction during the year? If 'Yes,' attach the statement required by General Instruction T. Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either By language in the governing instrument, or 	3 X 4a X 4b N/A 5 X
 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? Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV 8a Enter the states to which the foundation reports or with which it is registered (see instructions) OK b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If 'No,' attach explanation 	6 X 7 X 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

Form 990-PF (2011)

Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses

BAA

Pai	rt VII-A Statements Regarding Activities (continued)			
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		х
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		Х
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
14	Website address ► N/A The books are in care of ► THE TRUST COMPANY OF OKLAHOMA Telephone no ► (918)	744		-
14	The books are in care of ► THE TRUST COMPANY OF OKLAHOMA Telephone no ► (918) Located at ► P.O. BOX 3627 TULSA OK ZIP + 4 ► 74101-362			5
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 — Check here	N/A	<u>-</u>	
	and enter the amount of tax-exempt interest received or accrued during the year . 15	-1,		N/A
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	Yes	No 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 ►			
Par	rt VII-B Statements Regarding Activities for Which Form 4720 May Be Required	<u> </u>		-
	File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.		Yes	No
1 a	a During the year did the foundation (either directly or indirectly)	F '	٠,-	•
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes X No		[پدیا	
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes X No	,	, A	44)
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes X No		: :	· ()
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? X Yes No	ļ, .		•
	(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 X No		16. 17.3	, , , , , , , , , , , , , , , , , , ,
	(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 X 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)?	1b		χ.
	Organizations relying on a current notice regarding disaster assistance check here	, ,	ا ، د	. ".
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		<u>x</u>
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 $4942(j)(5)$)			اُوَادِدِ العراجية
а	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 X No			
	If 'Yes,' list the years ► 20 , 20 , 20	- 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1	2.33	
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).	2b	N	À 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 20, 20, 20, 20	1	, v	,
3 a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes X No			
b	of '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.)	3b	N	À A
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		<u>x</u> _
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	i	X_
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Form 990-PF (2011) EDWARD & HELEN BA				92250 Page
Part VII-B Statements Regarding Activit	ies for Which Forn	n 4720 May Be Req	uired (continued)	
5a During the year did the foundation pay or inci	· ·			/ -
(1) Carry on propaganda, or otherwise attem	pt to influence legislation	on (section 4945(e))?	. Yes X] No 1
(2) Influence the outcome of any specific put on, directly or indirectly, any voter registra	olic election (see section ation drive?	n 4955), or to carry	Yes X] No
(3) Provide a grant to an individual for travel,	study, or other similar	purposes? .	Yes X	No 5
(4) Provide a grant to an organization other t in section 509(a)(1), (2), or (3), or section	han a charitable, etc, o i 4940(d)(2)? (see instr	rganization described uctions)	Yes X] No
(5) Provide for any purpose other than religion educational purposes, or for the prevention	us, charitable, scientifion of cruelty to children	c, literary, or or animals?	Yes X] No
b If any answer is 'Yes' to 5a(1)-(5), did any of described in Regulations section 53 4945 or in (see instructions)?	the transactions fail to a current notice regar	qualify under the excep ding disaster assistance	tions	5b N/A
Organizations relying on a current notice rega	irding disaster assistan	ce check here	▶ [
c If the answer is 'Yes' to question 5a(4), does tax because it maintained expenditure respon	the foundation claim ex sibility for the grant?	emption from the	N/A Yes] No
If 'Yes,' attach the statement required by Reg	ulatıons section 53 494	5-5(d)		1 - 3 5 7
6a Did the foundation, during the year, receive a on a personal benefit contract?	•		Yes X]No
b Did the foundation, during the year, pay prem	iums, directly or indirec	tly, on a personal bene	fit contract? .	6b X
If 'Yes' to 6b, file Form 8870 7 a At any time during the tax year, was the found	dation a party to a prob	uhitad tav shaltar transa	ction? Yes X	No No
b If 'Yes,' did the foundation receive any proceed				N/A 7b
Part VIII Information About Officers, D				,
and Contractors	· · · · · · · · · · · · · · · · · · ·	.		
1 List all officers, directors, trustees, foundation	n managers and their	compensation (see inst		
(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	Trustee	100,523.	0.	0.
P.O. BOX 3627	5.00			
TULSA, OK 74101-3627				
_HARRISON_IBARTLETT,_III	CO-TRUSTEE	20,000.	0.	0
C/O TRUST COMPANY OF OKLAHOMA	2.00			1
TULSA, OK 74101-3627	CO MDUCMER	20.000		
HARRY C. FREEMAN	CO-TRUSTEE	20,000.	0.	0.
C/O TRUST COMPANY OF OKLAHOMA	2.00			
TULSA, OK 74101-3627 JPMORGAN CHASE BANK, NA	PREV TRUSTEE	23,983.	0.	
P.O. BOX 3038	2.00	23,963.	0.	0.
MILWAUKEE, WI 53201	2.00			
2 Compensation of five highest-paid employee	s (other than those inc	luded on line 1— see in	structions), If none, e	nter '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		2/05/11		0
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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid	92250 Page /
and Contractors (continued)	Employees,
3 Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'	
(a) Name and address of each person paid more than \$50,000 (b) Type of service	(c) Compensation
None	
	
Total number of others receiving over \$50,000 for professional services	. 0
Rart 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	
·	
Parti X B Summary of Program-Related Investments (see instructions)	
Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
<u>N/A</u>	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.
BAA	Form 990-PF (2011)

Pa	Minimum Investment Return (All domestic foundations must complete this part. For see instructions.)	oreign	foundations,
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	25,996,680.
	b Average of monthly cash balances .	1 b	521,828.
	c Fair market value of all other assets (see instructions)	1c	
	d Total (add lines la, b, and c)	1d	<u>26,518,508</u> .
	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	26,518,508.
4	Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	397,778.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	26,120,730.
6		6	1,306,037.
Par	rt XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operation and certain foreign organizations check here ► ☐ and do not complete this part.)	ating	foundations
1	Minimum investment return from Part X, line 6	1	1,306,037.
2	a Tax on investment income for 2011 from Part VI, line 5 2a 20, 159.		
	b Income tax for 2011 (This does not include the tax from Part VI.) 2b	2	
	c Add lines 2a and 2b .	2c	20,159.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	1,285,878.
4	Recoveries of amounts treated as qualifying distributions .	4	
5	Add lines 3 and 4	5	1,285,878.
6	Deduction from distributable amount (see instructions) .	_6	
7	Distributable amount as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	1,285,878.
Pai	rt 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	1,283,988.
ı	b Program-related investments — total from Part IX-B	1 b	
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:	**************************************	
Ĭ	Amounts set aside for specific charitable projects that satisfy the: a Suitability test (prior IRS approval required)	3a	
1	b Cash distribution test (attach the required schedule).	3ь	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,283,988.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions).	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,283,988.
	Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether qualifies for the section 4940(e) reduction of tax in those years	the fo	undation
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Part XIII Undistributed Income (see instructions)

1 Desirbutable amount for 2011 from Part XI, the strain better income, if any, as of the end of 2011 a Final Part XI, the strain of the part years is 20 _ 20 _ 20 _ 30 _ 30 _ 30 _ 30 _ 30 _		(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
2 Indistributed more, if any, as of the end of 2011 a Enter amount for 2010 only b Total for prer years 20 _ 20 _ 20 _ 30 _ 30 3 Dieses destributions carryever if any to 2011 a From 2006 b From 2007 c From 2008 d From 2009 l From 2009 l From 2010 l Total of lines 3a through e 4 Qualifying distributions for 2011 from Part XII, line 4 P S 1, 283, 988. a Applied to 2010, but not more than line 2a b Applied to undistributed income of prior years (Election required — see instructions) c Treated as distributions out of corpus (Election required — see instructions) d Applied to 2011 distributed amount e Remaining amount distributed out of corpus c Excess distributions carryever applied to 2011 (If an amount appears in column (d), the same amount mast be shown in column (a)) 6 Enter the net total of each column as indicated below: a clorups 450 lines 31, etc., and 4s Statistal line 5 b From years' undistributed income Subtract lines 46 from line 2b c Enter the amount of prior years's undistributed amount — see instructions d Subtract lines 5, etc., and 4s Statistal line 5 b From years' undistributed income Subtract lines 46 from line 2b c Enter the net total of each column as indicated below: a clorups 450 lines 31, etc., and 4s Statistal line 5 b From years' undistributed income for deficiency 4342(a) lax has been previously assessed d d Subtract lines 6, from line 6 Taxabla amount — see instructions 1 Undistributed income for 2011 Subtract lines 4 and 5 from line 2 Taxabla amount — see instructions 2 Taxabla amount — see instructions 0 . 2 Excess distributions carryever to 2012. 3 Subtract lines 6 from line 6 To amount must be distributed in 2012 3 Amounts treated as distributions out of corpus to salarly requirements imposed (see instructions) 0 . 2 Excess distributions carryever to 2012. 3 Subtract lines 6 from line 6 Total of See instructions (and the search amount — see instructions) 2 Excess from 2009 a Excess from 2009 b Excess from 2009 c Excess from 2009 c Excess from 2009					1,285,878
a Enter amount for 2010 only b Total for prer years 20 20 20 20 3 Excess destributions carpover, 4 any, to 2011 a From 2006 for 2009 c From 2000 c From 2009 c From 2000 c Fro					
b Telaf for prior years 20 _ 20 _ 20	• •			119,211.	
3 Excess distributions carryower, if any, to 2011: a From 2007 c From 2009 e From 2009 e From 2009 e From 2010 f Total of lines 3a through e 4 Qualifying distributions for 2011 from Part XII, line 4 F \$ 1, 283, 988. A popiled to 2010, but not more than line 2a b Applied to 2010, but not more than line 2a c Applied to undistributed income of prior years (Election required — see instructions) c Treated as distributions out of corpus (Election required — see instructions) c Treated as distributions out of corpus (Election required — see instructions) c Excess distributions carryower for 2010 d Applied to 2011 distributed amount e Remaining amount distributed out of corpus c Excess distributions carryower for 2010 (If an amount appears in column (g), the same amount must be shown in column (g)) 6 Enter the net total of each column as indicated below: a Corpus Aft lines 34, 4and 4e Subtract line 5 b Prior years' undistributed income Subtract line 4b from line 2b c Enter the amount of prior years' undistributed ed income for which a notice of deficiency has been issued, or on which the section 494(2g) lax has been previously assessed d Subtract line 6c from line 6b Taxable amount — see instructions e Ustastributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012 7 Amounts treated as distributions out of corpus to spirity requirements imposed by section 170(b)(1)(f) or 4942(g)(3) (See instructions) 9 Excess distributions carryower from 2005 a Excess from 2009 d Excess from 2009			0.	,	
a From 2005 b From 2007 c From 2008 d From 2009 d From 2009 f Total of lines 3a through e 4 Cualifying distributions for 2011 from Part XII, line 4 P \$ 1,283,988, a Applied to 2010, but not more than line 2a b Applied to undistributed income of prior years (Election required — see instructions) d Applied to 2011 distributible amount e Remaining amount distributed out of corpus Election required — see instructions) d Applied to 2011 distributible amount e Remaining amount distributed out of corpus 5 Exists distributions out of corpus 5 Exists distributions out of corpus 5 Exists distributions and distributed out of corpus 6 Enter the net total of each column as indicated below: a Corpus Add lines 31, 4s, and 4e Subtract line 5 b Prior years' undistributed income Subtract line 46 from line 20. Enter the amount of prior years' undistributed of from line 20. Enter the amount of prior years' undistributed income for shich is notice of detections of 4942(a) list has been previously assessed d Subtract line 6c from line 6b Taxable amount — see instructions d and 5 from line 1 This amount must be distributed in corpus to satisfy requirements imposed by section 170(b)(1)(f) or 4942(a)(3) (see instructions) 8 Excess distributions carryover from 2006 not applied on line 5 or line? (see instructions) 9 Excess from 2007 Excess from 2009 E					
c From 2008 d From 2009 e From 2010 f Total of lines 3a through e 4. Qualifying distributions for 2011 from Part XII, line 4 ► \$ 1,283,988. a Applied to 2010, but not more than line 2a b Applied to undistributed income of prory years (Election required — see instructions) c Treated as distributions out of corpus c Remaining amount distributed out of corpus 5 Exess distributions carryover applied to 2011 (if an amount appears in column (a)) 6 Enter the net total of each column as indicated below: a Corpus Add lines 31,4, and 4e Subtract line 5 b Prior years' undistributed income Subtract line 4b from line 20 c Enter the amount of prior years' undistributed income for 2012 C Enter the amount of prior years' undistributed income for 2012 C Enter the amount of prior years' undistributed income Subtract line 4b from line 20 c Enter the amount of prior years' undistributed income for 2012 C Enter the amount of prior years' undistributed income Subtract line 4b from line 20 c Enter the amount of prior years' undistributed income for 2012 C Enter the amount of prior years' undistributed income Subtract line 4b from line 20 c Enter the amount of prior years' undistributed income Subtract line 4b from line 20 c Enter the amount of prior years' undistributed income Subtract line 4b from line 20 c Enter the amount of prior years' undistributed income for 2012 C Enter the amount of prior years' undistributed income for 2012 C Enter the amount of prior years' undistributed income for 2012 C Enter the amount of prior years' undistributed income for 2012 C Enter the amount of 2012 C Enter the amount o					
c From 2008 d From 2009 e From 2010 f Total of lines 3a through e 4. Qualifying distributions for 2011 from Part XII, line 4 ► \$ 1,283,988. a Applied to 2010, but not more than line 2a b Applied to undistributed income of prory years (Election required — see instructions) c Treated as distributions out of corpus c Remaining amount distributed out of corpus 5 Exess distributions carryover applied to 2011 (if an amount appears in column (a)) 6 Enter the net total of each column as indicated below: a Corpus Add lines 31,4, and 4e Subtract line 5 b Prior years' undistributed income Subtract line 4b from line 20 c Enter the amount of prior years' undistributed income for 2012 C Enter the amount of prior years' undistributed income for 2012 C Enter the amount of prior years' undistributed income Subtract line 4b from line 20 c Enter the amount of prior years' undistributed income for 2012 C Enter the amount of prior years' undistributed income Subtract line 4b from line 20 c Enter the amount of prior years' undistributed income for 2012 C Enter the amount of prior years' undistributed income Subtract line 4b from line 20 c Enter the amount of prior years' undistributed income Subtract line 4b from line 20 c Enter the amount of prior years' undistributed income Subtract line 4b from line 20 c Enter the amount of prior years' undistributed income for 2012 C Enter the amount of prior years' undistributed income for 2012 C Enter the amount of prior years' undistributed income for 2012 C Enter the amount of prior years' undistributed income for 2012 C Enter the amount of 2012 C Enter the amount o	b From 2007				
e From 2010 f Total of lines 3a through e Qualifying distributions for 2011 from Part XII, line 4 * \$ 1,283,988. A popiled to 2010, but not more than line 2a b Applied to undistributed income of prior years (Election required - see instructions) C Treated as distributions out of corpus (Election required - see instructions) d Applied to 2011 distributable amount e Remaining amount distributed out of corpus 5 Exess distributions carryoev applied to 2011 (if an amount appears in column (g)) 6 Enter the net total of each column as indicated below: a Corpus Add lines 31, 4s, and 4e Subtract line 5 b Prior years undistributed income Subtract line ab 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 d942(a) lax has been previously assessed d Subtract line 6e from line 6h Taxable amount — see instructions f Undistributed income for 2011 Subtract lines 4d and 5 from line) This amount must be 7 Amounts resteated as distributions out of crous to salisty requirements imposed by section 170(b)(1)(F) or 4942(a)(3) (see instructions) 8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions) 9 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions) 9 Excess from 2008 6 Excess from 2009		İ			
e From 2010 f Total of lines 3a through e Qualifying distributions for 2011 from Part XII, line 4 * \$ 1,283,988. A popiled to 2010, but not more than line 2a b Applied to undistributed income of prior years (Election required - see instructions) C Treated as distributions out of corpus (Election required - see instructions) d Applied to 2011 distributable amount e Remaining amount distributed out of corpus 5 Exess distributions carryoev applied to 2011 (if an amount appears in column (g)) 6 Enter the net total of each column as indicated below: a Corpus Add lines 31, 4s, and 4e Subtract line 5 b Prior years undistributed income Subtract line ab 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 d942(a) lax has been previously assessed d Subtract line 6e from line 6h Taxable amount — see instructions f Undistributed income for 2011 Subtract lines 4d and 5 from line) This amount must be 7 Amounts resteated as distributions out of crous to salisty requirements imposed by section 170(b)(1)(F) or 4942(a)(3) (see instructions) 8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions) 9 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions) 9 Excess from 2008 6 Excess from 2009					
f Total of lines 3 at brough e 4 Qualifying distributions for 2011 from Part XII, line 4 * \$ 1,283,988. a Applied to 2010, but not more than line 2a b Applied to 2010, but not more than line 2a b Applied to undistributed income of prior years (Election required — see instructions) c Treated as distributions out of corpus (Election required — see instructions) d Applied to 2011 distributable amount e Remaining amount distributed out of corpus Excess distributions carryover applied to 2011 (if an amount appears in column (d), the same amount miss the shown in column (a)) 6 Enter the net total of each column as indicated below: a Corpus Ad line 3f, 4c, and 4e Subtract line 5 b Prior years' undistributed income Subtract line 4b from line 2b c Enter the amount of prior years' undistributed an uncome for which a notice of detecency 4942(a) tax has been previously assessed d Subtract line 6c from line 6 Taxable amount — see instructions f Undistributed income for 2011 Subtract line 4d from line 2a. Taxable amount — see instructions f Undistributed income for 2010 Subtract line 4d from line 2a. Taxable amount — see instructions f Undistributed income for 2011 Subtract line 4d from line 2a. Taxable amount — see instructions f Undistributed income for 2011 Subtract line 4d from line 2a. Taxable amount — see instructions g Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions) 9 Excess distributions carryover from 2012. Subtract lines 7 and 8 from line 6a 10 Analysis of line 9 a Excess from 2008 c Excess from 2009 d Excess from 2009 d Excess from 2009 d Excess from 2009 d Excess from 2009			İ	<u> </u>	
4 Qualifying distributions for 2011 from Part XII, line 4 + \$\frac{\text{\$ 1,283,988.}{1,283,988.}}{1,283,988.}\$ a Applied to 2010, but not more than line 2a b Applied to undistributed income of prior years (Election required – see instructions) C Treated as distributions out of corpus (Election required – see instructions) d Applied to 2011 distributable amount e Remaining amount distributed out of corpus 5 Exess distributions carryover applied to 2011 (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 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) tas has been previously assessed d d Subtract line 6c from line 6b Taxable amount – see instructions e Undistributed income for 2010 Subtract lines 4d from line 2a. Taxable amount – see instructions f Undistributed income for 2011 Subtract lines 4d from line 2a. Taxable amount – see instructions f Undistributed income for 7011 Subtract lines 4d from line 170(61)(f) or 4942(g)(3) 8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions) 9 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions) 9 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions) 9 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions) 9 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions) 9 Excess from 2008 c Excess from 2008 c Excess from 2009 d Excess from 2009 d Excess from 2009	· · · · · · · · · · · · · · · · · · ·	0.	· 9	*	-
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Part XIV Private Operating Foundations (see instructions and Part VIII.A, question 9) N/A		F (2011) EDWARD & HELEN B			\\//\\ \\ \\ \\ \\ \\ \\ \\ \\ \\ \\ \\	73-6092250	
s 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()(3) or 4942()(5) or 292 a Enter the lesser of the adjusted net income from Part I of the imminium investment return from Part X for such year 1 for the imminium investment return from Part X for such year 1 for the imminium investment return from Part X for such year 1 for the investment return from Part X for such year 1 for the part of the foundation in the form Part X for such year 1 for the part of the foundation in the form Part X for such year 1 for the part of							N/A
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Inter 4 for each year listed d Announts included in lie 22 and used directly for active conduct of exempt activities Cualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c 3 Complete 3a, b, or of or the alternative test reflect upon a "Assets' alternative test — enter (1) Value of all assets (2) Value of assets qualifying under section 4942(0/36(0)) b "Indowment alternative test — enter 1/3 of minimum investiment test members and in Part X, line 6 for each year listed c "Support" alternative test — enter (1) Total support other than gross investiment income (interest, dividends, rents, payments on secunities loans (section 512(a)(5)), or royalities) (2) Support firem general public and 5 or more exempt organizations as provided in section 4942(0/36(b)). (3) Largest amount of support from an exempt organization a sects 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 \$07(6)(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 P If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, a The name, address, and telephone number of the person to whom applications should be addressed. See Statement 6 b The form in which applications should be submitted and information and materials they should include: See Statement for Line 2a							
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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 6 b The form in which applications should be submitted and information and materials they should include. See Statement for Line 2a	b List ar	ny managers of the foundation who o	wn 10% or more o	f the stock of a core	oration (or an equa	Ilv large portion of t	he ownership of
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a The name, address, and telephone number of the person to whom applications should be addressed. See Statement 6 b The form in which applications should be submitted and information and materials they should include. See Statement for Line 2a	Check reques	here $ ightharpoonup$ if the foundation only makes for funds. If the foundation makes	nakes contributions	to preselected char	ritable organizations		
See Statement 6 b The form in which applications should be submitted and information and materials they should include: See Statement for Line 2a			r of the nercen to v	uhom analisations a	bould be addressed		
b The form in which applications should be submitted and information and materials they should include. See Statement for Line 2a	a the na	arne, address, and telephone humbe	i or the person to v	wiorii applications s	nioula de addressed		
See Statement for Line 2a	See	Statement 6					
	b The fo	rm in which applications should be s	submitted and infor	mation and material	ls they should includ	le·	
	See	Statement for Line 2a					
			- · ·	·	·		
See Statement for Line 2a							
d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors.	d Any re	strictions or limitations on awards, s	uch as by geograpi	nical areas, charitat	ole fields, kinds of in	stitutions, or other	factors.
See Statement for Line 2a	See	Statement for Line 2a					

3 Grants and Contributions Paid During the Ye	ar or Approved for Fut	ure Paymen	nt	
Recipient		Foundation status of recipient	1	Amount
Name and address (home or business)	substantial contributor	recipient		_
a Paid during the year See Statement 7				
T-1-1			<u> </u>	1 222 761
b Approved for future payment				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelat	ed business income	Excluded	d by section 512, 513, or 514	(e)
Program service revenue	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	Related or exempt function income (See instructions)
a	1 .				
b					
с					
d					
e					
f	1				
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		
5 Net rental income or (loss) from real estate:	- 45 14	行作には近日の	1 17 4 7	からない これできる	· · · · · · · · · · · · · · · · · · ·
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	343,238.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue.	1,3635 , 1,527	2000年 · 1000年	THE THE	Met	
a FEDERAL TAX REFUND			1	1,800.	
ь MINERAL INCOME			14	219.	
С					
d					
e					
12 Subtotal Add columns (b), (d), and (e)	The state of the state of			1,132,611.	
13 Total. Add line 12, columns (b), (d), and (e)				13	1,132,611.
See worksheet in line 13 instructions to verify calculati	ons)				

			Exempt Purposes

accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)						

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

ď	old the organization dire described in section 501 elating to political organ	(c) of the Code (engage in any o other than section	of the following wi on 501(c)(3) orga	th any othe nizations) o	er organization or in section 52	7,	· ·	Yes	No
	a Transfers from the reporting foundation to a noncharitable exempt organization of								ĺ	
(1) Cash								1a(1)		x
•	(2) Other assets							1 a (2)		X
	b Other transactions								-	
	(1) Sales of assets to a noncharitable exempt organization							16(1)		х
•	(2) Purchases of assets from a noncharitable exempt organization							1b (2)		X
•								1b (2)		X
•								1b (4)		X
•	(4) Reimbursement arrangements (5) Loans or loan guarantees.							1 b (5)		X
	6) Performance of servi		hin or fundraisin	a solicitations				1b (6)		X
	haring of facilities, equi			-	000			1c		X
• •	maring or racinges, equi	princint, maining in	1313, 011101 03301	s, or paid cripicy	CCS			10		
d If th	the answer to any of the goods, other assets, ny transaction or sharin	ne above is 'Yes, or services giver or arrangement s	' complete the for by the reporting	ollowing schedule g foundation. If the state of the state	Column (I	b) should alway on received les	s show the fair no than fair marke	narket valu t value in	ue of	
(a) Line			of noncharitable exe				rs, transactions, and		nement	
N/A	(-,	()		The second secon	\		o, delicació, ana	maring arran	gomont	<u>-</u>
										
						···		-		
								-		
								• • • • • • • • • • • • • • • • • • • •		
		-								
	·									
				•						
	the foundation directly escribed in section 501 ('Yes,' complete the foll		iated with, or rel other than section	ated to, one or m n 501(c)(3)) or in	ore tax-exe section 52	empt organizati 7?.	ons	Yes	X	√o
	(a) Name of organiz	zation	(b) Typ	e of organization		(c) D	escription of rela	tionship		
N/A	- 									
			<u>.</u>							
							·			
										
			<u>L</u> .							
	Under penalties of perjury, I de correct, and complete. Declare	clare that I have examinated the control of the con	nined this return, inclu	ding accompanying scl ed on all information o	nedules and sta f which prepare	tements, and to the	best of my knowledge	and belief, it	ıs true,	
Sign Here	THE TRUE	mulend L	Soutel	1 7/12/12		ıstee		this return preparer s	with the	elow
	Signature of officer of CHA	EL BARTEL, SENIO	R VICE PRESIDEN	Date	Title			(see instru	ictions)? Yes	N _o
	Print/Type preparer's		Preparer's	stoffitue.	Da	ate (a)	Check X if	PTIN		1
Paid	WILLIAM H.	LAUHON	WILL	AM H. LAUHO	Ĭ I	7/9/12	,	P00356	539	
Prepa		LAUHON & I	HALLEY, PLI			Fire	n's EIN ► 26-12			
Use O	ici į		BOULDER SU			+ · · · ·				
530 0	,		74103			Pho	one no (918)	764-4	075	
BAA							, = =	Form 990		2011)

2011	Federal Statements	Page 1		
Client BAR01	EDWARD & HELEN BARTLETT FOUNDATION	73-6092250		
7/09/12 Statement 1 Form 990-PF, Part I, Line 11 Other Income		01·08PM		
FEDERAL TAX REFUND MINERAL INCOME .	(a) (b) Net Revenue Investment per Books Income \$ 1,800. 219.\$ 219. Total \$ 2,019.\$ 219.	(c) Adjusted Net Income		
Statement 2 Form 990-PF, Part I, Line 16b Accounting Fees				
ACCOUNTING FEES	(a) (b) Net (c) Expenses Investment Adjusted per Books Income Net Income . \$ 1,875. \$ 0. Total \$ 1,875. \$ 0.	(d) Charitable Purposes \$ 1,875. \$ 1,875.		
Statement 3 Form 990-PF, Part I, Line 18 Taxes				
FEDERAL EXCISE TAX FOREIGN TAX PAID	(a) (b) Net (c) Expenses Investment Adjusted Per Books Income Net Income \$ 11,200. 6,716. \$ 6,716. Total \$ 17,916. \$ 6,716. \$ 0.	(d) Charitable Purposes \$ 0.		
Statement 4 Form 990-PF, Part I, Line 23 Other Expenses				
ADMINISTRATIVE EXPENSE MINERAL EXPENSE POWERSHARES DB COMMODITY		(d) Charitable Purposes \$ 0.		

2011

Federal Statements

Page 2

Client BAR01

EDWARD & HELEN BARTLETT FOUNDATION

73-6092250

7/09/12

01 08PM

Statement 5 Form 990-PF, Part III, Line 3 Other Increases

PRIOR PERIOD BASIS ADJUSTMENT

Total \$

Statement 6 Form 990-PF, Part XV, Line 2a-d Application Submission Information

Name of Grant Program:

Name: Care Of:

THE TRUST COMPANY OF OKLAHOMA

Street Address:

P.O. BOX 3627

City, State, Zip Code: Telephone:

TULSA, OK 74101-3627 (918) 744-0553

Form and Content:

SCHOLARSHIP APPLICANTS SHOULD CONTACT THE FINANCIAL AID OFFICE AT OKLAHOMA STATE UNIVERSITY, UNIVERSITY OF OKLAHOMA, OKLAHOMA STATE UNIVERSITY INSTITUTE OF

TECHNOLOGY AND THE UNIVERSITY OF TULSA.

ALL CHARITABLE GRANT APPLICANTS SHOULD SEND A WRITTEN REQUEST INCLUDING THE ORGANIZATION'S IRC SECTION 501(C)(3) STATUS LETTER TO THE EDWARD & HELEN BARTLETT FOUNDATION.

Submission Deadlines: Restrictions on Awards: SCHOLARSHIP APPLICANTS HAVE NO SUBMISSION DEADLINES. SCHOLARSHIPS ARE LIMITED TO STUDENTS ATTENDING OKLAHOMA STATE UNIVERSITY, UNIVERSITY OF OKLAHOMA, OKLAHOMA STATE UNIVERSITY INSTITUTE OF TECHNOLOGY AND THE UNIVERSITY OF

TULSA.

Statement 7 Form 990-PF, Part XV, Line 3a Recipient Paid During the Year

Name and Address	Donee <u>Relationship</u>	Found- ation Status	Purpose of <u>Grant</u>	<u>Amount</u>		
OKLAHOMA STATE UNIVERSITY FOUNDATION 400 S. MONROE P.O. BOX 1749 STILLWATER, OK 74076	NONE	EXEMPT	SCHOLARSHIP	\$	48,000.	
UNIVERSITY OF OKLAHOMA 100 ASP AVENUE, ROOM 312 NORMAN, OK 73019	NONE	EXEMPT	SCHOLARSHIP		38,500.	
UNIVERSITY OF TULSA 600 SOUTH COLLEGE AVENUE TULSA, OK 74104	NONE	EXEMPT	SCHOLARSHIP		38,500.	

2011	Federal Sta	itements	·	 Page 3
Client BAR01	EDWARD & HELEN BAR	TLETT FOUNI	DATION	73-6092250
7/09/12 Statement 7 (continued) Form 990-PF, Part XV, Line 3a Recipient Paid During the Yea	1			01.08PM
Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	 Amount
OKLAHOMA STATE UNIV. INSTITUTE OF TECH 1801 E. 4TH STREET, BURSAR'S OFFICE OKMULGEE, OK 74447	NONE	EXEMPT	SCHOLARSHIP	\$ 16,500.
CAMP LOUGHRIDGE 4900 WEST 71ST STREEET TULSA, OK 74132	NONE	EXEMPT	PROGRAM SERVICES	9,000.
SAPULPA COMMUNITY THEATI 124 SOUTH WATERS STREET SAPULPA, OK 74066	RE NONE	EXEMPT	PROGRAM SERVICES	9,238.
SAPULPA PUBLIC SCHOOLS 3 SOUTH MISSION SAPULPA, OK 74066	NONE	EXEMPT	PROGRAM SERVICES	201,640.
SAPULPA AREA CHAMBER FOUNDATION, INC. 101 EAST DEWEY SAPULPA, OK 74067	NONE	EXEMPT	PROGRAM SERVICES	110,000.
YOUTH SERVICES OF CREEK COUNTY P.O. BOX 2346 SAPULPA, OK 74066	NONE	EXEMPT	PROGRAM SERVICES	5,000.
CARING COMMUNITY FRIENDS 12 WEST BURNHAM AVENUE SAPULPA, OK 74067	S NONE	EXEMPT	PROGRAM SERVICES	105,000.
AMERICAN RED CROSS - TUI AREA 10151 EAST 11TH STREET TULSA, OK 74128	LSA NONE	EXEMPT	PROGRAM SERVICES	65,000.
CREEK COUNTY LITERACY PROGRAM 150 NORTH POPLAR SAPULPA, OK 74066	NONE	EXEMPT	PROGRAM SERVICES	31,000.
AUTISM CENTER OF TULSA, INC. 6585 SOUTH YALE, SUITE 4 TULSA, OK 74136	NONE	EXEMPT	PROGRAM SERVICES	100,000.
RETIRED SENIOR VOLUNTEER PROGRAM 19 NORTH MAIN SAPULPA, OK 74066	R NONE	EXEMPT	PROGRAM SERVICES	20,000.

2011	Federal Sta	Federal Statements				
Client BAR01 EDV	VARD & HELEN BART	FLETT FOUNI	DATION	73-6092250		
7/09/12 Statement 7 (continued) Form 990-PF, Part XV, Line 3a Recipient Paid During the Year				01 08РМ		
Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount		
FRIENDS OF THE SAPULPA PUBLIC LIBRARY 27 WEST DEWEY SAPULPA, OK 74066	NONE	EXEMPT	PROGRAM SERVICES			
SALVATION ARMY NATIONAL CORP. P.O. BOX 1144 SAPULPA, OK 74067	NONE	EXEMPT	PROGRAM SERVICES	30,000.		
CAMP FIRE USA GREEN COUNTRY COUNCIL, INC 706 SOUTH BOSTON TULSA, OK 74119	NONE	EXEMPT	PROGRAM SERVICES	25,000.		
CREEK COUNTY 4-H 17806 WEST HIGHWAY 66 KELLYVILLE, OK 74039	NONE	EXEMPT	PROGRAM SERVICES	10,908.		
LOLLIPOPS AND RAINBOWS, INC 5103 SOUTH SHERIDAN, SUITE 670 TULSA, OK 74114	NONE	EXEMPT	PROGRAM SERVICES	10,000.		
SHOW, INC 425 WELLS BLVD. SAPULPA, OK 74066	NONE	EXEMPT	PROGRAM SERVICES	50,000.		
INDIAN NATION CNCL BOY SCOUTS OF AMERICA 4295 SOUTH GARNETT ROAD TULSA, OK 74146	NONE	EXEMPT	PROGRAM SERVICES	235,000.		
DVIS	NONE	EXEMPT	PROGRAM SERVICES	25,000.		
FAMILY & CHILDREN'S SERVICES	NONE	EXEMPT	PROGRAM SERVICES	10,000.		
SAPULPA HISTORICAL SOCIETY	NONE	EXEMPT	PROGRAM SERVICES	10,000.		
			Total	\$ 1,232,761.		

Form **886**8 (Rev January 2012)

Application for Extension of Time To File an **Exempt Organization Return**

File a separate application for each return.

OMB No 1545-1709

Department of the Treasury Internal Revenue Service If you are filing for an Automatic 3-Month Extension, complete only Part I and check this box. 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 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 Enter filer's identifying number, see instructions Name of exempt organization or other filer, see instructions Employer identification number (EIN) or Type or print EDWARD & HELEN BARTLETT FOUNDATION 73-6092250 File by the due date for filing your return See Number, street, and room or suite number. If a P O box, see instructions Social security number (SSN) TRUST COMPANY OF OKLA P.O. BOX 3627 instructions 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) 04 **Application** Return Application Return Is For Code ls For 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 (section 401(a) or 408(a) trust) 05 Form 6069 11 Form 990-T (trust other than above) Form 8870 06 12 • The books are in the care of ► THE TRUST COMPANY OF OKLAHOMA Telephone No. ► (918) 744-0553 FAX No ► If the organization does not have an office or place of business in the United States, shock this box

The organization does not have an onice of place of business in the office States, check this box			-				
• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN)	this is	for the wl	hole group,				
check this box ► . If it is for part of the group, check this box ► and attach a list with the name	nes a	nd EINs of	f 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 $8/15$, 20 12, to file the exempt organization return for the organization named above.							
The extension is for the organization's return for							
► X calendar year 20 11 or							
➤ X calendar year 20 11 or ➤ tax year beginning, 20, and ending, 20							
2 If the tax year entered in line 1 is for less than 12 months, check reason Initial 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	\$	25,608.				
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	\$	25,608.				
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	3с	\$	0.				
Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-FO and Form	n 887	9-FO for					

payment instructions