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Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation

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Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation Charles and Lynn Schusterman Family Foundation		A Employer identification number 73-1312965
Number and street (or P O box number if mail is not delivered to street address) 110 West 7th Street, Suite 2000	Room/suite	B Telephone number 918-879-9644
City or town, state or province, country, and ZIP or foreign postal code Tulsa, OK 74119		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ 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) \$ 2,291,018,311	J Accounting method: ☐ Cash ☒ Accrual ☐ Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		67,335,695.		N/A	
2 Check ☐ if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		46,538,923.	46,538,923.		Statement 1
4 Dividends and interest from securities		6,968,428.	6,968,428.		Statement 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		5,316,914.			
b Gross sales price for all assets on line 6a 239,563,366.					
7 Capital gain net income (from Part IV, line 2)			5,316,914.		
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		<2,172,985.>	<3,431,932.>		Statement 3
12 Total. Add lines 1 through 11		123,986,975.	55,392,333.		
13 Compensation of officers, directors, trustees, etc.		495,720.	0.		495,720.
14 Other employee salaries and wages		1,570,325.	0.		1,570,325.
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees					
c Other professional fees					
17 Interest		1,178,836.	1,178,836.		0.
18 Taxes Stmt 4		204,996.	80,726.		124,193.
19 Depreciation and depletion		289,348.	0.		
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses Stmt 5		6,031,407.	2,334,159.		3,688,927.
24 Total operating and administrative expenses. Add lines 13 through 23		9,770,632.	3,593,721.		5,879,165.
25 Contributions, gifts, grants paid		64,025,508.			64,025,508.
26 Total expenses and disbursements. Add lines 24 and 25		73,796,140.	3,593,721.		69,904,673.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		50,190,835.			
b Net investment income (if negative, enter -0-)			51,798,612.		
c Adjusted net income (if negative, enter -0-)				N/A	

30 20 10

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		10,749,372.	13,458,780.	13,458,780.
	3	Accounts receivable ▶ 24,116,257.				
		Less: allowance for doubtful accounts ▶		70,355.	24,116,257.	24,116,257.
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations				
	b	Investments - corporate stock				
	c	Investments - corporate bonds				
	11	Investments - land, buildings, and equipment basis ▶				
	Less accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other Stmt 7		2,226,787,772.	2,252,938,334.	2,253,078,308.	
14	Land, buildings, and equipment; basis ▶ 943,125.					
	Less accumulated depreciation ▶ 578,159.		271,638.	364,966.	364,966.	
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)		2,237,879,137.	2,290,878,337.	2,291,018,311.	
Liabilities	17	Accounts payable and accrued expenses		88,016.	146,462.	
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons		8,194,424.	13,694,424.	
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)		8,282,440.	13,840,886.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐					
	and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ ☒					
	and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds		0.	0.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
29	Retained earnings, accumulated income, endowment, or other funds		2,229,596,697.	2,277,037,451.		
30	Total net assets or fund balances		2,229,596,697.	2,277,037,451.		
31	Total liabilities and net assets/fund balances		2,237,879,137.	2,290,878,337.		

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	2,229,596,697.
2	Enter amount from Part I, line 27a	2	50,190,835.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	2,279,787,532.
5	Decreases not included in line 2 (itemize) ▶ See Statement 6	5	2,750,081.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,277,037,451.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b See Attached Statements				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e 239,563,366.		234,246,452.	5,316,914.	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
a				
b				
c				
d				
e			5,316,914.	
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 5,316,914.		
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		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 the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	46,909,322.	2,269,359,809.	.020671
2011	163,401,061.	569,856,227.	.286741
2010	39,181,142.	74,975,607.	.522585
2009	28,322,555.	80,129,422.	.353460
2008	7,562,503.	103,885,808.	.072796
2 Total of line 1, column (d)			2 1.256253
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 .251251
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 2,256,653,037.
5 Multiply line 4 by line 3			5 566,986,332.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 517,986.
7 Add lines 5 and 6			7 567,504,318.
8 Enter qualifying distributions from Part XII, line 4			8 69,904,673.

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	1,035,972.
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	1,035,972.
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	1,035,972.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	1,063,183.	
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	1,063,183.	
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	27,211.	
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax ☐ 27,211. 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?		x
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		x
1c Did the foundation file Form 1120-POL for this year?		x
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ 0. (2) On foundation managers. ▶ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		x
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		x
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	x	
b If "Yes," has it filed a tax return on Form 990-T for this year?	x	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		x
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	x	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	x	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ OK, GA, DC, CA, NY		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	x	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV		x
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		x

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		x
12	Did the foundation 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? Website address www.schusterman.org	13	x	
14	The books are in care of The Organization Telephone no. 918-879-9644 Located at 110 West 7th Street, Suite 2000, Tulsa, OK ZIP+4 74119			
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			
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country	16	Yes	No x

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☒ Yes ☐ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	1b	x
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 2013?	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 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? If "Yes," list the years	☐ Yes ☒ No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 2013 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 2013.)	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 2013?	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)?

5b

x

Organizations relying on a current notice regarding disaster assistance check here

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

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

6b

x

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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
Lynn Schusterman	Director and Co-Chair			
110 West 7th, Suite 2000				
Tulsa, OK 74119	0.00	0.	0.	0.
Stacy H. Schusterman	Director and Co-Chair			
110 West 7th, Suite 2000				
Tulsa, OK 74119	0.00	0.	0.	0.
Sanford Cardin	Director and President			
110 West 7th, Suite 2000				
Tulsa, OK 74119	40.00	357,059.	21,520.	0.
Alana Hughes	Chief Operating Officer			
110 West 7th, Suite 2000				
Tulsa, OK 74119	40.00	138,661.	16,345.	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
Lisa Eisen - 9416 Durford Court,	National Director			
Pontomac, MD 29854	40.00	295,833.	31,962.	0.
Seth Cohen - 5495 New Wellington	Dir of Network Initiatives			
Close, Atlanta, GA 30327	40.00	265,087.	31,708.	0.
David Rittberg - 7631 Heatherton	Sr Program Officer			
Lane, Potomac, MD 20854	40.00	154,749.	26,920.	0.
Shannon Oliver - 9530 May Day	Executive Assistant			
Street, LaPlata, MD 20646	40.00	95,638.	18,429.	0.
Yaniv Rivlin - 195 14th Street, Apt	Program Officer			
409, Atlanta, GA 30306	40.00	92,573.	12,528.	0.

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

13

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
Alef Alef Reish Avuka	Mission & Program Development	
9 Rav Ashi, Tel Aviv, Israel, ISRAEL 69395	Cons Svcs	462,719.
Noah Austin		
122 Stadium Ave, Mill Valley, CA 94941	IT/Technology	210,220.
Arabella Advisors - 1201 Connecticut Ave NW	Organizational Capacity	
Ste 300, Washington, DC 20036	Building	190,286.
Astadia - 12724 Grand Bay Parkway Ste 300,		
Jacksonville, FL 32258	IT Software Development	87,774.
David Eisner		
320 Fairhill Rd, Wynnewood, PA 19096	Grantmaking	83,340.

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

0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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Part X**Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	219,129,580.
b	Average of monthly cash balances	1b	1,647,081,056.
c	Fair market value of all other assets	1c	424,807,676.
d	Total (add lines 1a, b, and c)	1d	2,291,018,312.
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	2,291,018,312.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	34,365,275.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,256,653,037.
6	Minimum investment return. Enter 5% of line 5	6	112,832,652.

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	112,832,652.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	1,035,972.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	424,847.
c	Add lines 2a and 2b	2c	1,460,819.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	111,371,833.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	111,371,833.
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	111,371,833.

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	69,904,673.
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	69,904,673.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	69,904,673.

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 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				111,371,833.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011	178,452,572.			
e From 2012				
f Total of lines 3a through e	178,452,572.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$ 69,904,673.				
a Applied to 2012, 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 2013 distributable amount				69,904,673.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	41,467,160.			41,467,160.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	136,985,412.			
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 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				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 2008 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	136,985,412.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011	136,985,412.			
d Excess from 2012				
e Excess from 2013				

Part XV **Supplementary Information** (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
See Statement 13				
Total				3a 0.
b Approved for future payment				
None				
Total				3b 0.

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and
its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2013

Name of the organization

Charles and Lynn Schusterman
Family Foundation

Employer identification number

73-1312965

Organization type(check one):

Filers of:

Section:

Form 990 or 990-EZ

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

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

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

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

☐ 501(c)(3) taxable private foundation

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

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

General Rule

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

Special Rules

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

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

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2013)

Name of organization Charles and Lynn Schusterman Family Foundation	Employer identification number 73-1312965
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Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	LJS Revocable Trust 110 W 7th Street, Suite 2000 Tulsa, OK 74119	\$ 5,138,000.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions.)
2	LJS Revocable Trust 110 W 7th Street, Suite 2000 Tulsa, OK 74119	\$ 1,995,000.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions.)
3	LJS Revocable Trust 110 W 7th Street, Suite 2000 Tulsa, OK 74119	\$ 13,645,000.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions.)
4	LJS Revocable Trust 110 W 7th Street, Suite 2000 Tulsa, OK 74119	\$ 4,750,864.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions.)
5	LJS Revocable Trust 110 W 7th Street, Suite 2000 Tulsa, OK 74119	\$ 5,868,894.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions.)
6	LJS Revocable Trust 110 W 7th Street, Suite 2000 Tulsa, OK 74119	\$ 5,818,524.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions.)

Name of organization Charles and Lynn Schusterman Family Foundation	Employer identification number 73-1312965
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Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
7	LJS Revocable Trust 110 W 7th Street, Suite 2000 Tulsa, OK 74119	\$ 3,762,580.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions.)
8	LJS Revocable Trust 110 W 7th Street, Suite 2000 Tulsa, OK 74119	\$ 8,940,584.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions.)
9	LJS Revocable Trust 110 W 7th Street, Suite 2000 Tulsa, OK 74119	\$ 6,414,088.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions.)
10	LJS Revocable Trust 110 W 7th Street, Suite 2000 Tulsa, OK 74119	\$ 8,502,160.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions.)
11	LSIT (Delaware) Management LLC 110 W 7th Street, Suite 2000 Tulsa, OK 74119	\$ 2,500,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)

Name of organization Charles and Lynn Schusterman Family Foundation	Employer identification number 73-1312965
---	--

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	.80% partnership interest in Addison Clark, Ltd	\$ 5,138,000.	04/01/13
2	.2435% partnership interest in Clayton, Dubilier & Rice, VII, LP	\$ 6,310,000.	04/01/13
3	3.05% partnership interest in GEM Realty Fund III, LP	\$ 4,769,000.	03/01/13
4	.3679% partnership interest in Green Equity Investors V, LP	\$ 11,179,000.	07/01/13
5	.2397% partnership interest in Indus Asia Pacific Fund, Ltd	\$ 1,995,000.	05/01/13
6	.24% partnership interest in King Street Capital, Ltd	\$ 13,645,000.	07/01/13

Name of organization Charles and Lynn Schusterman Family Foundation	Employer identification number 73-1312965
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Part II Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
7	.166390% partnership interest in Madison Dearborn Cap Part V-A, LP	\$ 6,524,000.	04/01/13
8	.3692% partnership interest in MHR Inst Partners III, LP	\$ 9,816,000.	04/01/13
9	.65% partnership interest in Newport Asia, LP	\$ 6,240,000.	04/01/13
10	.14% partnership interest in Sanderson Intl Value Fund, LP	\$ 6,568,000.	05/01/13
		\$	
		\$	

Employer identification number

73-1312965

73-1312965

Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of **exclusively** religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once) ► \$ _____

Use duplicate copies of Part III if additional space is needed.

323454 10-24-13

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 JPMorgan Custody #4001	P	Various	12/31/13
b Wells Fargo Custody #9400	P	Various	12/31/13
c JPMorgan Custody #0003	P	Various	12/31/13
d Verado Holdings	P	Various	12/31/13
e Oz Overseas Fund Ltd	P	Various	12/31/13
f Spindrift/Wellington Partners, LP	P	Various	Various
g Wells Fargo Custody #4201	P	Various	Various
h JPMorgan Custody #4001	P	Various	Various
i JPMorgan Custody #5008	P	Various	Various
j Wells Fargo Custody #9400	P	Various	Various
k Wells Fargo Blackrock #4200	P	Various	Various
l JPMorgan Custody #0003	P	Various	Various
m JPMorgan Fund 3164	P	Various	Various
n American Funds	P	Various	Various
o Wells Fargo Blackrock #4200	P	Various	Various

(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 4,128,561.		3,967,044.	161,517.
b 451,885.		1,092,321.	<640,436.>
c 41,812,815.		41,792,044.	20,771.
d 30.			30.
e 222,673.			222,673.
f 89,211.			89,211.
g 47,939.			47,939.
h 316,365.		88,009.	228,356.
i 24,758,750.		23,000,000.	1,758,750.
j 140,464,050.		146,947,076.	<6,483,026.>
k 46,048.		83,187.	<37,139.>
l 14,440,261.		14,576,506.	<136,245.>
m 4.			4.
n 1,848,552.			1,848,552.
o 50,511.		101,305.	<50,794.>

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			161,517.
b			<640,436.>
c			20,771.
d			30.
e			222,673.
f			89,211.
g			47,939.
h			228,356.
i			1,758,750.
j			<6,483,026.>
k			<37,139.>
l			<136,245.>
m			4.
n			1,848,552.
o			<50,794.>

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 }

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

2

3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a Wells Fargo Blackrock #4202		P	Various	Various
b Wells Fargo TCW #4201		P	Various	Various
c Investment #4		P	Various	Various
d Investment #4		P	Various	Various
e Investment #7		P	Various	Various
f Investment #7		P	Various	Various
g Investment #8		P	Various	Various
h Investment #8		P	Various	Various
i Investment #9		P	Various	Various
j Investment #9		P	Various	Various
k Investment #10		P	Various	Various
l Investment #10		P	Various	Various
m Investment #11		P	Various	Various
n Investment #11		P	Various	Various
o Investment #12		P	Various	Various

(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 541,542.		243,507.	298,035.
b 1,915,132.		445,733.	1,469,399.
c		3.	<3.>
d 6,847.			6,847.
e		30,691.	<30,691.>
f 160,897.			160,897.
g 33,788.			33,788.
h 403,379.			403,379.
i 1,157,834.			1,157,834.
j 448,422.			448,422.
k		228,038.	<228,038.>
l		59,461.	<59,461.>
m 1,287,217.			1,287,217.
n 48,607.			48,607.
o 68,154.			68,154.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			298,035.
b			1,469,399.
c			<3.>
d			6,847.
e			<30,691.>
f			160,897.
g			33,788.
h			403,379.
i			1,157,834.
j			448,422.
k			<228,038.>
l			<59,461.>
m			1,287,217.
n			48,607.
o			68,154.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7
If (loss), enter "-0-" in Part I, line 7 }

2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):

If gain, also enter in Part I, line 8, column (c).

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

3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a Investment #12		P	Various	Various
b Investment #13		P	Various	Various
c Investment #14		P	Various	Various
d Investment #16		P	Various	Various
e Investment #17		P	Various	Various
f Investment #18		P	Various	Various
g Investment #19		P	Various	Various
h Investment #20		P	Various	Various
i Investment #21		P	Various	Various
j Investment #21		P	Various	Various
k Investment #22		P	Various	Various
l Investment #22		P	Various	Various
m Investment #24		P	Various	Various
n Investment #25		P	Various	Various
o Investment #26		P	Various	Various

(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 1,160,709.			1,160,709.
b 61,078.			61,078.
c 1,881,278.			1,881,278.
d 394,638.			394,638.
e 8,378.			8,378.
f 160,480.			160,480.
g		2,554.	<2,554.>
h		1,087.	<1,087.>
i 1,819.			1,819.
j 490,308.			490,308.
k 22.			22.
l 95,878.			95,878.
m 100,311.			100,311.
n 8,296.			8,296.
o 138,983.			138,983.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			1,160,709.
b			61,078.
c			1,881,278.
d			394,638.
e			8,378.
f			160,480.
g			<2,554.>
h			<1,087.>
i			1,819.
j			490,308.
k			22.
l			95,878.
m			100,311.
n			8,296.
o			138,983.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7
If (loss), enter "-0-" in Part I, line 7 }

2

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

3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a Investment #30	P	Various	Various
b Investment #42	P	Various	Various
c Investment #42	P	Various	Various
d Investment #44	P	Various	Various
e Investment #44	P	Various	Various
f Investment # 13	P	Various	12/31/13
g			
h			
i			
j			
k			
l			
m			
n			
o			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 3,217.			3,217.
b 1,714.			1,714.
c 306,783.			306,783.
d		168,623.	<168,623.>
e		269,234.	<269,234.>
f		1,150,029.	<1,150,029.>
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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	
a			3,217.
b			1,714.
c			306,783.
d			<168,623.>
e			<269,234.>
f			<1,150,029.>
g			
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	5,316,914.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

Source	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
Investment # 45	163.	163.	
Investment #10	6,500.	6,500.	
Investment #11	486,048.	486,048.	
Investment #12	2,052.	2,052.	
Investment #14	94,377.	94,377.	
Investment #15	7,595.	7,595.	
Investment #16	5,052.	5,052.	
Investment #17	714.	714.	
Investment #18	10.	10.	
Investment #19	115.	115.	
Investment #2	415.	415.	
Investment #20	14,881.	14,881.	
Investment #21	11,628.	11,628.	
Investment #22	2,265.	2,265.	
Investment #24	3,638.	3,638.	
Investment #25	5,769.	5,769.	
Investment #26	42,841.	42,841.	
Investment #30	611,366.	611,366.	
Investment #35	3,703,824.	3,703,824.	
Investment #36	451,264.	451,264.	
Investment #37	155,931.	155,931.	
Investment #39	11,210.	11,210.	
Investment #4	7,081.	7,081.	
Investment #40	983.	983.	
Investment #41	52.	52.	
Investment #42	47,336.	47,336.	
Investment #44	2,230.	2,230.	
Investment #57	10,278.	10,278.	
Investment #7	31.	31.	
Investment #8	2.	2.	
Investment #9	246,635.	246,635.	
JPMorgan Custody #0003	561,823.	561,823.	
JPMorgan Custody #4001	11,568,402.	11,568,402.	
JPMorgan Custody #5008	7,366,526.	7,366,526.	
Parsley Energy Operations	542,317.	542,317.	
Wells Fargo Custody #4200	4,187,390.	4,187,390.	
Wells Fargo Custody #4201	1,373,033.	1,373,033.	
Wells Fargo Custody #4202	2,080,226.	2,080,226.	
Wells Fargo Custody #9400	12,926,820.	12,926,820.	
Wells Fargo Money Market	100.	100.	
Total to Part I, line 3	46,538,923.	46,538,923.	

Form 990-PF

Dividends and Interest from Securities

Statement 2

Source	Gross Amount	Capital Gains Dividends	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
American Funds	1,631,783.	0.	1,631,783.	1,631,783.	
GMO Emerging Country Debt	265,159.	0.	265,159.	265,159.	
Investment #10	130,677.	0.	130,677.	130,677.	
Investment #11	31,729.	0.	31,729.	31,729.	
Investment #12	23,360.	0.	23,360.	23,360.	
Investment #14	324,945.	0.	324,945.	324,945.	
Investment #16	340,032.	0.	340,032.	340,032.	
Investment #17	383.	0.	383.	383.	
Investment #18	3,081.	0.	3,081.	3,081.	
Investment #2	839,602.	0.	839,602.	839,602.	
Investment #20	1,947.	0.	1,947.	1,947.	
Investment #21	73,136.	0.	73,136.	73,136.	
Investment #23	31.	0.	31.	31.	
Investment #24	20,495.	0.	20,495.	20,495.	
Investment #25	12,690.	0.	12,690.	12,690.	
Investment #26	5.	0.	5.	5.	
Investment #38	1,792,422.	0.	1,792,422.	1,792,422.	
Investment #4	8,751.	0.	8,751.	8,751.	
Investment #40	38,857.	0.	38,857.	38,857.	
Investment #41	5,119.	0.	5,119.	5,119.	
Investment #42	436,681.	0.	436,681.	436,681.	
Investment #43	61.	0.	61.	61.	
Investment #44	12,880.	0.	12,880.	12,880.	
Investment #7	137,324.	0.	137,324.	137,324.	
Investment #8	355,281.	0.	355,281.	355,281.	
Investment #9	148,780.	0.	148,780.	148,780.	
JPMorgan Custody #4001	2,358.	0.	2,358.	2,358.	
JPMorgan Money Market Fund 3164	1,303.	0.	1,303.	1,303.	
Smith Barney	324,600.	0.	324,600.	324,600.	
Wells Fargo Custody #9400	4,956.	0.	4,956.	4,956.	
To Part I, line 4	6,968,428.	0.	6,968,428.	6,968,428.	

Form 990-PF

Other Income

Statement 3

Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
Investment #2	<27,407.>	<27,407.>	
Investment #4	47,186.	47,186.	
Investment #7	<85,450.>	<85,450.>	
Investment #8	82,044.	82,044.	
Investment #9	<647,951.>	<647,951.>	
Investment #10	<299,252.>	<299,252.>	
Investment #11	<468,534.>	<468,534.>	
Investment #12	<10,815.>	<10,815.>	
Investment #13	21,902.	21,902.	
Investment #14	<527,857.>	<527,857.>	
Investment #15	<227,668.>	<227,668.>	
Investment #16	<11,767.>	<11,767.>	
Investment #17	<2,234.>	<2,234.>	
Investment #18	<7,635.>	<7,635.>	
Investment #19	12,521.	12,521.	
Investment #20	<17,646.>	<17,646.>	
JPMorgan Misc Income	78,652.	78,652.	
Investment #21	<268,585.>	<268,585.>	
Investment #22	<2,531.>	<2,531.>	
Investment #24	361,487.	361,487.	
Investment #25	<13,527.>	<13,527.>	
Investment #26	<5,307.>	<5,307.>	
Investment #27	1,329,535.	1,329,535.	
Investment #28	1,794,325.	1,794,325.	
Investment #30	<83,253.>	<83,253.>	
Investment #35	<69,672.>	<69,672.>	
Investment #36	<7,917.>	<7,917.>	
Investment #37	<1,839.>	<1,839.>	
Investment #38	<910,566.>	<910,566.>	
Investment #39	<225.>	<225.>	
Investment #40	<1,845.>	<1,845.>	
Investment #41	<7,364.>	<7,364.>	
Investment #42	<455,500.>	<455,500.>	
Investment #43	<324,593.>	<324,593.>	
Investment #44	<911,913.>	<911,913.>	
Investment #45	<37,388.>	<37,388.>	
Investment #46	<134,603.>	<134,603.>	
Investment #23	23,765.	23,765.	
Investment #57	<353,558.>	<353,558.>	
Total to Form 990-PF, Part I, line 11	<2,172,985.>	<2,172,985.>	

Form 990-PF	Taxes			Statement	4
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Foreign Taxes	79,342.	79,265.		0.	
Payroll Tax	124,193.	0.		124,193.	
State Tax Expense	1,461.	1,461.		0.	
To Form 990-PF, Pg 1, ln 18	204,996.	80,726.		124,193.	

Form 990-PF	Other Expenses			Statement	5
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Administrative Overhead	1,739,909.	0.		1,739,909.	
Investment Expenses	2,342,480.	2,334,159.		0.	
Consultants	1,948,268.	0.		1,948,268.	
Program Expense	750.	0.		750.	
To Form 990-PF, Pg 1, ln 23	6,031,407.	2,334,159.		3,688,927.	

Form 990-PF	Other Decreases in Net Assets or Fund Balances			Statement	6
Description	Amount				
Non-Deductible Federal Tax Expense	2,210,000.				
Nondeductible Expense	540,081.				
Total to Form 990-PF, Part III, line 5	2,750,081.				

Form 990-PF	Other Investments	Statement	7
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Description	Valuation Method	Book Value	Fair Market Value
Stocks and Stock Funds	COST	339,657,958.	316,321,447.
Limited Partnerships	COST	519,455,792.	542,932,277.
Miscellaneous Investments	COST	1,393,824,584.	1,393,824,584.
Total to Form 990-PF, Part II, line 13		2,252,938,334.	2,253,078,308.

Alternative Minimum Tax - Corporations

► Attach to the corporation's tax return.

► Information about Form 4626 and its separate instructions is at www.irs.gov/form4626.

OMB No 1545-0175

2013

Name **Charles and Lynn Schusterman**

Employer identification number

Family Foundation

73-1312965

Note: See the instructions to find out if the corporation is a small corporation exempt from the alternative minimum tax (AMT) under section 55(e).

1	Taxable income or (loss) before net operating loss deduction	1	1,249,549.
2	Adjustments and preferences:		
a	Depreciation of post-1986 property	2a	
b	Amortization of certified pollution control facilities	2b	
c	Amortization of mining exploration and development costs	2c	
d	Amortization of circulation expenditures (personal holding companies only)	2d	
e	Adjusted gain or loss	2e	
f	Long-term contracts	2f	
g	Merchant marine capital construction funds	2g	
h	Section 833(b) deduction (Blue Cross, Blue Shield, and similar type organizations only)	2h	
i	Tax shelter farm activities (personal service corporations only)	2i	
j	Passive activities (closely held corporations and personal service corporations only)	2j	
k	Loss limitations	2k	
l	Depletion	2l	
m	Tax-exempt interest income from specified private activity bonds	2m	
n	Intangible drilling costs	2n	
o	Other adjustments and preferences	2o	
3	Pre-adjustment alternative minimum taxable income (AMTI). Combine lines 1 through 2o	3	1,249,549.
4	Adjusted current earnings (ACE) adjustment:		
a	ACE from line 10 of the ACE worksheet in the instructions	4a	1,249,549.
b	Subtract line 3 from line 4a. If line 3 exceeds line 4a, enter the difference as a negative amount (see instructions)	4b	0.
c	Multiply line 4b by 75% (.75). Enter the result as a positive amount	4c	
d	Enter the excess, if any, of the corporation's total increases in AMTI from prior year ACE adjustments over its total reductions in AMTI from prior year ACE adjustments (see instructions). Note: You must enter an amount on line 4d (even if line 4b is positive)	4d	
e	ACE adjustment.		
	- If line 4b is zero or more, enter the amount from line 4c - If line 4b is less than zero, enter the smaller of line 4c or line 4d as a negative amount	4e	0.
5	Combine lines 3 and 4e. If zero or less, stop here; the corporation does not owe any AMT	5	1,249,549.
6	Alternative tax net operating loss deduction (see instructions)	6	
7	Alternative minimum taxable income. Subtract line 6 from line 5. If the corporation held a residual interest in a REMIC, see instructions	7	1,249,549.
8	Exemption phase-out (if line 7 is \$310,000 or more, skip lines 8a and 8b and enter -0- on line 8c):		
a	Subtract \$150,000 from line 7 (if completing this line for a member of a controlled group, see instructions). If zero or less, enter -0-	8a	
b	Multiply line 8a by 25% (.25)	8b	
c	Exemption. Subtract line 8b from \$40,000 (if completing this line for a member of a controlled group, see instructions). If zero or less, enter -0-	8c	0.
9	Subtract line 8c from line 7. If zero or less, enter -0-	9	1,249,549.
10	Multiply line 9 by 20% (.20)	10	249,910.
11	Alternative minimum tax foreign tax credit (AMTFTC) (see instructions)	11	
12	Tentative minimum tax. Subtract line 11 from line 10	12	249,910.
13	Regular tax liability before applying all credits except the foreign tax credit	13	424,847.
14	Alternative minimum tax. Subtract line 13 from line 12. If zero or less, enter -0-. Enter here and on Form 1120, Schedule J, line 3, or the appropriate line of the corporation's income tax return	14	0.

JWA For Paperwork Reduction Act Notice, see separate instructions.

Form **4626** (2013)

Adjusted Current Earnings (ACE) Worksheet

▶ See ACE Worksheet Instructions.

1	Pre-adjustment AMTI. Enter the amount from line 3 of Form 4626	1	1,249,549.
2	ACE depreciation adjustment:		
a	AMT depreciation	2a	
b	ACE depreciation:		
(1)	Post-1993 property	2b(1)	
(2)	Post-1989, pre-1994 property	2b(2)	
(3)	Pre-1990 MACRS property	2b(3)	
(4)	Pre-1990 original ACRS property	2b(4)	
(5)	Property described in sections 168(f)(1) through (4)	2b(5)	
(6)	Other property	2b(6)	
(7)	Total ACE depreciation. Add lines 2b(1) through 2b(6)	2b(7)	
c	ACE depreciation adjustment. Subtract line 2b(7) from line 2a	2c	
3	Inclusion in ACE of items included in earnings and profits (E&P):		
a	Tax-exempt interest income	3a	
b	Death benefits from life insurance contracts	3b	
c	All other distributions from life insurance contracts (including surrenders)	3c	
d	Inside buildup of undistributed income in life insurance contracts	3d	
e	Other items (see Regulations sections 1.56(g)-1(c)(6)(iii) through (ix) for a partial list)	3e	
f	Total increase to ACE from inclusion in ACE of items included in E&P. Add lines 3a through 3e	3f	
4	Disallowance of items not deductible from E&P:		
a	Certain dividends received	4a	
b	Dividends paid on certain preferred stock of public utilities that are deductible under section 247	4b	
c	Dividends paid to an ESOP that are deductible under section 404(k)	4c	
d	Nonpatronage dividends that are paid and deductible under section 1382(c)	4d	
e	Other items (see Regulations sections 1.56(g)-1(d)(3)(i) and (ii) for a partial list)	4e	
f	Total increase to ACE because of disallowance of items not deductible from E&P. Add lines 4a through 4e	4f	
5	Other adjustments based on rules for figuring E&P:		
a	Intangible drilling costs	5a	
b	Circulation expenditures	5b	
c	Organizational expenditures	5c	
d	LIFO inventory adjustments	5d	
e	Installment sales	5e	
f	Total other E&P adjustments. Combine lines 5a through 5e	5f	
6	Disallowance of loss on exchange of debt pools	6	
7	Acquisition expenses of life insurance companies for qualified foreign contracts	7	
8	Depletion	8	
9	Basis adjustments in determining gain or loss from sale or exchange of pre-1994 property	9	
10	Adjusted current earnings. Combine lines 1, 2c, 3f, 4f, and 5f through 9. Enter the result here and on line 4a of Form 4626	10	1,249,549.

**CHARLES AND LYNN SCHUSTERMAN FAMILY FOUNDATION
TAX I.D. 73-1312965; FORM 990-PF
TAX RETURN SCHEDULE-TAX YEAR ENDED 12/31/13**

STATEMENT 12:

Initial application form required. Potential applicants are urged to review program guidelines on the Foundation web site (www.schusterman.org) and contact the Grants Coordinator with all questions about the Foundation, our application process or their proposed program before submitting an application.

CLSFY Yearly Tax Distributions					
Charitable Contributions Year End Dec 31, 2013					
FEIN 73-1312965					
Statement #13					
Payee Name	Payee Address	Purpose	2013	501 c3 Status	
A Winter Bridge	380 Mission Street Suite 1365 San Francisco, CA 94105	LGST Trip to Israel	\$35 000	501(c)(3) 509(a)(1)	
Alzheimer and Adult Day Care Center	21090 85th Avenue South Boca Raton, FL 33428	General Support	\$360	501(c)(3) 509(a)(2)	
Adventure Rabbi Trips	5363 Manhattan Circle, Suite 103 Boulder CO 80303	Adventure Rabbi's Rosh Hashanah Retreat 2012	\$5 744	501(c)(3) 509(a)(1)	
Alzheimer Society of Toronto	20 Eglinton Avenue West, 18th Floor Toronto Ontario M4R 1K9 Canada	General Support	\$1 000	10670 5382 RR0001 501(c)(3)	
Arkansas and Arkansas Chapter	2448 E 81st Street, Ste 3000 Tulsa, OK 74137	Memory Gate	\$5 000	501(c)(3) 509(a)(1)	
American Friends of Bell Helibud	833 Third Avenue, 21st Floor New York, NY 10017	Honoring the Vision and Legacy of Andrea M	\$25 000	501(c)(3) 509(a)(1)	
American Friends of the Hebrew University Inc	PO Box 3035 New York, NY 10021-0051	General Support	\$118	501(c)(3) 509(a)(1)	
American Friends of the Israel Museum	500 Fifth Avenue Suite 2540 New York, NY 10110	2013 Gala	\$2 500	501(c)(3) 509(a)(1)	
Israel Philharmonic Orchestra	122 E 42nd Street, Suite 4507 New York, NY 10168	Banell Concert - NYC	\$5 000	501(c)(3) 509(a)(1)	
American Israel Education Foundation	251 H Street, NW Washington, DC 20001	AIEP's Early Engagement Program	\$1 000 000	501(c)(3) 509(a)(1)	
American Israel Education Foundation	251 H Street, NW Washington, DC 20001	Donor Match for 2012-2013	\$500 000	501(c)(3) 509(a)(1)	
American Jewish Joint Distribution Committee	711 Third Ave New York, NY 10017	JDC-BSYO Global Jewish Service Corps Fellows	\$186 501	501(c)(3) 509(a)(1)	
American Jewish Joint Distribution Committee	711 Third Ave New York, NY 10017	General Support	\$318	501(c)(3) 509(a)(1)	
American Jewish Joint Distribution Committee	711 Third Ave New York, NY 10017	Banghai Young Adult Gathering	\$20 000	501(c)(3) 509(a)(1)	
American Jewish Joint Distribution Committee	711 Third Ave New York, NY 10017	General Support	\$618	501(c)(3) 509(a)(1)	
American Jewish Joint Distribution Committee	711 Third Ave New York, NY 10017	General Support	\$118	501(c)(3) 509(a)(1)	
American Jewish World Service	45 West 38th Street New York, NY 10018-7804	Health for Adolescent Girls and Young Women in Kenya	\$250 000	501(c)(3) 509(a)(1)	
American Jewish World Service	45 West 38th Street New York, NY 10018-7804	General Operations for 2013	\$75 000	501(c)(3) 509(a)(1)	
American-Israeli Cooperative Enterprises	2810 Blaine Drive Chevy Chase MD 20815	Israel Scholar Development Fund	\$1 194 221	501(c)(3) 509(a)(1)	
American-Israeli Cooperative Enterprises	2810 Blaine Drive Chevy Chase, MD 20815	Schusterman Israel Scholar Awards	\$242 500	501(c)(3) 509(a)(1)	
American-Israeli Cooperative Enterprises	2810 Blaine Drive Chevy Chase MD 20815	Professor Program 2014-2015 Academic Year	\$250 000	501(c)(3) 509(a)(1)	
Arts - Contemporary Israel Art	401 Broadway Suite 803 New York, NY 10013	Inaugural support for launch of Arts L. A.	\$200 000	501(c)(3) 509(a)(1)	
Arts & Humanities Council of Tulsa Inc	101 E Archer St Tulsa OK 74103	Any Given Child	\$3 795	501(c)(3) 509(a)(1)	
Arts & Humanities Council of Tulsa, Inc	101 E Archer St Tulsa OK 74103	Campaign for the Hardesty Arts Center	\$186,334	501(c)(3) 509(a)(1)	
Asheba Innovators for the Public	1700 North Moore St Arlington VA 22208	social change in Israel and the Jewish World	\$50 000	501(c)(3) 509(a)(1)	
Aspire Public Schools	1001 22nd Ave Ste 100 Oakland CA 94608-5232	General Support	\$10 000	501(c)(3) 509(a)(1)	
AVODAH: The Jewish Service Corps	45 W 38th Street, 8th Floor New York, NY 10018	Strategic Growth Implementation Plan	\$158 000	501(c)(3) 509(a)(1)	
AVODAH: The Jewish Service Corps	45 W 38th Street, 8th Floor New York, NY 10018	General Support	\$500 000	501(c)(3) 509(a)(1)	
Birchright Israel Foundation	33 East 33rd Street, 10th Floor New York, NY 10018	Birchright Israel Excal	\$400 000	501(c)(3) 509(a)(1)	
Birchright Israel Foundation	33 East 33rd Street, 10th Floor New York, NY 10018	2013 Trip Support	\$1 000 000	501(c)(3) 509(a)(1)	
Birchright Israel NEXT	33 East 33rd Street, 10th Floor New York, NY 10018	peer-based Jewish communities	\$1 650 000	501(c)(3) 509(a)(1)	
Baby Educational Endowment Foundation	108 N Armstrong St Baby OK 74008	OABC 2013 State Student Council Convention	\$2 500	501(c)(3) 509(a)(1)	
Organization Inc (BSYO Texas/OK)	7800 Northwestern Rd Dallas, TX 75230	Fund - In Honor of Stacy Schusterman's Birthday	\$500	501(c)(3) 509(a)(1)	
Bnei Brith Youth Organization Inc (BSYO)	2020 K Street, NW 7th Floor Washington DC 20008	General Support FY2012-FY2018	\$3 996 866	501(c)(3) 509(a)(1)	
Bnei Brith Youth Organization Inc (BSYO)	2020 K Street, NW 7th Floor Washington DC 20008	at 2013 BSYO International Convention	\$230 000	501(c)(3) 509(a)(1)	
Bnei Brith Youth Organization Inc (BSYO)	2020 K Street NW 7th Floor Washington DC 20008	Strategic Growth Consulting	\$120 000	501(c)(3) 509(a)(1)	
Bnei Brith Youth Organization Inc (BSYO)	2020 K Street, NW 7th Floor Washington DC 20008	General Support	\$50 000	501(c)(3) 509(a)(1)	
Bnei Brith Youth Organization Inc (BSYO)	2020 K Street, NW 7th Floor Washington DC 20008	General Support	\$1 800	501(c)(3) 509(a)(1)	
Brady Cook Alliance	427 S Boston Ste 711 Tulsa OK 74103	Israel Craft Art Exhibits October 2014	\$7 500	501(c)(3) 509(a)(1)	
Brandeis University	415 South Street MS-118 Waltham MA 02454-9110	Schusterman Center for Israel Studies	\$1 000 000	501(c)(3) 509(a)(1)	
Breakthrough Collaborative Inc	545 Sansome Street Suite 700 San Francisco CA 94111 2813	Teaching in BTEM - Scaling to Meet Demand	\$100 000	501(c)(3) 509(a)(1)	
Brock Family Community Foundation	2021 S Lewis Ave Suite 415 Tulsa, OK 74104-5733	Brock International Prize in Education	\$5 000	501(c)(3) 509(a)(3)	
Building Excellent Schools Inc	31 Mink Street 6th Floor Boston MA 02108	2013-2014 Fellowship	\$283 000	501(c)(3) 509(a)(1)	
Camp Judaea	1440 Spring Street Atlanta, GA 30309	In Kind Support, donated PFE	\$500	58-6014851 501(c)(3)	
Camp Ramah Daron	8400 Powers Ferry Road NW Suite 215 Atlanta, GA 30339	General Support	\$10 000	501(c)(3) 509(a)(1)	
CAPES Inc	2940 E 91st St Ste 105 Tulsa, OK 74105-1707	General Operating Support	\$120 000	501(c)(3) 509(a)(1)	
Center for Individuals with Physical Challenges	815 South Ulca Avenue Tulsa OK 74104	The Inaugural Pole Climbs	\$2 500	501(c)(3) 509(a)(1)	
Challah For Hunger	1701 Walnut Street, 7th Floor Philadelphia, PA 19103	Generation Building Our Operational Capacity and	\$81 000	501(c)(3) 509(a)(1)	
Chamber Music Society of Lincoln Center	70 Lincoln Center Plaza, 10th Floor New York, NY 10023-6582	performance by Jerusalem Quartet	\$25 000	501(c)(3) 509(a)(1)	
Change The Equation Inc	1101 K St NW Ste 610 Washington DC 20005-7031	Annual Membership	\$25 000	501(c)(3) 509(a)(1)	
Child Abuse Network	2528 South Sheridan Ave Tulsa OK 74129	Candlelight Ball	\$5 000	501(c)(3) 509(a)(1)	
Child Protection Coalition	102 East 22nd Court Owsen, OK 74025-4418	Underwrite Foster Care System Task Force Meetings	\$1 500	501(c)(3) 509(a)(1)	
Citizen Schools	308 Congress Street, 5th Floor Boston MA 02210	Dept of Ed Closing Gaps in BTEM with volunteers	\$40 000	501(c)(3) 509(a)(1)	
City Year	287 Columbus Ave Boston MA 02116	Tulsa Expansion - Planning Grant	\$100 000	501(c)(3) 509(a)(1)	
Poland/Poland Of Greater Boston Inc	126 High Street Boston, MA 02110-2700	Israel and Co MBA and Business Program	\$250 000	501(c)(3) 509(a)(1)	
CommIt	Old Portland 3983 Maple Suite 290 Dallas TX 75218	General Operating Support	\$125 000	501(c)(3) 509(a)(1)	
Communities In Schools Inc	2345 Crystal Drive, Ste 801 Arlington, VA 22202-4808	General Support	\$1 000 000	501(c)(3) 509(a)(1)	
Community Action Project of Tulsa County	4808 S Garnett Road Ste 100 Tulsa, OK 74146-5231	Free Tax Preparation Program	\$220 000	501(c)(3) 509(a)(1)	
Community Action Project of Tulsa County	4808 S Garnett Road Ste 100 Tulsa, OK 74146-5231	Assessment K-12 Charter Network	\$13 500	501(c)(3) 509(a)(1)	
Community Action Project of Tulsa County	4808 S Garnett Road Ste 100 Tulsa, OK 74146-5231	Diplomas Now 2013-2014	\$1 281 001	501(c)(3) 509(a)(1)	
Community Action Project of Tulsa County	4808 S Garnett Road Ste 100 Tulsa, OK 74146-5231	Communities In Schools Year 1	\$353 440	501(c)(3) 509(a)(1)	
Community Action Project of Tulsa County	4808 S Garnett Road Ste 100 Tulsa, OK 74146-5231	City Year 2013-2017	\$500 000	501(c)(3) 509(a)(1)	
Community Food Bank of E OK	1304 N Kanawha Ave Tulsa, OK 74108	Sponsor Perinatal Campaign and Empty Bells Fundraiser	\$14 500	501(c)(3) 509(a)(1)	
Community Food Bank of E OK	1304 N Kanawha Ave Tulsa, OK 74108	Youth Board Volunteer Day	\$1 000	501(c)(3) 509(a)(1)	
Congregation Beth Elohim	274 Garfield Place Brooklyn NY 11215-2304	Annual Gala	\$3 800	501(c)(3) 509(a)(1)	
Congregation Beth Elohim	274 Garfield Place Brooklyn NY 11215-2304	Hosting the REALITY Shabbat Dinner	\$3 800	501(c)(3) 509(a)(1)	

CLSFY Yearly/CLSFY Yearly Tax Distributions				
Charitable Contributions Year End Dec 31, 2013				
FEIN 73-1312965				
Statement #13				
Payee Name	Payee Address	Purpose	2013	501 c3 Status
Congregation Etnel Emunah	P O Box 52430 Tulsa, OK 74152-0430	Rabbi Arthur D Kahn Culture Fund	\$318	501(c)(3) 508(a)(1)
Congregation Etnel Emunah	P O Box 52430 Tulsa, OK 74152-0430	Support for Holiday Parade	\$3,250	501(c)(3) 508(a)(1)
Congregation Etnel Emunah	P O Box 52430 Tulsa, OK 74152-0430	General Support	\$818	501(c)(3) 508(a)(1)
Corps Member Education Foundation Inc	The College Initiative 87 West Tennessee Street Marianna, AR 72360	The College Initiative	\$10,000	501(c)(3) 508(a)(1)
Council of Young Jewish Presidents	(Fiscal sponsor: Jewish Community Relations Council of New York) 225 W54th Street Suite 1807 New York, NY 10025	CYJP Mobile App	\$25,000	501(c)(3) 508(a)(2)
Council on Foundations	2121 Crystal Drive Ste 700 Arlington, VA 22202	General Support	\$8,520	501(c)(3) 508(a)(1)
Darim Online	419 7th Street NE Charlotteville, VA 22802	Advancing Technology Through NTEH	\$19,518	501(c)(3) 508(a)(2)
Denver School Of Science And Technology Inc.	3401 Quebec Street Suite 7200 Denver CO 80207	Teacher Apprenitice Program (1000n10 Project)	\$45,000	501(c)(3) 508(a)(1)
Intervention Services/Call Raps	4300 S Harvard Avenue Tulsa OK 74135	Legal and Court Advocacy Program	\$25,000	501(c)(3) 508(a)(1)
Duke University	PO Box 90522 Durham NC 27708-0522	speaking on Net Yotv Akumot Webinar	\$3,600	501(c)(3) 508(a)(1)
Dwight Hall at Yale	67 High Street PO Box 200008, New Haven, CT 06520-0008	Legacy of Leadership Award	\$20,000	501(c)(3) 508(a)(1)
Education Pioneers Inc	1825 Clay Street Suite 300 Oakland CA 94612-1582	General Funds for FY 2014	\$500,000	501(c)(3) 508(a)(1)
Educators Partners	1000 2nd Ave Ste 3700 Seattle, WA 98104-1053	Expert Network Development	\$250,000	501(c)(3) 508(a)(1)
Jewish Philanthropy	c/o Center for Jewish Culture and Creativity 423 N Palm Drive Suite 102 Beverly Hills CA 90210	Jewish Philanthropy	\$40,000	501(c)(3) 508(a)(1)
Ernieken Excellence in STEM	P O Box 18050 Cleveland Heights, OH 44118	Membership Fees - STEM Funders Network	\$5,000	501(c)(3) 508(a)(1)
Ernieken Excellence in STEM	P O Box 18050 Cleveland Heights, OH 44118	Convocation on "STEM Learning is Everywhere"	\$25,000	501(c)(3) 508(a)(1)
Family and Children's Services Inc.	850 South Pearl Street OK 74120	2013 B'nai B'rith Service Auction	\$25,000	501(c)(3) 508(a)(1)
Family Safety Center Inc	3010 S Harvard Ste 200 Tulsa, OK 74114	General Support	\$37,500	501(c)(3) 508(a)(1)
F.J.C. - A Foundation of Dones	Advised Funds c/o The Jewish Week 1501 Broadway #505 New York, NY 10036	The Conversation 2013	\$5,000	501(c)(3) 508(a)(1)
F.J.C. - A Foundation of Dones	Advised Funds c/o The Jewish Week 1501 Broadway #505 New York, NY 10036	2013 Jewish Week Gala	\$3,600	501(c)(3) 508(a)(1)
F.J.C. - A Foundation of Philanthropic Funds	520 8th Avenue 20th Floor New York, NY 10018	Schusterman Arts Initiative	\$286,000	501(c)(3) 508(a)(1)
Footsteps Inc	217 Thompson Street, Suite 387 New York City NY 10012	10th Anniversary Gala in NYC	\$5,000	501(c)(3) 508(a)(1)
Foundation Center	79 7th Avenue New York, NY 10003-3076	General Support	\$10,000	501(c)(3) 508(a)(1)
Foundation for Excellence in Education	PO Box 10881 Tallahassee FL 32302	2013 National Summit on Education Reform	\$50,000	501(c)(3) 508(a)(1)
Foundation for Jewish Culture	PO Box 489 New York, NY 10011	Schusterman Visting Artil Program	\$12,340	501(c)(3) 508(a)(1)
Foundation for Jewish Culture	PO Box 489 New York, NY 10011	2013 Jewish Cultural Achievement Awards	\$1,000	501(c)(3) 508(a)(1)
Foundation for the Defense of Democracies Inc	1728 M Street NW Suite 700 Washington DC 20036	National Security Trip to Israel and Akumot Network	\$80,000	501(c)(3) 508(a)(1)
Foundation for Tulsa Schools	3027 South New Haven Suite 800 Tulsa OK 74114-8131	at Marshall Elementary AY 2011-2012 and 2012-2013	\$13,000	501(c)(3) 508(a)(1)
Foundation for Tulsa Schools	3027 South New Haven Suite 800 Tulsa OK 74114-8131	Engineering! (GLEE!) 2013 Summer Camp	\$15,000	501(c)(3) 508(a)(1)
Foundation for Tulsa Schools	3027 South New Haven Suite 800 Tulsa OK 74114-8131	Community Schools Initiative	\$80,000	501(c)(3) 508(a)(1)
Foundation for Tulsa Schools	3027 South New Haven Suite 800 Tulsa OK 74114-8131	Early Childhood Allocations AY 2012-13	\$388,233	501(c)(3) 508(a)(1)
Foundation for Tulsa Schools	3027 South New Haven Suite 800 Tulsa OK 74114-8131	with TRB Tulsa Area Community Schools Initiative	\$22,000	501(c)(3) 508(a)(1)
Foundation for Tulsa Schools	3027 South New Haven Suite 800 Tulsa OK 74114-8131	Project Lead the Way	\$41,000	501(c)(3) 508(a)(1)
Friends of Bessel Academy of Arts and Design Inc	370 Lexington Avenue Suite 1612 New York, NY 10017	2013 Bessel Gala Event	\$15,000	501(c)(3) 508(a)(2)
Friends of Kof Hasidim Inc	48 Fourth Ave New York NY 10003 New York, NY 10025	General Support	\$8,100	501(c)(3) 508(a)(1)
Frontier Camp Inc.	131 Frontier Camp Rd Onepeland TX 75844-8101	Toward Malice Foundation Match for Forest Creek	\$25,000	501(c)(3) 508(a)(2)
Games for Change	261 Madison Avenue 8th Floor New York, NY 10018	2014 Games for Change Initiative	\$55,000	501(c)(3) 508(a)(2)
Global Gardens	PO BOX 52034 Tulsa OK 74152	Matching Grant	\$81,303	501(c)(3) 508(a)(1)
Grants Managers Network	1885 K Street NW Suite 410 Washington DC 20008	2013 Membership	\$4,444	501(c)(3) 508(a)(1)
Greenwood Cultural Center	323 North Greenwood Avenue Tulsa, OK 74120	Conjunction with Special Fundraiser	\$1,000	501(c)(3) 508(a)(1)
Hadassah New York Region	Sharon Chapter 50 West 58th Street New York, NY 10019	General Support	\$118	501(c)(3) 508(a)(1)
Health Outreach Prevention Education Inc.	3540 E 31st Ste 3 Tulsa, OK 74135-1526	DRVAB 4 HOPE - 13th Anniversary Dinner Show	\$5,000	501(c)(3) 508(a)(1)
Hedrow Charter School Center	729 7th Avenue 8th Floor New York, NY 10018	General Support	\$490,000	501(c)(3) 508(a)(1)
Hillel at Stanford The Center For Jewish Campus Life Inc	Po Box 20526 Stanford CA 94308-0526	Hillel at Stanford Israel Initiative	\$80,000	501(c)(3) 508(a)(1)
Hillel at Stanford The Center For Jewish Campus Life Inc	Po Box 20526 Stanford CA 94308-0526	General Support	\$8,000	501(c)(3) 508(a)(1)
Hillel The Foundation For Jewish Campus Life	1824 University Circle Charlotteville VA 22803-1888	at the University of Virginia Hillel	\$40,000	501(c)(3) 508(a)(1)
Hillel The Foundation for Jewish Campus Life	800 Eighth Street, NW Washington DC 20001	Center for Israel Engagement	\$250,000	501(c)(3) 508(a)(1)
Hillel The Foundation for Jewish Campus Life	800 Eighth Street NW Washington DC 20001	Organizational Analysis - Monitor Phase 2	\$174,305	501(c)(3) 508(a)(1)
Hillel The Foundation for Jewish Campus Life	800 Eighth Street NW Washington DC 20001	support for Hillel's Schusterman International	\$230,000	501(c)(3) 508(a)(1)
Hillel The Foundation for Jewish Campus Life	800 Eighth Street, NW Washington DC 20001	Transition Funding	\$176,833	501(c)(3) 508(a)(1)
Hillel The Foundation for Jewish Campus Life	800 Eighth Street, NW Washington, DC 20001	Hillel CASE	\$144,000	501(c)(3) 508(a)(1)
Hillel The Foundation for Jewish Campus Life	800 Eighth Street, NW Washington DC 20001	engagement and leadership networks	\$412,500	501(c)(3) 508(a)(1)
Hillel The Foundation for Jewish Campus Life	800 Eighth Street NW Washington DC 20001	Hillel Russia	\$198,000	501(c)(3) 508(a)(1)
Hillel The Foundation for Jewish Campus Life	800 Eighth Street NW Washington DC 20001	Board of Governors FY13	\$50,000	501(c)(3) 508(a)(1)
Hillel The Foundation for Jewish Campus Life	800 Eighth Street, NW Washington, DC 20001	Hillel FSU - General Support	\$21,727	501(c)(3) 508(a)(1)
Hillel The Foundation for Jewish Campus Life	800 Eighth Street, NW Washington, DC 20001	General Support	\$18,000	501(c)(3) 508(a)(1)
Hillel The Foundation for Jewish Campus Life	800 Eighth Street, NW Washington DC 20001	General Support	\$8,700	501(c)(3) 508(a)(1)
Hillel The Foundation for Jewish Campus Life	800 Eighth Street, NW Washington DC 20001	Hillel Latin America's Leadership Assembly	\$10,000	501(c)(3) 508(a)(1)
Human Rights Campaign	1840 Rhode Island Ave NW Washington DC 20036	General Support	\$118	501(c)(3) 508(a)(1)
Itzerman Angels	205 W Randolph Street, 18th Floor Chicago, IL 60606-1885	Travel Out Cancer General Support	\$1,600	501(c)(3) 508(a)(1)
Institute of Southern Jewish Life (Kidding Woldenberg)	P O Box 18528 Jackson MS 39236-0528	for Congressional Education Programs	\$100,000	501(c)(3) 508(a)(1)
Iron Gate at Trinity Inc	501 South Cincinnati Tulsa, OK 74103	Coating for a Cause Gala	\$15,000	501(c)(3) 508(a)(1)
Israel 21c	44 Montgomery St 41st floor San Francisco CA 94104	General Support	\$3,800	501(c)(3) 508(a)(1)
Israel and Co	7 World Trade Ctr Fl 49 New York, NY 10007	Israel and Co: MBA and Business Program	\$125,000	501(c)(3) 508(a)(1)
Israel Education Resource Center Inc	85 Rovers Drive Suite 1 Northbrook, IL 60062	and Capacity Building Support	\$850,000	501(c)(3) 508(a)(1)
Israel on Campus Coalition (ICC)	800 Eighth Street NW Washington DC 20001	(the Israel on Campus Coalition	\$1,000,000	501(c)(3) 508(a)(1)

CLSFY Yearly Charitable Contributions Year End Dec 31, 2013		CLSFY Yearly Tax Distributions		
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Payee Name	Payee Address	Purpose	2013	501 c3 Status
Jasmina Moran Children's Museum Foundation Inc	P O Box 1828 Seminole OK 74818-1828	General Support	\$1 000	501(c)(3) 508(a)(1)
Jewish Community Foundation of San Diego	4850 Murphy Canyon Rd San Diego, CA 92123-4800	Osherson's Sisters Northern Uganda Medical Mission	\$818	501(c)(3) 508(a)(1)
Jewish Council for the Aging	12320 Parkview Drive Rockville, MD 20852	20th Annual Award Dinner	\$500	501(c)(3) 508(a)(1)
Jewish Federation Of Greater Atlanta	1440 Spring Street NW Atlanta, GA 30309-2832	Yom Hashanah Celebration	\$2 000	501(c)(3) 508(a)(1)
Jewish Federation of Tulsa	3021 E 71st Street Tulsa, OK 74138	Jewish Interfaith	\$31 071	501(c)(3) 508(a)(1)
Jewish Federation of Tulsa	3021 E 71st Street Tulsa, OK 74138	Programs and Services - 2013 Annual Campaign	\$85 000	501(c)(3) 508(a)(1)
Jewish Federation of Tulsa	3021 E 71st Street Tulsa, OK 74138	Study and Learn about West Coast Jewish Experience	\$9 800	501(c)(3) 508(a)(1)
Jewish Federation of Tulsa	3021 E 71st Street Tulsa, OK 74138	General Support	\$3 618	501(c)(3) 508(a)(1)
Jewish Federation of Tulsa	3021 E 71st Street Tulsa, OK 74138	General Support	\$118	501(c)(3) 508(a)(1)
Jewish Federation of Tulsa	3021 E 71st Street Tulsa, OK 74138	2013 Tulsa Jewish United Fund Campaign	\$85 000	501(c)(3) 508(a)(1)
Jewish Federations of North America Inc	25 Broadway Suite 1700 New York, NY 10004 - 1010	General Support	\$2 000	501(c)(3) 508(a)(1)
Jewish Funders Network	150 W 30th St Ste 800 New York, NY 10001-4003	General Support	\$34 000	501(c)(3) 508(a)(1)
Jewish Funders Network	150 W 30th St Ste 800 New York, NY 10001-4003	Funders Network Annual Conference	\$25 000	501(c)(3) 508(a)(1)
Jewish Hospice & Chaplaincy Network	8005 W Maple Rd West Bloomfield, MI 48322	General Support	\$118	501(c)(3) 508(a)(1)
Jewish Jumpstart	1801 Avenue of the Stars Ste 210 Los Angeles, CA 90067	Jewish Giving Center for Philanthropy at Indiana	\$8 500	501(c)(3) 508(a)(1)
Jewish Women International	1129 20th Street NW Suite 801 Washington, DC 20036	Women to Watch 13th Annual Gala	\$18,500	501(c)(3) 508(a)(1)
Jewish Women's Archives	136 Harvard Street Brookline MA 02446	Annual New York Awards Luncheon	\$1,200	501(c)(3) 508(a)(1)
John Hope Franklin Center for Reconciliation Inc	131 N Greenwood Avenue 2nd Floor Tulsa, OK 74120	Dinner of Reconciliation	\$1 000	501(c)(3) 508(a)(1)
Johns Hopkins University	School of Education 2701 N Charles Street Suite 300 Baltimore MD 212	Diplomas Now Initiative (2013-2016)	\$1 000 000	501(c)(3) 508(a)(1)
Joseph Sultz Center for Jewish Life at Yale	60 Wall Street New Haven CT 06511	Study Abroad in Israel Program- Summer 2013	\$50 000	501(c)(3) 508(a)(1)
Joshua Venture Group	253 West 35th Street, 4th Floor New York, NY 10001	Partner Support	\$200 000	501(c)(3) 508(a)(1)
Junior Achievement of Oklahoma	3847 S 103rd E Ave Tulsa OK 74148	JA BizTown for Living, Giving and Learning sponsorship	\$7 500	501(c)(3) 508(a)(1)
Junior Achievement of Oklahoma	3847 S 103rd E Ave Tulsa OK 74148	Business Excellence Dinner and Infrastructure Development	\$2 000	501(c)(3) 508(a)(1)
Kashet	284 Arroyo Street Jamaica Plain MA 02130	Investing in Innovation (3) Matching Grant	\$200 000	501(c)(3) 508(a)(1)
KIPP Foundation	136 Main Street Suite 1700 San Francisco, CA 94105	Are You Smarter than A KIPster	\$80 000	501(c)(3) 508(a)(1)
KIPP Tulsa College Preparatory	1881 East Virgin Street Tulsa, OK 74108	General Support AY 2013-2014	\$80 000	501(c)(3) 508(a)(1)
KIPP Tulsa College Preparatory	1881 East Virgin Street Tulsa, OK 74108	Strive Cradle to Career Convening Conference	\$10 000	501(c)(3) 508(a)(2)
KnowledgeWorks Foundation	One W 4th Street Suite 200 Cincinnati OH 45202	International/Organizational Operations and Volunteer	\$45 000	501(c)(3) 508(a)(1)
Lincoln International	The Mews, Hall St London N12 8DB England	Spring Gala 2013	\$2 500	501(c)(3) 508(a)(1)
Lincoln Center for the Performing Arts Inc	70 Lincoln Center Plaza 9th Floor New York, NY 10023-6563	General Support	\$18 000	501(c)(3) 508(a)(1)
Mazon Inc A Jewish Response to Hunger	10485 Santa Monica Blvd Suite 100 Los Angeles, CA 90025	generation Poverty Reduction Initiative	\$87 378	501(c)(3) 508(a)(1)
MORC	16 E 34th St, 18th Floor New York, NY 10016	Carnegie 2014	\$2 000	501(c)(3) 508(a)(1)
Mental Health Association in Tulsa Inc	1870 South Boulder Tulsa, OK 74119	2013 (Graduate Oklahoma) at Hamilton McClure	\$100 000	501(c)(3) 508(a)(2)
Metropolitan Office of YMCA	420 S Main Ste 200 Tulsa, OK 74103	Five Course Live Production	\$1 000	501(c)(3) 508(a)(1)
Mitzvah Foundation	1330 Broadway Suite 801 Oakland, CA 94612	Mitshah House	\$450 000	501(c)(3) 508(a)(1)
Mitshah Foundation	1330 Broadway Suite 801 Oakland, CA 94612	ACTIVATING OUR LEADERSHIP	\$180 000	501(c)(3) 508(a)(1)
National Center for Family Philanthropy	1101 Connecticut Avenue NW Ste 220 Washington, DC 20036	Friends of the Family Membership	\$2 500	501(c)(3) 508(a)(1)
National Council On Teacher Quality	1420 New York Ave Suite 800 Washington, DC 20005	Teacher Preparation Programs	\$25 000	501(c)(3) 508(a)(2)
National Ramoth Commission Inc	3080 Broadway New York, NY 10027	Ramoth in the Rockies Capital and Program Support	\$400 000	501(c)(3) 508(a)(1)
Neighbor for Neighbor Inc	305 East 38th Street North Tulsa, OK 74106	Northland Center Repair Capital Campaign	\$75 000	501(c)(3) 508(a)(1)
Neighbor for Neighbor Inc	305 East 38th Street North Tulsa, OK 74106	General Support	\$318	501(c)(3) 508(a)(1)
New Leaders	30 West 28th Street FL 2 New York, NY 10010-2078	Investing in Innovation 3 grand premiere	\$100 000	501(c)(3) 508(a)(1)
New Teacher Center	725 Front St Ste 400 Santa Cruz, CA 95060-4536	Campaign/Implementation of Growth Plan July 1 2013 -	\$750 000	501(c)(3) 508(a)(1)
New Venture Fund	1201 Connecticut Ave NW Suite 300 Washington, DC 20036-2805	Communications Collaborative	\$350 000	501(c)(3) 508(a)(1)
New York University	Taub Center for Israel Studies, King Juan Carlos Center 63 Washington St	Postdoctoral Fellowship Program	\$50 000	501(c)(3) 508(a)(1)
NewSchools Venture Fund	1870 Broadway Suite 350 Oakland, CA 94612	Learning to Teach Fund	\$500 000	501(c)(3) 508(a)(1)
Noble Network of Charter Schools	1 North State Street Floor 7-Lower Chicago IL 60602	General Support	\$3 800	501(c)(3) 508(a)(1)
Oklahoma Academy for State Goals	120 East Sheridan Suite 200 Oklahoma City, OK 73104	Annual Oklahoma Academy Salute	\$3 000	501(c)(3) 508(a)(1)
Oklahoma Center for Community and Justice	100 West Fifth LL1030 Tulsa, OK 74103	Unity Concert	\$1 000	501(c)(3) 508(a)(1)
Oklahoma Center for Community and Justice	100 West Fifth LL1030 Tulsa, OK 74103	Camp Anytown 2013	\$5 800	501(c)(3) 508(a)(1)
Oklahoma Center for Community and Justice	100 West Fifth LL1030 Tulsa, OK 74103	35th Annual Awards Dinner	\$10 700	501(c)(3) 508(a)(1)
Oklahoma Center for Community and Justice	100 West Fifth LL1030 Tulsa, OK 74103	Midtown	\$25 000	501(c)(3) 508(a)(1)
Oklahoma Center for Nonprofits, Inc	720 W Wilshire Blvd Suite 115 Oklahoma City, OK 73116	Oklahoma Nonprofit Excellence (ONE) Awards Program- 2013 and	\$50 001	501(c)(3) 508(a)(1)
Oklahoma Foundation for Excellence	120 North Robinson Suite 1420 W Oklahoma City, OK 73102	Academic Awards Banquet Sponsorship 2013	\$1 500	501(c)(3) 508(a)(1)
Oklahoma Foundation for Excellence	120 North Robinson Suite 1420 W Oklahoma City, OK 73102	2013 Fall Forum and include support of Academic All-State Partner Program	\$7 000	501(c)(3) 508(a)(1)
Oklahoma Heritage Association	1400 Classen Drive Oklahoma City, OK 73108	Hall of Fame	\$750	501(c)(3) 508(a)(2)
Oklahoma Hispanic Chamber Foundation	8107 East Admiral Place Tulsa, OK 74115	Greater Tulsa Hispanic Chamber Excellence Awards Dinner 2013	\$1 500	501(c)(3) 508(a)(1)
Oklahoma Innovation Institute Inc	100 S Cincinnati Avenue Suite 1405 Tulsa, OK 74103	Developing a Tulsa Area STEM Alliance with Assistance from TIES	\$50 000	501(c)(3) 508(a)(1)
Oklahoma Innovation Institute Inc	100 S Cincinnati Avenue Suite 1405 Tulsa, OK 74103	STEM Tulsa Mini Maker Fairs at Outback Green	\$5 000	501(c)(3) 508(a)(1)

CLSFF Yearly Charitable Contributions Year End Dec 31, 2013		CLSFF Yearly Tax Distributions		
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Payee Name	Payee Address	Purpose	2013	501 c3 Status
Oklahoma Israel Exchange	2021 E 71st Street Tulsa, OK 74138	Shesh Bash - Music and Culture of Israel - 2013 Tour	\$15 000	73-1518817 501(c)(3) 509(a)(2)
Oklahoma Policy Institute	PO Box 14347 Tulsa, OK 74158-1347	General Support	\$10 000	33-1178634 501(c)(3) 509(a)(1)
Oklahoma Policy Institute	PO Box 14347 Tulsa, OK 74158-1347	Public policy outreach and education	\$35 000	33-1178634 501(c)(3) 509(a)(1)
Oklahoma School of Science and Mathematics Foundation	1141 N Lincoln Blvd Oklahoma City OK 73104	General Operating Support	\$1 000	73-1401430 501(c)(3) 509(a)(1)
Oklahoma State University Foundation	700 North Greenwood Avenue Tulsa, OK 74108	A Stateful Affair in Tulsa	\$50 000	73-8067080 501(c)(3) 509(a)(1)
Oklahoma State University Foundation	700 North Greenwood Avenue Tulsa, OK 74108	Graduate Student Fellowship in Petroleum Engineering	\$32 800	20-8300273 501(c)(3) 509(a)(1)
One Percent Foundation	144 2nd Street First Floor San Francisco CA 94105	Giving Circles	\$1 000	13-3654544 501(c)(3) 509(a)(1)
ORT America	75 Madison Lane 10th Floor New York, NY 10038	ORT Next Gen Outstanding Leadership Event	\$1 000	36-6035487 501(c)(3) 509(a)(2)
Orthopedic Research and Education Foundation	6300 N. River Road Rosemont, IL 60018	General Support	\$200	13-4114658 501(c)(3) 509(a)(1)
P E F Israel Endowment Funds	317 Madison Avenue Suite 607 New York, NY 10017	Special Gala Night - Not by Bread Alone	\$1 800	73-1113187 501(c)(3) 509(a)(1)
Parent Child Center of Tulsa	1421 South Boston Tulsa, OK 74119	Infant Mental Health Community Consultant	\$68 800	73-1113187 501(c)(3) 509(a)(1)
Parent Child Center of Tulsa	1421 South Boston Tulsa, OK 74119	Toyland Ball	\$7 500	73-1113187 501(c)(3) 509(a)(1)
Parent Child Center of Tulsa	1421 South Boston Tulsa, OK 74119	General Support	\$318	73-1113187 501(c)(3) 509(a)(1)
Park Friends	175 E 2nd Street Ste 570 Tulsa, OK 74103	LaFortune Park Tennis Center Phase III	\$85 000	73-1006603 501(c)(3) 509(a)(1)
Peninsula College Fund	Bobato Center for Nonprofits Redwood Shores 330 Twin Dolphin Dr Ste	Scholarship Support	\$10 000	28-2255586 501(c)(3) 509(a)(1)
Philanthropy Roundtable	1730 M Street NW Suite 601 Washington DC 20036	General Support	\$1 000	13-2643020 501(c)(3) 509(a)(1)
Philanthropy Roundtable	1730 M Street NW Suite 601 Washington DC 20036	Publication: Closing the High-Achievement Gap Guidebook	\$10 000	13-2643020 501(c)(3) 509(a)(1)
Philanthropy Southwest	824 N. Good-Lattimer Expressway Suite 100 Dallas TX 75204	General Support	\$5 000	51-0183558 501(c)(3) 509(a)(2)
Planned Parenthood of the Heartland	5780 S Peoria Ave Tulsa, OK 74105-7857	General Support	\$30 000	73-0888955 501(c)(3) 509(a)(1)
Planned Parenthood Of The Heartland Inc	851 19th St Box 4557 Des Moines, IA 50314-1133	Annual Gala - Tulsa	\$11 800	42-0727488 501(c)(3) 509(a)(1)
PresentTense	131 West 88th Street 7th Floor Room 2 New York, NY 10024	Operating and program support 2012-2013	\$48 000	25-3301853 501(c)(3) 509(a)(1)
Project Etl Inc	4805 E 57th Street Suite 208 Tulsa, OK 74138-4843	TPB School Uniforms and General Operations	\$10 000	14-1538473 501(c)(3) 509(a)(1)
Project Interchange	c/o American Jewish Committee 1158 15th Street, NW Ste 1201 Washing	Seminar for American University Presidents and Chancellors	\$8 382	13-6653363 501(c)(3) 509(a)(1)
Project Kasher	2144 Ashland Avenue Suite 3 Evanston IL 60201	Annual Benelli Dinner	\$5 400	501(c)(3) 509(a)(1)
Regents of the University of California	c/o Sponsored Projects Office 2150 Shattuck Avenue Suite 300 Univer	Curricular Fund for Jewish Law and Israeli Law Economy and Society	\$10 000	501(c)(3) 509(a)(1)
Rejoice Christian School Inc	12200 E 86th Street North PO Box 50 Olathe, OK 74055	Sponsor 2014 8th Grade Class Trip	\$5 000	73-1405134 501(c)(3) 509(a)(1)
Reley School Of Education	40 W 20th Street Fl 8 New York, NY 10011-4233	General Operations/R&D	\$1,200 000	37-8515628 501(c)(3) 509(a)(1)
Religious Action Center of Reform Judaism	2027 Massachusetts Ave NW Washington DC 20036	General Support	\$180	13-1863143 501(c)(3) 509(a)(1)
Repair the World	555 8th Avenue Suite 1703 New York, NY 10018	Alternative Break Support	\$1 505 004	36-4234868 501(c)(3) 509(a)(1)
Repair the World	555 8th Avenue Suite 1703 New York, NY 10018	General Support	\$1 000 000	36-4234868 501(c)(3) 509(a)(1)
Repair the World	555 8th Avenue Suite 1703 New York, NY 10018	General Support	\$230	36-4234868 501(c)(3) 509(a)(1)
Repair the World	555 8th Avenue Suite 1703 New York, NY 10018	Fellow at the University of Texas at Austin HIAS 2013-2014	\$50 000	36-4234868 501(c)(3) 509(a)(1)
Reckefeller Philanthropy Advisors	6 West 46th Street 10th Floor New York City NY 10036	"Theory of the Foundation" Initiative	\$15 000	13-3815033 501(c)(3) 509(a)(1)
ROI Community Inc	110 W 7th Street Suite 2000 Tulsa, OK 74119	General Operating Support	\$8 860 000	501(c)(3) 509(a)(1)
Rose Community Foundation	800 S Cherry St Ste 1200 Denver CO 80245-1712	Rose Youth Endowment Fund	\$5 000	501(c)(3) 509(a)(1)
Santa Barbara Hlth	781 Embarcadero Del Mar Isla Vista, CA 93117	Hlth Hall of Fame Brunch Honoring David Ogilvie	\$500	501(c)(3) 509(a)(1)
School Leaders Network Inc	1100 E Washington Rd Hingham MA 01936	Education Principal Training for work in DRW	\$50 000	20-8255438 501(c)(3) 509(a)(1)
Schusterman Foundation - Israel	7 Derech Beit Lechem St Baka Jerusalem 83553 Israel	SFI Grants 2013	\$9 567 308	A registered Amutah Equivalency Determination
Schusterman Foundation - Israel	7 Derech Beit Lechem St Baka Jerusalem 83553 Israel	SFI Administrative 2013	\$894 868	A registered Amutah Equivalency Determination
Sherwin Miller Museum of Jewish Art	2021 East 71st Street Tulsa, OK 74138	47th Anniversary Annual Gala	\$2 500	73-8115861 501(c)(3) 509(a)(1)
Sherwin Miller Museum of Jewish Art	2021 East 71st Street Tulsa, OK 74138	Jewish Genealogical Society of Tulsa Project	\$380	73-8115861 501(c)(3) 509(a)(1)
Sherwin Miller Museum of Jewish Art	2021 East 71st Street Tulsa, OK 74138	The Sexuality Spectrum Exhibit	\$3 000	73-8115861 501(c)(3) 509(a)(1)
Silicon Schools Fund Inc	5858 Horton Street, Suite 401 Emeryville CA 94608	Innovative New Blended Learning Schools AY2013 thru AY2017	\$250 000	45-4883758 501(c)(3) 509(a)(1)
Soth and I Historic Synagogue	800 I Street NW Washington DC 20001	General Support	\$10 000	33-1038146 501(c)(3) 509(a)(1)
Slingshot	575 Madison Avenue Suite 703 New York, NY 10022	Slingshot Innovation Network Initiative	\$75 000	13-3845562 501(c)(3) 509(a)(1)
Stand for Children Leadership Center	1732 NW Quimby St. Suite 200 Portland OR 97208	General Support for Oklahoma Initiatives	\$2,250 000	52-1667214 501(c)(3) 509(a)(1)
Stand for Children Leadership Center	1732 NW Quimby St. Suite 200 Portland OR 97208	General Support	\$50 000	52-1667214 501(c)(3) 509(a)(1)
Street School Inc	1135 S Yale Tulsa, OK 74112	Street Party	\$7 500	73-0842883 501(c)(3) 509(a)(1)
TAMMID Program of the Israel On Campus Coalition	800 8th Street NW Washington DC 20001	Organizational Infrastructure and Growth	\$75 000	30-0684847 501(c)(3) 509(a)(1)

CLSFY Yearly Tax Distributions				
Charitable Contributions Year End Dec 31, 2013				
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Payee Name	Payee Address	Purpose	2013	501 c3 Status
Teach For All Inc	315 West 38th Street New York, NY 10018	Teach For All's Support of Teach First Israel	\$170,000	26-2122568 501(c)(3) 508(a)(1)
Teach For All Inc	315 West 38th Street New York, NY 10018	General Support	\$250	26-2122568 501(c)(3) 508(a)(1)
Teach For America	315 West 38th Street, 7th Floor New York, NY 10018	Tulsa Summer Institute	\$1,086,465	13-3541913 501(c)(3) 508(a)(1)
Teach For America	315 West 38th Street, 7th Floor New York, NY 10018	General Support	\$750	13-3541913 501(c)(3) 508(a)(1)
Teach For America	315 West 38th Street, 7th Floor New York, NY 10018	TFA Corps Support	\$75,000	13-3541913 501(c)(3) 508(a)(1)
Temple B'nai Israel	4601 N. Pennsylvania Avenue Oklahoma City, OK 73112	General Support	\$118	30-0255278 501(c)(3) 508(a)(1)
Temple Israel Foundation Inc	2004 E 22nd Place Tulsa, OK 74114-2822	Center Harry Belafonte Memorial Junior Choir Fund	\$5,000	73-0567211 501(c)(3) 508(a)(1)
Temple Israel Foundation Inc	2004 E 22nd Place Tulsa, OK 74114-2822	2013 Shalomfest	\$500	73-0567211 501(c)(3) 508(a)(1)
Temple Israel Foundation Inc	2004 E 22nd Place Tulsa, OK 74114-2822	Landscaping Project	\$37,500	73-0567211 501(c)(3) 508(a)(1)
The Alpha Epsilon Pi Foundation	8615 Wesleyan Road Indianapolis, IN 46286-1171	Israel Amplified 2013	\$20,000	13-3141078 501(c)(3) 508(a)(2)
The Arts Foundation	8103 E 58th Street Tulsa, OK 74145	Ron Radford's Flamenco Guitar performance	\$5,000	73-1355358 501(c)(3) 508(a)(1)
The Arts Foundation	8103 E 58th Street Tulsa, OK 74145	Ronald Radford Flamenco Guitarist "The Power of Ole Optimistic Leadership Energy" - Spring 2014 Tour of	\$5,000	73-1355358 501(c)(3) 508(a)(1)
The Association of Israel's Decorative Arts	c/o Dale & Doug Anderson 100 Worth Avenue Suite 713 Palm Beach, FL	2013 General Support	\$10,000	30-0255278 501(c)(3) 508(a)(1)
The Bazell Foundation	110 West 7th Street, Tulsa, OK 74119	General Support	\$35,452	30-0255278 501(c)(3) Private Nonoperating Foundation
The Circle Cinema Foundation	8 S Lewis Ave Tulsa, OK 74104	Phase III Campaign 250 Best Auditorium and Front Entrance	\$50,000	06-0837338 501(c)(3) 508(a)(2)
The Institute for Advanced Study	Carnegie Corp of New York 437 Madison Avenue 28th Floor New York, NY	Yo-Kari teachers participating in the recent 100Qn10 partner summit	\$10,000	21-0834588 501(c)(3) 508(a)(1)
The Israel Institute	1250 I Street, NW Suite 710 Washington, DC 20005	Israel Institute Operations and Programming	\$3,018,940	21-0834588 501(c)(3) 508(a)(1)
The Israel Institute	1250 I Street, NW Suite 710 Washington, DC 20005	Start-Up Nation Central Fellow	\$250,000	21-0834588 501(c)(3) 508(a)(1)
The Jewish Museum	1108 Fifth Avenue New York, NY 10128	General Support	\$1,800	13-8146854 501(c)(3) 508(a)(2)
The Natan Fund	1501 Broadway Suite 501 New York, NY 10036	General Operating Support 2013	\$100,000	13-3846552 501(c)(3) 508(a)(1)
The Natan Fund	1501 Broadway Suite 501 New York, NY 10036	National Jewish Giving Circles Platform	\$201,500	13-3846552 501(c)(3) 508(a)(1)
The Natan Fund	1501 Broadway Suite 501 New York, NY 10036	A Global Initiative for Jewish Giving Circles	\$500,000	13-3846552 501(c)(3) 508(a)(1)
The University of Texas at Austin	1 University Station P.O. Box 400 Austin, TX 78712-0527	Center for Jewish Studies	\$1,000,000	73-0761346 501(c)(3) 508(a)(1)
Town and Country School	5150 E 101st Street Tulsa, OK 74137	Knights of Honor Luncheon	\$1,000	73-0761346 501(c)(3) 508(a)(1)
Tridassess Healing Hearts Golf Center Inc	3630 E 31st Street Tulsa, OK 74135-1509	Annual Support	\$11,000	73-1616760 501(c)(3) 508(a)(1)
Tulsa Area United Way	1430 S Boulder Tulsa, OK 74119	Campaign Support	\$114,000	73-0050253 501(c)(3) 508(a)(1)
Tulsa Area United Way	1430 S Boulder Tulsa, OK 74119	BTRIVE Convening Sponsorship	\$3,000	73-0050253 501(c)(3) 508(a)(1)
Tulsa Area United Way	1430 S Boulder Tulsa, OK 74119	Sponsorship Tocqueville Reception	\$500	73-0050253 501(c)(3) 508(a)(1)
Tulsa C.A.R.E.S.	3557 East Admiral Place Tulsa, OK 74115-6211	Ros Ribbon Event 2013	\$5,000	73-1554474 501(c)(3) 508(a)(1)
Tulsa Children's Museum	PO Box 701820 Tulsa, OK 74170-1820	Founding Dinner Campaign Owen Park Discovery Lab	\$25,000	51-0185581 501(c)(3) 508(a)(1)
Tulsa City County Library Trust	400 Civic Center Tulsa, OK 74103	Conner's Cove Handicraft Regional Library Children's Theater	\$14,982	51-0185581 501(c)(3) 508(a)(2)
Tulsa City-County Library Trust	400 Civic Center Tulsa, OK 74103	Equipment for Tulsa Learning Academy Students	\$28,300	51-0185581 501(c)(3) 508(a)(2)
Tulsa Community College Foundation	8111 East Steady Drive Suite 200 Tulsa, OK 74135-6198	Vision in Education Award Dinner	\$10,000	23-7103507 501(c)(3) 508(a)(1)
Tulsa Community College Foundation	8111 East Steady Drive Suite 200 Tulsa, OK 74135-6198	Tulsa Alliance for Engineering Outreach FY 2014	\$15,000	23-7103507 501(c)(3) 508(a)(1)
Tulsa Community Foundation	7030 South Yale Avenue Suite 800 Tulsa, OK 74136-5749	Addressing Child Trauma (ACT)	\$35,000	73-1554474 501(c)(3) 508(a)(1)
Tulsa Community Foundation	7030 South Yale Avenue Suite 800 Tulsa, OK 74136-5749	Family Planning/Pregnancy Prevention Programming	\$10,000	73-1554474 501(c)(3) 508(a)(1)
Tulsa Community Foundation	7030 South Yale Avenue Suite 800 Tulsa, OK 74136-5749	PAES - Partnership for the Availability of Schools Supplies	\$73,000	73-1554474 501(c)(3) 508(a)(1)
Tulsa Community Foundation	7030 South Yale Avenue Suite 800 Tulsa, OK 74136-5749	501 TechNet Program	\$85,000	73-1554474 501(c)(3) 508(a)(1)
Tulsa Community Foundation	7030 South Yale Avenue Suite 800 Tulsa, OK 74136-5749	Tulsa Public Schools Leadership Fund	\$75,000	73-1554474 501(c)(3) 508(a)(1)
Tulsa Community Foundation	7030 South Yale Avenue Suite 800 Tulsa, OK 74136-5749	TFA Welcome Picnic at Guthrie Green	\$1,300	73-1554474 501(c)(3) 508(a)(1)
Tulsa Community Foundation	7030 South Yale Avenue Suite 800 Tulsa, OK 74136-5749	Explore Downtown Tulsa Fund Field Trips for Title I Schools AY 2013-2014	\$5,000	73-1554474 501(c)(3) 508(a)(1)
Tulsa Community Foundation	7030 South Yale Avenue Suite 800 Tulsa, OK 74136-5749	TPS Teacher Effectiveness Fund for 2013 - 2014 Academic Year	\$270,000	73-1554474 501(c)(3) 508(a)(1)
Tulsa Day Center for the Homeless	415 West Archer Tulsa, OK 74103	The Heart of Henry Award Dinner	\$5,000	73-1557818 501(c)(3) 508(a)(1)
Tulsa Day Center for the Homeless	415 West Archer Tulsa, OK 74103	Valentine's Day 2013 New House Starter Kits	\$5,000	73-1557818 501(c)(3) 508(a)(1)
Tulsa Engineering Foundation	PO Box 703085 Tulsa, OK 74170	Teacher/Alumni Workshops	\$28,000	73-1254398 501(c)(3) 508(a)(1)
Tulsa Girls Art School Project Inc	2202 E Admiral Blvd Tulsa, OK 74110	General Support	\$2,500	20-0852475 501(c)(3) 508(a)(1)
Tulsa Global Alliance	800 S Tucker Tulsa, OK 74104-3126	Older World International Festival 2013	\$20,000	73-1017451 501(c)(3) 508(a)(1)

CLSFF Yearly Tax Distributions		Charitable Contributions Year End Dec 31, 2013			
FEIN 73-1312965					
Statement #13					
Payee Name	Payee Address	Purpose	2013	501 c3 Status	
Tulsa Global Alliance	800 S Tucker Tulsa, OK 74104-3128	General Support	\$1,500	73-1017401 501(c)(3) 508(a)(1)	
Tulsa Global Alliance	800 S Tucker Tulsa, OK 74104-3128	18th Annual Global Vision Awards Dinner	\$1,500	73-1017401 501(c)(3) 508(a)(1)	
Tulsa Historical Society	2445 South Peoria Avenue Tulsa, OK 74114	27th Annual Tulsa Hall of Fame	\$5,000	73-0765548 501(c)(3) 508(a)(2)	
Tulsa Lawyers for Children Inc	PO Box 2254 Tulsa, OK 74101 2254	Threat & Tunes	\$1,000	73-1563275 501(c)(3) 508(a)(1)	
Tulsa Lighthouse Charter School North Campus	105 E 53rd Street North Tulsa, OK 74128	General Support FY12-13	\$20,000	73-1603736 501(c)(3) 508(a)(1)	
Tulsa School of Arts and Sciences	2324 E 17th Street Tulsa, OK 74104	The Inaugural Phoenix Ball	\$5,000	73-1603736 501(c)(3) 508(a)(1)	
Tulsa's Future Inc	c/o Tulsa Regional Chamber One W 3rd Ste 100 Tulsa, OK 74103	Economic Development Fund II	\$85,000	23-7033283 501(c)(3) 508(a)(3)	
Tulsa's Future Inc	c/o Tulsa Regional Chamber One W 3rd Ste 100 Tulsa, OK 74103	2013 Resource Campaign	\$28,600	23-7033283 501(c)(3) 508(a)(3)	
UCLA Hibel	574 Hilgard Avenue Los Angeles CA 90024	Conference Subsidies	\$7,000	52-1844623 501(c)(3) 508(a)(1)	
Ulman Cancer Fund for Young Adults	921 E Fort Ave Suite 325 Baltimore MD 21230	General Support	\$1,600	52-3057638 501(c)(3) 508(a)(1)	
Union Schools Education Foundation	8508 E 81st Street Tulsa, OK 74133-1826	Project Lead the Way	\$81,300	73-1377980 501(c)(3) 508(a)(1)	
Union Schools Education Foundation	8508 E 81st Street Tulsa, OK 74133-1826	Dr. Cathy Burden Legacy Endowment Fund	\$10,000	73-1377980 501(c)(3) 508(a)(1)	
Union Schools Education Foundation	8508 E 81st Street Tulsa, OK 74133-1826	Casino Night Dinner and Auction Event - "Union - A Sure Bet"	\$10,000	73-1377980 501(c)(3) 508(a)(1)	
Union Schools Education Foundation	8508 E 81st Street Tulsa, OK 74133-1826	Sponsor Band Trip	\$3,000	73-1377980 501(c)(3) 508(a)(1)	
Union Schools Education Foundation	8508 E 81st Street Tulsa, OK 74133-1826	Support for STEM Strategy at Union Public Schools	\$30,000	73-1377980 501(c)(3) 508(a)(1)	
United States Holocaust Memorial Museum	100 Raoul Wallenberg Place SW Washington DC 20034-2128	25th Anniversary of the United States Holocaust Memorial Museum	\$3,000	52-1306361 501(c)(3) 508(a)(1)	
United States Holocaust Memorial Museum	100 Raoul Wallenberg Place SW Washington DC 20034-2128	General Support	\$118	52-1306361 501(c)(3) 508(a)(1)	
United Synagogue of Conservative Judaism	Rapoport House 820 Second Avenue New York, NY 10017-4804	USCJ Centennial The Conversation of the Century in Baltimore	\$1,600	13-1698707 501(c)(3) 508(a)(1)	
University of Oklahoma Foundation Inc	100 Timberdell Road Norman OK 73072	The Judaic Studies Program	\$10,000	73-8091755 501(c)(3) 508(a)(1)	
University of Oklahoma Foundation Inc	100 Timberdell Road Norman OK 73072	YPP Youth Philanthropy Initiative	\$117,868	73-8091755 501(c)(3) 508(a)(1)	
University of Oklahoma Foundation Inc	100 Timberdell Road Norman OK 73072	Child Abuse Pediatrics	\$22,872	73-8091755 501(c)(3) 508(a)(1)	
University of Oklahoma Foundation Inc	100 Timberdell Road Norman OK 73072	Study in Israel Program	\$80,000	73-8091755 501(c)(3) 508(a)(1)	
University of Oklahoma Foundation Inc	100 Timberdell Road Norman OK 73072	Child Abuse Pediatrics Program	\$115,000	73-8091755 501(c)(3) 508(a)(1)	
University of Oklahoma Foundation Inc	100 Timberdell Road Norman OK 73072	Charles Schuster Award of Excellence	\$2,000	73-8091755 501(c)(3) 508(a)(1)	
University of Tulsa	800 S Tucker Drive Tulsa, OK 74104-3189	Embrace the Future Capital Campaign	\$1,000,000	73-0576288 501(c)(3) 508(a)(2)	
University of Tulsa	800 S Tucker Drive Tulsa, OK 74104-3189	2013 Tulsa Undergraduate Research Challenges (TURC)	\$2,500	73-0576288 501(c)(3) 508(a)(2)	
University of Washington Foundation	Tibbels Garden Fund 407 Garberding Hall Box 351210 Seattle WA 98195	General Support	\$180	52-3079452 501(c)(3) 508(a)(1)	
Unreasonable Institute	c/o Watson University 780 Moorhead Circle Unit F Boulder CO 80305	Unreasonable@State	\$25,000	48-1001797 501(c)(3) 508(a)(1)	
Vogel Alcove	7357 Rambler Rd Ste 282 Dallas TX 75231 2318	New Building/Relocating VA's reserve	\$100,000	75-2135327 501(c)(3) 508(a)(1)	
Washington Institute for Near East Policy	1828 L Street NW Suite 1050 Washington DC 20036	General Support	\$28,000	52-1376034 501(c)(3) 508(a)(1)	
Washington Institute for Near East Policy	1828 L Street NW Suite 1050 Washington DC 20036	Strategic Focus on Iran. Convening on November 29 2012 Strategy Papers	\$28,790	52-1376034 501(c)(3) 508(a)(1)	
Washington Institute for Near East Policy	1828 L Street NW Suite 1050 Washington DC 20036	U S and Israel Strategic Dialogues Regarding Iran	\$80,000	52-1376034 501(c)(3) 508(a)(1)	
West End Synagogue	180 Amsterdams Avenue New York, NY 10023	General Support	\$1,118	13-2788089 501(c)(3) 508(a)(1)	
Wilderness Torah World Affairs Council of Atlanta	David Brower Center 2150 Allison Way Suite 210 Berkeley CA 94704	Leadership Training Program	\$130,000	52-4437581 501(c)(3) 508(a)(1)	
World Affairs Council of Atlanta	GSU Buckhead Center Tower Place 200 Suite 500 3349 Peachtree Road	World Affairs Council Membership	\$5,000	52-4437581 501(c)(3) 508(a)(1)	
World Altering Medicine	1729 Baker Park Road Maple Plain MN 55359	General Support	\$5,000	23-3631184 501(c)(3) 508(a)(1)	
Youth Services of Tulsa, Inc	311 South Madison Tulsa, OK 74120	LGBTQ Youth Programming and Outreach	\$35,000	73-0786251 501(c)(3) 508(a)(1)	
Youth Services of Tulsa, Inc	311 South Madison Tulsa, OK 74120	Street Outreach Services	\$28,000	73-0786251 501(c)(3) 508(a)(1)	
Youth Villages Inc	3330 Brother Blvd Bartlett TN 38133-8950	Growth Plan	\$1,000,000	55-1718670 501(c)(3) 508(a)(2)	
Total CLSFF 2013 Yearly Charitable Contributions			\$64,025,608		

Grant Report of the Schusterman Foundation – Israel, a registered Amutah
7 Derech Beit Lechem Street, Baka, Jerusalem 93553 Israel

In accordance with the Grant Agreement between the Charles and Lynn Schusterman Family Foundation ("CLSFF") and the Schusterman Foundation - Israel (the "Grantee"), the Grantee makes the following statement:

In connection with the grant from CLSFF to the Grantee in the amount of Ten Million Two Hundred Eighty-two Thousand Three Hundred Five and 91/100 (\$10,282,305.91) US Dollars received by Grantee during calendar year 2013 (the "Grant"):

1. The Grant funds have been used as follows:

To support the 2013 grant making activities and administrative costs associated with monitoring grant performance to advance the purposes of the Schusterman Foundation – Israel (the "Amuta"), an Israeli not-for-profit corporation, established to promote and support ventures and projects that strengthen the social fabric in Israel, including but not limited to projects involved in education, in culture, in the environment and in religious pluralism. The schedule of grant payments is attached.

2. The Grantee has made expenditures, prior to the close of its most recent fiscal year, totaling Nine Million Nine Hundred Sixty-nine Thousand Ninety-two and 41/100 (\$9,969,092.41) US Dollars, which amount is not less than the sum of:

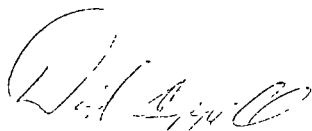
- (a) the total amount of the Grant; plus
- (b) five percent of the fair market value of the Grantee's assets during the fiscal year in which the Grant was made that are not used or held for use directly in carrying out its charitable purposes.

All remaining unexpended funds will be disbursed prior to December 31, 2014.

Grants received from other U.S. private foundations during the taxable year in which the Grant was made were distributed but those amounts are reported separately.

3. Neither the Grant nor any income therefrom was used for any purposes other than the charitable, religious and educational purposes for which the Grant was given.
4. Neither the Grant nor any income therefrom has been used:
 - (a) to attempt to influence legislation, by propaganda or otherwise; or
 - (b) to, directly or indirectly, participate in or intervene in any political campaign on behalf of, or in opposition to, any candidate for public office; or

I declare that the foregoing and any supporting documents are true and correct to the best of my knowledge.
SCHUSTERMAN FOUNDATION - ISRAEL



By: David Gappell
Title: Managing Director
Date: 4 October 2014

US Payments to SFI for Grants 2013 Year End Distribution

<u>Payment Date</u>	<u>Payee Organization</u>	<u>Project Title</u> <u>Grant Amount</u>	<u>Grant ID #</u>	<u>Payment Amount</u>
2/6/2013	Schusterman Foundation - Israel	SFI Grants 2013	9436 02	\$586,700 00
2/13/2013	Schusterman Foundation - Israel	SFI Grants 2013	9436 02	\$1,000,000 00
3/20/2013	Schusterman Foundation - Israel	SFI Grants 2013	9436.02	\$76,800.00
5/1/2013	Schusterman Foundation - Israel	SFI Grants 2013	9436 02	\$1,096,000.00
5/15/2013	Schusterman Foundation - Israel	SFI Grants 2013	9436.02	\$382,500 00
6/6/2013	Schusterman Foundation - Israel	SFI Grants 2013	9436 02	\$365,000 00
6/12/2013	Schusterman Foundation - Israel	SFI Grants 2013	9436.02	\$1,500,000 00
7/17/2013	Schusterman Foundation - Israel	SFI Grants 2013	9436 02	\$753,600 00
7/31/2013	Schusterman Foundation - Israel	SFI Grants 2013	9436 02	\$184,500 00
8/7/2013	Schusterman Foundation - Israel	SFI Grants 2013	9436.02	\$149,300 00
8/28/2013	Schusterman Foundation - Israel	SFI Grants 2013	9436 02	\$760,000 00
9/18/2013	Schusterman Foundation - Israel	SFI Grants 2013	9436 02	\$186,000 00
10/23/2013	Schusterman Foundation - Israel	SFI Grants 2013	9436 02	\$658,600 00
11/6/2013	Schusterman Foundation - Israel	SFI Grants 2013	9436.02	\$285,000 00
11/12/2013	Schusterman Foundation - Israel	SFI Grants 2013	9436 02	\$250,000.00
11/20/2013	Schusterman Foundation - Israel	SFI Grants 2013	9436 02	\$295,000 00
12/18/2013	Schusterman Foundation - Israel	SFI Grants 2013	9436 02	\$845,000 00
12/31/2013	Schusterman Foundation - Israel	SFI Grants 2013	9502 01	\$223,307 91
2/25/2013	Schusterman Foundation - Israel	SFI Administrative 2013	9438 02	\$999 00
3/20/2013	Schusterman Foundation - Israel	SFI Administrative 2013	9438 02	\$170,750 00
6/6/2013	Schusterman Foundation - Israel	SFI Administrative 2013	9438 02	\$170,750 00
7/17/2013	Schusterman Foundation - Israel	SFI Administrative 2013	9438 02	\$1,213 00
7/24/2013	Schusterman Foundation - Israel	SFI Administrative 2013	9438 02	\$170,750 00
10/23/2013	Schusterman Foundation - Israel	SFI Administrative 2013	9438 02	\$60,000 00
12/4/2013	Schusterman Foundation - Israel	SFI Administrative 2013	9438 02	\$109,537 00
12/18/2013	Schusterman Foundation - Israel	SFI Administrative 2013	9438 02	\$999 00
Total				\$10,282,305.91

Payee Organization	Program Area	Payment Amount
A Home for Every Child in Israel 20th Year Anniversary Project	Child Maltreatment	\$70,000 00
A Home for Every Child in Israel Bat Mitzva	Child Maltreatment	\$4,200 00
A Home for Every Child in Israel Employment of a part-time professional fundraiser for the Succat Shalom-Schusterman emergency center for children and families	Child Maltreatment	\$25,000 00
A Home for Every Child in Israel "Program of Excellence"- Operating Support	Child Maltreatment	\$60,000 00
American Jewish Joint Distribution Committee Inc in Israel Teach First Israel	Education	\$350,000.00
Ayalim Association Work Weeks for Ayalim Volunteers	Jerusalem Renewal	\$75,000 00
Barbur Gallery Barbur Gallery	Jerusalem Renewal	\$10,000 00
Big Brothers Big Sisters of Israel Good to Go. Strengthening new partnerships	Child Maltreatment	\$90,000 00
Big Brothers Big Sisters of Israel New Ventures Expanding organizational impact	Child Maltreatment	\$10,000 00
Design Museum Holon Ron Arad's Exhibition - June 19 - October 19 2013	Jerusalem Renewal	\$3,600 00
Efshar Association Establishment of Beit Lynn Haifa and Beit Lynn Be'er Sheva	Child Maltreatment	\$742,500 00
Efshar Association Beit Lynn National Coordinator	Child Maltreatment	\$15,000 00
Efshar Association Beit Lynn National Coordinator	Child Maltreatment	\$151,000 00
Ein Pratt - Academy for Leadership Kfar Adumin Graduate Network Programming	Education	\$25,000 00
Hasadna Hackathon	Israel General Development	\$52,000 00
Hebrew University of Jerusalem Presidential Conference 2013	Education	\$65,000 00
Hechal Shlomo, The Center for Jewish Heritage, Jerusalem Development of Hechal Shlomo's museum program	Jerusalem Renewal	\$1,800 00

Hillel - HaAguda Le Yotzim LeShe'ea Supporting young Yotzim (former Haredim) in Jerusalem \$25,000 00	Jerusalem Renewal	\$5,000 00
Hoshen - Education and change Training Seminars for Leaders in the LGBT Community	Israel General Development	\$20,000 00
IGY - Israel Gay Youth (formerly - Kamoni Kamocha) from youth to adulthood - empowering LGBT youth through "Service Year"	Israel General Development	\$5,000.00
IGY - Israel Gay Youth (formerly - Kamoni Kamocha) Service Year for LGBT youth	Israel General Development	\$25,000 00
Israel Museum Mishne Torah	Jerusalem Renewal	\$300,000 00
Israel Museum Teddy Kollek Endowment Campaign	Jerusalem Renewal	\$250,000.00
Israel Museum Joseph Bueys and Thadeus Kantor Exhibit	Jerusalem Renewal	\$200,000 00
Israel National Council for the Child Child Victim Assistance Program	Child Maltreatment	\$10,000 00
Israel Philharmonic Orchestra Foundation KeyNote administrative offices and classrooms	Jerusalem Renewal	\$225,000 00
Jerusalem Open House A Home for All	Israel General Development	\$55,000 00
Jerusalem Open House Safe Space for LGBT Youth At-Risk	Israel General Development	\$10,000 00
Jerusalem Print Workshop 100 Years of Printmaking in Israel	Jerusalem Renewal	\$10,000 00
Jerusalem Season of Culture (JSoc) JSOC 2012 - 2013	Jerusalem Renewal	\$300,000.00
Jerusalem Season of Culture (JSoc) JSOC 2013	Jerusalem Renewal	\$2,963,369 41
Mediateque Holon Print Screen / The NetWorks Symposium	Israel General Development	\$5,000 00
Meitanm Educational Network Support for Meitanm Network	Education	\$130,000 00
merkaz tarbut hamim (poetry place) Meter Al Meter, Jerusalem Poetry Festival	Jerusalem Renewal	\$10,000 00
Museum on the Seam General Support	Jerusalem Renewal	\$10,000 00

Muslala Art Trax Muslala Project	Jerusalem Renewal	\$10,000 00
Neve Eitan Neve Eitan Fund	Israel General Development	\$50,000 00
New Jerusalem Orchestra New Jerusalem Orchestra Organizational Support	Jerusalem Renewal	\$10,000 00
New spirit - students for Jerusalem Young Artists Toolbox Project	Jerusalem Renewal	\$40,000 00
New spirit - students for Jerusalem Alumni Club	Jerusalem Renewal	\$12,500 00
New spirit - students for Jerusalem Organizational Support	Jerusalem Renewal	\$45,000 00
Noga Center for Victims of Crime - Ono Academic College Pro-Bono Representation for Child Victims of Crime	Child Maltreatment	\$12,000.00
Performance Art Arena - Hazira Hazira General Support	Jerusalem Renewal	\$10,000 00
Reut Institute Flexigidity Web Platform & Community Building	Israel General Development	\$18,000 00
Round Up Israel Supporting Round-Up's Operations to Increase the Number of Israeli Donors	Israel General Development	\$15,000 00
Round Up Israel Supporting Round-Up's Operations to Increase the Number of Israeli Donors	Israel General Development	\$30,000 00
Schusterman Foundation - Israel Comparative Religion Study	Jewish Living and Learning	\$10,000 00
Schusterman Foundation - Israel Consulting Services for the Alumni Initiative	Israel General Development	\$25,000 00
Shalom Hartman Institute In Memory of Rabbi Professor David Hartman	Jewish Living and Learning	\$1,800 00
StandWithUs The StandWithUs Israel Fellowship Alumni Network	Israel General Development	\$52,500 00
Tevel b'Tzedek Planning Grant Proposal Long-Term Jewish Development Service Program	Service	\$30,000 00
Tevel b'Tzedek Tevel b'Tzedek Alumni Program an Activist Networked Community	Service	\$25,000 00
Tevel b'Tzedek Long-Term Service Implementation Pilot	Service	\$90,000 00
The Academy for Quality Government in Israel Participative Leadership Community Backbone	Israel General Development	\$25,000 00

The Artists Studios Manofim	Jerusalem Renewal	\$5,000.00
The Haruv Institute Haruv Children's Academic Campus - Planning Grant	Child Maltreatment	\$200,000.00
The Haruv Institute Haruv/OU-Tulsa Exchange Summer 2013	Child Maltreatment	\$18,825.00
The Haruv Institute Haruv Operations 2013	Child Maltreatment	\$2,000,000.00
The Haruv Institute Office Renovation at Hebrew University	Child Maltreatment	\$75,000.00
The Jerusalem Foundation Jerusalem Conference for Evaluation and Measurement in Education	Jerusalem Renewal	\$50,000.00
The Jerusalem Foundation Jerusalem Culture Conference	Jerusalem Renewal	\$50,000.00
The Sky is Not the Limit The Sky is Not the Limit Alumni Organization	Israel General Development	\$40,000.00
Ziv Neurim Zivneurim -- "The Path of the Sea"	Jewish Living and Learning	\$50,000.00
Schusterman Foundation - Israel SFI Administrative 2013	Operations	\$684,998.00
Total		\$9,969,092.41

Grant Report of ROI Community Inc.
110 West 7th Street, Suite 2000, Tulsa, OK 74119

In accordance with the Grant Agreement between the Charles and Lynn Schusterman Family Foundation (CLSFF) and the ROI Community Inc., a private operating foundation (Grantee), the Grantee makes the following statement:

In connection with the grant from CLSFF to the Grantee in the amount of Six Million Eight Hundred Ninety Thousand (\$6,890,000.00) US Dollars received by Grantee on during calendar year 2013 (the "Grant"):

1. The Grant funds have been used as follows:

To support the administrative, grantmaking and programmatic expenses of delivering leadership training programs to over 300 individuals during 2013. Expenditure schedule attached.

2. The Grantee has made expenditures, prior to the close of its most recent fiscal year totaling Five Million Three Hundred Thirty-seven Thousand Five Hundred Forty-seven (\$5,337,547.00) US Dollars which amount is not less than the sum of:

- (a) the total amount of the Grant; plus

- (b) five percent of the fair market value of the Grantee's assets during the fiscal year in which the Grant was made that are not used or held for use directly in carrying out its charitable purposes.

All remaining unexpended funds from this grant will be disbursed prior to December 31, 2014.

Grants received from other U.S. private foundations during the taxable year in which the Grant was made were distributed but those amounts are reported separately.

3. The proceeds of the Grant have been used as follows:

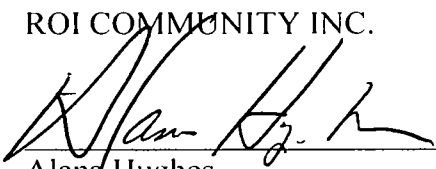
4. Neither the Grant nor any income therefrom has been used:

- (a) to attempt to influence legislation, by propaganda or otherwise; or

- (b) to, directly or indirectly, participate in or intervene in any political campaign on behalf of, or in opposition to, any candidate for public office;

I declare that the foregoing and any supporting documents are true and correct to the best of my knowledge.

ROI COMMUNITY INC.

By: 
Alana Hughes

Title: COO

Date: 1 November, 2014

CLSFF PY Payments to ROI Community Inc

Payment Date	Payee Organization	Purpose	Grant ID #	Payment Amount
1/3/2013	ROI Community, Inc.	Operations, Program Development and Delivery, Grantmaking	9693.02	\$100,000.00
1/9/2013	ROI Community, Inc.	Operations, Program Development and Delivery, Grantmaking	9693.02	\$150,000.00
1/16/2013	ROI Community, Inc.	Operations, Program Development and Delivery, Grantmaking	9693.02	\$250,000.00
2/7/2013	ROI Community, Inc.	Operations, Program Development and Delivery, Grantmaking	9693.02	\$250,000.00
2/27/2013	ROI Community, Inc.	Operations, Program Development and Delivery, Grantmaking	9693.02	\$500,000.00
3/27/2013	ROI Community, Inc.	Operations, Program Development and Delivery, Grantmaking	9693.02	\$750,000.00
4/16/2013	ROI Community, Inc.	Operations, Program Development and Delivery, Grantmaking	9693.02	\$1,040,000.00
6/12/2013	ROI Community, Inc.	Operations, Program Development and Delivery, Grantmaking	9693.02	\$250,000.00
6/27/2013	ROI Community, Inc.	Operations, Program Development and Delivery, Grantmaking	9693.02	\$500,000.00
7/11/2013	ROI Community, Inc.	Operations, Program Development and Delivery, Grantmaking	9693.02	\$150,000.00
7/24/2013	ROI Community, Inc.	Operations, Program Development and Delivery, Grantmaking	9693.02	\$500,000.00
8/15/2013	ROI Community, Inc.	Operations, Program Development and Delivery, Grantmaking	9693.02	\$100,000.00
8/23/2013	ROI Community, Inc.	Operations, Program Development and Delivery, Grantmaking	9693.02	\$1,000,000.00
11/6/2013	ROI Community, Inc.	Operations, Program Development and Delivery, Grantmaking	9693.02	\$300,000.00
11/25/2013	ROI Community, Inc.	Operations, Program Development and Delivery, Grantmaking	9693.02	\$300,000.00
12/11/2013	ROI Community, Inc.	Operations, Program Development and Delivery, Grantmaking	9693.02	\$750,000.00
				\$6,890,000.00

<u>Program and Grantee Distributions</u>	<u>Payment Amount</u>
Birthright Israel NEXT - Hazon International	\$2,500 00
Birthright Israel NEXT - NEXT Participation	\$7,080 00
City Year - In Appreciation of Stephanie Wu	\$500 00
Foundation for Jewish Culture - Sixpoints Asylum International Jewish Artist Retreat	\$71,900 00
Hillel The Foundation for Jewish Campus Life - General Support awarded during CLSFF visit - Lynn Harrison matching grant	\$9,540 00
Hillel The Foundation for Jewish Campus Life - Sponsor ROI Community Dinner	\$480 00
	\$24,000 00
Jewish Federations of North America Inc - Underwrite Dinner at GA Conference	\$4,000 00
Jewish Jumpstart - National Study of American Jewish Giving	\$58,500 00
Jewish Jumpstart - Friday Night Lights Event	\$4,000 00
Limmud NY - Limmud NY 2013	\$3,519 00
Moishe Foundation - Pre-Summit Meet-Ups	\$2,184 00
Repair the World - In honor of Itai Dinour's participation in the launch event for REALITY 2013	\$500 00
ROI Community - Israel Program Support	\$3,842,989 00
ROI Community - Israel Administrative Support	\$1,128,075 00
Teach For All Inc - In Honor of Yamit Taragan	\$180 00
Teach For All Inc - In Appreciation of Rich Aung	\$500 00
Teach For America - In Appreciation of Naya Bloom	\$500 00
The Israel Institute - Sino-Israeli Dialogue	\$160,000 00
Transformative Action Institute - REALITY July 2013 Launch Event	\$3,000 00
University Of The People - Honorarium to Shai Reshef - Speaker at 2013 Summit	\$3,600 00
Jewish Funders Network - Westbury 2013 Membership Support	\$10,000 00
	\$5,337,547.00

Grant Report of the Bezalel Foundation
PO Box 699, Tulsa, OK 74101

In accordance with the Grant Agreement between the Charles and Lynn Schusterman Family Foundation ("CLSFF") and the Bezalel Foundation (the "Grantee"), the Grantee makes the following statement:

In connection with the grant from CLSFF to the Grantee in the amount of Thirty-five Thousand Four Hundred Eighty-two (\$35,482.00) Dollars received by Grantee during calendar year 2013 (the "Grant"):

1. The Grant funds have been used as follows:

To support the 2013 grant making activities of the Bezalel Foundation in alignment with the mission and purpose of the Charles and Lynn Schusterman Family Foundation. The schedule of grant payments is attached.

2. The Grantee has made expenditures, prior to the close of its most recent fiscal year, totaling Two Million One Hundred Ninety Thousand Four Hundred (\$2,190,400.00) US Dollars, which amount is not less than the sum of:

- (a) the total amount of the Grant; plus

- (b) five percent of the fair market value of the Grantee's assets during the fiscal year in which the Grant was made that are not used or held for use directly in carrying out its charitable purposes.

3. Neither the Grant nor any income therefrom was used for any purposes other than the charitable, religious and educational purposes for which the Grant was given.

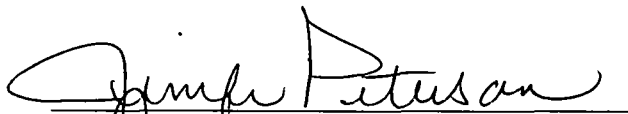
4. Neither the Grant nor any income therefrom has been used:

- (a) to attempt to influence legislation, by propaganda or otherwise; or

- (b) to, directly or indirectly, participate in or intervene in any political campaign on behalf of, or in opposition to, any candidate for public office; or

I declare that the foregoing and any supporting documents are true and correct to the best of my knowledge.

Bezalel Foundation



By: Jennifer Peterson

Title: Tax and Accounting Supervisor

Date: 10 November 2014

Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
American Jewish Joint Distribution Committee, Inc. 711 Third Avenue New York, NY 10017		501(c)(3) 509(a)(1)	General Support	4,000.
Jewish Communal Fund 575 Madison Avenue, Suite 703 New York, NY 10022		501(c)(3) 509(a)(1)	General Support	360,000.
The Center for Jewish Campus Life Inc. P.O. Box 20526 Stanford, CA 94309		501(c)(3) 509(a)(1)	General Support	21,400.
Mizel Jewish Community Day School 2021 E. 71st Street Tulsa, OK 74136		501(c)(3) 509(a)(1)	General Support	1,000.
New Hope Camp Inc P.O. Box 3243 Tulsa, OK 74101		501(c)(3) 509(a)(2)	General Support	5,000.
CAPES P.O. Box 33045 Tulsa, OK 74153		501(c)(3) 509(a)(1)	General Support	100,000.
Tulsa Congregation Bnai Emunah P.O. Box 52430 Tulsa, OK 74152		501(c)(3) 509(a)(1)	General Support	15,000.
Booker T. Washington Foundation for Excellence P.O. Box 52663 Tulsa, OK 74152		501(c)(3) 509(a)(1)	General Support	7,731.
Holland Hall School 5666 East 81st Street Tulsa, OK 74137		501(c)(3) 509(a)(1)	General Support	50,000.

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
Eisenhower International School Foundation Inc 3111 E 56th St Tulsa, OK 74105		501(c)(3) 509(a)(2)	General Support	5,000.
Union Air Force JROTC Booster Club P.O. Box 33531 Tulsa, OK 74153		501(c)(3) 509(a)(1)	General Support	5,525.
Women Empowering Nations Inc P.O. Box 3021 Tulsa, OK 74101		501(c)(3) 509(a)(1)	General Support	5,000.
The Jewish Community Center in Manhattan Inc 334 Amsterdam Ave New York, NY 10023		501(c)(3) 509(a)(1)	General Support	33,333.
Brandeis University 415 South Street, Msc 110 Waltham, MA 02453		501(c)(3) 509(a)(1)	General Support	37,000.
Intrinsic Schools 4517 N Artesian Ave Chicago, IL 60625		501(c)(3) 509(a)(1)	General Support	250,000.
Ramah Darom Inc 6400 Powers Ferry Road NW, Suite 215 Atlanta, GA 30339		501(c)(3) 509(a)(1)	General Support	1,000.
Oklahomans For Equality P.O. Box 2687 Tulsa, OK 74101		501(c)(3) 509(a)(1)	General Support	1,000.
New Teacher Project Inc. 186 Joralemon St., Suite 300 Brooklyn, NY 11201		501(c)(3) 509(a)(1)	General Support	1,000,000.
Carver Middle School Foundation Inc PO Box 520952 Tulsa, OK 74152		501(c)(3) 509(a)(1)	General Support	1,500.
Financial Innovations Center Inc 2230 S Michigan Ave Ste 200 Chicago, IL 60616		501(c)(3) 509(a)(1)	General Support	1,000.

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
Victors Vision 2004 Schiller Avenue Wilmette, IL 60091		501(c)(3) 509(a)(1)	General Support	3,600.
Women Make Movies Inc 115 W 29th St, Suite 1200 New York, NY 10001		501(c)(3) 509(a)(1)	General Support	20,000.
Center for Budget and Policy Priorities 820 First Street NE, Suite 510 Washington, DC 20002		501(c)(3) 509(a)(1)	General Support	250,000.
Tulsa Jewish Community Council Jewish Federation of Tulsa 2021 E. 71st Street Tulsa, OK 74136		501(c)(3) 509(a)(1)	General Support	12,311.
			Total	2,190,400.

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

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

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

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed)

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions. Charles and Lynn Schusterman Family Foundation	Employer identification number (EIN) or 73-1312965
	Number, street, and room or suite no. If a P.O. box, see instructions. 110 West 7th Street, Suite 2000	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. Tulsa, OK 74119	

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

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

The Organization

- The books are in the care of ☒ 110 West 7th Street, Suite 2000 - Tulsa, OK 74119

Telephone No. ☒ 918-879-9644

Fax No. ☐

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

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

4 I request an additional 3-month extension of time until November 15, 2014

5 For calendar year 2013, or other tax year beginning and ending

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

☐ Change in accounting period

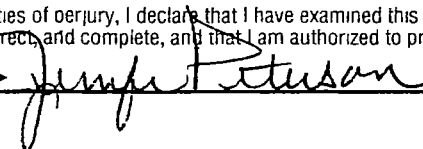
7 State in detail why you need the extension

Charles and Lynn Schusterman Family Foundation has complex outside investments. Additional time is hereby respectfully requested to complete the 2013 990-PF accurately.

8a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	1,048,572.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	1,063,183.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0.

Signature and Verification must be completed for Part II only.

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

Signature  Title CPA

Date 8/4/14

Form 8868 (Rev. 1-2014)