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Form 990-PF



Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter Social Security numbers on this form as it may be made public. By law, the IRS cannot redact the information on the form.

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





OMB No 1545-0052






2013



Open to Public Inspection

For calendar year 2013, or tax year beginning 01-01-2013 , and ending 12-31-2013

Name of foundation The Cleo L Craig Foundation		A Employer identification number 73-1519557						
Number and street (or P O box number if mail is not delivered to street address) P O Box 1213	Room/suite	B Telephone number (see instructions) (405) 275-3266						
City or town, state or province, country, and ZIP or foreign postal code Shawnee, OK 74802		C If exemption application is pending, check here <input type="checkbox"/>						
G Check all that apply <table><tr><td><input type="checkbox"/> Initial return</td><td><input type="checkbox"/> Initial return of a former public charity</td></tr><tr><td><input type="checkbox"/> Final return</td><td><input type="checkbox"/> Amended return</td></tr><tr><td><input type="checkbox"/> Address change</td><td><input type="checkbox"/> Name change</td></tr></table>		<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity	<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return	<input type="checkbox"/> Address change	<input type="checkbox"/> Name change	D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity							
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return							
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change							
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>						
I Fair market value of all assets at end of year (from Part II, col. (c), line 16)▶\$ 3,660,716	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>						

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	132	132		
	4 Dividends and interest from securities.	141,860	141,860		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	93,644			
	b Gross sales price for all assets on line 6a 921,863				
	7 Capital gain net income (from Part IV, line 2) . . .		93,644		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	 350			
	12 Total. Add lines 1 through 11	235,986	235,636		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	24,000	6,000		18,000
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	 3,225	806		2,419
	c Other professional fees (attach schedule)				
	17 Interest	47	47		35
	18 Taxes (attach schedule) (see instructions)	 6,904	317		737
	19 Depreciation (attach schedule) and depletion . . .	 4,745	4,745		
	20 Occupancy	2,514	629		1,885
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	 5,027	1,598		3,429
	24 Total operating and administrative expenses. Add lines 13 through 23	46,462	14,142		26,505
	25 Contributions, gifts, grants paid	124,283			124,283
	26 Total expenses and disbursements. Add lines 24 and 25	170,745	14,142		150,788
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	65,241			
	b Net investment income (if negative, enter -0-)		221,494		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	434,121	285,676	285,676
	3	Accounts receivable ▶ <u>8,299</u>			
		Less allowance for doubtful accounts ▶ _____	423	8,299	8,298
	4	Pledges receivable ▶ _____			
		Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____			
		Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	55,573	 55,573	55,186
	b	Investments—corporate stock (attach schedule)	1,944,741	 2,205,525	2,438,945
	c	Investments—corporate bonds (attach schedule).	608,095	 559,725	625,686
	11	Investments—land, buildings, and equipment basis ▶ <u>47,805</u>			
	Less accumulated depreciation (attach schedule) ▶ <u>16,320</u>	30,979	 31,485	22,742	
12	Investments—mortgage loans				
13	Investments—other (attach schedule)	199,591	192,123	155,952	
14	Land, buildings, and equipment basis ▶ <u>146,308</u>				
	Less accumulated depreciation (attach schedule) ▶ <u>51,854</u>	92,931	 94,454	68,231	
15	Other assets (describe ▶ _____)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	3,366,454	3,432,860	3,660,716	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)		0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> 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 ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	3,366,454	3,432,860	
	30	Total net assets or fund balances (see page 17 of the instructions)	3,366,454	3,432,860	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	3,366,454	3,432,860	

Part III Analysis of Changes in Net Assets or Fund Balances		
1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year’s return)	1 3,366,454
2	Enter amount from Part I, line 27a	2 65,241
3	Other increases not included in line 2 (itemize) ▶ 	3 1,305
4	Add lines 1, 2, and 3	4 3,433,000
5	Decreases not included in line 2 (itemize) ▶ 	5 140
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6 3,432,860

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)
1 a Capital Gain Dividends				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b			14,639	
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(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				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	93,644
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }			3	

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	149,717	3,283,859	0 04559
2011	156,621	3,277,888	0 04778
2010	144,630	3,125,828	0 04627
2009	135,283	2,748,088	0 04923
2008	162,933	2,990,048	0 05449

2 Total of line 1, column (d).	2	0 24336
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 04867
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	3,470,305
5 Multiply line 4 by line 3.	5	168,907
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	2,215
7 Add lines 5 and 6.	7	171,122
8 Enter qualifying distributions from Part XII, line 4.	8	150,788

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 page 18 of the instructions)		
1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> 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 <input type="checkbox"/> and enter 1% of Part I, line 27b	1	4,430
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	
3 Add lines 1 and 2.	3	4,430
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	4,430
6 Credits/Payments		
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	3,120
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	3,120
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	25
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed <input type="checkbox"/>	9	1,335
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . . <input type="checkbox"/>	10	
11 Enter the amount of line 10 to be Credited to 2014 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities			
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	Yes	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>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.</i>	1b		No
c Did the foundation file Form 1120-POL for this year?.	1c		No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	2		No
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? <i>If "Yes," attach a conformed copy of the changes</i>	3		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?.	4a		No
b If "Yes," has it filed a tax return on Form 990-T for this year?.	4b		No
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	5		No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> _____			
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? <i>If "No," attach explanation.</i>	8b	Yes	
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)? <i>If "Yes," complete Part XIV</i>	9		No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10		No

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address N/A				
14	The books are in care of Cleo L Craig Jr Telephone no (405) 273-6800 Located at 107 E 9th Shawnee OK ZIP+4 74801			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here and enter the amount of tax-exempt interest received or accrued during the year.	15		
16	At any time during calendar year 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?	16	Yes	No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (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)? (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).			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	1b		No
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		No
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 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		No
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?			
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.).	3b		No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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))?

YesNo

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

YesNo

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

YesNo

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

YesNo

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

YesNo

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

No

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?

YesNo

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?

YesNo

b

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

6b

No

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?

YesNo

b

If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

7b

No

Part VIII

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

1

List all officers, directors, trustees, foundation managers and their compensation (see instructions).

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

2

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

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

Total

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

Part VIII

Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		

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	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3.	

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	3,163,695
b	Average of monthly cash balances.	1b	332,422
c	Fair market value of all other assets (see instructions).	1c	27,035
d	Total (add lines 1a, b, and c).	1d	3,523,152
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	
3	Subtract line 2 from line 1d.	3	3,523,152
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	52,847
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,470,305
6	Minimum investment return. Enter 5% of line 5.	6	173,515

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	173,515
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	4,430
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	4,430
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	169,085
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	169,085
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	169,085

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	150,788
b	Program-related investments—total from Part IX-B.	1b	
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	150,788
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	150,788
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				169,085
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			143,778	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013				
a From 2008.				
b From 2009.				
c From 2010.				
d From 2011.				
e From 2012.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 150,788				
a Applied to 2012, but not more than line 2a			143,778	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2013 distributable amount.				7,010
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				162,075
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions). . . .				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2009. . . .				
b Excess from 2010. . . .				
c Excess from 2011. . . .				
d Excess from 2012. . . .				
e Excess from 2013. . . .				

Part XIV

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

1a

If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling.

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
		(a) 2013	(b) 2012	(c) 2011	(d) 2010	
b	85% of line 2a					
c	Qualifying distributions from Part XII, line 4 for each year listed					
d	Amounts included in line 2c not used directly for active conduct of exempt activities					
e	Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3	Complete 3a, b, or c for the alternative test relied upon					
a	"Assets" alternative test—enter					
	(1) Value of all assets					
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b	"Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . . .					
c	"Support" alternative test—enter					
	(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
	(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
	(3) Largest amount of support from an exempt organization					
	(4) Gross investment income					

Part XV

Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)

1

Information Regarding Foundation Managers:

a

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

b

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

2

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

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

a

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

b

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

c

Any submission deadlines

d

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

Part XV

Supplementary Information (continued)

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

Recipient	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 Additional Data Table				
Total			3a	124,283
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated


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

Form **990-PF** (2013)

Form 990PF Part VIII Line 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
Cleo L Craig Jr 38504 W 45th St Shawnee, OK 74804	Chairman 10 00	0		
Helen Craig 38504 W 45th St Shawnee, OK 74804	Trustee 25 00	24,000		
April Craig Stobbe 15 E Independence Shawnee, OK 74801	Trustee 0 00	0		
Bryant W Craig 3416 S Sandy Ln Chandler, OK 74834	Trustee 0 00	0		
John C Stobbe 15 E Independence Shawnee, OK 74801	Trustee 10 00	0		
Kennette Ronck Craig 3416 S Sandy Ln Chandler, OK 74834	Trustee 0 00	0		

Form 990PF Part XV Line 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				
United Way of Shawnee Box 697 Shawnee, OK 74802	None	501c	Contribution	1,000
Salvation Army of Shawnee 200 E Ninth Shawnee, OK 74801	None	501c	Contribution	2,250
Okla State Univ Found P O Box 1749 Stillwater, OK 74076	None	501c	Contribution / scholarships	7,100
Shawnee Educational Found Box 3521 Shawnee, OK 74802	None	501c	Contribution	3,000
Cameron University Foundation 2800 W Gore Boulevard Lawton, OK 73505	None	501(c)	Contribution	41,200
Shawnee YMCA 700 W Saratoga Shawnee, OK 74804	None	501c	Contribution	2,000
Shawnee Community Foundation PO Box 1447 Shawnee, OK 74802	None	501(c)	Contribution	5,000
Shawnee Public Schools 326 N Union Shawnee, OK 74801	None	501(c)	Contribution	790
March of Dimes 5100 N Brookline Ave 850 Oklahoma City OK, OK 73101	None	501(c)	Contribution	800
Boys Scouts of America 3031 NW 64th Oklahoma City, OK 73116	None	501(c)	Contribution	200
Pottawatomie County Historical Soce 614 E Main Shawnee, OK 74801	None	501(c)	Contribution	1,000
Faith 7 Bowl 4301 N Harrison Shawnee, OK 74804	None	501(c)	Contribution	650
KOSU 303 Paul Miller Box 1116 Stillwater, OK 74078	None	501(c)	Contribution	1,000
Mabee Gerrr Museum 1900 W MacArthur Shawnee, OK 74804	None	501(c)	Contribution	2,268
Jasmine Moran Museum PO Box 1828 Seminole, OK 74868	None	501(c)	Contribution	1,000
Total  3a				124,283

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
Saving Pets At Risk SPAR PO Box 702 Shawnee, OK 74802	None	501(c)	Contribution	1,500
St Gregory's University 1900 W MacArthur Shawnee, OK 74804	None	501(c)	Contribution	900
Chisholm Public Schools 300 Colorado Enid, OK 73701	None	501(c)	Contribution	7,000
American Cancer Society 1100 Pennsylvania Ave Kansas City, MO 64105	None	501(c)	Contribution	100
The Arbor Day Foundation 100 Arbor Avenue Nebraska City, NE 68410		501(c)	Contribution	25
National Cowboy Museum 1700 NE 63rd St Oklahoma City, OK 73111	None	501(c)	Contribution	2,500
Nat'l Institure on Development Dela 1900 West MacArthur St Shawnee, OK 74804	None	501(c)	Contribution	1,000
O ETA 7403 N Kelly Oklahoma City, OK 73113	None	501(c)	Contribution	1,000
Oklahoma State University 201 ConocoPhilips Stillwater, OK 74078	None	501(c)	Contribution	40,000
Oklahoma State Univ Alumni Assoc 201 Conoco Phillips OSU Alumni Cntr Stillwater, OK 74078	None	501(c)	Contribution	1,000
Total			3a	124,283

TY 2013 Accounting Fees Schedule**Name:** The Cleo L Craig Foundation**EIN:** 73-1519557**Software ID:** 13000170**Software Version:** 2013v3.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Accounting	3,225	806	0	2,419

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2013 Depreciation Schedule

Name: The Cleo L Craig Foundation

EIN: 73-1519557

Software ID: 13000170

Software Version: 2013v3.1

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
Building - Chanty	2002-02-28	128,410	35,805	87	2 56 %	3,292			
Building & Impr - Invest	2002-02-28	42,803	11,932	87	2 56 %	1,097			
Computer	2011-01-24	400	153	91	5 0000	80			
Computer (Investment)	2011-01-24	133	51	91	5 0000	27			
Pnnter	2011-11-08	102	23	91	5 0000	20			
Printer (Investment)	2011-11-08	34	8	91	5 0000	7			
Air Conditioner - Chanty	2013-07-17	4,463		87	1 18 %	53			
Air Conditioner (Invest)	2013-07-17	1,487		87	1 18 %	18			
Computer (Charity)	2013-01-17	618		91	5 0000	113			
Computer (Invest)	2013-01-17	206		91	5 0000	38			

TY 2013 General Explanation Attachment**Name:** The Cleo L Craig Foundation**EIN:** 73-1519557**Software ID:** 13000170**Software Version:** 2013v3.1

Identifier	Return Reference	Explanation
	General Explanation Supplemental Information for Form 990-PF	Form 990-PF, Part XV, Question 2d-----Preference is given to charitable organizations in the State of Oklahoma and Limitations are considered on an individual basis

Identifier	Return Reference	Explanation
	General Explanation Supplemental Information for Form 990-PF	Form 990-PF, Part VII-B, Question 1a(4)-----The Foundation paid compensation to a trustee for personal services that are reasonable and necessary to carry out the exempt purpose of the Foundation Therefore the Foudation meets the exception to Self-dealing provided in Code Section 4941(d)(2)(E) and Regulation 53 4941(d)-2(e) and is not required to file Form 4720 - Return of Certain Excise Taxes

**TY 2013 Investments Corporate
Bonds Schedule****Name:** The Cleo L Craig Foundation**EIN:** 73-1519557**Software ID:** 13000170**Software Version:** 2013v3.1

Name of Bond	End of Year Book Value	End of Year Fair Market Value
Edward Jones Account - Bonds	265,965	302,095
USAA Brokerage (11818) - Bonds	23,495	26,981
SW Securities (3364) - Bonds	270,265	296,610

**TY 2013 Investments Corporate
Stock Schedule****Name:** The Cleo L Craig Foundation**EIN:** 73-1519557**Software ID:** 13000170**Software Version:** 2013v3.1

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Edward Jones Account - Stocks	173,735	247,008
SW Securities (3364) - Securities	213,919	377,913
USAA Brokerage (11818) Stocks	1,817,871	1,814,024

TY 2013 Investments Government Obligations Schedule

Name: The Cleo L Craig Foundation

EIN: 73-1519557

Software ID: 13000170

Software Version: 2013v3.1

**US Government Securities - End of
Year Book Value:**

**US Government Securities - End of
Year Fair Market Value:**

**State & Local Government
Securities - End of Year Book
Value:**

55,573

**State & Local Government
Securities - End of Year Fair
Market Value:**

55,186

TY 2013 Investments - Land Schedule**Name:** The Cleo L Craig Foundation**EIN:** 73-1519557**Software ID:** 13000170**Software Version:** 2013v3.1

Category/ Item	Cost/Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
Buildings	44,290	13,047	31,243	22,500
Miscellaneous	3,515	3,273	242	242

TY 2013 Land, Etc. Schedule

Name: The Cleo L Craig Foundation

EIN: 73-1519557

Software ID: 13000170

Software Version: 2013v3.1

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
Furniture and Fixtures	13,435	12,704	731	
Buildings	132,873	39,150	93,723	67,500
Miscellaneous				731

TY 2013 Other Decreases Schedule

Name: The Cleo L Craig Foundation

EIN: 73-1519557

Software ID: 13000170

Software Version: 2013v3.1

Description	Amount
Penalties	140

TY 2013 Other Expenses Schedule

Name: The Cleo L Craig Foundation

EIN: 73-1519557

Software ID: 13000170

Software Version: 2013v3.1

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Bank Charges	120	30		90
Dues & subscriptions	580	145		435
Entertainment	278	278		
Insurance	1,868	467		1,401
Investment Expense - Ltd Partnerships	61	61		
Miscellaneous	172	43		129
Miscellaneous Investment Expense	114	114		
Postage	103	26		77
Security	210	53		157
Subscriptions - Investments	907	227		680
Supplies - office	614	154		460

TY 2013 Other Income Schedule

Name: The Cleo L Craig Foundation

EIN: 73-1519557

Software ID: 13000170

Software Version: 2013v3.1

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Other Investment Income	350		

TY 2013 Other Increases Schedule**Name:** The Cleo L Craig Foundation**EIN:** 73-1519557**Software ID:** 13000170**Software Version:** 2013v3.1

Description	Amount
Nondividend Distributions	680
Tax Exempt Interest	625

TY 2013 Taxes Schedule**Name:** The Cleo L Craig Foundation**EIN:** 73-1519557**Software ID:** 13000170**Software Version:** 2013v3.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Foreign tax withheld	71	71		
Property taxes	983	246		737
Taxes on Investment Income	5,850			

Cleo L. Craig Foundation
Summary of Capital Gains & Losses - Part IV - USAA Brokerage Account
For the Year Ended 12/31/13
73-1519557

	<u>Date</u> <u>Acquired</u>	<u>Date</u> <u>Sold</u>	<u>Sales</u> <u>Price</u>	<u>Cost</u>	<u>Net Gain</u> <u>(Loss)</u>
Short Term					
Vanguard Div Apprec ETF - 437shs	11/26/12	5/31/13	29,954 28	25,825 58	4,128 70
Vanguard Div Apprec ETF - 363shs	11/26/12	5/31/13	24,380 23	21,452 37	2,927 86
Vanguard Div Apprec ETF - 873shs	12/7/12	5/31/13	58,633 43	52,277 43	6,356 00
Vanguard Div Apprec ETF - 747shs	12/7/12	5/31/13	49,917 88	44,732 24	5,185 64
Vanguard Div Apprec ETF - 400shs	12/7/12	5/31/13	27,185 57	23,953 00	3,232 57
Vanguard Div Apprec ETF - 262shs	12/7/12	5/31/13	17,810 45	15,689 22	2,121 23
Vanguard Whiteall HighDiv - 200shs	12/3/12	5/31/13	11,575 90	9,945 95	1,629 95
Vanguard Whiteall HighDiv - 118shs	12/7/12	5/31/13	6,829 78	5,872 81	956 97
Vanguard Totl Stck Vipers - 139shs	7/17/12	6/5/13	11,883 33	9,609 04	2,274 29
Vanguard Totl Stck Vipers - 211shs	11/26/12	6/5/13	18,038 73	15,200 10	2,838 63
Vanguard Totl Stck Vipers - 489shs	11/26/12	6/5/13	40,746 56	35,226 78	5,519 78
Vanguard Whiteall HighDiv - 1462shs	12/7/12	6/5/13	82,973 41	72,772 73	10,200 68
Vanguard Whiteall HighDiv - 885shs	12/7/12	6/6/13	50,032 84	44,050 21	5,982 63
Vanguard Whiteall HighDiv - 868shs	12/7/12	6/7/13	50,016 88	43,204 05	6,812 83
Vanguard Totl Stck Vipers - 511shs	12/7/12	6/5/13	42,586 00	37,207 59	5,378 41
Vanguard Totl Stck Vipers - 602shs	12/7/12	6/6/13	49,989 34	43,833 60	6,155 74
Vanguard Totl Stck Vipers - 590shs	12/7/12	6/7/13	50,007 53	42,959 83	7,047 70
Vanguard Bd ST Index Fd ETF - 300shs	10/19/12	8/13/13	23,768 67	24,194 93	(426 26)
Vanguard Bd ST Index Fd - 380shs	12/7/12	8/13/13	30,106 87	30,584 48	(477 61)
Vanguard Scotts IT Cor Bd - 183shs	6/6/13	8/20/13	15,029 76	15,698 20	(668 44)
Vanguard Bd ST Index Fd - 300shs	12/7/12	9/17/13	23,775 21	24,145 64	(370 43)
			-	-	-
			<u>715,242 65</u>	<u>638,435 78</u>	<u>76,806 87</u>
Long Term					
Alteva 219shs	12/5/05	3/25/13	2,189 57	4,273 45	(2,083 88)
Alteva 600shs	4/3/07	3/25/13	5,852 02	9,797 99	(3,945 97)
Alteva 381shs	9/21/11	3/25/13	3,746 88	4,947 52	(1,200 64)
Strats TR Bellsouth 200shs	6/21/04	3/26/13	5,009 88	4,768 00	241 88
Vanguard Whiteall HighDiv - 200shs	2/10/12	5/31/13	11,575 90	9,339 35	2,236 55
Vanguard Bd ST Index Fd ETF - 131shs	1/19/10	8/13/13	10,400 97	9,962 71	438 26
Vanguard Bd ST Index Fd ETF - 100shs	4/4/11	8/13/13	7,939 67	7,743 95	195 72
Vanguard Bd ST Index Fd ETF - 100shs	4/5/11	8/13/13	7,939 67	7,757 13	182 54
Vanguard Bd ST Index Fd ETF - 133shs	12/21/11	8/13/13	10,559 76	10,348 03	211 73
			-	-	-
			<u>65,214 32</u>	<u>68,938 13</u>	<u>(3,723 81)</u>
			-	-	-
			<u>780,456 97</u>	<u>707,373 91</u>	<u>73,083 06</u>
			-	-	-
			<u>780,456.97</u>	<u>707,373 91</u>	<u>73,083 06</u>

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