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Return of Private Foundation

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

OMB No 1545-0052

2014

Department of the Treasury
Internal Revenue ServiceDo not enter social security numbers on this form as it may be made public.
Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

Open to Public Inspection

For calendar year 2014 or tax year beginning

, and ending

Name of foundation FLINT FAMILY FOUNDATION		A Employer identification number 30-0582777
Number and street (or P.O. box number if mail is not delivered to street address) 1625 WEST 21 STREET	Room/suite	B Telephone number 918-587-8451
City or town, state or province, country, and ZIP or foreign postal code TULSA, OK 74107		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <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"/>
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) \$ 33,572,616.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	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))		(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		3,138.		N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		681,499.	681,499.		
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		1,519,151.			Statement 1
b Gross sales price for all assets on line 6a	7,800,193.				
7 Capital gain net income (from Part IV, line 2)			1,517,722.		
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		62,184.	24,984.		Statement 2
12 Total. Add lines 1 through 11		2,265,972.	2,224,205.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees Stmt 3		275.	275.		0.
b Accounting fees					
c Other professional fees Stmt 4		172,649.	172,649.		0.
17 Interest		182.	8,282.		0.
18 Taxes Stmt 5		9,378.	9,378.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings		750.	750.		0.
22 Printing and publications					
23 Other expenses Stmt 6		189,882.	189,805.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		373,116.	381,139.		0.
25 Contributions, gifts, grants paid		1,700,000.			1,700,000.
26 Total expenses and disbursements. Add lines 24 and 25		2,073,116.	381,139.		1,700,000.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		192,856.			
b Net investment income (if negative, enter -0-)			1,843,066.		
c Adjusted net income (if negative, enter -0-)				N/A	

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		47,692.	218,394.	218,394.
	2	Savings and temporary cash investments		565,380.	704,980.	704,980.
	3	Accounts receivable ▶	6,477.			
		Less: allowance for doubtful accounts ▶		15,037.	6,477.	6,477.
	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 Stmt 7		2,877,884.	3,159,108.	3,159,108.
	b	Investments - corporate stock Stmt 8		17,720,020.	16,383,676.	19,050,335.
	c	Investments - corporate bonds Stmt 9		4,238,299.	4,798,302.	4,770,441.
	11	Investments - land, buildings, and equipment basis ▶				
Liabilities		Less accumulated depreciation ▶				
	12	Investments - mortgage loans				
	13	Investments - other Stmt 10		4,187,204.	4,573,435.	5,614,081.
	14	Land, buildings, and equipment; basis ▶				
		Less accumulated depreciation ▶				
	15	Other assets (describe ▶ ARTWORK)		0.	0.	48,800.
	16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		29,651,516.	29,844,372.	33,572,616.
	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)		0.	0.	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ <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		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		29,651,516.	29,844,372.	
	30	Total net assets or fund balances		29,651,516.	29,844,372.	
	31	Total liabilities and net assets/fund balances		29,651,516.	29,844,372.	

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	29,651,516.
2	Enter amount from Part I, line 27a	2	192,856.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	29,844,372.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	29,844,372.

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 Statement				
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 7,800,193.		6,282,471.	1,517,722.

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			1,517,722.

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	1,517,722.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{		3	N/A

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

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

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

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

☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year; see 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))
2013	1,500,000.	31,838,851.	.047112
2012	1,000,500.	24,524,556.	.040796
2011	150,300.	4,588,899.	.032753
2010	150,000.	4,142,929.	.036206
2009	153,500.	3,268,319.	.046966

2 Total of line 1, column (d)	2	.203833
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	.040767
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	33,608,764.
5 Multiply line 4 by line 3	5	1,370,128.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	18,431.
7 Add lines 5 and 6	7	1,388,559.
8 Enter qualifying distributions from Part XII, line 4	8	1,700,000.

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 <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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	18,431.
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	18,431.
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	18,431.
6 Credits/Payments:			
a 2014 estimated tax payments and 2013 overpayment credited to 2014	6a	21,040.	
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	21,040.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	2,609.	
11 Enter the amount of line 10 to be: Credited to 2015 estimated tax <input checked="" type="checkbox"/> 2,609. Refunded <input type="checkbox"/>	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
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 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?		
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) <input checked="" type="checkbox"/> OK		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (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

N/A

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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 ► FLINT FAMILY FOUNDATION.ORG	13	X	
14	The books are in care of ► AMY KEETON Telephone no. ► 918-587-7131 Located at ► 1625 WEST 21 STREET, TULSA, OK ZIP+4 ► 74107			
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 2014, 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 FinCEN Form 114, (formerly 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 N/A ► <input type="checkbox"/>	1b	
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 2014?	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 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ►		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2014 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 2014.) 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 2014?	4b	X

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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 4945(d)(4)(A)? (see instructions)

☐ Yes ☒ No

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

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ROBIN F. BALLENGER 1625 WEST 21 STREET TULSA, OK 74107	TRUSTEE 0.00	0.	0.	0.
CHARLES W. FLINT, III 1625 WEST 21 STREET TULSA, OK 74107	TRUSTEE 0.00	0.	0.	0.
SUSAN F. SEAY 1625 WEST 21 STREET TULSA, OK 74107	TRUSTEE 0.00	0.	0.	0.
KELLEY F. BALLENGER 1625 WEST 21 STREET TULSA, OK 74107	TRUSTEE 0.00	0.	0.	0.

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

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

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

0

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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	33,198,895.
b	Average of monthly cash balances	1b	921,678.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	34,120,573.
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	34,120,573.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	511,809.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	33,608,764.
6	Minimum investment return. Enter 5% of line 5	6	1,680,438.

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	1,680,438.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	18,431.
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	18,431.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,662,007.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,662,007.
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	1,662,007.

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	1,700,000.
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	1,700,000.
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	18,431.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,681,569.

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.

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				1,662,007.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2014:				
a From 2009				
b From 2010				
c From 2011				
d From 2012				
e From 2013				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2014 from Part XII, line 4: ▶ \$ 1,700,000.				
a Applied to 2013, 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 2014 distributable amount				1,662,007.
e Remaining amount distributed out of corpus	37,993.			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	37,993.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
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 2013. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	37,993.			
10 Analysis of line 9:				
a Excess from 2010				
b Excess from 2011				
c Excess from 2012				
d Excess from 2013				
e Excess from 2014	37,993.			

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

- 1 a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE ATTACHMENT			VARIOUS	1,700,000.
Total			3a	1,700,000.
b Approved for future payment				
None				
Total			3b	0.

FLINT FAMILY FOUNDATION

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	ARVEST			
b	ARVEST			
c	ARVEST			
d	ARVEST			
e	SB 011805			
f	SB 011805			
g	SB 011806			
h	SB 011806			
i	SB 117794			
j	F&M BANK			
k	Capital Gains Dividends			
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	282,663.	295,833.	<13,170.>
b	1,382,094.	1,124,479.	257,615.
c	138,884.	141,703.	<2,819.>
d	921,543.	978,894.	<57,351.>
e	352,411.	340,695.	11,716.
f	2,165,891.	1,931,987.	233,904.
g	78,689.	73,286.	5,403.
h	1,608,157.	1,387,776.	220,381.
i	111,343.		111,343.
j	19,948.	7,818.	12,130.
k	738,570.		738,570.
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			<13,170.>
b			257,615.
c			<2,819.>
d			<57,351.>
e			11,716.
f			233,904.
g			5,403.
h			220,381.
i			111,343.
j			12,130.
k			738,570.
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	1,517,722.
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 Gain or (Loss) from Sale of Assets Statement 1

(a) Description of Property			Manner Acquired	Date Acquired	Date Sold
ARVEST					
(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
282,663.	295,833.	0.	0.	<13,170.>	

(a) Description of Property			Manner Acquired	Date Acquired	Date Sold
ARVEST					
(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
1,382,094.	1,124,479.	0.	0.	257,615.	

(a) Description of Property			Manner Acquired	Date Acquired	Date Sold
ARVEST					
(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
138,884.	141,703.	0.	0.	<2,819.>	

(a) Description of Property			Manner Acquired	Date Acquired	Date Sold
ARVEST					
(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
921,543.	978,894.	0.	0.	<57,351.>	

(a) Description of Property			Manner Acquired	Date Acquired	Date Sold
SB 011805					
(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
352,411.	340,695.	0.	0.	11,716.	

(a) Description of Property			Manner Acquired	Date Acquired	Date Sold
SB 011805					
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
2,165,891.	1,930,557.	0.	0.	235,334.	

(a) Description of Property			Manner Acquired	Date Acquired	Date Sold
SB 011806					
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
78,689.	73,287.	0.	0.	5,402.	

(a) Description of Property		Manner Acquired	Date Acquired	Date Sold
SB 011806				
(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
1,608,157.	1,387,776.	0.	0.	220,381.

(a) Description of Property		Manner Acquired	Date Acquired	Date Sold
SB 117794				
(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
111,343.	0.	0.	0.	111,343.

(a) Description of Property		Manner Acquired	Date Acquired	Date Sold
F&M BANK				
(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
19,948.	7,818.	0.	0.	12,130.

Capital Gains Dividends from Part IV	738,570.
Total to Form 990-PF, Part I, line 6a	1,519,151.

Form 990-PF	Other Income		Statement	2
Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	
ROYALTY	10,498.	10,498.		
PARTNERSHIP OTHER	14,370.	14,370.		
OTHER	116.	116.		
K-1 CAPITAL	<26,091.>	0.		
NON-DIVIDENDS	6,329.	0.		
FEDERAL EXCISE TAX REFUND	56,962.	0.		
Total to Form 990-PF, Part I, line 11	62,184.	24,984.		

Form 990-PF	Legal Fees		Statement	3
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
LEGAL	275.	275.		0.
To Fm 990-PF, Pg 1, ln 16a	275.	275.		0.

Form 990-PF	Other Professional Fees		Statement	4
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
PROFESSIONAL	172,649.	172,649.		0.
To Form 990-PF, Pg 1, ln 16c	172,649.	172,649.		0.

Form 990-PF	Taxes			Statement	5
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
ROYALTY PRODUCTION	772.	772.		0.	
FOREIGN WITHHOLDING	8,606.	8,606.		0.	
To Form 990-PF, Pg 1, ln 18	9,378.	9,378.		0.	

Form 990-PF	Other Expenses			Statement	6
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
PARTNERSHIP OTHER	98,969.	98,969.		0.	
BOND PREMIUM	73,075.	73,075.		0.	
WEBSITE	8,683.	8,683.		0.	
MEETING MEALS	155.	78.		0.	
DUES	500.	500.		0.	
SOFTWARE	8,500.	8,500.		0.	
To Form 990-PF, Pg 1, ln 23	189,882.	189,805.		0.	

Form 990-PF	U.S. and State/City Government Obligations			Statement	7
Description	U.S. Gov't	Other Gov't	Book Value	Fair Market Value	
ARVEST	X		3,159,108.	3,159,108.	
Total U.S. Government Obligations			3,159,108.	3,159,108.	
Total State and Municipal Government Obligations					
Total to Form 990-PF, Part II, line 10a			3,159,108.	3,159,108.	

Form 990-PF	Corporate Stock	Statement	8
Description	Book Value	Fair Market Value	
F&M BANCORPORATION	0.	0.	
ARVEST	6,099,944.	8,128,068.	
SB- 117794	2,001,708.	2,196,632.	
SB- 011805	2,742,287.	2,901,427.	
SB- 011806	5,539,737.	5,824,208.	
Total to Form 990-PF, Part II, line 10b	16,383,676.	19,050,335.	

Form 990-PF	Corporate Bonds	Statement	9
Description	Book Value	Fair Market Value	
ARVEST	3,235,864.	3,235,864.	
SB- 011805	1,175,709.	1,152,966.	
SB- 011806	386,729.	381,611.	
Total to Form 990-PF, Part II, line 10c	4,798,302.	4,770,441.	

Form 990-PF	Other Investments	Statement	10
Description	Valuation Method	Book Value	Fair Market Value
ORION L.P.	COST	1,915,970.	1,912,432.
ARVEST	COST	244,502.	304,803.
ARVEST	COST	1,358,199.	2,027,818.
SB- 117794	COST	1,054,764.	1,369,028.
Total to Form 990-PF, Part II, line 13		4,573,435.	5,614,081.

Flint Family Foundation
#30-0582777
2014 Contributions

Nonprofit Agency	Restriction	Date	Amount
A New Leaf Mary Ogle, President & CEO P.O. Box 35903 Broken Arrow, OK 74153	Vocational Training Program	12/17/2014	30,000
All Souls Unitarian Church Marlin Lavanhar, Senior Minister 2952 South Peoria Tulsa, OK 74115	Jackson SOARS Program	12/17/2014	20,000
American Red Cross Regina Moon, Executive Director 10151 E. 11 th Street Tulsa, OK 74128	Disaster Assistance Program	12/17/2014	10,000
Camp Fire Green Country, Inc. Bobbie Henderson, Executive Director 706 S. Boston Ave. Tulsa, OK 74119-1610	Youth Leadership Program	12/17/2014	10,000
Car Care Clinic Lonnie Vaughan, Executive Director PO Box 150347 Tulsa, OK 74115	Auto Parts Program	12/17/2014	20,000
Center for Employment Opportunities Kelly Doyle, OK State Director 803 S. Peoria Tulsa, OK 74120	Comprehensive Employment Reentry Services for the Formerly Incarcerated Program	12/17/2014	20,000
Child Abuse Network Barbara Findeiss, Executive Director 2829 S. Sheridan Rd. Tulsa, OK 74129	Multidisciplinary Child Abuse Team Program	12/17/2014	20,000
Clarehouse, Inc. Kelley Scott, Executive Director 7617 S. Mingo Rd. Tulsa, OK 74133	End-of-Life Care – Admissions Nurse Salary	12/17/2014	20,000
Community Food Bank of Eastern Oklahoma, Inc. Eileen Bradshaw, Executive Director 1304 N. Kenosha Ave. Tulsa, OK 74106	Purchased Product Program	12/17/2014	100,000
Community Service Council of Greater Tulsa, Inc. Phil Dessauer, Executive Director 16 E. 16 th St., Suite 202 Tulsa, OK 74119	2-1-1 Helpline Program	12/17/2014	80,000
Community Service Council of Greater Tulsa, Inc. Kimberly Schutz 16 East 16 th Street, Suite 202 Tulsa, OK 74119	Tulsa Campaign to Prevent Teen Pregnancy	12/17/2014	60,000

Flint Family Foundation
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2014 Contributions

Nonprofit Agency	Restriction	Date	Amount
Crosstown Learning Center, Inc. Debbie Guilfoyle, Executive Director 2501 East Archer Street Tulsa, OK 74110	Operations - Teacher Salaries	12/17/2014	20,000
Domestic Violence Intervention Services, Inc. Tracey Lyall, Executive Director 4300 South Harvard Avenue Tulsa, OK 74135-2608	Children's Therapeutic Counseling Program	12/17/2014	20,000
Eastern Oklahoma Donated Dental Services, Inc. Michael Smith, Executive Director 3741 S. Peoria Ave. Tulsa, OK 74105	Dental Services for disabled, elderly and vulnerable program	12/17/2014	50,000
Emergency Infant Services Tom A. Taylor, II, Executive Director Direct Client Services Program 222 South Houston Avenue Tulsa, OK 74127	Direct Client Services-Client Items Program	12/17/2014	10,000
Family Safety Center, Inc. Suzann Stewart, Executive Director 600 Civic Center, Suite 103 Tulsa, OK 74114	Family Services Advocate Program	12/17/2014	20,000
Foundation for Tulsa Schools Lucky Lamons, Executive Director/CEO 3027 S. New Haven, Suite 619 Tulsa, OK 74114	TFA Summer Institute School Leader and Office Staff Salaries	12/17/2014	20,000
Global Gardens Heather Oakley, Founder & Executive Director PO Box 52034 Tulsa, OK 74152	Eugene Field Program	12/17/2014	10,000
Goodwill Industries of Tulsa, Inc. David Oliver, President 2800 Southwest Blvd. Tulsa, OK 74107-3817	TulsaWorks Program	12/17/2014	30,000
Health Outreach Prevention Education, Inc. Kathy Williams, Executive Director 3540 East 31 st Street, Suite 3 Tulsa, OK 74135-1526	Empowered 4 Life-Making Thoughtful Choices Program	12/17/2014	30,000
Hospice of Green Country Patty Wilson, Executive Director 1120 S. Boston Ave., Suite 200 Tulsa, OK 74119	Courtesy Care Program	12/17/2014	10,000

Flint Family Foundation
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2014 Contributions

Nonprofit Agency	Restriction	Date	Amount
Iron Gate at Trinity, Inc. Connie Cronley, Executive Director 501 South Cincinnati Ave. Tulsa, OK 74103	Purchased Food Program	12/17/2014	10,000
KIPP Tulsa Academy College Preparatory, Inc. John Wolfkill, Executive Director 1661 East Virgin Street Tulsa, OK 74106	Operations – KIPP Through College	12/17/2014	30,000
Legal Aid Services of Oklahoma, Inc. Michael Figgins, Executive Director 2915 N. Classen Blvd, Suite 500 Oklahoma City OK 73106-5458	Embedded Attorney – YWCA Program	12/17/2014	60,000
LIFE Senior Services Laura Kenny, Executive Director 5950 E. 31 st St. Tulsa, OK 74135	Adult Day Health Program	12/17/2014	20,000
Mental Health Association in Tulsa, Inc. Michael Brose, Executive Director 1870 S. Boulder Tulsa, OK 74119	PEER Outreach Services Program	12/17/2014	20,000
NewView Oklahoma Lauren Branch, President and CEO 501 N. Douglas Ave. Oklahoma City, OK 73106	Low Vision Rehabilitation Services	12/17/2014	10,000
Oklahoma Centennial Botanical Garden, Inc. Todd Lasseigne, President and CEO PO Box 707 Tulsa OK 74101-0707	Youth At Heart Partnership Program	12/17/2014	10,000
Planned Parenthood of Arkansas and Eastern Oklahoma, Inc. Kate Neary-Pounds, Regional Development Dir. 1007 S. Peoria Tulsa, OK 74120	Prevention Health Services and Birth Control Program for Low-Income Women in Tulsa	12/17/2014	50,000
Reading Partners Barry Maxwell, Executive Director 601 S. Boulder Ave., Suite 1000 Tulsa, OK 74119	One-On-One Tutoring on Reading Program	12/17/2014	20,000
Rebuilding Together Tulsa Jennifer Barcus Schafer, Executive Director PO Box 52201 Tulsa, OK 74152	Safe at Home Repair Program	12/17/2014	20,000
Resonance Center for Women Deidra Kirtley, Executive Director 1608 S. Elwood Ave. Tulsa OK 74119	Choosing to Change Program	12/17/2014	10,000

Flint Family Foundation
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2014 Contributions

Nonprofit Agency	Restriction	Date	Amount
River Parks Foundation Matt Meyer, Executive Director 2424 E. 21 st St., #300 Tulsa, OK 74114	Park Patrol Program	12/16/2014	50,000
Saint Simeon's Episcopal Home Foundation Carolyn Blair, Executive Director 3701 Martin Luther King, Jr. Boulevard Tulsa, OK 74106-1559	Memory Center Staff Positions	12/17/2014	30,000
San Miguel School of Tulsa, Inc. Joe O'Connor, President 2444 East Admiral Blvd. Tulsa, OK 74110	Empowerment Through Literacy Program	12/17/2014	12,250
South Tulsa Community House Gerri Inman, Executive Director 5780 S. Peoria Ave. Tulsa, OK 74105	Food Pantry and Bus Token Program	12/17/2014	20,000
Spay Oklahoma Nancy Atwater, Executive Director 501 E. 36 th St. N. Tulsa, OK 74106	Early Age Sterilizations for Puppies and Kittens Program	12/17/2014	25,000
Teach for America Beth Schmidt Manager Corporate and Foundation Relations 1202 West Easton Street Tulsa, OK 74127	Developing Leaders To Advocate for Educational Equity Program	12/17/2014	30,000
The Center for Individuals with Physical Challenges Lori Long, Executive Director 815 South Utica Avenue Tulsa, OK 74104	Purchase MOTO Med - \$10,000 Art Program - \$10,000	12/17/2014	20,000
The Little Light House, Inc. Jean Winfrey, Executive Director 5120 East 36 th Street Tulsa, OK 74135-5228	Trans-Disciplinary Team Program	12/17/2014	20,000
The Parent Child Center Desiree Doherty, Executive Director 1421 South Boston Avenue Tulsa, OK 74119	Child and Family Therapy Program	12/17/2014	60,000
The Parent Child Center Desiree Doherty, Executive Director 1421 South Boston Avenue Tulsa, OK 74119	Safe Babies Court	12/17/2014	70,000

Flint Family Foundation
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2014 Contributions

Nonprofit Agency	Restriction	Date	Amount
Town & Country School, Inc. Dawn Duca, Community & Development Director 8906 E. 34 th St. Tulsa, OK 74145	Financial Aid Program	12/17/2014	50,000
Tulsa Ballet Marcello Angelini, Artistic Director 1212 East 45 th Place South Tulsa, OK 74105	Partners in Art and Hope for the Holidays Program	12/17/2014	10,000
Tulsa Children's Museum Anne Galbraith, Dir. of Organizational Dev. 560 N. Maybelle Ave. Tulsa, OK 74127	Accessible Discovery Program	12/17/2014	67,250
Tulsa Community Foundation Phil Lakin, Executive Director 7030 S. Yale Ave. #600 Tulsa, OK 74136	501technet Designated Fund - operations	12/17/2014	20,000
Tulsa Community Foundation Phil Lakin, Executive Director 7030 S. Yale Ave. #600 Tulsa, OK 74136	HCSI, Inc. Designated Fund – Food Access and Nutrition Education Program	12/17/2014	12,250
Tulsa Community Foundation Phil Lakin, Executive Director 7030 S. Yale Ave. #600 Tulsa, OK 74136	Tulsa County Child Protection Designated Fund – Parent Psychological Assessments	12/17/2014	50,000
Tulsa Community Foundation Phil Lakin, Executive Director 7030 S. Yale Ave. #600 Tulsa, OK 74136	Funders Roundtable	04/03/2014	350
Tulsa Day Center for the Homeless, Inc. Sandra Lewis, Executive Director 415 W. Archer Tulsa, OK 74103	Case Management/Eviction Prevention Program/Hudson Villas Case Management Program	12/17/2014	30,000
Tulsa Girls Art School Project, Inc. Matt Moffett, Executive Director 2202 E. Admiral Blvd. Tulsa, OK 74110	After School Program	12/17/2014	20,000
Tulsa Habitat for Humanity Paul Kent, Executive Director 6235 E. 13 th St. Tulsa, OK 74112	Home Sponsorship Program	12/17/2014	10,000
Tulsa Library Trust Janis Updike Walker 400 Civic Center Tulsa, OK 74103	Touch a Truck, Homework HelpNow!, and Summer Reading Program	12/17/2014	50,000

Flint Family Foundation
#30-0582777
2014 Contributions

Nonprofit Agency	Restriction	Date	Amount
Tulsa Source for Hearing-Loss & Access Rene Ryan, Executive Director 8740 E. 11 th Street Tulsa, OK 74112	Equipment Lab Program	12/17/2014	10,000
Tulsa Symphony Orchestra, Inc. Ronald Predl 117 North Boston Avenue, Suite 201 Tulsa, OK 74103	Any Given Child Program	12/17/2014	20,000
Tulsa Opera, Inc. Gregory Weber, Managing Director 1610 South Boulder Ave. Tulsa, OK 74119-4498	Opera On Tour Program	12/17/2014	10,000
Up With Trees 1102 S. Boston Ave. Tulsa, OK 74119	Operations	08/04/2014	500
World Won for Christ Family Life Ministries Melvin Cooper, CEO/President 1125 E. 36 th Street North Tulsa, OK 74106	Edu-Rec After School Program	12/17/2014	7,250
Youth At Heart Jocelyn McCarver, Executive Director PO Box 35798 Tulsa, OK 74153-0798	After-School Enrichment Program	12/17/2014	40,000
Youth Services of Tulsa, Inc. Jim Walker, Executive Director 311 S. Madison Ave. Tulsa, OK 74120-3208	Transitional Living Program	12/17/2014	75,000
Zoi's Animal Rescue Debbie Stellas, Executive Director P.O. Box 2905 Claremore, OK 74018	Operations	12/17/2014	10,150
	Total		1,700,000