efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93491244007007

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

OMB No 1545-0052

2015

Open to Public Inspection

For calendar year 2015, or tax year beginning 10-01-2015 , and ending 09-30-2016

Name of foundation
GRACE & FRANKLIN BERNSEN FOUNDATION

A Employer identification number
23-7009414

Number and street (or P O box number if mail is not delivered to street address)
15 WEST 6TH STREET 1308

Room/suite

B Telephone number (see instructions)
(918) 584-4711

City or town, state or province, country, and ZIP or foreign postal code
TULSA, OK 741195407

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐

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

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶$ 29,592,876

J Accounting method ☐ Cash ☐ Accrual ☑ Other (specify) MODIFIED CASH
(Part I, column (d) must be on cash basis)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I Analysis of Revenue and Expenses *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (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 ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	632,777	632,777	632,777	
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	88,028			
	b	Gross sales price for all assets on line 6a 88,028				
	7	Capital gain net income (from Part IV, line 2)		88,028		
	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)	17,130		17,130	
	12	**Total.** Add lines 1 through 11	737,935	720,805	649,907	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	240,000	43,200	43,200	196,800
	14	Other employee salaries and wages	60,163	10,829	10,829	49,334
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	4,392	878	878	3,514
	c	Other professional fees (attach schedule)	32,393	32,393	32,393	
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	31,497	31,497	31,497	
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy	18,424	3,316	3,316	15,108
	21	Travel, conferences, and meetings	1,422	71	71	1,351
	22	Printing and publications				
	23	Other expenses (attach schedule)	18,692	2,057	2,057	16,635
	24	**Total operating and administrative expenses.** Add lines 13 through 23	406,983	124,241	124,241	282,742
	25	Contributions, gifts, grants paid	1,517,381			1,517,381
	26	**Total expenses and disbursements.** Add lines 24 and 25	1,924,364	124,241	124,241	1,800,123
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-1,186,429			
	b	**Net investment income** (if negative, enter -0-)		596,564		
	c	**Adjusted net income** (if negative, enter -0-)			525,666	

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 (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash—non-interest-bearing	30,822	224,897	224,897
	2	Savings and temporary cash investments	263,251	313,914	313,914
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (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)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ 18,820			
		Less accumulated depreciation (attach schedule) ▶ 18,820			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	28,451,791	26,694,791	29,054,065
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets**(to be completed by all filers—see the instructions Also, see page 1, item I)	28,745,864	27,233,602	29,592,876
Liabilities	17	Accounts payable and accrued expenses	1,694		
	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)	1,694	0	
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	28,744,170	27,233,602	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☐ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances**(see instructions)	28,744,170	27,233,602	
	31	**Total liabilities and net assets/fund balances**(see instructions)	28,745,864	27,233,602	

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	28,744,170
2	Enter amount from Part I, line 27a	2	-1,186,429
3	Other increases not included in line 2 (itemize) ▶	3	3,023
4	Add lines 1, 2, and 3	4	27,560,764
5	Decreases not included in line 2 (itemize) ▶	5	327,162
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	27,233,602

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	MISC	P	2016-01-01	2016-12-31
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	88,028			88,028
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) 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				88,028
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	88,028
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 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))
2014	1,814,378	29,169,047	0 062202
2013	1,866,365	30,001,474	0 062209
2012	1,875,039	29,022,197	0 064607
2011	2,028,044	26,823,595	0 075607
2010	1,601,522	24,587,719	0 065135

2	**Total** of line 1, column (d).	2	0 329760
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 065952
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.	4	28,658,301
5	Multiply line 4 by line 3.	5	1,890,072
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	5,966
7	Add lines 5 and 6.	7	1,896,038
8	Enter qualifying distributions from Part XII, line 4.	8	1,800,123

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 ▶ ☐ 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	11,931
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	11,931
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	11,931
6	Credits/Payments		
a	2015 estimated tax payments and 2014 overpayment credited to 2015 — 6a		
b	Exempt foreign organizations—tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c — 19,000		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	19,000
8	Enter any **penalty** for underpayment of estimated tax Check here ☑ if Form 2220 is attached	8	355
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	6,714
11	Enter the amount of line 10 to be **Credited to 2015 estimated tax** ▶ 6,714 **Refunded** ▶	11	

Part VII-A **Statements Regarding Activities**

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		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? *If "Yes," attach a conformed copy of the changes*	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		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	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? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶OK			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	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 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	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 ▶WWW GUIDESTAR ORG

14 The books are in care of ▶DAVID ZEMEL Telephone no ▶(918) 584-4711

Located at ▶15 W 6TH TULSA OK ZIP+4 ▶741195407

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 |

			Yes	No
16	At any time during calendar year 2015, 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		No
	See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ▶			

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ **Yes** ☑ **No**			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ **Yes** ☑ **No**			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ **Yes** ☑ **No**			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ **Yes** ☑ **No**			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ **Yes** ☑ **No**			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ **Yes** ☑ **No**			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here . . . . ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015?	1c		
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 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? ☐ **Yes** ☑ **No**			
	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		
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? ☐ **Yes** ☑ **No**			
b	If "Yes," did it have excess business holdings in 2015 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 2015).*	3b		
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 2015?	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))? ☐ 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)?	**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? ☐ 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**		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? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**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 (see instructions).

(a) Name and address	Title, and average hours per week **(b)** 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	Title, and average hours per week **(b)** 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 N/A	
2	
All other program-related investments See 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	28,554,350
b	Average of monthly cash balances	1b	540,372
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	29,094,722
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	29,094,722
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	436,421
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	28,658,301
6	**Minimum investment return.** Enter 5% of line 5	6	1,432,915

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	1,432,915
2a	Tax on investment income for 2015 from Part VI, line 5	2a	11,931		
b	Income tax for 2015 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	11,931
3	Distributable amount before adjustments Subtract line 2c from line 1			3	1,420,984
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	1,420,984
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	1,420,984

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	1,800,123
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	1,800,123
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,800,123

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 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				1,420,984
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.				
b Total for prior years 20___ , 20___ , 20___				
3 Excess distributions carryover, if any, to 2015				
a From 2010. 381,040				
b From 2011. 714,944				
c From 2012. 450,645				
d From 2013. 572,846				
e From 2014. 374,576				
f **Total** of lines 3a through e.	2,494,051			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ $ 1,800,123				
a Applied to 2014, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2015 distributable amount.				1,420,984
e Remaining amount distributed out of corpus	379,139			
5 Excess distributions carryover applied to 2015 *(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	2,873,190			
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 2014 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2016 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)				
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions) . . .	381,040			
9 **Excess distributions carryover to 2016.** Subtract lines 7 and 8 from line 6a	2,492,150			
10 Analysis of line 9				
a Excess from 2011. . . . 714,944				
b Excess from 2012. . . . 450,645				
c Excess from 2013. . . . 572,846				
d Excess from 2014. . . . 374,576				
e Excess from 2015. . . . 379,139				

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 2015, 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)

	Tax year	Prior 3 years			(e) Total
	(a) 2015	**(b)** 2014	**(c)** 2013	**(d)** 2012	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter **(1)** Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter **(1)** Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV **Supplementary Information (Complete this part only if the 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 or e-mail address of the person to whom applications should be addressed

TRUSTEES OF THE BERNSEN FOUNDATION
15 W 6TH STREET SUITE 1308
TULSA, OK 741195407
(918) 584-4711

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

ALL APPLICATIONS WILL BE CONSIDERED, REGARDLESS OF FORM

c Any submission deadlines

THERE ARE NO SUBMISSIONS DEADLINES APPLICATIONS WILL BE CONSIDERED ON THE 12TH DAY OF EACH MONTH

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

RESTRICTIONS OR LIMITATIONS ON AWARDS THE FOLLOWING "STATEMENT OF POLICIES" IS TAKEN FROM THE MINUTES OF A SPECIAL MEETING OF THE BOARD OF TRUSTEES OF THE GRACE & FRANKLIN BERNSEN FOUNDATION STATEMENT OF POLICIES 1)-THE TRUSTEES WILL GENERALLY CONSIDER FUNDING REQUESTS ONLY FROM THE TULSA AREA CHARITABLE ORGANIZATIONS 2)-THE TRUSTEES WILL GENERALLY ONLY CONSIDER FUNDING PROGRAMS AND PROJECTS THAT WILL PROVIDE A DEFINED BENEFIT SUCH AS CAPITAL PROJECTS, BUILDING PROGRAMS, OR SPECIFIC PROGRAM NEEDS OF THE ORGANIZATION 3)-THE TRUSTEES WILL GENERALLY ONLY MAKE GIFTS WHICH WILL BE MEANINGFUL IN AMOUNT AND BENEFIT TO THE RECIPIENT

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 Additional Data Table				
Total . . . . ▶ **3a**				1,517,381
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
1 Program service revenue	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities. . .			14	632,777	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory					88,028
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory . .					
11 Other revenue a OIL & GAS			15	20,153	
b DEPLETION			15	-3,023	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				649,907	88,028

13 Total. Add line 12, columns (b), (d), and (e). **13** 737,935

(See worksheet in line 13 instructions to verify calculations)

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

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

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	**1a(1)**		**No**
(2) Other assets.	**1a(2)**		**No**
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	**1b(1)**		**No**
(2) Purchases of assets from a noncharitable exempt organization.	**1b(2)**		**No**
(3) Rental of facilities, equipment, or other assets.	**1b(3)**		**No**
(4) Reimbursement arrangements.	**1b(4)**		**No**
(5) Loans or loan guarantees.	**1b(5)**		**No**
(6) Performance of services or membership or fundraising solicitations.	**1b(6)**		**No**
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	**1c**		**No**

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?. ☐ Yes ☑ No

b If "Yes," complete the following schedule

(a) Name of organization	**(b)** Type of organization	**(c)** Description of relationship

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

******	2017-08-30	******
Signature of officer or trustee	Date	Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
MICHAEL K BURKE CPA		2017-08-30		P00054433

Firm's name ▶ BRISCOE BURKE & GRIGSBY LLP — Firm's EIN ▶ 73-1293012

Firm's address ▶ 4120 EAST 51ST STREET SUITE 100 TULSA, OK 741353633 — Phone no (918) 749-8337

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	Title, and average hours per week **(b)** devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
DONALD E PRAY 15 WEST 6TH ST 1308 TULSA, OK 74119	TRUSTEE 5 00	60,000	0	0
MELISSA EASTERLING 15 WEST 6TH ST 1308 TULSA, OK 74119	TRUSTEE 5 00	60,000	0	0
W BLAND WILLIAMSON 15 WEST 6TH ST 1308 TULSA, OK 74119	TRUSTEE 5 00	60,000	0	0
BARBARA PRAY 15 W 6TH STREET 1308 TULSA, OK 741195407	TRUSTEE 5 00	60,000	0	0
DAVID ZEMEL 15 W 6TH ST 1308 TULSA, OK 74119	DIRECTOR 5 00	0	0	0

Form 990PF Part XV Line 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*				
NEW VIEW OKLAHOMA 501 N DOUGLAS OKLAHOMA CITY, OK 73016			TULSA LOW VISION REHAB CLINIC	25,000
AKDAR SHRINE 2808 S SHERIDAN RD TULSA, OK 741291014			HOSPITAL TRANSPORTATION FUND	5,000
COUNSELING & RECOVERY SERV OF OK 7010 S YALE STE 215 TULSA, OK 74136			REMODEL/EXPAND CALM CENTER	40,000
FELLOWSHIP OF CHRISTIAN ATHLETES 4210 E 84TH STREET TULSA, OK 74137			TDG/DEP	5,000
HEALTHY COMMUNITY STORE INITIATIVE 907 S DETROIT SUITE1345 TULSA, OK 74120			HCSI CHALLENGE GRANT	10,000
Total . . . . ▶ **3a**				1,517,381

Form 990PF Part XV Line 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*				
DAYSPRING VILLA PO BOX 1588 SAND SPRINGS,OK 74063			HVAC UPGRADE	19,000
A POCKET FULL OF HOPE 1325 EAST APACHE TULSA,OK 74106			OPERATIONAL SUPPORT	10,000
NEW LEAF 2306 SOUTH 1ST PLACE BROKEN ARROW,OK 74012			BLOOMING ACRES GRANT	25,000
ONE HOPE TULSA PO BOX 470807 TULSA,OK 74147			CAPITAL EXPENSES	25,000
THE CENTER 815 S UTICA TULSA,OK 74104			REPLACE HVAC CONTROLS	21,132
Total . . . . ▶ **3a**				1,517,381

Form 990PF Part XV Line 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*				
INDIAN NATIONS BOYS SCOUTS OF AMERI 4295 S GARNETT ROAD TULSA, OK 74146			CAPITAL PAYMENT	40,000
COMMUNITY ACTION PROJECT OF TULSA 4606 S GARNETT TULSA, OK 74146			SUNNY SIDE UP EVENT 2016	2,500
TARC 2616 E 71ST STREET SUITEA TULSA, OK 741365531			TULSA FAMILY SUPPORT PROGRAM	10,000
AMERICAN RED CROSS TULSA CHAPTER 10151 E 11TH STREET TULSA, OK 741283005			TULSA DISASTER FUND	10,000
LEGAL AID SERVICES OF OK 907 S DETROIT AVE 725 TULSA, OK 741204204			HOMELESS ASSISTANCE PROGRAM	15,000
Total . . . . ▶ **3a**				1,517,381

Form 990PF Part XV Line 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*				
RONALD MCDONALD HOUSE 6102 S HUDSON AVE TULSA,OK 74136			SUPPORT NEW HOUSE LAUNDRY	7,500
BISHOP KELLEY HIGH SCHOOL 3905 S HUDSON AVE TULSA,OK 74135			TUITION ASSISTANCE ENDOWMENT	5,000
CROSSTOWN LEARNING CENTER 2501 E ARCHER ST TULSA,OK 74110			EARLY FOUNDATION PROGRAM	35,000
MARGARET HUDSON PROGRAM 1515 S 71ST E AVE TULSA,OK 74112			GENERAL OPERATING	25,000
CLARK YOUTH THEATER INC 4825 S QUAKER AVE TULSA,OK 74105			PENGUIN PROJECT SPRING 2016	10,000
Total . . . . ▶ **3a**				1,517,381

Form 990PF Part XV Line 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*				
PHILBROOK MUSEUM OF ART 2727 S ROCKFORD TULSA,OK 74114			SECOND SATURDAYS PROGRAM	20,000
TULSA GIRLS ART SCHOOL 2202 E ADMIRAL BLVD TULSA,OK 74110			ART SUPPLIES	10,000
HELPING HANDS MINISTRY 709 S BOSTON AVE TULSA,OK 741191629			GENERAL OPERATING SUPPORT	10,000
GOOD SAMARITAN HEALTH SERVICES PO BOX 1191 TULSA,OK 74101			HEALTHCARE GRANT	10,000
12 & 12 INC 6333 E SKELLY DR TULSA,OK 74135			HEALTHCARE GRANT	25,000
Total . . . . ▶ **3a**				1,517,381

Form 990PF Part XV Line 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*				
TULSA COUNTY MEDICAL SOCIETY FOUNDA 5315 S LEWIS AVE TULSA, OK 74105			HEALTHCARE GRANT	10,000
EASTERN OK DONATED DENTAL SERVICES 7060 S YALE 707 TULSA, OK 74136			HEALTHCARE GRANT	10,000
ALZHEIMER'S ASSOCIATION OF OK 2448 E 81ST STREET 300 TULSA, OK 74137			HEALTHCARE GRANT	12,000
LOLLIPOPS & RAINBOWS 5103 S SHERIDAN 670 TULSA, OK 741457627			FAMILY & COMMUNITY SERVICES GRANT	5,000
MEALS ON WHEELS 12620 E 31ST ST TULSA, OK 74146			WALK IN FREEZER	15,000
Total . . . . ▶ **3a**				1,517,381

Form 990PF Part XV Line 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*				
IRON GATE 501 S CINCINNATI TULSA,OK 74103			FAMILY & COMMUNITY SERVICES GRANT	15,000
COURT APPOINTED SPECIAL ADVOCATES 700 S BOSTON AVE 230 TULSA,OK 74119			FAMILY & COMMUNITY SERVICES GRANT	5,000
OKLAHOMA PROJECT WOMAN 2727 EAST 21ST ST 602 TULSA,OK 74114			BREAST HEALTHCARE FOR TULSA PATIENTS	10,000
PARENT CHILD CENTER OF TULSA 1421 S BOSTON AVENUE TULSA,OK 74119			THERAPEUTIC SERVICES PROGRAM	20,000
COMMUNITY ACTION PROJECT OF TULSA C 4606 S GARNETT RD TULSA,OK 74136			FAMILY & COMMUNITY SERVICES GRANT	10,000
Total . . . . ▶ **3a**				1,517,381

Form 990PF Part XV Line 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*				
PLANNED PARENTHOOD HEARTLAND 1007 S PEORIA AVE TULSA,OK 74120			NEW GENERATION CAPITAL CAMPAIGN	25,000
REBUILDING TOGETHER TULSA PO BOX 52201 TULSA,OK 74152			REBUILDING SERVICES PROGRAM	10,000
CRISIS PREGNANCY OUTREACH PO BOX 1113 JENKS,OK 740379998			FAMILY & COMMUNITY SERVICES GRANT	5,000
TULSA DAY CENTER FOR HOMELESS 415 W ARCHER TULSA,OK 74103			FAMILY & COMMUNITY SERVICES GRANT	20,000
SPAY OKLAHOMA 501 E 36TH ST N TULSA,OK 74105			ANIMAL WELFARE GRANT	10,000
Total . . . . ▶ **3a**				1,517,381

Form 990PF Part XV Line 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*				
ST JOHN MEDICAL CENTER FOUNDATION 1923 S UTICA TULSA,OK 74104			2016 STREET PARTY	2,500
ST JOHN MEDICAL CENTER FOUNDATION 1923 S UTICA TULSA,OK 74104			RIVERSIDE CLINIC	60,000
SHOW INC 425 W WELLS BLVD SAPULPA,OK 74066			EDUCATION GRANT	4,500
HARVEST HOUSE 1439 E 71ST ST TULSA,OK 74136			FAMILY & COMMUNITY SERVICES GRANT	15,000
DVIS 4300 S HARVARD AVE 100 TULSA,OK 741352608			FAMILY & COMMUNITY SERVICES	100,000
Total . . . . ▶ **3a**				1,517,381

Form 990PF Part XV Line 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*				
THE CHILDREN'S CENTER 6800 NORTHWEST 39TH EXPRE BETHANY,OK 73008			CAPITAL CAMPAIGN	100,000
HOSPITALITY HOUSE OF TULSA PO BOX 14472 TULSA,OK 741591472			FAMILY & COMMUNITY SERVICES GRANT	15,000
JOHN 316 MISSION 575 N 39TH W AVE TULSA,OK 74127			FAMILY & COMMUNITY SERVICES GRANT	10,000
TULSA AREA UNITED WAY 1430 S BOULDER TULSA,OK 74119			ANNUAL CAMPAIGN	15,000
TULSA BALLET THEATRE 1212 EAST 45TH PLACE TULSA,OK 74105			EDUCATIONAL OUTREACH PROGRAM	10,000
Total . . . . ▶ **3a**				1,517,381

Form 990PF Part XV Line 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*				
NEW HOPE OKLAHOMA PO BOX 3243 TULSA,OK 74101			FAMILY & COMMUNITY SERVICES GRANT	10,949
CLAREHOUSE 7617 S MINGO RD TULSA,OK 74133			HEALTHCARE GRANT	15,000
SUTTON AVIAN RESEARCH CENTER PO BOX 2007 BARTLESVILLE,OK 74005			EVENT SPONSORSHIP	4,000
JUNIOR ACHIEMENT OF OK 3947 S 103RD E AVE TULSA,OK 74146			EDUCATION GRANT	10,000
LITTLE LIGHT HOUSE 5120 E 36TH STREET TULSA,OK 74135			EDUCATION GRANT	25,000
Total . . . . ▶ **3a**				1,517,381

Form 990PF Part XV Line 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*				
TULSA COMMUNITY FOUNDATION 7030 S YALE AVE 600 TULSA, OK 74136			SUPPLIED FOR SUCCESS CAMPAIGN	5,000
501 TECHNET 7030 S YALE STE 600 TULSA, OK 74136			CIVIC & COMMUNITY GRANT	10,000
STREET SCHOOL 1135 S YALE AVE TULSA, OK 74112			EDUCATION GRANT	10,000
KIPP TULSA COLLEGE PREP SCHOOL 1661 E VIRGIN ST TULSA, OK 74106			EDUCATION GRANT	13,300
TULSA HUB 601 W 3RD ST TULSA, OK 74103			FAMILY & COMMUNITY SERVICES GRANT	10,000
Total . . . . ▶ **3a**				1,517,381

Form 990PF Part XV Line 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*				
TULSA ZOO MANAGEMENT 6421 E 36TH ST N TULSA, OK 74115			LOST KINGDOM EXIBIT	50,000
UNIVERSITY OF TULSA 800 S TUCKER DR TULSA, OK 74104			STUDENT LOUNGE HARDESTY HALL	100,000
CROSSTOWN LEARNING CENTER 2501 E ARCHER ST TULSA, OK 74110			EDUCATION GRANT	150,000
TULSA HISTORICAL SOCIETY 2445 S PEORIA TULSA, OK 74114			ARTS & CULTURE GRANT	10,000
TULSA OPERA 1610 S BOULDER TULSA, OK 741194479			ARTS & CULTURE GRANT	10,000
Total . . . . ▶ **3a**				1,517,381

Form 990PF Part XV Line 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*				
YOUTH SERVICES OF TULSA 311 S MADISON AVE TULSA, OK 74103			FAMILY & COMMUNITY SERVICES GRANT	50,000
TULSA BOTANICAL GARDEN PO BOX 707 TULSA, OK 74101			ARTS & CULTURE GRANT	100,000
Total . . . . ▶ **3a**				1,517,381

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491244007007

TY 2015 Accounting Fees Schedule

Name: GRACE & FRANKLIN BERNSEN FOUNDATION

EIN: 23-7009414

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	4,392	878	878	3,514

TY 2015 Investments - Land Schedule

Name: GRACE & FRANKLIN BERNSEN FOUNDATION

EIN: 23-7009414

Category/ Item	Cost/Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
OIL & GAS ROYALTIES	18,820	18,820		

efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93491244007007

TY 2015 Investments - Other Schedule

Name: GRACE & FRANKLIN BERNSEN FOUNDATION

EIN: 23-7009414

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
MERRILL LYNCH-AMER EURO PACIFIC	AT COST	3,048,143	3,748,175
VANGUARD 500 INDEX FUND	AT COST	6,539,338	10,775,467
VANGUARD SMALL CAP INDEX FUND	AT COST	2,012,575	4,344,341
DFA EMERGING MARKETS	AT COST	2,079,360	2,013,060
DODGE & COX FUND	AT COST	5,861,883	5,834,480
WELLS FARGO ADVTG.	AT COST	2,448,886	2,338,542
MARKET ADJUSTMENT - INVESTMENTS	AT COST	4,704,606	

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491244007007

TY 2015 Land, Etc. Schedule

Name: GRACE & FRANKLIN BERNSEN FOUNDATION

EIN: 23-7009414

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
OFFICE EQUIPMENT				

efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93491244007007

TY 2015 Other Decreases Schedule

Name: GRACE & FRANKLIN BERNSEN FOUNDATION

EIN: 23-7009414

Description	Amount
PY CHANGE IN FUND BALANCES	327,162

efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93491244007007

TY 2015 Other Expenses Schedule

Name: GRACE & FRANKLIN BERNSEN FOUNDATION

EIN: 23-7009414

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
INSURANCE - OFFICE	1,425	157	157	1,268
INSURANCE - EMPLOYEES	2,297	253	253	2,044
INSURANCE - WORKER'S COMP	350	39	39	311
OFFICE SUPPLIES	2,615	288	288	2,327
TELEPHONE	5,548	610	610	4,938
SERVICE FEES	88	10	10	78
MEALS & ENTERTAINMENT	636	70	70	566
BUSINESS EXPENSE	275	30	30	245
SEMINARS	500	55	55	445

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OFFICE MAINTENANCE	4,958	545	545	4,413

efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93491244007007

TY 2015 Other Income Schedule

Name: GRACE & FRANKLIN BERNSEN FOUNDATION

EIN: 23-7009414

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OIL & GAS	20,153		20,153
DEPLETION	-3,023		-3,023

TY 2015 Other Increases Schedule

Name: GRACE & FRANKLIN BERNSEN FOUNDATION

EIN: 23-7009414

Description	Amount
DEPLETION TAKEN ON ROYALTIES	3,023

TY 2015 Other Professional Fees Schedule

Name: GRACE & FRANKLIN BERNSEN FOUNDATION

EIN: 23-7009414

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER PROFESSIONAL FEES	32,393	32,393	32,393	

TY 2015 Taxes Schedule

Name: GRACE & FRANKLIN BERNSEN FOUNDATION

EIN: 23-7009414

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PAYROLL TAX	11,244	11,244	11,244	
OTHER	1,274	1,274	1,274	
FEDERAL INCOME TAX	18,979	18,979	18,979	