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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 separate instructions is at www.irs.gov/form990pf.**

OMB No 1545-0052

2016**Open to Public Inspection****For calendar year 2016 or tax year beginning , 2016, and ending**

Robert Glenn Rapp Foundation
5400 N. Grand Blvd. #545
Oklahoma City, OK 73112

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

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, column (c), line 16) ▶ \$ **31,143,522.**
J Accounting method. ☐ Cash ☒ Accrual
☐ Other (specify) (Part I, column (d) must be on cash basis.)

A Employer identification number
73-0616840
B Telephone number (see instructions)
(405) 525-8331
C If exemption application is pending, check here ▶ ☐
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 ▶ ☐
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 <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
	3 Interest on savings and temporary cash investments	134,716.	134,716.	134,716.		
	4 Dividends and interest from securities	398,337.	398,337.	398,337.		
	5a Gross rents					
	b Net rental income or (loss)					
	6a Net gain or (loss) from sale of assets not on line 10	608,503.				
	b Gross sales price for all assets on line 6a	4,655,381.				
	7 Capital gain net income (from Part IV, line 2)		608,503.			
	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)						
	See Statement 1	1,240,831.	1,240,831.	1,240,831.		
12 Total. Add lines 1 through 11		2,382,387.	2,382,387.	1,773,884.		
ADMINISTRATIVE AND OPERATING EXPENSES	13 Compensation of officers, directors, trustees, etc.	198,000.	34,500.	34,500.	166,500.	
	14 Other employee salaries and wages	43,488.	36,965.	36,965.	6,523.	
	15 Pension plans, employee benefits					
	16a Legal fees (attach schedule)					
	b Accounting fees (attach sch)	See St 2	19,099.	17,189.	17,189.	1,910.
	c Other professional fees (attach sch)					
	17 Interest					
	18 Taxes (attach schedule)(see instrs)	See Stmt 3	225,325.	128,035.	128,035.	
	19 Depreciation (attach schedule) and depletion	See Stmt 4	1,291.	1,291.	1,291.	
	20 Occupancy					
	21 Travel, conferences, and meetings					
	22 Printing and publications					
	23 Other expenses (attach schedule)					
		See Statement 5	195,262.	195,262.	195,262.	
	24 Total operating and administrative expenses. Add lines 13 through 23		682,465.	413,242.	413,242.	174,933.
25 Contributions, gifts, grants paid	Part XV	1,585,000.			1,585,000.	
26 Total expenses and disbursements. Add lines 24 and 25		2,267,465.	413,242.	413,242.	1,759,933.	
27 Subtract line 26 from line 12:						
a Excess of revenue over expenses and disbursements		114,922.				
b Net investment income (if negative, enter -0-)			1,969,145.			
c Adjusted net income (if negative, enter -0-)				1,360,642.		

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
ASSETS	1	Cash — non-interest-bearing		111,062.	104,497.	104,497.
	2	Savings and temporary cash investments		1,051,078.	796,031.	796,031.
	3	Accounts receivable	248,977.			
		Less: allowance for doubtful accounts		194,573.	248,977.	248,977.
	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 sch)				
		Less: allowance for doubtful accounts				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges		116,546.	71,979.	71,979.
	10a	Investments — U.S. and state government obligations (attach schedule)		6,177,959.	6,557,186.	8,524,290.
	b	Investments — corporate stock (attach schedule)		15,733,815.	15,802,507.	14,643,979.
	c	Investments — corporate bonds (attach schedule)				
	LIABILITIES	11	Investments — land, buildings, and equipment: basis	6,049.		
		Less: accumulated depreciation (attach schedule) See Stmt 6	6,049.			
12		Investments — mortgage loans				
13		Investments — other (attach schedule)				
14		Land, buildings, and equipment: basis	8,506.			
		Less: accumulated depreciation (attach schedule) See Stmt 7	1,937.	7,860.	6,569.	6,569.
15		Other assets (describe See Statement 8)		1,891.	1,888.	6,747,200.
16		Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I)		23,394,784.	23,589,634.	31,143,522.
17		Accounts payable and accrued expenses			64,998.	
18		Grants payable				
NET ASSETS OR FUND BALANCES	19	Deferred revenue				
	20	Loans from officers, directors, trustees, & other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe)				
	23	Total liabilities (add lines 17 through 22)		0.	64,998.	
	24	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>				
	25	Unrestricted				
	26	Temporarily restricted				
		Permanently restricted				
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>				
27	Capital stock, trust principal, or current funds		842,663.	842,663.		
28	Paid-in or capital surplus, or land, bldg, and equipment fund					
29	Retained earnings, accumulated income, endowment, or other funds		22,552,121.	22,681,973.		
30	Total net assets or fund balances (see instructions)		23,394,784.	23,524,636.		
31	Total liabilities and net assets/fund balances (see instructions)		23,394,784.	23,589,634.		

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	23,394,784.
2	Enter amount from Part I, line 27a.	2	114,922.
3	Other increases not included in line 2 (itemize) See Statement 9	3	14,930.
4	Add lines 1, 2, and 3	4	23,524,636.
5	Decreases not included in line 2 (itemize)	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30.	6	23,524,636.

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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Statement 10				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(j) F.M.V. as of 12/31/69	(k) Adjusted basis as of 12/31/69	(l) Excess of col. (j) over col. (k), if any		
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss). If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		2	608,503.	
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	0.	

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))
2015	1,755,005.	35,340,774.	0.049659
2014	1,587,845.	37,959,383.	0.041830
2013	1,496,582.	33,899,955.	0.044147
2012	1,282,354.	30,309,708.	0.042308
2011	1,085,961.	27,087,500.	0.040091
2 Total of line 1, column (d)		2	0.218035
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	0.043607
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5		4	31,077,500.
5 Multiply line 4 by line 3		5	1,355,197.
6 Enter 1% of net investment income (1% of Part I, line 27b)		6	19,691.
7 Add lines 5 and 6		7	1,374,888.
8 Enter qualifying distributions from Part XII, line 4		8	1,759,933.

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)

1 a 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	19,691.
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	19,691.
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	19,691.
6 Credits/Payments.			
a 2016 estimated tax pmts and 2015 overpayment credited to 2016	6 a	91,670.	
b Exempt foreign organizations — tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d	7	91,670.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" 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		0.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		71,979.
11 Enter the amount of line 10 to be: Credited to 2017 estimated tax 71,979. Refunded	11		0.

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? <i>If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		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 \$ 0. (2) On foundation managers \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i>		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? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a 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?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		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? <i>If 'Yes,' complete Part II, col. (c), and Part XV</i>	X	
8 a 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 <i>General Instruction G</i> ? <i>If 'No,' attach explanation</i>	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 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

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Part VII-A Statements Regarding Activities (continued)

	Yes	No
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 <u>N/A</u>	13	X
14 The books are in care of <u>Robert Glenn Rapp Foundation</u> Telephone no. <u>(405) 525-8331</u> Located at <u>5400 N. Grand Blvd., Ste 545 Oklahoma City 0</u> ZIP + 4 <u>73112</u>		
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 <u>N/A</u>	15	N/A
16 At any time during calendar year 2016, 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. If 'Yes,' enter the name of the foreign country <u></u>	16	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
1 a 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. <input type="checkbox"/>	1 b	N/A
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 2016? <input type="checkbox"/>	1 c	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 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
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.)	2 b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
3 a 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 2016 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 2016.)	3 b	N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	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 2016?	4 b	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)?

5b N/A

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 (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Attachment Detail (11 Trustees)	Trustee 65.00	198,000.	0.	0.

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

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

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

0

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		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (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	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	1 a	22,727,988.
b Average of monthly cash balances	1 b	1,323,905.
c Fair market value of all other assets (see instructions)	1 c	7,498,868.
d Total (add lines 1a, b, and c)	1 d	31,550,761.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	31,550,761.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	473,261.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	31,077,500.
6 Minimum investment return. Enter 5% of line 5	6	1,553,875.

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	1,553,875.
2a Tax on investment income for 2016 from Part VI, line 5	2 a	19,691.
b Income tax for 2016. (This does not include the tax from Part VI)	2 b	
c Add lines 2a and 2b	2 c	19,691.
3 Distributable amount before adjustments Subtract line 2c from line 1	3	1,534,184.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	1,534,184.
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	1,534,184.

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	1 a	1,759,933.
b Program-related investments — total from Part IX-B	1 b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3 a	
b Cash distribution test (attach the required schedule)	3 b	
4 Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,759,933.
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	19,691.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,740,242.

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 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				1,534,184.
2 Undistributed income, if any, as of the end of 2016.			1,730,731.	
a Enter amount for 2015 only		0.		
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2016:				
a From 2011				
b From 2012				
c From 2013				
d From 2014				
e From 2015				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2016 from Part XII, line 4: ▶ \$ 1,759,933.			1,730,731.	
a Applied to 2015, but not more than line 2a		0.		
b Applied to undistributed income of prior years (Election required — see instructions)				
c Treated as distributions out of corpus (Election required — see instructions)	0.			29,202.
d Applied to 2016 distributable amount	0.			
e Remaining amount distributed out of corpus	0.			0.
5 Excess distributions carryover applied to 2016 (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:	0.			
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 2015. Subtract line 4a from line 2a. Taxable amount — see instructions			0.	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				1,504,982.
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 2011 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9.				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015				
e Excess from 2016				

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				
Attachment V Attachment V Attachment V OK	Attachment V	501(c) (3)	Education	1,585,000.
Total				1,585,000.
b Approved for future payment				
Attachment V		501(c) (3)	Education	675,000.
Total				675,000.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1	Program service revenue:					
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			14	134,716.	
4	Dividends and interest from securities			14	398,337.	
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				1,240,831.	
8	Gain or (loss) from sales of assets other than inventory					608,503.
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue:					
a						
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)				1,773,884.	608,503.
13	Total. Add line 12, columns (b), (d), and (e)				13	2,382,387.

(See worksheet in line 13 instructions to verify calculations)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes	
1	2
3	4
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7	8
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95	96
97	98
99	100

[illegible]

Robert Glenn Rapp Foundation

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Statement 1
Form 990-PF, Part I, Line 11
Other Income

	(a) Revenue per Books	(b) Net Investment Income	(c) Adjusted Net Income
Other Investment Income	\$ 1,240,831.	\$ 1,240,831.	\$ 1,240,831.
Total	\$ 1,240,831.	\$ 1,240,831.	\$ 1,240,831.

Statement 2
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Accounting Fees	\$ 19,099.	\$ 17,189.	\$ 17,189.	\$ 1,910.
Total	\$ 19,099.	\$ 17,189.	\$ 17,189.	\$ 1,910.

Statement 3
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Taxes Schedule Attachment I	\$ 225,325.	\$ 128,035.	\$ 128,035.	
Total	\$ 225,325.	\$ 128,035.	\$ 128,035.	\$ 0.

Statement 4
Form 990-PF, Part I, Line 19
Allocated Depreciation

Date Acquired	Cost Basis	Prior Yr Depr	Method	Rate	Life	Current Yr Depr	Net Invest Income	Adjusted Net Income
Computer & software 4/15/15	1,326	133	S/L	0.2		265	265	265
Conference Room Chrs 3/10/15	7,180	513	S/L	0.1429		1,026	1,026	1,026

Robert Glenn Rapp Foundation

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Statement 5
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Other - Attachment I	\$ 195,262.	\$ 195,262.	\$ 195,262.	
Total	<u>\$ 195,262.</u>	<u>\$ 195,262.</u>	<u>\$ 195,262.</u>	<u>\$ 0.</u>

Statement 6
Form 990-PF, Part II, Line 11
Investments - Land, Buildings, and Equipment

Category	Basis	Accum. Deprec.	Book Value	Fair Market Value
Machinery and Equipment	\$ 6,049.	\$ 6,049.	\$ 0.	\$ 0.
Total	<u>\$ 6,049.</u>	<u>\$ 6,049.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

Statement 7
Form 990-PF, Part II, Line 14
Land, Buildings, and Equipment

Category	Basis	Accum. Deprec.	Book Value	Fair Market Value
Furniture and Fixtures	\$ 7,180.	\$ 1,539.	\$ 5,641.	\$ 0.
Machinery and Equipment	1,326.	398.	928.	6,569.
Total	<u>\$ 8,506.</u>	<u>\$ 1,937.</u>	<u>\$ 6,569.</u>	<u>\$ 6,569.</u>

Statement 8
Form 990-PF, Part II, Line 15
Other Assets

	Book Value	Fair Market Value
Accum Depletion	\$ -362,676.	
Non-producing		\$ 1,888.
Non-producing Oil & Gas	1,888.	
Oil & Gas Prod Roy 10%NPV, 5% Decline		6,745,312.
Oil & Gas Prod Roy Int	362,678.	
Rounding	-2.	
Total	<u>\$ 1,888.</u>	<u>\$ 6,747,200.</u>

Robert Glenn Rapp Foundation

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Statement 9
Form 990-PF, Part III, Line 3
Other Increases

Prior Period Adjustments

Total \$ 14,930.
 Total \$ 14,930.

Statement 10
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold
1	Various Schwab 9117-9464	Purchased	Various	12/31/2016
2	Various Schwab 7794-6387	Purchased	Various	12/31/2016
3	Various Schwab 5198-2830	Purchased	Various	12/31/2016
4	Various Investrust 10892701	Purchased	Various	12/31/2016
5	Various Investrust 10892702	Purchased	Various	12/31/2016
6	Various Investrust 10892703	Purchased	Various	12/31/2016
7	Various Investrust 10892704	Purchased	Various	12/31/2016
8	Various Schwab 2830 LTCG Distr	Purchased	Various	12/31/2016
9	Various Class Action Settlement	Purchased	Various	12/31/2016
10	Various LTCG Distr Investrust	Purchased	Various	12/31/2016
11	Various Wash Sale Adjust Investrust 10892704	Purchased	Various	12/31/2016

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i) - (j)	(l) Gain (Loss)
1	677,387.		710,534.	-33,147.				\$ -33,147.
2	156,374.		112,052.	44,322.				44,322.
3	189,000.		182,336.	6,664.				6,664.
4	523,734.		533,014.	-9,280.				-9,280.
5	582,345.		523,883.	58,462.				58,462.
6	381,461.		338,711.	42,750.				42,750.
7	1912450.		1646348.	266,102.				266,102.
8	222,621.		0.	222,621.				222,621.
9	242.		0.	242.				242.
10	7,072.		0.	7,072.				7,072.
11	2,695.		0.	2,695.				2,695.
Total								\$ 608,503.

Statement 11
Form 990-PF, Part XV, Line 2a-d
Application Submission Information

Name of Grant Program:

Name:

Robert Glenn Rapp Foundation

Care Of:

Michael J. Milligan

Street Address:

5400 N. Grand Blvd., Ste 545

City, State, Zip Code:

Oklahoma City, OK 73112

Telephone:

(405) 525-8331

E-Mail Address:

Form and Content:

The foundation has an official application form that must
 be completed. Applications
 are available by calling or writing the foundation.

Submission Deadlines:

August 31 of each year.

Statement 11 (continued)
Form 990-PF, Part XV, Line 2a-d
Application Submission Information

Restrictions on Awards: Educational purpose is required. No contributions for operating expenses.

Robert Glenn Rapp Foundation

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Other Income Producing Activities
Interest on savings & cash investments

Bond Interest, OID, Etc.

Total \$ 134,716.
\$ 134,716.**Other Income Producing Activities**
Other investment income [O]

Oil & Gas ORRI

\$ 1,182,273.

Lease Bonus

58,558.

Miscellaneous

0.

Total \$ 1,240,831.

Net Investment Income / Adj. Net Income
Other investment income

Royalty Income

\$ 1,182,273.

Lease Bonus

58,558.

Delay rentals

0.

Other income

0.

Total \$ 1,240,831.

Net Investment Income / Adj. Net Income
Other investment income

Oil & Gas ORRI

\$ 1,182,273.

Lease bonus

58,558.

Delay Rental

0.

Other

0.

Total \$ 1,240,831.

Operating & Administrative Exp. (990-PF)
Compensation of officers, etc. (see Screen 38)[O]

Sched Attached

Total \$ 198,000.
\$ 198,000.**Grants and Allocations (990-PF)**
Cash amount given
Attachment V

Attachment V

Total \$ 1,585,000.
\$ 1,585,000.

Robert Glenn Rapp Foundation

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Undistributed Income (990-PF)**Average monthly fair market value of securities [O]**

Equities	\$	14,164,457.
Bonds		8,563,531.
Total	\$	<u>22,727,988.</u>

Undistributed Income (990-PF)**Fair market value of all other assets**

Accrued Oil & Gas Rec	\$	187,758.
Accrued Interest		34,017.
Prepaid Taxes		104,108.
Oil & Gas Minerals		7,163,873.
Nonproducing		1,888.
Equipment		7,224.
Total	\$	<u>7,498,868.</u>

Balance Sheet**Accounts receivable**

Accrued Interest	\$	36,422.
Accrued Oil & Gas		212,555.
Total	\$	<u>248,977.</u>

Balance Sheet**Prepaid expenses and deferred charges**

Prepaid Fed Excise Tax	\$	71,979.
Rounding		0.
Total	\$	<u>71,979.</u>

Balance Sheet**Retained earnings or accumulated income**

Paid in Capital	\$	22,681,973.
Net Income before Contributions		0.
Contributions		0.
Total	\$	<u>22,681,973.</u>

FMV of Assets (990-PF)**Prepaid expenses and deferred charges**

Excise Tax Prepaid Applied to 2017	\$	71,979.
Total	\$	<u>71,979.</u>

ROBERT GLENN RAPP FOUNDATION
990-PF, YEAR ENDED DECEMBER 31, 2016
I.D. #73-0616840

ATTACHMENT I

PART I - LINE 11 - OTHER INCOME	Per Books	Column (b) & (c)
OIL & GAS ORRI & Roy Inc	1,182,273	1,182,273
Miscellaneous income (LOE Credit)		
Lease Bonus	58,558	58,558
TOTAL OTHER INCOME	<u>1,240,831</u>	<u>1,240,831</u>

PART I - LINE 16b - PROFESSIONAL SERVICES		
PROFESSIONAL SERVICES		
RETURN PREP & PLANNING & LEGAL	19,099	17,189
TOTAL PROFESSIONAL SERVICES	<u>19,099</u>	<u>17,189</u>

PART I LINE 18 - TAXES		
Payroll Tax	3,331	3,331
GROSS PRODUCTION TAX	59,262	59,262
Excise tax on Investment Income	19,691	
ADVALOREM TAX	65,442	65,442
TOTAL TAXES	<u>147,726</u>	<u>128,035</u>

PART I - LINE 23 - OTHER EXPENSE		
Bank Charges	5	5
Foreign Tax	2,866	2,866
Advisory Fees	150,891	150,891
Miscellaneous	15,579	15,579
Insurance	2,827	2,827
Oil & Gas Roy Expenses	23,094	23,094
TOTAL OTHER EXPENSE	<u>195,262</u>	<u>195,262</u>

ROBERT GLENN RAPP FOUNDATION
 990-PF, YEAR ENDED DECEMBER 31, 2016
 I D #73-0616840

ATTACHMENT II

	BEGINNING	BEGIN	DEPL	RESERVE	CURRENT	2015
	BALANCE	DEPL	BAL (NBV)	BBLs	PROD	DEPL
ORRI						
CORNELL UNIT	322,356	322,356	0	1,020	42,224	0
PRODUCING ROYALTIES						
MISC - TEXAS	32,066	32,066	0			
MISC - ILLINOIS	189	189	0			
MISC - OKLAHOMA	8,067	8,067	0			
TOTALS	<u>362,678</u>	<u>362,678</u>	<u>0</u>		Depletion	<u>0</u>

ROBERT GLENN RAPP FOUNDATION
 990-PF, YEAR ENDED DECEMBER 31, 2016
 I D #73-0616840

Attachment IV

Allocation of Expenses

		Alloc			
		%	Investmnt	Charity	Total
Trustee Fees					
James H Milligan					18,000
SSN 560-40-7331					
	Charity	90%		16200	
	Invest	10%	1,800		
Lois D Milligan					18,000
SSN 571-44-0785					
	Charity	90%		16200	
	Invest	10%	1,800		
Jilene Boghetich					18,000
SSN 446-58-9013					
	Charity	80%		14400	
	Invest	20%	3,600		
NEW TRUSTEES SEE ATTACHMENT VI	BELOW FOR DETAIL				90,000
	Charity	90%		81000	
	Invest	10%	9,000		
Mike Milligan					18,000
SSN 446-58-9028					
	Charity	50%		9000	
	Invest	50%	9,000		
Merry Knowles					18,000
SSN 446-58-8996					
	Charity	90%		16200	
	Investment	10%	1,800		
Tony Boghetich					18,000
SSN 457-86-6675					
	Charity	75%		13500	
	Investment	25%	4,500		
Total Trustee Fees			31,500	166,500	198,000

Professional Services

Professional Services

	Charity	50%		0	
	Invest	50%	0		
Tax Preparation, Etc					19,099
	Charity	10%		1910	
	Invest	90%	17189		

Total Accounting Services			17189	1910	19099
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ROBERT GLENN RAPP FOUNDATION
990-PF, YEAR ENDED DECEMBER 31, 2016
I D #73-0616840

Attachment V.

Part XVI

GRANTS AND CONTRIBUTIONS PAID OR APPROVED FOR FUTURE PAYMENT			2016
3a	PAID DURING THE YEAR-LINE 3a		
1	Boys and Girls Club Oklahoma City, OK	Endowment	25,000 xx
2	Bishop McGuinness HS Oklahoma City, OK	SCHOLARSHIP FUNDS	26,500 xx
3	Boys Ranch Town Oklahoma City, OK	New HVAC & Other Eq	15,000 xx
4	Birth Choice - Rose Home Oklahoma City, OK	Operating Expenses	5,500 xx
5	Catholic Charities Oklahoma City, OK	Crossbeams Capital Prg	51,500 xx
6	Myriad Gardens Fnd Oklahoma City, OK	Endowment	50,000 xx
7	North Central College Oklahoma City, OK	Production Equip	17,500 xx
8	Oklahoma Contemporary Art Oklahoma City, OK	Capital Prg	25,000 xx
9	Oklahoma City, OK		
10	SMU Dallas, TX	FELLOWSHIP PROGRAM	53,500 xx
11	Oklahoma City, OK		
12	Junior Achievement Oklahoma City, OK	Support K-12 Curricul	5,000 xx
13	Oklahoma City, OK		
14	KCSC Classical Radio Oklahoma City, OK	FM Antenna	52,000 xx
15	Oklahoma City, OK		
16	Oklahoma City, OK		
17	Good Shepherd Catholic Sch Oklahoma City, OK	AUTISM THERAPY	10,000 xx
18	Oklahoma City, OK		
19	Oklahoma City, OK		
20	Okla City Univ Oklahoma City, OK	Mark Parker Endowed Schlor	25,000 xx
21	Prestonwood Chistian Acad Oklahoma City, OK	Fine Arts Facility	50,000 xx
22	Oklahoma State Univ Stillwater, OK	Performing Arts Center	300,000 xx
23	Oklahoma City, OK		
24	Oklahoma City, OK		
25	Edmond, OK		
26	St Anthony Hosp Oklahoma City, OK	Expand Cancer Services	25,000 xx
27	La Jolla Playhouse La Jolla, CA	Support	5,000 xx
28	Lifechange Ballroom Oklahoma City, OK	Dancing Instruction in Schools	10,000 xx
29	Oklahoma City, OK		
30	Oklahoma City, OK		
31	Children's Center Oklahoma City, OK	Building Improvements	50,000 xx
32	OKC Food Bank Oklahoma City, OK	Matching Endowment	50,000 xx
33	Center for Psychotherapy Oklahoma City, OK	Book Publishing	15,000 xx
34	El Sistema Oklahoma City, OK	Orchestra Instrument Fund	15,000 xx
35	Oklahoma Christian Univ	3D Motion System	50,000 xx

Oklahoma City, OK			
36 San Diego Symphony	Stage Lighting	50,000	xx
San Diego, CA			
37 Oklahoma Adaptive Sports		13,500	xx
Oklahoma City, OK			
38 Oklahoma University	New Band Uniforms	25,000	xx
Norman, OK			
39 St Francis/Rosary School	Capital Campaign	450,000	xx
Oklahoma City, OK			
40 OKASA	Equip & Uniforms	13,000	xx
Oklahoma City, OK			
41 Sharing Tree	Toys, clothes, operating	5,000	xx
Oklahoma City, OK			

42

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51 YWCA	Renovate Grp Homes	25,000	xx
Oklahoma City, OK			
52 Oklahoma City, OK			
53 Canterbury Choral Society	Music Education	5,000	xx
Oklahoma City, OK			
54 Heritage Hall	COURTS & BLEACHERS	25,000	xx
Oklahoma City, OK			
55 City Rescue Mission	SIGN	20,000	xx
Oklahoma City, OK			
56 Trustee Discretionary	Various 501' (c) (3)	22,000	
Oklahoma City, OK			

57

58

Oklahoma City, OK

59

Oklahoma City, OK

Total Line 3a

1,585,000	0
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0

3b

APPROVED FOR FUTURE PAYMENT-Line 3b

1

Total	2017
-------	------

2 Catholic Charities
Capital Campaign

12/2017	50,000	50,000
12/2018	50,000	

3 The Children's Center
Patient Floors

12/2017	50,000	50,000
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4

5 Myriad Gardens Foundation
Matching Grant 1.1 for Endowment

	12/2017	50,000	50,000
	12/2018	50,000	
	12/2019	50,000	

6

7 McGuinness High School
Baseball Complex Renovation

12/2017	25,000	25,000
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8 Oklahoma City University
Mark Parker Endowed Scholarship

12/2017	25,000	25,000
12/2018	25,000	

9 Oklahoma State University
Performing Arts Center

12/2017	50,000	50,000
12/2018	50,000	
12/2019	50,000	
12/2020	50,000	

10

11 Regional Food Bank
Kids Hunger Endowment
Matching 1 1

12/2017	50,000	50,000
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13

14

15

16 Sothern Methodist Univ
Endowment School of Business

12/2017	50,000	50,000
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Total Line 3b - Future Payments

675,000	350,000
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ROBERT GLENN RAFF FOUNDATION
990-PF, YEAR ENDED DECEMBER 31, 2016
I D #73-0616840

Attn VI

PART VIII - page 6

(a) Name and Address	(b) Title & avg hrs/week	(c)	(d)	(e) Comp- enstn
James H Milligan Oklahoma City, OK SSN: 560-40-7331	Trustee Est 5	0	0	18,000
Lois D Milligan Oklahoma City, OK SSN 571-44-0785	Trustee Est 10	0	0	18,000
Jilane Boghetich Oklahoma City, OK SSN: 446-58-9013	Trustee Est 5	0	0	18,000
Merry Knowles Oklahoma City, OK SSN 446-58-8996	Trustee Est 5	0	0	18,000
Michael Milligan Oklahoma City, OK SSN 446-58-9028	Trustee Est 10	0	0	18,000

Tony Boghetich	Trustee	0	0	18,000
Oklahoma City, OK	Est 5			
SSN 457-86-6675				
NEW TRUSTEES ADDED 2015				
Patricia F Milligan	Trustee	New 2015		18,000
Oklahoma City, OK	Est 5			
SSN 446-58-3788				
Patricia A Daniel	Trustee	New 2015		18,000
San Diego, CA	Est 5			
SSN 446-58-8966				
Trevor Daniel	Trustee	New 2015		18,000
San Diego, CA	Est 5			
SSN 622-47-3297				
Margie John	Trustee	New 2015		18,000
Zephyr Cove, NV	Est 5			
SSN 446-58-8980				
Rick John	Trustee	New 2015		18,000
Zepher Cove, NV	Est 5			
SSN 200-54-2811				
TOTAL NEW TRUSTEES ADDED 2015				<u>90,000</u>
TOTAL TRUSTEE FEES				<u><u>198,000</u></u>