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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**

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

▶ Do not enter social security numbers on this form as it may be made public.

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

OMB No 1545-0052

2016

Open to Public Inspection

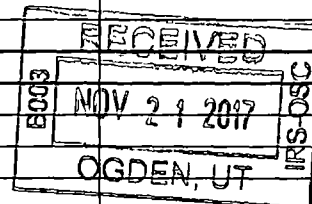
For calendar year 2016 or tax year beginning

, 2016, and ending

, 20

Name of foundation ONEOK FOUNDATION, INC		A Employer identification number 73-1503823
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) (918) 588-7000
P.O. BOX 871		
City or town, state or province, country, and ZIP or foreign postal code TULSA, OK 74102-0871		C If exemption application is pending, check here. ☐
G Check all that apply	☐ Initial return ☐ Final return ☐ Address change	☐ Initial return of a former public charity ☐ Amended return ☐ Name change
H Check type of organization ☒ Section 501(c)(3) exempt private foundation		D 1. Foreign organizations, check here. ☐
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		2. Foreign organizations meeting the 85% test, check here and attach computation ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 14,624,879.		E If private foundation status was terminated under section 507(b)(1)(A), check here. ☐
J Accounting method ☐ Cash ☒ Accrual		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here. ☐
☐ Other (specify) _____		
(Part I, column (d) must be on cash basis)		

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)
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.	68.	68.		
4	Dividends and interest from securities	205,587.	205,587.		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	222,810.			
b	Gross sales price for all assets on line 6a 7,697,415.				
7	Capital gain net income (from Part IV, line 2)		222,810.		
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)				
12	Total. Add lines 1 through 11	428,465.	428,465.		
13	Compensation of officers, directors, trustees, etc.	0.			
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule) [1]	16,966.	16,966.		
17	Interest				
18	Taxes (attach schedule) (see instructions) [2]	1,090.			
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) [3]	76.	76.		
24	Total operating and administrative expenses. Add lines 13 through 23.	18,132.	17,042.		
25	Contributions, gifts, grants paid	3,276,867.			3,276,867.
26	Total expenses and disbursements. Add lines 24 and 25	3,294,999.	17,042.		3,276,867.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	-2,866,534.			
b	Net investment income (if negative, enter -0-)		411,423.		
c	Adjusted net income (if negative, enter -0-)				



SCANNED NOV 27 2017

Revenue
Operating and Administrative Expenses

gpo. 29

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		480,881.	582,322.	582,322.
	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) ATCH 4		12,235,194.	11,027,286.	11,027,286.
	c	Investments - corporate bonds (attach schedule) ATCH 5		3,584,071.	3,015,271.	3,015,271.
	Liabilities	11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
12		Investments - mortgage loans				
13		Investments - other (attach schedule)				
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)		16,300,146.	14,624,879.	14,624,879.
17		Accounts payable and accrued expenses		-47,843.	-46,677.	
18		Grants payable				
19		Deferred revenue				
20		Loans from officers, directors, trustees, and other disqualified persons				
Net Assets or Fund Balances	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)		-47,843.	-46,677.	
		Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒				
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
29	Retained earnings, accumulated income, endowment, or other funds		16,347,989.	14,671,556.		
30	Total net assets or fund balances (see instructions)		16,347,989.	14,671,556.		
31	Total liabilities and net assets/fund balances (see instructions)		16,300,146.	14,624,879.		

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	16,347,989.
2	Enter amount from Part I, line 27a.	2	-2,866,534.
3	Other increases not included in line 2 (itemize) ▶ ATCH 6	3	1,190,101.
4	Add lines 1, 2, and 3	4	14,671,556.
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	14,671,556.

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 SEE PART IV SCHEDULE				
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) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			

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	222,810.
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	3,463,795.	18,561,713.	0.186610
2014	2,668,645.	19,106,723.	0.139670
2013	2,945,615.	37,535,084.	0.078476
2012	1,893,871.	34,495,792.	0.054902
2011	2,438,677.	33,904,452.	0.071928

2 Total of line 1, column (d)	2	0.531586
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	0.106317
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	15,559,673.
5 Multiply line 4 by line 3.	5	1,654,258.
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	4,114.
7 Add lines 5 and 6.	7	1,658,372.
8 Enter qualifying distributions from Part XII, line 4. 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	8	3,276,867.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1		
	Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	4,114.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2	3	4,114.
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	4,114.
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	49,511.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868),	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	49,511.
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	45,397.
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ☒ 45,397. Refunded ☐ Refundable ☐	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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ _____ (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		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		X
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ OK,		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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).		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)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	X	
Website address N/A		
14 The books are in care of DEREK S. REINERS Telephone no 918-588-7000		
Located at 100 WEST 5TH STREET TULSA, OK ZIP+4 74103		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ☐ and enter the amount of tax-exempt interest received or accrued during the year. 15		
16 At any time during calendar year 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?		X
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country _____		

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? ☐ Organizations relying on a current notice regarding disaster assistance check here ☐	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016? ☐	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? ☐ Yes ☒ No If "Yes," list the years _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	2b	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b If "Yes," did it have excess business holdings in 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.)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b	X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 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)?Organizations relying on a current notice regarding disaster assistance check here ☒ X**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? ☐ Yes ☒ 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? ☐ Yes ☒ No**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 8		0.	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. ☐ X

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 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 NONE	
2	
All other program-related investments See instructions	
3 NONE	

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	15,157,093.
b	Average of monthly cash balances	1b	639,529.
c	Fair market value of all other assets (see instructions).	1c	
d	Total (add lines 1a, b, and c)	1d	15,796,622.
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	15,796,622.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions).	4	236,949.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	15,559,673.
6	Minimum investment return. Enter 5% of line 5	6	777,984.

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	777,984.
2a	Tax on investment income for 2016 from Part VI, line 5 2a		4,114.
b	Income tax for 2016 (This does not include the tax from Part VI). 2b		
c	Add lines 2a and 2b	2c	4,114.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	773,870.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	773,870.
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	773,870.

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	3,276,867.
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	3,276,867.
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	4,114.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	3,272,753.

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				773,870.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.				
b Total for prior years 20 <u>14</u> , 20 <u>13</u> , 20 <u>12</u>				
3 Excess distributions carryover, if any, to 2016				
a From 2011	754,903.			
b From 2012	188,851.			
c From 2013	1,105,615.			
d From 2014	1,862,303.			
e From 2015	2,584,373.			
f Total of lines 3a through e	6,496,045.			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ <u>3,276,867.</u>				
a Applied to 2015, 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 2016 distributable amount.				773,870.
e Remaining amount distributed out of corpus.	2,502,997.			
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:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	8,999,042.			
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 2015 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 2017.				
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 2011 not applied on line 5 or line 7 (see instructions)	754,903.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	8,244,139.			
10 Analysis of line 9				
a Excess from 2012	188,851.			
b Excess from 2013	1,105,615.			
c Excess from 2014	1,862,303.			
d Excess from 2015	2,584,373.			
e Excess from 2016	2,502,997.			

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

NOT APPLICABLE

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or

4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
2 a 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 foundation 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))

N/A

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

N/A

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

N/A

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

WRITTEN REQUEST INDICATING CHARITY TO BENEFIT AND PURPOSE OF REQUEST.

c Any submission deadlines

NO SPECIFIC TIME.

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

ATCH 9

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
ATCH 10				
Total			3a	3,276,867.
b Approved for future payment				
Total			3b	

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) Exclusion 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			14	68.
3 Interest on savings and temporary cash investments .			14	205,587.
4 Dividends and interest from securities				
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			18	222,810.
8 Gain or (loss) from sales of assets other than inventory				
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)				428,465.
13 Total. Add line 12, columns (b), (d), and (e)			13	428,465.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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) | X |
| | (2) Other assets | 1a(2) | X |
| b | Other transactions | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| 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. | | |

[illegible]

- 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

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.

**Sign
Here**


Signature of officer or trustee

11/10/17
Date

VP OF TAX
Title

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

**Paid
Preparer
Use Only**

Print/Type preparer's name

R. MAJOR MORRIS

Preparer's signature

R. Major Momi

Date

11/10/2017

Check			
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7 ☐ self-employed

PTIN

P00234947

Firm's name ► HOWERTON, MORRIS, SIMPSON & SMITH, PLLC

Firm's EIN ▶ 57-1147617

Firm's address ► 8282 S. MEMORIAL DR, STE. 110
TULSA, OK

74133

Phone no 918 481-5949

Form **990-PF** (2016)

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL SHORT-TERM CAPITAL GAIN DIVIDENDS					23,333.	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					79,082.	
		SEE DETAIL ATTACHED				P	VAR	VAR
895,000.		PROPERTY TYPE: SECURITIES					18,745.	
		876,255.						
		SEE DETAIL ATTACHED				P	VAR	VAR
6,700,000.		PROPERTY TYPE: SECURITIES					101,650.	
		6,598,350.						
TOTAL GAIN (LOSS)							<u>222,810.</u>	

ATTACHMENT 1FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INVESTMENT MGMT / BANK FEES	15,666.	15,666.
OTHER PROFESSIONAL SVCS	1,300.	1,300.
TOTALS	<u>16,966.</u>	<u>16,966.</u>

ATTACHMENT 2FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
INCOME & EXCISE TAXES	1,090.
TOTALS	<u>1,090.</u>

ATTACHMENT 3FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
SUPPLIES/ OTHER	76.	76.
TOTALS	76.	76.

ATTACHMENT 4FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
CHARTWELL S/C VAL-I #0121	1,727,280.	1,777,928.	1,777,928.
AMERICAN EUROPACIFIC GRTH-F2 F	2,031,160.	1,762,680.	1,762,680.
DELAWARE POOLED TR EM PORT II	516,377.	428,842.	428,842.
DELAWARE VALUE-INST FD#0459	7,960,377.	3,521,352.	3,521,352.
LM CLEARBRIDGE L/C GRWTH-IS #0		3,536,484.	3,536,484.
TOTALS	<u>12,235,194.</u>	<u>11,027,286.</u>	<u>11,027,286.</u>

ATTACHMENT 5FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
JPMORGAN CORE BOND FUND	3,584,071.	3,015,271.	3,015,271.
TOTALS	<u>3,584,071.</u>	<u>3,015,271.</u>	<u>3,015,271.</u>

ATTACHMENT 6FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCESDESCRIPTIONAMOUNT

UNREALIZED GAINS ON INVESTMENTS

RECORDED FOR FINANCIAL ACCOUNTING

1,190,101.

TOTAL

1,190,101.

ATTACHMENT 7FORM 990PF, PART VII-B, LINE 5C-EXPENDITURE RESPONSIBILITY STATEMENT

GRANTEE'S NAME: ONE GAS FOUNDATION, INC. (PRIOR YEAR)
GRANTEE'S ADDRESS: 15 EAST 5TH STREET
CITY, STATE & ZIP: TULSA, OK 74103
GRANT DATE: 01/30/2014
GRANT AMOUNT: 18,834,086.
GRANT PURPOSE: ENDOWMENT OF ONE GAS FOUNDATION, INC. AS A RESULT OF A
PRIOR YEAR CORPORATE RESTRUCTURING
AMOUNT EXPENDED: 1,687,212.
ANY DIVERSION? NO
DATES OF REPORTS: OCTOBER 6, 2016 (SEE ATTACHMENT)
VERIFICATION DATE: 10/06/2016
RESULTS OF VERIFICATION:

ONE GAS FOUNDATION, INC. (THE GRANTEE FOUNDATION) PROVIDED THE
ATTACHED SIGNED STATEMENT/ REPORT FROM ONE GAS, INC.'S AND ONE GAS
FOUNDATION, INC.'S TREASURER AND CFO CURTIS DINAN. THE STATEMENT/
REPORT IS BEING SUBMITTED WITH ONEOK FOUNDATION INC.'S RETURN IN
ORDER TO SATISFY THE REQUIREMENTS OF REG. SEC. 53.4945-5 (RELATED TO
EXPENDITURE RESPONSIBILITY REPORTING). PURSUANT TO REG. SEC.
53.4945-5, REPORTING OF A GRANT MADE FOR ENDOWMENT IS TO BE REQUIRED
FOR THE YEAR OF THE GRANT AND THE FOLLOWING TWO YEARS.

ONE GAS FOUNDATION HAS EXPENDED THE FOLLOWING AMOUNTS:

2014	\$1,286,923
2015	\$1,687,212

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 8

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
TERRY K. SPENCER 100 WEST 5TH TULSA, OK 74103	CHAIRMAN/ PRESIDENT 2.00	0.	0.	0.
ROBERT F. MARTINOVICH 100 WEST 5TH TULSA, OK 74103	DIRECTOR 2.00	0.	0.	0.
STEPHEN W. LAKE 100 WEST 5TH TULSA, OK 74103	SR VP/ ASST SECR/ GEN COUNSEL 2.00	0.	0.	0.
TERRI A. PIRTLE 100 WEST 5TH TULSA, OK 74103	EXECUTIVE DIRECTOR 2.00	0.	0.	0.
CHARLES M. KELLEY 100 WEST 5TH TULSA, OK 74103	DIRECTOR 2.00	0.	0.	0.
WESLEY CHRISTENSEN 100 WEST 5TH TULSA, OK 74103	DIRECTOR 2.00	0.	0.	0.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 8 (CONT'D)

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
DEREK S. REINERS 100 WEST 5TH TULSA, OK 74103	SR VP; CFO; TREASURER 2.00	0.	0.	0.
SHERIDAN SWORDS 100 WEST 5TH TULSA, OK 74103	DIRECTOR 2.00	0.	0.	0.
WALTER HULSE III 100 WEST 5TH TULSA, OK 74103	DIRECTOR 2.00	0.	0.	0.
GRAND TOTALS		0.	0.	0.

ATTACHMENT 9

990PF, PART XV - RESTRICTIONS OR LIMITATIONS ON AWARDS

AWARDS MUST BE TO CHARITIES WITHIN THE GEOGRAPHIC AREA THAT ONEOK IS
CONDUCTING BUSINESS.

ONEOK Foundation, Inc.
Attachment to Form 990-PF for tax year 2016
Detail for Part XV - Grants and Contributions Paid During the Year

Organization Name	Street Address	City	State	Zip	Relationship to substantial contributor	Foundation status	Purpose	Amount Paid
A New Leaf Inc	P O Box 35903	Tulsa	OK	74153	None	PC	Vocational training program	\$ 5,000
A New Leaf Inc	P O Box 35903	Tulsa	OK	74153	None	PC	Volunteer Service Grant	\$ 250
ALS Association	P O Box 721116	Norman	OK	73070	None	PC	Volunteer Service Grant	\$ 250
ALS Association	P O Box 721116	Norman	OK	73070	None	PC	Volunteer Service Grant	\$ 250
ALS Association	P O Box 721116	Norman	OK	73070	None	PC	Volunteer Service Grant	\$ 250
American Cancer Society	6525 North Meridian, Ste 110	Oklahoma City	OK	73116	None	PC	Program support	\$ 350
Benefit Fund Of the McKenzie County Healthcare Systems	709 4th Avenue	Watford City	ND	58854	None	PC	Construction of replacement facility	\$ 200,000
Beta Eta Lambda Scholarship Foundation of Alpha Phi Alpha	P O Box 21021	Oklahoma City	OK	73156	None	PC	Alpha Boys Institute mentoring program for boys	\$ 2,500
Big Brothers Big Sisters of Oklahoma, Inc.	1401 S Boulder Ave, Ste 300	Tulsa	OK	74119	None	PC	Amachi mentoring program for children of incarcerated parents	\$ 25,000
Bismarck State College Foundation	P O Box 5587	Bismarck	ND	58506	None	PC	Student scholarships and Career Day support	\$ 5,000
Bismarck State College Foundation	P O Box 5587	Bismarck	ND	58506	None	PC	Student scholarship, program and club support	\$ 2,000
Boys & Girls Club of Bartlesville	401 S Seminole Ave	Bartlesville	OK	74003	None	PC	Volunteer Service Grant	\$ 500
Boys & Girls Club of Bartlesville	401 S Seminole Ave	Bartlesville	OK	74003	None	PC	Volunteer Service Grant	\$ 250
Boys & Girls Club of Richland County Montana	200 3rd Ave SE	Sidney	MT	59270	None	PC	Capital campaign for new facility	\$ 25,000
Camp Fire USA	706 South Boston Ave	Tulsa	OK	74119	None	PC	Diversity and Inclusion program support for LGBTQ youth	\$ 10,000
Child Abuse Network, Inc.	2829 South Sheridan Road	Tulsa	OK	74129	None	PC	Volunteer Service Grant	\$ 500
Child Abuse Network, Inc.	2829 South Sheridan Road	Tulsa	OK	74129	None	PC	Volunteer Service Grant	\$ 250
City Care Inc.	2400 General Pershing Blvd	Oklahoma City	OK	73107	None	PC	Program support	\$ 350
Clarehouse Inc	7617 S Mingo Rd	Tulsa	OK	74133	None	PC	End-of-life Care	\$ 5,000
Clarehouse Inc	7617 S Mingo Rd	Tulsa	OK	74133	None	PC	Program support	\$ 350
Clarehouse Inc	7617 S Mingo Rd	Tulsa	OK	74133	None	PC	Volunteer Service Grant	\$ 250
Clarehouse Inc	7617 S Mingo Rd	Tulsa	OK	74133	None	PC	Volunteer Service Grant	\$ 250
Community Food Bank of Eastern Oklahoma Inc	1304 N Kenosha Ave.	Tulsa	OK	74106	None	PC	Governor Fallin's Feeding Oklahoma Drive	\$ 15,000
Domestic Violence Intervention Services, Inc.	3124 E Apache Street	Tulsa	OK	74110	None	PC	Capital campaign to build new facility	\$ 30,000
Dunn County Fair Association	194 Central Ave. South	Killedeer	ND	58640	None	PC	Support of new facility and related programming	\$ 60,000
Folds of Honor Foundation	5800 Patriot Dr	Owasso	OK	74055	None	PC	Volunteer Service Grant	\$ 250
Foundation For Tulsa Schools	3027 S New Haven Ste 600	Tulsa	OK	74114	None	PC	Together For Tulsa Campaign	\$ 10,000
Freedom Prison Ministries	1042 12th Ave West	Dickinson	ND	58601	None	PC	Transitional housing facility for females leaving prison	\$ 5,000
Friends Forever	1 Morgan Way	Durham	NH	3824	None	PC	Program support	\$ 350
Gateway To Science Center, Inc.	1810 Schafer Street, Ste 1	Bismarck	ND	58501	None	PC	Capital campaign to construct new interactive science center	\$ 50,000
Girl Scouts of Eastern Oklahoma	4810 S 129th E Ave	Tulsa	OK	74134	None	PC	Capital campaign for new Leadership Center	\$ 10,000
Girl Scouts of Eastern Oklahoma	4810 S 129th E Ave	Tulsa	OK	74134	None	PC	Volunteer Service Grant	\$ 500
Gladney Center for Adoption	6300 John Ryan Dr	Fort Worth	TX	76132	None	PC	Program support	\$ 350
Green Country Quilters Guild	P O Box 35021	Tulsa	OK	74153	None	PC	Volunteer Service Grant	\$ 250
Green Country Quilters Guild	P O Box 35021	Tulsa	OK	74153	None	PC	Volunteer Service Grant	\$ 250
Greenwood Cultural Center	322 N Greenwood Ave.	Tulsa	OK	74120	None	PC	Greenwood District-ONEOK Partnership to support programs	\$ 236,954
Habitat For Humanity International, Inc.	6235 E 13th St	Tulsa	OK	74112	None	PC	Volunteer Service Grant	\$ 250
Habitat For Humanity International, Inc.	6235 E 13th St	Tulsa	OK	74112	None	PC	Home Sponsorship	\$ 40,000
Happy Seniors Asian American Association	11626 E 21st St	Tulsa	OK	74129	None	PC	Volunteer Service Grant	\$ 500
Health Outreach Prevention Education Inc.	3540 East 31st Street, Ste 3	Tulsa	OK	74135	None	PC	Volunteer Service Grant	\$ 500
Hill Country Science Mill	101 S Lady Bird Lane	Johnson City	TX	78636	None	PC	New Wave Pendulum exhibit	\$ 5,000
Hope Academy	1007 S Main St	Tulsa	OK	74119	None	PC	Volunteer Service Grant	\$ 500
Hope Academy	1007 S Main St	Tulsa	OK	74119	None	PC	Volunteer Service Grant	\$ 500
Houston Zoo Inc.	1513 Cambridge St.	Houston	TX	77030	None	PC	Program support	\$ 350
Interfaith Family Services	P O Box 720206	Dallas	TX	75372	None	PC	Program support	\$ 350
John Hope Franklin Center for Reconciliation	322 N Greenwood Ave	Tulsa	OK	74120	None	PC	Greenwood District-ONEOK Partnership to support programs	\$ 125,000

ONEOK Foundation, Inc.
Attachment to Form 990-PF for tax year 2016
Detail for Part XV - Grants and Contributions Paid During the Year

Organization Name	Street Address	City	State	Zip	Relationship to substantial contributor	Foundation status	Purpose	Amount Paid
Junior Achievement of Eastern Oklahoma Inc	3947 S 103rd E Ave	Tulsa	OK	74146	None	PC	Volunteer Service Grant	\$ 250
Junior Association of Tulsa Boys Home Inc.	1611 S Utica Ave, #166	Tulsa	OK	74104	None	PC	Volunteer Service Grant	\$ 250
Junior Association of Tulsa Boys Home Inc.	1611 S Utica Ave, #166	Tulsa	OK	74104	None	PC	Volunteer Service Grant	\$ 250
Just the Beginning, Inc.	P.O. Box 14486	Tulsa	OK	74159	None	PC	Program support for individuals transitioning out of prison or probation	\$ 1,000
Kansas State University Foundation	1800 Kimball Ave., Ste. 200	Manhattan	KS	66502	None	PC	Capital campaign to build a new welcome center	\$ 50,000
Kansas State University Foundation	1800 Kimball Ave	Manhattan	KS	66502	None	PC	Student scholarship, program and club support	\$ 2,500
Kansas State University Foundation	1800 Kimball Ave., Ste. 200	Manhattan	KS	66502	None	PC	Student scholarship, program and club support	\$ 2,500
Kids Excel El Paso	P.O. Box 920144	El Paso	TX	79902	None	PC	Program support	\$ 350
Kipp Tulsa Academy College Preparatory, Inc.	1661 East Virgin Street	Tulsa	OK	74106	None	PC	Volunteer Service Grant	\$ 250
Langston University Foundation	P.O. Box 725	Langston	OK	73050	None	PC	Academic support/professorship	\$ 100,000
Langston University Foundation	P.O. Box 725	Langston	OK	73050	None	PC	Academic support/scholarship	\$ 50,000
Launch Ministries, Inc.	P.O. Box 483	Tulsa	OK	74101	None	PC	Project Manna Girls' Home	\$ 1,500
Leadership Tulsa Inc.	1717 S Boulder	Tulsa	OK	74119	None	PC	Volunteer Service Grant	\$ 500
Lee Elementary School Foundation Inc	1920 S Cincinnati Ave	Tulsa	OK	74119	None	PC	Volunteer Service Grant	\$ 250
Legal Aid Services of Oklahoma Inc.	907 S Detroit Ave., Ste. 725	Tulsa	OK	74120	None	PC	Domestic violence and family law in Tulsa	\$ 5,000
Lubbock Dream Center	1111 30th Street	Lubbock	TX	79411	None	PC	Volunteer Service Grant	\$ 500
Meals On Wheels of Metro Tulsa, Inc.	12620 E 31st Street	Tulsa	OK	74146	None	PC	Volunteer Service Grant	\$ 250
Mental Health Association in Tulsa Inc.	1870 S Boulder Ave	Tulsa	OK	74119	None	PC	Capital campaign to build new administrative building & expand services	\$ 25,000
Mercy Medical Foundation/CHI St. Alexius Health Williston Foundation	1301 15th Ave W	Williston	ND	58801	None	PC	Purchase of medical equipment	\$ 10,000
Montana State University Billings Foundation	1500 University Drive	Billings	MT	59101	None	PC	Student scholarship, program and club support	\$ 5,200
Neighbors Along the Line	5000 Charles Page Blvd	Tulsa	OK	74127	None	PC	Volunteer Service Grant	\$ 500
Neighbors Along the Line	5000 Charles Page Blvd.	Tulsa	OK	74127	None	PC	Community activities program	\$ 4,000
North Dakota Community Foundation	P.O. Box 387	Bismarck	ND	58502	None	PC	Construction of new Kildeer Sports Complex	\$ 25,000
North Dakota Safety Council	1640 Burnt Boat Drive	Bismarck	ND	58503	None	PC	Capital campaign to build new facility	\$ 25,000
Northeastern State University Foundation Inc.	812 North Cedar Avenue	Tahlequah	OK	74464	None	PC	Program support	\$ 350
Oklahoma Conference for Community and Justice Inc.	100 West 5th	Tulsa	OK	74103	None	PC	Program support	\$ 350
Oklahoma Engineering Foundation Inc.	220 NE 28th Street, Ste. 125	Oklahoma City	OK	73105	None	PC	STEM education and teacher professional development	\$ 5,000
Oklahoma State University Foundation	P.O. Box 1749	Stillwater	OK	74076	None	PC	Student scholarship, program and club support	\$ 29,500
Oklahoma State University Foundation	P.O. Box 1749	Stillwater	OK	74076	None	PC	Student scholarship, program and club support	\$ 10,500
Oklahoma State University Foundation	P.O. Box 1749	Stillwater	OK	74076	None	PC	Student scholarship, program and club support	\$ 5,000
Oklahoma State University Foundation	P.O. Box 1749	Stillwater	OK	74076	None	PC	Student scholarship, program and club support	\$ 4,500
Open Arms Youth Project Inc.	2015-B S Lakewood	Tulsa	OK	74112	None	PC	Volunteer Service Grant - Chandler Harris	\$ 500
Operation Aware of Oklahoma Inc.	5800 E Skelly Dr., Ste. 707	Tulsa	OK	74135	None	PC	Drug abuse prevention education program	\$ 5,000
Oral Roberts University	7777 South Lewis	Tulsa	OK	74171	None	PC	Golden Eagle Scholarship Fund	\$ 25,000
Oral Roberts University	7777 S Lewis Ave	Tulsa	OK	74171	None	PC	Accounting student scholarships	\$ 2,500
Oral Roberts University	7777 S Lewis Ave	Tulsa	OK	74171	None	PC	New Sports Complex-track & tennis	\$ 300,000
Outstanding Farmers of America	8905 140th Ave NW	Zahl	ND	58856	None	PC	Program to select four outstanding young farmers of America	\$ 10,000
Philbrook Museum of Art Inc	2727 S Rockford Road	Tulsa	OK	74114	None	PC	Volunteer Service Grant	\$ 500
Philbrook Museum of Art Inc	2727 S Rockford Road	Tulsa	OK	74114	None	PC	Volunteer Service Grant	\$ 250
Reading Partners	110 W. 7th Street, Ste. 1800	Tulsa	OK	74119	None	PC	Support for literacy intervention program	\$ 5,000
Regional East Texas Food Bank	110 W 7th Street Suite	Tulsa	OK	74119	None	PC	Volunteer Service Grant	\$ 250
Regional Food Bank of Oklahoma	3201 Robertson Road	Tyler	TX	75701	None	PC	Capital campaign to expand current facility	\$ 10,000
Regional Food Bank of Oklahoma	P.O. Box 270968	Oklahoma City	OK	73137	None	PC	Governor Fallin's Feeding Oklahoma Food Drive	\$ 15,000
Reliance of Oklahoma County Inc.	1140 N. Hudson	Oklahoma City	OK	73103	None	PC	Diversion program for non-violent mothers facing incarceration	\$ 5,000
Retired Senior Volunteer Program of Tulsa	5756 East 31st Street	Tulsa	OK	74135	None	PC	Purchase a new vehicle for volunteer efforts	\$ 1,000
River Parks Foundation	2424 E 21st St., Ste. 300	Tulsa	OK	74114	None	PC	Maintenance of city-owned bronzes	\$ 10,000

ONEOK Foundation, Inc.

Attachment to Form 990-PF for tax year 2016

Detail for Part XV - Grants and Contributions Paid During the Year

Organization Name	Street Address	City	State	Zip	Relationship to substantial contributor	Foundation status	Purpose	Amount Paid
Rocky Mountain Down Syndrome Association Inc.	3515 South Tamarac Drive, Ste 320	Denver	CO	80237	None	PC	Program support	\$ 350
Salvation Army	200 E 9th Street	Shawnee	OK	74801	None	PC	Program support	\$ 10,000
Sidney Soccer Association	P.O. Box 604	Sidney	MT	59270	None	PC	Program support	\$ 500
SOS Serving Our Servicemembers, Inc.	6365 East 41st Street	Tulsa	OK	74135	None	PC	Drop in center promoting recovery for local veterans	\$ 2,000
South Dakota School of Mines and Technology Foundation	501 E Saint Joseph St	Rapid City	SD	57701	None	PC	Student scholarship, program and club support	\$ 5,000
South Dakota School of Mines and Technology Foundation	501 E Saint Joseph St	Rapid City	SD	57701	None	PC	Student scholarship, program and club support	\$ 5,000
St. Jude Children's Research Hospital Inc.	262 Danny Thomas Place	Memphis	TN	38105	None	PC	Program support	\$ 350
Susan G Komen Breast Cancer Foundation Inc	1560 E 21st Street, Suite 202	Tulsa	OK	74114	None	PC	Volunteer Service Grant	\$ 250
Susan G Komen Breast Cancer Foundation Inc	1560 E 21st	Tulsa	OK	74114	None	PC	Volunteer Service Grant	\$ 500
Teach for America, Inc.	1202 W Easton St	Tulsa	OK	74127	None	PC	Diversity, Equity and Inclusion (DEI) to develop leaders who work with low-income students	\$ 5,000
The Center for Individuals with Physical Challenges Ltd	815 South Utica	Tulsa	OK	74104	None	PC	Capital campaign for new facility	\$ 37,500
Tulsa Area United Way	P O Box 1859	Tulsa	OK	74119	None	PC	Volunteer Service Grant	\$ 500
Tulsa Ballet Theater Inc.	1212 E 45th Street	Tulsa	OK	74105	None	PC	Student outreach program	\$ 20,000
Tulsa Boys Home	P O Box 1101	Tulsa	OK	74101	None	PC	On-campus school	\$ 5,000
Tulsa Boys Home	P O Box 1101	Tulsa	OK	74101	None	PC	Volunteer Service Grant	\$ 250
Tulsa Casa Inc	700 S Boston Ave , Ste 230	Tulsa	OK	74119	None	PC	Volunteer Service Grant	\$ 250
Tulsa Casa Inc	700 S Boston Ave , Ste 230	Tulsa	OK	74119	None	PC	Volunteer Service Grant	\$ 250
Tulsa Community Foundation	7030 S Yale Ave	Tulsa	OK	74136	None	PC	Emergency responder grants	\$ 53,663
Tulsa Community Foundation	7030 S Yale Ave	Tulsa	OK	74136	None	PC	Public School Grants	\$ 60,000
Tulsa Community Foundation	7030 S Yale Ave	Tulsa	OK	74136	None	PC	Arts Alliance Annual Campaign	\$ 20,000
Tulsa Community Foundation	7030 S Yale Ave	Tulsa	OK	74136	None	PC	Support Our Schools Campaign (S O S)	\$ 15,000
Tulsa Community Foundation	7030 S Yale Ave	Tulsa	OK	74136	None	PC	North Tulsa Tornado Relief Fund	\$ 10,000
Tulsa Community Foundation	7030 S Yale Ave	Tulsa	OK	74136	None	PC	Tulsa's Gathering Place Boathouse	\$ 1,000,000
Tulsa Community Foundation	7030 S Yale Ave	Tulsa	OK	74136	None	PC	Maysville Public Library-flood damage repair and replacement of supplies	\$ 10,000
Tulsa Day Center for the Homeless Inc.	415 W Archer	Tulsa	OK	74103	None	PC	Volunteer Service Grant	\$ 250
Tulsa Dream Center Inc	200 West 46th Street North	Tulsa	OK	74126	None	PC	Volunteer Service Grant	\$ 250
Tulsa Historical Society	2445 S Peoria Ave	Tulsa	OK	74114	None	PC	"Voices of History" listening and recording galleries	\$ 2,000
Tulsa Lawyers for Children Inc.	907 South Detroit, Ste 735	Tulsa	OK	74120	None	PC	Purchase of books for volunteer attorneys for children in DHS custody	\$ 5,000
Tulsa Lawyers for Children Inc.	907 South Detroit, Ste 735	Tulsa	OK	74120	None	PC	Volunteer Service Grant	\$ 500
Tulsa Lawyers for Children Inc.	907 South Detroit, Ste 735	Tulsa	OK	74120	None	PC	Volunteer Service Grant	\$ 250
Tulsa Lawyers for Children Inc.	907 South Detroit, Ste 735	Tulsa	OK	74120	None	PC	Volunteer Service Grant	\$ 250
Tulsa Library Trust	400 Civic Center	Tulsa	OK	74103	None	PC	Capital campaign to renovate the central library	\$ 50,000
Tulsa Police Officers Memorial Fund	P O Box 680882	Tulsa	OK	74169	None	PC	Volunteer Service Grant	\$ 500
Tulsa Press Club Foundation	415 South Boston Ave	Tulsa	OK	74103	None	PC	Journalism & communication student scholarships	\$ 25,000
Tulsa Tough Inc	1316 East 35th Place, Ste 200	Tulsa	OK	74105	None	PC	Bike Share Program	\$ 5,000
United States Conference of Catholic Bishops	3211 4th St NE	Washington	DC	20017	None	PC	Capital campaign for Porta Caeli House	\$ 25,000
United States Conference of Catholic Bishops	3211 4th St NE	Washington	DC	20017	None	PC	Emergency assistance support	\$ 5,000
United States Conference of Catholic Bishops	3211 4th St NE	Washington	DC	20017	None	PC	Volunteer Service Grant	\$ 250
University of Oklahoma Foundation Inc.	100 West Timberdell Rd	Norman	OK	73019	None	PC	Student scholarship, program and club support	\$ 1,000
University of Oklahoma Foundation	535 Research Center Blvd , Ste, 120	Fayetteville	AR	72701	None	PC	Student scholarship, program and club support	\$ 5,000
University of Oklahoma Foundation Inc.	100 West Timberdell Rd	Norman	OK	73019	None	PC	Student scholarship, program and club support	\$ 13,000
University Of Oklahoma Foundation Inc.	100 West Timberdell Rd	Norman	OK	73019	None	PC	Program support	\$ 10,000

ONEOK Foundation, Inc.

Attachment to Form 990-PF for tax year 2016

Detail for Part XV - Grants and Contributions Paid During the Year

Organization Name	Street Address	City	State	Zip	Relationship to		Foundation status	Purpose	Amount Paid
					substantial contributor	None			
University of Oklahoma Foundation Inc.	100 West Timberdell Rd	Norman	OK	73019	None	PC	Student scholarship, program and club support		\$ 25,500
University of Texas Foundation	P O. Box 250	Austin	TX	78767	None	PC	Endowed scholarship in honor		\$ 50,000
University of Texas M D, Anderson Cancer Center	P O Box 4486	Houston	TX	77210	None	PC	Research and care support		\$ 7,500
University of Tulsa	800 South Tucker Drive	Tulsa	OK	74104	None	PC	Construction of ONEOK Classroom in Keplinger Hall		\$ 50,000
University of Tulsa	800 South Tucker Drive	Tulsa	OK	74104	None	PC	Student scholarship, program and club support		\$ 19,500
University of Tulsa	800 South Tucker Drive	Tulsa	OK	74104	None	PC	Renovation of two interview rooms in Hardesty Hall		\$ 10,000
University of Tulsa	800 South Tucker Drive	Tulsa	OK	74104	None	PC	Student scholarship, program and club support		\$ 1,500
University of Tulsa	800 South Tucker Drive	Tulsa	OK	74104	None	PC	Student scholarship, program and club support		\$ 500
Women Empowering Nations Inc.	P O Box 3021	Tulsa	OK	74101	None	PC	Volunteer Service Grant		\$ 500
YMCA of Greater Tulsa	420 S Main St. Ste 200	Tulsa	OK	74103	None	PC	YMCA Healthy Living Center		\$ 50,000
YMCA of Greater Tulsa	420 S Main St. Ste 200	Tulsa	OK	74103	None	PC	Summer learning Institute (Summer GO)		\$ 10,000
YMCA of Greater Tulsa	420 S Main St. Ste 200	Tulsa	OK	74103	None	PC	Volunteer Service Grant		\$ 250
YMCA of Greater Twin Cities	2125 E Hennepin Ave , Ste 150	Minneapolis	MN	55413	None	PC	Program support		\$ 350
Young Marines	14 W 32nd Place	Sand Springs	OK	74063	None	PC	Volunteer Service Grant		\$ 500
Young Marines	14 W 32nd Place	Sand Springs	OK	74063	None	PC	Volunteer Service Grant		\$ 500
Youth Services of Tulsa	311 S Madison Ave	Tulsa	OK	74120	None	PC	Programming and outreach services for Tulsa Area LGBTQ youth		\$ 10,000
Total									\$ 3,276,867