

efile GRAPHIC print - DO NOT PROCESS		As Filed Data -		DLN: 93491227006278		
Form 990-PF Department of the Treasury Internal Revenue Service		Return of Private Foundation or Section 4947(a)(1) Trust Treated as Private Foundation Do not enter social security numbers on this form as it may be made public. Information about Form 990-PF and its instructions is at www.irs.gov/form990pf.			OMB No 1545-0052 2016 Open to Public Inspection	
For calendar year 2016, or tax year beginning 10-01-2016, and ending 09-30-2017						
Name of foundation GRACE & FRANKLIN BERNSEN FOUNDATION			A Employer identification number 23-7009414			
Number and street (or P.O. box number if mail is not delivered to street address) 15 WEST 6TH STREET 1308		Room/suite	B Telephone number (see instructions) (918) 584-4711			
City or town, state or province, country, and ZIP or foreign postal code TULSA, OK 741195407			C If exemption application is pending, check here			
G Check all that apply Initial return Final return Address change Initial return of a former public charity Amended return Name change			D 1. Foreign organizations, check here 2. Foreign organizations meeting the 85% test, check here and attach computation			
H Check type of organization Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation			E If private foundation status was terminated under section 507(b)(1)(A), check here			
I Fair market value of all assets at end of year (from Part II, col (c), line 16)\$ 31,864,880		J Accounting method Cash Accrual Other (specify) MODIFIED CASH (Part I, column (d) must be on cash basis)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here		
Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc., received (attach schedule)				
	2	Check if the foundation is not required to attach Sch. B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	615,710	615,710		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	79,353			
	b	Gross sales price for all assets on line 6a	79,353			
	7	Capital gain net income (from Part IV, line 2)		79,353		
	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)	21,273				
12	Total. Add lines 1 through 11	716,336	695,063			
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.	240,000	43,200		196,800
	14	Other employee salaries and wages	62,500	11,250		51,250
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	10,130	2,026		8,104
	c	Other professional fees (attach schedule)	2,666	2,666		
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	17,085	17,085		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy	16,975	3,056		13,920
	21	Travel, conferences, and meetings	5,290	265		5,026
	22	Printing and publications				
	23	Other expenses (attach schedule)	43,050	4,735		38,315
	24	Total operating and administrative expenses. Add lines 13 through 23	397,696	84,283		313,415
	25	Contributions, gifts, grants paid	1,495,682			1,495,682
26	Total expenses and disbursements. Add lines 24 and 25	1,893,378	84,283		1,809,097	
	27	Subtract line 26 from line 12				
	a	Excess of revenue over expenses and disbursements	-1,177,042			
	b	Net investment income (if negative, enter -0-)		610,780		
	c	Adjusted net income (if negative, enter -0-)				
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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	224,897	251,546	251,546
	2 Savings and temporary cash investments	313,914	463,887	463,887
	3 Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4 Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)			
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ▶ _____ 18,820 Less accumulated depreciation (attach schedule) ▶ _____ 18,820			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	26,694,791	25,611,958	31,149,447
	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)	27,233,602	26,327,391	31,864,880	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ _____)			
	23 Total liabilities (add lines 17 through 22)		0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	27,233,602	26,327,391	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
30 Total net assets or fund balances (see instructions)	27,233,602	26,327,391		
31 Total liabilities and net assets/fund balances (see instructions) .	27,233,602	26,327,391		

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	27,233,602
2 Enter amount from Part I, line 27a	2	-1,177,042
3 Other increases not included in line 2 (itemize) ▶ _____	3	270,831
4 Add lines 1, 2, and 3	4	26,327,391
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	26,327,391

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a MISC	P	2017-01-01	2017-12-31
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 79,353			79,353
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			79,353
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	2	79,353
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

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



Yes



No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2015	1,800,123	28,658,301	0.062813
2014	1,814,378	29,169,047	0.062202
2013	1,866,365	30,001,474	0.062209
2012	1,875,039	29,022,197	0.064607
2011	2,028,044	26,823,595	0.075607

2 Total of line 1, column (d) 2 0.327438**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 0.065488**4** Enter the net value of noncharitable-use assets for 2016 from Part X, line 5 4 30,086,723**5** Multiply line 4 by line 3 5 1,970,319**6** Enter 1% of net investment income (1% of Part I, line 27b) 6 6,108**7** Add lines 5 and 6 7 1,976,427**8** Enter qualifying distributions from Part XII, line 4 8 1,809,097

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ 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	12,216
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	12,216
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	12,216
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	6,416
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	19,000
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	25,416
8	Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	118
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	13,082
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ▶ 13,082 Refunded ▶	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ \$ _____ (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? <i>If "Yes," attach a detailed description of the activities</i>	2	No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ 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? <i>If "No," attach explanation</i> .	8b	Yes
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address WWW.GUIDESTAR.ORG	13	Yes	
14	The books are in care of DAVID ZEMEL Telephone no (918) 584-4711			

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

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ☐ and enter the amount of tax-exempt interest received or accrued during the year 15			
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 instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes," enter the name of the foreign country ▶	16	Yes	No

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.

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(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		
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		
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 ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions). ☐	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 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		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b		No

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

5a During the year did the foundation pay or incur any amount to				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No			
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions).	☐ Yes ☒ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?			5b	
Organizations relying on a current notice regarding disaster assistance check here.		☐		
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?		☐ Yes ☐ No		
If "Yes," attach the statement required by Regulations section 53.4945–5(d)				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		☐ Yes ☒ No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		☐ Yes ☒ No	6b	No
If "Yes" to 6b, file Form 8870				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?		☐ Yes ☒ No		
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		☐ Yes ☒ No	7b	

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
DONALD E PRAY 15 WEST 6TH ST 1308 TULSA, OK 74119	TRUSTEE 000 00	60,000	0	0
MELISSA EASTERLING 15 WEST 6TH ST 1308 TULSA, OK 74119	TRUSTEE 000 00	60,000	0	0
W BLAND WILLIAMSON 15 WEST 6TH ST 1308 TULSA, OK 74119	TRUSTEE 000 00	60,000	0	0
BARBARA PRAY 15 W 6TH STREET 1308 TULSA, OK 741195407	TRUSTEE 000 00	60,000	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	Title, and average hours per week (b) devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
NONE				
Total number of other employees paid over \$50,000.				

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services. ▶		

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

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

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	29,937,908
b	Average of monthly cash balances.	1b	606,988
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	30,544,896
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	30,544,896
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	458,173
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	30,086,723
6	Minimum investment return. Enter 5% of line 5.	6	1,504,336

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	1,504,336
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	12,216
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	12,216
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	1,492,120
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	1,492,120
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	1,492,120

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	1a	1,809,097
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	1,809,097
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions).	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,809,097

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				1,492,120
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2016				
a From 2011. 714,944				
b From 2012. 450,645				
c From 2013. 572,846				
d From 2014. 374,576				
e From 2015. 379,139				
f Total of lines 3a through e.	2,492,150			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ <u>1,809,097</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.				1,492,120
e Remaining amount distributed out of corpus	316,977			
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	2,809,127			
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				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).				
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions).	714,944			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	2,094,183			
10 Analysis of line 9				
a Excess from 2012. 450,645				
b Excess from 2013. 572,846				
c Excess from 2014. 374,576				
d Excess from 2015. 379,139				
e Excess from 2016. 316,977				

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

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

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

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

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

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed

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

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

ALL APPLICATIONS WILL BE CONSIDERED, REGARDLESS OF FORM

c Any submission deadlines

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

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

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total			3a	1,495,682
b <i>Approved for future payment</i>				
Total			3b	

Enter gross amounts unless otherwise indicated

(See worksheet in line 13 instructions to verify calculations)

Part XVI-B	Relationship of Activities to the A
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.. ..	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to
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Form **990-PF** (2016)

Part XVII

- | | Yes | No |
|-------|-----|----|
| 1a(1) | | No |
| 1a(2) | | No |
| 1b(1) | | No |
| 1b(2) | | No |
| 1b(3) | | No |
| 1b(4) | | No |
| 1b(5) | | No |
| 1b(6) | | No |
| 1c | | No |

[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

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

Print/Type preparer's name MICHAEL K BURKE CPA	Preparer's Signature	Date 2018-08-15	Check if self-employed ☐	PTIN P00054433
Firm's name ► BRISCOE BURKE & GRIGSBY LLP				Firm's EIN ► 73-1293012
Firm's address ► 4120 EAST 51ST STREET SUITE 100 TULSA, OK 741353633				Phone no (918) 749-8337

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
501 TECHNET 7030 S YALE STE 600 TULSA, OK 74136			GENERAL OPERATING GRANT	10,000
A POCKET FULL OF HOPE 1325 EAST APACHE TULSA, OK 74106			OPERATIONAL SUPPORT	10,000
AFP - EASTERN OK CHAPTER PO BOX 33103 TULSA, OK 74153			2017 NFD CONFERENCE	1,000
AKDAR SHRINE 2808 S SHERIDAN RD TULSA, OK 741291014			HOSPITAL TRANSPORTATION FUND	5,000
ALZHEIMER'S ASSOCIATION OF OK 2448 E 81ST STREET 300 TULSA, OK 74137			NEW COLOR COPIER	9,500
Total ► 3a				1,495,682

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
AMERICAN HEART ASSOCIATION 2227 E SKELLY DR TULSA, OK 74105			HEALTHCARE GRANT	10,000
AMERICAN RED CROSS 10151 E 11TH ST TULSA, OK 74128			FAMILY & COMMUNITY SERVICES GRANT	25,000
ARTS & HUMANITIES COUNCIL OF TULSA 101 E ARCHER ST TULSA, OK 74103			GENERAL OPERATING GRANT	10,000
ASSISTANCE LEAGUE OF TULSA 5350 E 31ST ST TULSA, OK 74135			CAPITAL CAMPAIGN PAYMENT	75,000
BRIDGES FOUNDATION 1345 N LEWIS AVE TULSA, OK 74110			COMPUTER WORKSTATIONS & SOFTWARE	5,000
Total 				1,495,682
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CAR CARE CLINIC INC 2008 E PINE ST TULSA, OK 74110			CAPITAL CAMPAIGN - NEW FACILITY	20,000
CATHOLIC CHARITIES OF EASTERN OK 2450 N HARVARD AVE TULSA, OK 74115			EDUCATION GRANT	12,000
CLAREHOUSE 7617 S MINGO RD TULSA, OK 74133			HEALTHCARE GRANT	15,000
COMMUNITY ACTION PROJECT OF TULSA 4606 S GARNETT TULSA, OK 74146			SUNNY SIDE UP EVENT	10,000
COMMUNITY SERVICE COUNCIL OF TULSA 16 E 16TH ST TULSA, OK 74119			2-1-1 SUPPORT	20,000
Total ▶ 3a				1,495,682

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
COUNSELING & RECOVERY SERV OF OK 7010 S YALE STE 215 TULSA, OK 74136			REMODEL/EXPAND CALM CENTER	30,000
COURT APPOINTED SPECIAL ADVOCATES 700 S BOSTON AVE 230 TULSA, OK 74119			VOLUNTEER RECRUITMENT & TRAINING	5,000
CRISIS PREGNANCY OUTREACH PO BOX 1113 JENKS, OK 740379998			REPLACE COUNTERTOPS	1,700
DVIS 4300 S HARVARD AVE 100 TULSA, OK 741352608			CAPITAL CAMPAIGN PAYMENT	100,000
EASTERN OK DONATED DENTAL SERVICES 7060 S YALE 707 TULSA, OK 74136			SUB DENTAL LAB COSTS	10,000
Total 				1,495,682
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
EASTERN OK DONATED DENTAL SERVICES 7060 S YALE 707 TULSA, OK 74136			GOLF TOURNAMENT SPONSORSHIP	1,000
FELLOWSHIP OF CHRISTIAN ATHLETES 4210 E 84TH STREET TULSA, OK 74137			FAMILY & COMMUNITY SERVICES GRANT	5,000
GATESWAY FOUNDATION INC 1217 E COLLEGE ST BROKEN ARROW, OK 74012			BACK UP GENERATORS	48,000
GATHERING PLACE 2650 S JOHN WILLIAMS WAY TULSA, OK 74114			CIVIC & COMMUNITY GRANT	50,000
GOOD SAMARITAN HEALTH SERVICES PO BOX 1191 TULSA, OK 74101			COMPUTER EQUIPMENT	6,849
Total ► 3a				1,495,682

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
HAPPY HANDS EARLY CHILDHOOD DEV CEN 8801 S GARNETT RD BROKEN ARROW, OK 74012			EDUCATION GRANT	11,733
HEALTH OUTREACH PREVENTION EDUCATIO 3540 E 31ST ST 3 TULSA, OK 74135			HIV,STD,HCV EDUCATION	10,000
HELPING HANDS MINISTRY 709 S BOSTON AVE TULSA, OK 741191629			FAMILY & COMMUNITY GRANT	10,000
HOLLAND HALL 5666 E 81ST ST TULSA, OK 74137			DUTCH DIVINE 2017 SPONSORSHIP	5,000
HOSPICE OF GREEN COUNTRY 1120 S BOSTON AVE 200 TULSA, OK 74119			COMPUTER SUPPORT	11,673
Total ► 3a				1,495,682

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
HOSPITALITY HOUSE OF TULSA PO BOX 14472 TULSA, OK 741591472			FAMILY & COMMUNITY GRANT	20,000
INDIAN NATIONS BOYS SCOUTS OF AMERI 4295 S GARNETT ROAD TULSA, OK 74146			ZBASE FACILITY	30,000
IRON GATE 501 S CINCINNATI TULSA, OK 74103			FAMILY & COMMUNITY SERVICES GRANT	15,000
IRON GATE 501 S CINCINNATI TULSA, OK 74103			FOUNDERS DINNER	4,700
JUNIOR ACHIEMENT OF OK 3947 S 103RD E AVE TULSA, OK 74146			JA BLENDED LEARNING TULSA	10,000
Total ▶ 3a				1,495,682

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
KENDALL WHITTIER INC PO BOX 4165 TULSA, OK 741590165			EMERGANCY FOOD PANTRY	5,000
LEGAL AID SERVICES OF OK 907 S DETROIT AVE 725 TULSA, OK 741204204			FAMILY & COMMUNITY GRANT	15,000
LITTLE LIGHT HOUSE 5120 E 36TH STREET TULSA, OK 74135			SCHOLARSHIP/TUITION SUPPORT	15,000
MEALS ON WHEELS 12620 E 31ST ST TULSA, OK 74146			FAMILY & COMMUNITY GRANT	15,000
MORTON COMPREHENSIVE HEALTH SERV 11511 E 21ST ST TULSA, OK 74129			NEW MAMMOGRAPH MACHINE GRANT	60,000
Total ▶ 3a				1,495,682

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
NEIGHBOR FOR NEIGHBOR 505 E 36TH ST N TULSA, OK 74106			FAMILY & COMMUNITY GRANT	15,300
NEIGHBORS ALONG THE LINE INC 5000 CHARLES PAGE BLVD TULSA, OK 74127			FAMILY & COMMUNITY GRANT	10,000
NEW HOPE OKLAHOMA PO BOX 3243 TULSA, OK 74101			FAMILY & COMMUNITY GRANT	10,000
NEW LEAF 2306 SOUTH 1ST PLACE BROKEN ARROW, OK 74012			VOCATIONAL TRAINING PROGRAM	27,500
NEW VIEW OKLAHOMA 501 N DOUGLAS OKLAHOMA CITY, OK 73016			TULSA LOW VISION REHAB CLINIC	25,000
Total 				1,495,682
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
OKLAHOMA PROJECT WOMAN 2727 EAST 21ST ST 602 TULSA, OK 74114			BREAST HEALTHCARE FOR TULSA PATIENTS	10,000
ONE HOPE TULSA PO BOX 470807 TULSA, OK 74147			EDUCATION GRANT	12,500
PARENT CHILD CENTER OF TULSA 1421 S BOSTON AVENUE TULSA, OK 74119			THERAPEUTIC SERVICES PROGRAM	20,000
PHILBROOK MUSEUM OF ART 2727 S ROCKFORD TULSA, OK 74114			ARTS & CULTURE GRANT	25,000
POCKET FULL OF HOPE 1325 E APACHE ST TULSA, OK 74106			OPERATING SUPPORT	10,000
Total ▶ 3a				1,495,682

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
REBUILDING TOGETHER TULSA PO BOX 52201 TULSA, OK 74152			NEW ROOF PROGRAM	10,000
RESONANCE CENTER FOR WOMEN 1608 S ELWOOD AVE TULSA, OK 74119			CAFE ASSISTANT MANAGER	20,027
SAND SPRINGS COMMUNITY SERVICES 114 W 4TH ST SAND SPRINGS, OK 74063			FAMILY & COMMUNITY GRANT	23,200
SHAREHOUSE 3726 E ADMIRAL PL TULSA, OK 74115			FAMILY & COMMUNITY GRANT	5,000
ST JOHN CENTER FOR SPIRITUAL FORMA 5840 S MEMORIAL DR 305 TULSA, OK 74145			TRUSTEE'S DISCRETIONARY GRANT	5,000
Total ► 3a				1,495,682

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ST JOHN MEDICAL CENTER FOUNDATION 1923 S UTICA TULSA, OK 74104			RIVERSIDE CLINIC	60,000
STAND IN THE GAP INC 3939 S HARVARD AVE 120 TULSA, OK 74135			SUPPORT FOR WIDOW'S PROGRAM	10,000
STREET SCHOOL 1135 S YALE AVE TULSA, OK 74112			EDUCATION GRANT	20,000
SUTTON AVIAN RESEARCH CENTER PO BOX 2007 BARTLESVILLE, OK 74005			WILD BREW SPONSORSHIP	1,000
TARC 2616 E 71ST STREET A TULSA, OK 741365531			TULSA FAMILY SUPPORT PROGRAM	10,000
Total ▶ 3a				1,495,682

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE PENCIL BOX 916 W 23RD ST TULSA, OK 74107			EDUCATION GRANT	10,000
TOWN & COUNTRY SCHOOL INC 8906 E 34TH ST TULSA, OK 74145			EDUCATION GRANT	25,000
TULSA AREA UNITED WAY 1430 S BOULDER TULSA, OK 74119			ANNUAL CAMPAIGN	15,000
TULSA BALLET THEATRE 1212 EAST 45TH PLACE TULSA, OK 74105			ARTS & CULTURE GRANT	10,000
TULSA COMMUNITY FOUNDATION 7030 S YALE AVE 600 TULSA, OK 74136			COMMUNITY CENTER SUBSIDY PMT	92,000
Total ▶ 3a				1,495,682

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
TULSA COUNTY MEDICAL SOCIETY FOUNDA 5315 S LEWIS AVE TULSA, OK 74105			HEALTHCARE GRANT	20,000
TULSA HUB 601 W 3RD ST TULSA, OK 74103			FAMILY & COMMUNITY SERVICES GRANT	15,000
TULSA OPERA 1610 S BOULDER TULSA, OK 741194479			OPERA ON TOUR & TULSA YOUTH OPERA	10,000
TULSA SYMPHONY ORCHESTRA 117 N BOSTON AVE TULSA, OK 74103			EDUCATIONAL OUTREACH PROGRAMMING	20,000
TULSA ZOO MANAGEMENT 6421 E 36TH ST N TULSA, OK 74115			LOST KINGDOM EXIBIT	50,000
Total ▶ 3a				1,495,682

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
UNIVERSITY OF TULSA 800 S TUCKER DR TULSA, OK 74104			STUDENT LOUNGE HARDESTY HALL	100,000
UNIVERSITY OF TULSA 800 S TUCKER DR TULSA, OK 74104			TU COACHES ENHANCEMENT FUND	25,000
UNIVERSITY OF TULSA 800 S TUCKER DR TULSA, OK 74104			SCHOOL OF COMMUNICATIONS HALL OF FAM	1,000
YOUTH SERVICES OF TULSA 311 S MADISON AVE TULSA, OK 74103			GENERAL OPERATING GRANT	25,000
YWCA 1910 S LEWIS AVE 200 TULSA, OK 74104			COMMUNITY GRANT	15,000
Total ▶ 3a				1,495,682

TY 2016 Accounting Fees Schedule**Name:** GRACE & FRANKLIN BERNSEN FOUNDATION**EIN:** 23-7009414

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	10,130	2,026		8,104

TY 2016 Investments - Land Schedule

Name: GRACE & FRANKLIN BERNSEN FOUNDATION

EIN: 23-7009414

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

TY 2016 Investments - Other Schedule**Name:** GRACE & FRANKLIN BERNSEN FOUNDATION**EIN:** 23-7009414

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
MERRILL LYNCH-AMER EURO PACIFIC	AT COST	5,056,831	6,409,742
VANGUARD 500 INDEX FUND	AT COST	5,741,645	10,744,769
VANGUARD SMALL CAP INDEX FUND	AT COST	1,693,919	4,121,957
DFA EMERGING MARKETS	AT COST	1,363,502	1,557,748
DODGE & COX FUND	AT COST	5,861,883	5,813,432
WELLS FARGO ADVTG.	AT COST	2,448,886	2,501,799
MARKET ADJUSTMENT - INVESTMENTS	AT COST	3,445,292	

TY 2016 Other Expenses Schedule**Name:** GRACE & FRANKLIN BERNSEN FOUNDATION**EIN:** 23-7009414**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
INSURANCE - OFFICE	1,572	173		1,399
INSURANCE - EMPLOYEES	1,846	203		1,643
INSURANCE - WORKER'S COMP	302	33		269
OFFICE SUPPLIES	1,267	139		1,128
TELEPHONE	1,648	181		1,467
SERVICE FEES	169	19		150
MEALS & ENTERTAINMENT	1,148	126		1,022
BUSINESS EXPENSE	119	13		106
OFFICE MAINTENANCE	4,474	492		3,982

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES	30,000	3,300		26,700
PARKING	505	56		449

TY 2016 Other Income Schedule**Name:** GRACE & FRANKLIN BERNSEN FOUNDATION**EIN:** 23-7009414**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OIL & GAS	25,027		
DEPLETION	-3,754		

TY 2016 Other Increases Schedule**Name:** GRACE & FRANKLIN BERNSEN FOUNDATION**EIN:** 23-7009414

Description	Amount
DEPLETION TAKEN ON ROYALTIES	3,754
PY CHANGES IN FUND BALANCES	267,077

TY 2016 Other Professional Fees Schedule**Name:** GRACE & FRANKLIN BERNSEN FOUNDATION**EIN:** 23-7009414

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER PROFESSIONAL FEES	2,666	2,666		

TY 2016 Taxes Schedule**Name:** GRACE & FRANKLIN BERNSEN FOUNDATION**EIN:** 23-7009414

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER	387	387		
FEDERAL INCOME TAX	16,698	16,698		