

For calendar year 2017, or tax year beginning 01-01-2017, and ending 12-31-2017

Name of foundation CRESAP FAMILY FOUNDATION		A Employer identification number 20-4760218	
Number and street (or P O box number if mail is not delivered to street address) PO BOX 21210		Room/suite	B Telephone number (see instructions) (405) 755-5571
City or town, state or province, country, and ZIP or foreign postal code OKLAHOMA CITY, OK 73156			
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here 2 Foreign organizations meeting the 85% test, check here and attach computation	
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) ▶ \$ 11,297,299	J Accounting method ☐ Cash ☒ Accrual ☐ Other (specify) (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)	1,177,905			
	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 . . .	168,990	181,753		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	673,092			
	b Gross sales price for all assets on line 6a 3,414,962				
	7 Capital gain net income (from Part IV, line 2) . . .		698,687		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	43	43		
	12 Total. Add lines 1 through 11	2,020,030	880,483		
	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	2,970	1,485		1,485
	b Accounting fees (attach schedule)	3,200	1,600		1,600
	c Other professional fees (attach schedule)	113,008	62,972		50,036
	17 Interest				
	18 Taxes (attach schedule) (see instructions) . . .	3,715	4,045		0
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	3,557	15,829		3,227
	24 Total operating and administrative expenses. Add lines 13 through 23	126,450	85,931		56,348
	25 Contributions, gifts, grants paid	1,059,747			1,059,747
	26 Total expenses and disbursements. Add lines 24 and 25	1,186,197	85,931		1,116,095
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	833,833			
	b Net investment income (if negative, enter -0-)		794,552		
c Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing	553,007	892,487	892,487
	2	Savings and temporary cash investments			
	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)	6,990,952	8,306,237	8,306,237
	c	Investments—corporate bonds (attach schedule)	1,300,340	1,396,897	1,396,897
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	772,744	694,624	694,624
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)	1,674	7,054	7,054	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	9,618,717	11,297,299	11,297,299	
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	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			
	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	9,618,717	11,297,299	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	0	0	
30	Total net assets or fund balances (see instructions)	9,618,717	11,297,299		
31	Total liabilities and net assets/fund balances (see instructions) .	9,618,717	11,297,299		

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	9,618,717
2	Enter amount from Part I, line 27a	2	833,833
3	Other increases not included in line 2 (itemize) ▶ _____	3	844,749
4	Add lines 1, 2, and 3	4	11,297,299
5	Decreases not included in line 2 (itemize) ▶ _____	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	11,297,299

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 PUBLICLY TRADED SECURITIES - SHORT TERM			
b PUBLICLY TRADED SECURITIES - LONG TERM			
c FROM K-1 - RENAISSANCE ACCESS, LLC	P		
d FROM K-1 - RENAISSANCE ACCESS, LLC	P		
e CAPITAL GAINS DIVIDENDS	P		

(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 515,930		504,211	11,719
b 2,871,778		2,212,064	659,714
c 1,630			1,630
d 23,965			23,965
e 1,659			1,659

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			11,719
b			659,714
c			1,630
d			23,965
e			1,659

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	698,687
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))
2016	973,894	9,612,396	0 101316
2015	1,366,005	10,437,403	0 130876
2014	577,028	10,605,297	0 054409
2013	730,566	10,244,123	0 071316
2012	0	4,833,938	0 000000

2 Total of line 1, column (d)	2	0 357917
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 071583
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	9,887,055
5 Multiply line 4 by line 3	5	707,745
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	7,946
7 Add lines 5 and 6	7	715,691
8 Enter qualifying distributions from Part XII, line 4	8	1,116,095

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	7,946
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2.	3	7,946
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	7,946
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	6,666
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	0
7	Total credits and payments. Add lines 6a through 6d.	7	12,166
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	0
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	4,220
11	Enter the amount of line 10 to be Credited to 2018 estimated tax ☐ 4,220 Refunded ☐	11	0

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	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 ☐ \$ 0 (2) On foundation managers ☐ \$ 0		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ 0		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	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 2017 or the taxable year beginning in 2017 (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.CRESAPFOUNDATION.ORG	13	Yes	
14	The books are in care of ► FOUNDATION MANAGEMENT INC Telephone no ► (405) 755-5571			

Located at ► PO BOX 21210 OKLAHOMA CITY OK

ZIP+4 ► 73156

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 2017, 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)?		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 2017?		1c	No
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 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017?	☐ 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 2017 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 2017).		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 2017?		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)? ☐ Yes ☒ No Organizations relying on a current notice regarding disaster assistance check here. ☐	5b		
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 <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>			
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 <i>If "Yes" to 6b, file Form 8870</i>	6b		No
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
JOHN D CRESAP 1024 E BRITTON ROAD SUITE 100 OKLAHOMA CITY, OK 73131	PRESIDENT 1 00	0	0	0
CHARLES CRESAP 1024 E BRITTON ROAD SUITE 100 OKLAHOMA CITY, OK 73131	TREASURER 1 00	0	0	0
GAIL CRESAP 1024 E BRITTON ROAD SUITE 100 OKLAHOMA CITY, OK 73131	SECRETARY 1 00	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	Title, and average hours per week (b) devoted to position	(c) Compensation	Contributions to employee benefit plans and deferred compensation (d)	Expense account, (e) other allowances
NONE				

Total number of other employees paid over \$50,000. **0****3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services. **0****Part IX-A Summary of Direct Charitable Activities**

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

Total. Add lines 1 through 3. **0**

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	9,606,784
b	Average of monthly cash balances.	1b	426,472
c	Fair market value of all other assets (see instructions).	1c	4,363
d	Total (add lines 1a, b, and c).	1d	10,037,619
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	10,037,619
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	150,564
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	9,887,055
6	Minimum investment return. Enter 5% of line 5.	6	494,353

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	494,353
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	7,946
b	Income tax for 2017 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	7,946
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	486,407
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	486,407
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	486,407

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	1,116,095
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	1,116,095
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	7,946
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,108,149

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 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				486,407
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2017				
a From 2012.				
b From 2013.				
c From 2014. 54,837				
d From 2015. 858,873				
e From 2016. 495,142				
f Total of lines 3a through e.	1,408,852			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ 1,116,095				
a Applied to 2016, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2017 distributable amount.				486,407
e Remaining amount distributed out of corpus	629,688			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	2,038,540			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).	0			
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions).	0			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	2,038,540			
10 Analysis of line 9				
a Excess from 2013.				
b Excess from 2014. 54,837				
c Excess from 2015. 858,873				
d Excess from 2016. 495,142				
e Excess from 2017. 629,688				

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 2017, 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)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

	Tax year	Prior 3 years			(e) Total
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	
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))
JOHN D CRESAP

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
FOUNDATION MANAGEMENT INC
2932 NW 122ND STE D
OKLAHOMA CITY, OK 73120
(405) 755-5571

b The form in which applications should be submitted and information and materials they should include
THE TRUSTEES INVITE PROPOSALS FROM 501(C)3 ORGANIZATIONS. A LETTER OF INTENT SUMMARIZING THE PROJECT FOR FUNDING MUST BE SUBMITTED BY MAY 1, 2018. THE TRUSTEES WILL REVIEW ALL LETTERS OF INTENT RECEIVED THROUGH THE ONLINE GRANT APPLICATION PROCESS BY JUNE 2018. THE TRUSTEES WILL REVIEW ALL GRANT APPLICATIONS AND APPROVED GRANTS WILL BE FUNDED IN OCTOBER 2018. ALL APPLICANTS WILL BE NOTIFIED OF FINAL GRANTING DECISIONS

c Any submission deadlines
LETTER OF INQUIRY DEADLINE MAY 1, 2018

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors
NONE

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> See Additional Data Table				
Total			▶ 3a	1,059,747
b <i>Approved for future payment</i>				
Total			▶ 3b	0

Enter gross amounts unless otherwise indicated

(See worksheet in line 13 instructions to verify calculations)

[illegible]

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

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?		Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	1a(1)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.			

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

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

b If "Yes," complete the following schedule

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

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.		
	***** Signature of officer or trustee	2018-08-24 Date	***** Title

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

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
	JAMES A KEEHN		2018-08-23		P00451320
	Firm's name ▶ HOGANTAYLOR LLP				Firm's EIN ▶ 73-1413977
Firm's address ▶ 11600 BROADWAY EXT SUITE 300 OKLAHOMA CITY, OK 73114					Phone no (405) 848-2020

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>				
AGAPE MISSION309 S BUCY AVE BARTLESVILLE, OK 74003	NONE	PC	AGAPE MISSION BUILDING PROJECT	10,000
AIDS SUPPORT PROGRAM INC PO BOX 12185 OKLAHOMA CITY, OK 73157	NONE	PC	POSITIVELY HEALTHY LIVING	6,925
ALLIED ARTS1015 N BROADWAY 200 OKLAHOMA CITY, OK 73102	NONE	PC	GENERAL OPERATIONS	10,000
Total ▶ 3a				1,059,747

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>				
ANNA'S HOUSE FOUNDATION 3001 E MEMORIAL RD 200 EDMOND, OK 73013	NONE	PC	GENERAL OPERATIONS	10,000
BE THE CHANGE INC 1400 EYE STREET SUITE 400 WASHINGTON, DC 02005	NONE	PC	HOMELESS YOUTH RESOURCE CENTER	15,000
BOYS & GIRLS CLUBS OF BARTLESVILLE 401 S SEMINOLE AVE BARTLESVILLE, OK 74003	NONE	PC	CAPITAL CAMPAIGN	50,000
Total ▶ 3a				1,059,747

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>				
BOYS & GIRLS CLUBS OF NOWATA 300 S PINE ST NOWATA, OK 74048	NONE	PC	BACKPACK PROGRAM	10,000
BOYS & GIRLS CLUBS OF OKLAHOMA COUNTY 3535 N WESTERN AVE OKLAHOMA CITY, OK 73118	NONE	PC	BOYS & GIRLS CLUBS IMPACT	10,000
CANTERBURY VOICES 424 COLCORD DR D OKLAHOMA CITY, OK 73102	NONE	PC	CANTERBURY BALL	1,000
Total ▶ 3a				1,059,747

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>				
CASA OF OKLAHOMA COUNTY 3908 N PENIEL AVENUE SUITE 330 BETHANY, OK 73008	NONE	PC	RECRUITMENT, TRAINING, AND SUPERVISION AND RETENTION OF ADVOCATE VOLUNTEERS	5,000
CENTER FOR CHILDREN AND FAMILIES 726 WEST SHERIDAN AVENUE SUITE 170 OKLAHOMA CITY, OK 73102	NONE	PC	CHILDREN'S THERAPEUTIC SERVICES	25,000
CHILDREN'S HOSPITAL FOUNDATION 6501 BROADWAY EXT SUITE 190 OKLAHOMA CITY, OK 73116	NONE	PC	GROWNING ADOLESCENT MEDICINE FOR OK TEENS	10,000
Total 				1,059,747
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 Paid during the year				
CITY CARE INC 2400 GENERAL PERSHING BLVD OKLAHOMA CITY, OK 73107	NONE	PC	GENERAL OPERATIONS	10,000
CRAIG COUNTY SALVATION ARMY 140 E 5TH STREET EDMOND, OK 73034	NONE	PC	GENERAL OPERATIONS	10,000
DAILY LIVING CENTERS 3000 N ROCKWELL AVE BETHANY, OK 73008	NONE	PC	ELDERLY COMMUNITY TRANSPORTATION	5,000
Total ▶ 3a				1,059,747

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>				
DALE K GRAHAM VETRANS FUND PO BOX 592 WASHINGTON, OK 73093	NONE	PC	GENERAL OPERATIONS	50,000
DEADCENTER FILM FESTIVAL 415 COUCH DRIVE OKLAHOMA CITY, OK 73102	NONE	PC	GENERAL OPERATIONS	5,000
DELAWARE VOLUNTEER FIRE DEPARTMENT 607 ELM ST DELAWARE, OK 74027	NONE		FIRE FIGHTER BUNKER GEAR REPLACEMENT	12,235
Total ► 3a				1,059,747

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>				
DOCSERVICES INCPO BOX 848 MIAMI, OK 74355	NONE	PC	GENERAL OPERATIONS	10,000
THE DRAGONFLY HOME INC PO BOX 94613 OKLAHOMA CITY, OK 73143	NONE	PC	HUMAN TRAFFICKING RELIEF & RESTORATION CENTER	5,000
EASTERN TRAILS MUSEUM 215 W ILLINOIS AVE VINITA, OK 74301	NONE	PC	GENERAL OPERATIONS	5,000
Total ▶ 3a				1,059,747

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>				
FIRST TEE OF METRO OKLAHOMA CITY 600 N MARTIN LUTHER KING OKLAHOMA CITY, OK 73101	NONE	PC	EXPAND FIRST TEE	10,000
FREEDOM OKLAHOMA 4001 CLASSEN BLVD 116 OKLAHOMA CITY, OK 73118	NONE	PC	GENERAL OPERATIONS	10,000
FRIENDS OF THE VIRGIN ISLANDS NATIONAL PARK PO BOX 811 ST JOHN, VI 00831	NONE	PC	GENERAL OPERATIONS	5,000
Total ► 3a				1,059,747

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>				
HEARTS FOR HEARING 11500 PORTLAND AVE OKLAHOMA CITY, OK 73120	NONE	PC	HEAR FROM THE START	10,000
HOME OF HOPE INC420 N BREWER ST VINITA, OK 74301	NONE	PC	GENERAL OPERATIONS, GREENHOUSE PROJECT	30,000
HOMELESS ALLIANCE1724 NW 4TH ST OKLAHOMA CITY, OK 73106	NONE	PC	DAY SHELTER	10,000
Total ▶ 3a				1,059,747

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>				
ITN CENTRAL OKLAHOMA 313 NE 50TH ST OKLAHOMA CITY, OK 73105	NONE	PC	DRIVE FOR LIFE	5,000
JESUS HOUSE1335 W SHERIDAN AVE OKLAHOMA CITY, OK 73146	NONE	PC	GENERAL OPERATIONS	10,000
LENAPAH VOLUNTEER FIRE DEPARTMENT 4TH AND SHAWNEE AVE LENAPAH, OK 74042	NONE		REPLACE EQUIPMENT TO ASSIST ISO REQUIREMENTS	5,000
Total ▶ 3a				1,059,747

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>				
LIFE CHANGE ACADEMY 4509 TAMARISK DR OKLAHOMA CITY, OK 73142	NONE	PC	GENERAL OPERATIONS	5,000
LIMBS FOR LIFE FOUNDATION 9604 N MAY AVE OKLAHOMA CITY, OK 73120	NONE	PC	PROSTHETIC LIMBS FOR OKLAHOMA AMPUTEES	10,000
MAKE-A-WISH FOUNDATION 5201 N SHARTEL AVE OKLAHOMA CITY, OK 73118	NONE	PC	35 YEARS OF WISHES	25,000
Total ▶ 3a				1,059,747

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>				
MARY ABBOTT CHILDREN'S HOUSE 231 EAST SYMMES NORMAN, OK 73069	NONE	PC	ABBOTT HOUSE OPERATIONAL SUPPORT	5,000
NEIGHBORHOOD SERVICES ORGANIZATION INC 431 SW 11TH ST OKLAHOMA CITY, OK 73109	NONE	PC	TRANSFORMING LIVES OF OKC MOST VULNERABLE	20,000
NEWVIEW OKLAHOMA 501 N DOUGLAS AVE OKLAHOMA CITY, OK 73106	NONE	PC	OKLAHOMA LOW VISION REHAB PROGRAM	25,000
Total ► 3a				1,059,747

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>				
NOWATA VOLUNTEER FIRE DEPARTMENT 425 S CEDAR ST NOWATA, OK 74048	NONE		NEW FIRE HOSES & NOZZLES	14,587
OCEAN REEF COMMUNITY FOUNDATION INC 35 OCEAN REED DR SUITE 148 KEY LARGO, FL 33037	NONE	PC	GENERAL OPERATIONS	10,000
OKC BOATHOUSE FOUNDATION 800 RIVERSPORT DR OKLAHOMA CITY, OK 73129	NONE	PC	GENERAL OPERATIONS	10,000
Total ▶ 3a				1,059,747

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>				
OKC PRIDE INCPO BOX 12240 OKLAHOMA CITY, OK 73157	NONE	PC	GENERAL OPERATIONS	10,000
OKLAHOMA AIDS CARE FUND 6608 N WESTERN 219 OKLAHOMA CITY, OK 73116	NONE	PC	GENERAL OPERATIONS	6,000
OKLAHOMA ARTS INSTITUTE 111 NW 9TH ST OKLAHOMA CITY, OK 73102	NONE	PC	GENERAL OPERATIONS	10,000
Total ▶ 3a				1,059,747

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 CLEATS FOR KIDS 720 W WILSHIRE BLVD SUITE 120 OKLAHOMA CITY, OK 73116	NONE	PC	GENERAL OPERATIONS	5,000
OKLAHOMA CONTEMPORARY ARTS CENTER 3000 GENERAL PERSHING BLVD OKLAHOMA CITY, OK 73107	NONE	PC	ART FOR EVERY 5TH GRADER	10,000
OKLAHOMA FOUNDATION FOR EXCELLENCE 101 PARK AVE SUITE 420 OKLAHOMA CITY, OK 73102	NONE	PC	TEACHER GRANTS FOR PROFESSIONAL DEVELOPMENT	5,000
Total 				1,059,747
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 HALL OF FAME 1400 CLASSEN DRIVE OKLAHOMA CITY, OK 73106	NONE	PC	GENERAL OPERATIONS	5,000
OKLAHOMA PROJECT WOMEN INC PO BOX 14026 TULSA, OK 74026	NONE	PC	BREAST HEALTHCARE FOR UNINSURED NE OK	5,000
OTHER OPTIONS INC3636 NW 51ST ST OKLAHOMA CITY, OK 73112	NONE	PC	GENERAL OPERATIONS	10,000
Total ▶ 3a				1,059,747

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>				
PATHS TO INDEPENDENCE 4041 SE SHERIDAN ROAD BARTLESVILLE, OK 74006	NONE	PC	RENT FOR A PATHS TO INDEPENDENCE BUILDING FOR 2017-2018	15,000
PET FOOD PANTRY OF OKLAHOMA CITY INC PO BOX 57678 OKLAHOMA CITY, OK 73157	NONE	PC	PET FEEDING PROGRAM	5,000
PRICE TOWERS ARTS CENTER PO BOX 2464 BARTLESVILLE, OK 74005	NONE	PC	GENERAL OPERATIONS	25,000
Total ► 3a				1,059,747

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>				
PROJECT AKILAH INC 195 PLYMOUTH ST SUITE 2/4 BROOKLYN, NY 11201	NONE	PC	STUDENT SCHOLARSHIP FUND	24,000
RANCHING HERITAGE ASSOCIATION 3121 4TH ST LUBBOCK, TX 79409	NONE	PC	GENERAL OPERATIONS	2,000
REBUILDING TOGETHER OKC 730 W WILSHIRE BLVD OKLAHOMA CITY, OK 73116	NONE	PC	ESSENTIAL SYSTEMS REPAIR PROGRAM	6,000
Total ▶ 3a				1,059,747

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>				
REGIONAL FOOD BANK 3355 S PURDUE AVE OKLAHOMA CITY, OK 73137	NONE	PC	GENERAL OPERATIONS	250,000
SCIENCE MUSEUM OF OKLAHOMA 2020 REMINGTON PL OKLAHOMA CITY, OK 73111	NONE	PC	SCIENCE MUSEUM FREE ACCESS FUND	10,000
SPECIAL CARE INC 12201 N WESTERN AVENUE OKLAHOMA CITY, OK 73114	NONE	PC	GENERAL OPERATIONS	25,000
Total ▶ 3a				1,059,747

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 COMMUNITY FOUNDATION PO BOX 1020 ST JOHN, VI 00831	NONE	PC	HURRICANE RELIEF	10,000
UNITED WAY OF CENTRAL OKLAHOMA 1444 NW 28TH STREET OKLAHOMA CITY, OK 73106	NONE	PC	GENERAL OPERATIONS	50,000
VINNIE REAM CULTURAL CENTER FOUNDATION PO BOX 594 VINITA, OK 74301	NONE	PC	SIDEWALK REPAIR	5,000
Total ► 3a				1,059,747

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>				
WASHINGTON COUNTY ELDER CARE INC 1223 SWAN DR BARTLESVILLE, OK 74006	NONE	PC	DAYBREAK ADULT DAY HEALTH PROGRAM	5,000
WELCH VOLUNTEER FIRE DEPARTMENT THIRD AND COMMON ST WELCH, OK 74369	NONE		WILDCAT & STRUCTURAL EQUIPMENT	7,000
YOUTH SERVICES OF OK COUNTY INC 201 NE 50TH STREET OKLAHOMA CITY, OK 73105	NONE	PC	GENERAL OPERATIONS	10,000
Total ► 3a				1,059,747

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>				
YWCA2460 NW I-44 SERVICE ROAD OKLAHOMA CITY, OK 73112	NONE	PC	GENERAL OPERATIONS	50,000
Total ▶ 3a				1,059,747

TY 2017 Accounting Fees Schedule**Name:** CRESAP FAMILY FOUNDATION**EIN:** 20-4760218**Accounting Fees Schedule**

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PROFESSIONAL FEES	3,200	1,600		1,600

TY 2017 Investments Corporate Bonds Schedule

Name: CRESAP FAMILY FOUNDATION

EIN: 20-4760218

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
US TRUST FIXED INCOME	1,396,897	1,396,897

TY 2017 Investments Corporate Stock Schedule

Name: CRESAP FAMILY FOUNDATION

EIN: 20-4760218

Name of Stock	End of Year Book Value	End of Year Fair Market Value
US TRUST EQUITIES	8,306,237	8,306,237

TY 2017 Investments - Other Schedule**Name:** CRESAP FAMILY FOUNDATION**EIN:** 20-4760218**Investments Other Schedule 2**

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
US TRUST HEDGE FUNDS	FMV	475,006	475,006
US TRUST PRIVATE EQUITY	FMV	61,557	61,557
US TRUST REAL ESTATE	FMV	158,061	158,061

TY 2017 Legal Fees Schedule**Name:** CRESAP FAMILY FOUNDATION**EIN:** 20-4760218

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	2,970	1,485		1,485

TY 2017 Other Assets Schedule**Name:** CRESAP FAMILY FOUNDATION**EIN:** 20-4760218**Other Assets Schedule**

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
ACCRUED INTEREST	1,033	544	544
ACCRUED DIVIDENDS	641	2,458	2,458
ACCRUED CAPITAL GAIN DISTRIBUTIONS	0	4,052	4,052

TY 2017 Other Expenses Schedule**Name:** CRESAP FAMILY FOUNDATION**EIN:** 20-4760218**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADVERTISING	2,000	0		2,000
INVESTMENT EXPENSES	84	15,829		0
MEETING EXPENSE	152	0		152
MEMBERSHIP DUES	1,075	0		1,075
OFFICE SUPPLIES	246	0		0

TY 2017 Other Income Schedule

Name: CRESAP FAMILY FOUNDATION

EIN: 20-4760218

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
CLASS ACTION SETTLEMENT - URBAN OUTFITTERS INC	43	43	43

TY 2017 Other Increases Schedule

Name: CRESAP FAMILY FOUNDATION
EIN: 20-4760218

Description	Amount
UNREALIZED GAINS/LOSSES	844,749

TY 2017 Other Professional Fees Schedule**Name:** CRESAP FAMILY FOUNDATION**EIN:** 20-4760218

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MANAGEMENT FEES	50,036	0		50,036
PORTFOLIO MANAGEMENT FEES	62,972	62,972		0

TY 2017 Taxes Schedule**Name:** CRESAP FAMILY FOUNDATION**EIN:** 20-4760218

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	3,715	4,045		0

efile GRAPHIC print - DO NOT PROCESS		As Filed Data -		DLN: 93491242000118	
Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service		Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF ▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990			OMB No 1545-0047 2017
		Name of the organization CRESAP FAMILY FOUNDATION			Employer identification number 20-4760218
Organization type (check one)					
Filers of:Section:					
Form 990 or 990-EZ		☐ 501(c)() (enter number) organization ☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation ☐ 527 political organization			
Form 990-PF		☒ 501(c)(3) exempt private foundation ☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation ☐ 501(c)(3) taxable private foundation			
Check if your organization is covered by the General Rule or a Special Rule. Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions					
General Rule ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or other property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.					
Special Rules ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33¹ 3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II. ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 <i>exclusively</i> for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III. ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions <i>exclusively</i> for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an <i>exclusively</i> religious, charitable, etc., purpose. Don't complete any of the parts unless the General Rule applies to this organization because it received <i>nonexclusively</i> religious, charitable, etc., contributions totaling \$5,000 or more during the year. . . . ▶ \$					
Caution. An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it must answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).					
For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF Cat No 30613X Schedule B (Form 990, 990-EZ, or 990-PF) (2017)					

Name of organization CRESAP FAMILY FOUNDATION	Employer identification number 20-4760218
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Part I Contributors (See instructions) Use duplicate copies of Part I if additional space is needed			
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	JOHN D CRESAP	\$ 390,000	Person ☒
	1024 E BRITTON ROAD SUITE 100		Payroll ☐
	OKLAHOMA CITY, OK 73131		Noncash ☐ (Complete Part II for noncash contributions)
2	JOHN D CRESAP	\$ 101,880	Person ☐
	1024 E BRITTON ROAD SUITE 100		Payroll ☐
	OKLAHOMA CITY, OK 73131		Noncash ☒ (Complete Part II for noncash contributions)
3	JOHN D CRESAP	\$ 686,025	Person ☐
	1024 E BRITTON ROAD SUITE 100		Payroll ☐
	OKLAHOMA CITY, OK 73131		Noncash ☒ (Complete Part II for noncash contributions)
.		\$	Person ☐
			Payroll ☐
			Noncash ☐ (Complete Part II for noncash contributions)
.		\$	Person ☐
			Payroll ☐
			Noncash ☐ (Complete Part II for noncash contributions)
.		\$	Person ☐
			Payroll ☐
			Noncash ☐ (Complete Part II for noncash contributions)

Name of organization CRESAP FAMILY FOUNDATION	Employer identification number 20-4760218
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Part II Noncash Property (See instructions) Use duplicate copies of Part II if additional space is needed			
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
2	600 SHARES OF APPLE INC STOCK	\$ 101,880	2017-12-05
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
3	4,500 SHARES OF ISHARES RUSSELL 2000 ETF STOCK	\$ 686,025	2017-12-05
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	

Name of organization CRESAP FAMILY FOUNDATION	Employer identification number 20-4760218
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Part III	Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ► \$ _____ Use duplicate copies of Part III if additional space is needed
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(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	