

Form

990-PFDepartment of the Treasury
Internal Revenue Service**EXTENSION GRANTED**
Return of Private Foundation
or Section 4947(a)(1) Trust Treated as Private Foundation

OMB No 1545-0052

2017

Open to Public Inspection

▶ Do not enter social security numbers on this form as it may be made public.
▶ Go to www.irs.gov/Form990PF for instructions and the latest information.

For calendar year 2017 or tax year beginning , and ending

Name of foundation HOWARD FAMILY CHARITABLE FOUNDATION		A Employer identification number 20-8623940
Number and street (or P O box number if mail is not delivered to street address) P.O. BOX 2898	Room/suite	B Telephone number (see instructions) 405-488-6208
City or town, state or province, country, and ZIP or foreign postal code OKLAHOMA CITY OK 73101		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) ▶ \$ 4,101,568	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) 04	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	94,664	93,205		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	157,529			
	b Gross sales price for all assets on line 6a 2,367,555				
	7 Capital gain net income (from Part IV, line 2)		157,529		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	252,193	250,734	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 1	2,795	1,398		1,397
	c Other professional fees (attach schedule) STMT 2	3,600			3,600
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 3	1,412	1,412		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (att sch) STMT 4	22,250	22,250		
	24 Total operating and administrative expenses. Add lines 13 through 23	30,057	25,060	0	4,997
	25 Contributions, gifts, grants paid	238,933			238,933
26 Total expenses and disbursements. Add lines 24 and 25	268,990	25,060	0	243,930	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-16,797				
b Net investment income (if negative, enter -0-)		225,674			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

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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	74	4,797	4,978
	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 (att schedule) ▶ Less allowance for doubtful accounts ▶	0		
	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 ▶ Less accumulated depreciation (attach sch) ▶			
	12 Investments – mortgage loans			
	13 Investments – other (attach schedule) SEE STATEMENT 5	3,728,346	3,713,039	4,096,590
	14 Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch) ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers – see the instructions Also, see page 1, item I)	3,728,420	3,717,836	4,101,568
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	3,726,920	3,716,336	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	1,500	1,500	
	30 Total net assets or fund balances (see instructions)	3,728,420	3,717,836	
	31 Total liabilities and net assets/fund balances (see instructions)	3,728,420	3,717,836	

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	3,728,420
2 Enter amount from Part I, line 27a	2	-16,797
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 6	3	7,500
4 Add lines 1, 2, and 3	4	3,719,123
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 7	5	1,287
6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	3,717,836

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, 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.)
1a SEE WORKSHEET				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss) If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7			2	157,529
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	44,215

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.

(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	219,127	3,920,579	0.055891
2015	283,982	4,270,392	0.066500
2014	196,406	5,755,632	0.034124
2013	205,439	4,586,077	0.044796
2012	235,136	4,135,085	0.056864
2 Total of line 1, column (d)			2 0.258175
3 Average distribution ratio for the 5-year base period – divide the total on line 2 by 5 0, or by the number of years the foundation has been in existence if less than 5 years			3 0.051635
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			4 3,930,834
5 Multiply line 4 by line 3			5 202,969
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 2,257
7 Add lines 5 and 6			7 205,226
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			8 243,930

3

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	2,257
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	2,257
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	2,257
6 Credits/Payments		
a 2017 estimated tax payments and 2016 overpayment credited to 2017	6a	785
b Exempt foreign organizations – tax withheld at source	6b	
c Tax paid with application for extension of time to file (Form 8868)	6c	
d Backup withholding erroneously withheld	6d	
7 Total credits and payments. Add lines 6a through 6d	7	785
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	1,472
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11 Enter the amount of line 10 to be Credited to 2018 estimated tax ☐ 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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the Instructions for the definition. If the answer is "Yes" to 1a or 1b , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☐ \$ _____ (2) On foundation managers ☐ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions ☐ OK		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the taxable year beginning in 2017? See instructions for Part XIV. If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement See instructions		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	X	
14 The books are in care of ► CHRIS FLEMING PO BOX 2898 Located at ► OKLAHOMA CITY Telephone no ► 405-488-6208 OK ZIP+4 ► 73101		
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		
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 the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ►		X

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

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

	Yes	No
1a During the year, did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (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)? (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 ☐ Yes ☒ Yes ☒ Yes ☐ Yes ☐ Yes	☒ No ☒ No ☐ No ☐ No ☒ No ☒ 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		X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017?		N/A
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? If "Yes," list the years ► 20 , 20 , 20 , 20	☐ Yes ☒ No	
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)		N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 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)		N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017?		X

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions **N/A** ☐ **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? **N/A** ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945–5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** ☒

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **N/A** **7b**

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, and foundation managers and their compensation. See instructions.**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ROBERT E. HOWARD II PO BOX 61250 OKLAHOMA CITY OK 73146	PRESIDENT 1.00	0	0	0
VICKI P. HOWARD PO BOX 61250 OKLAHOMA CITY OK 73146	VP/SECRETARY 1.00	0	0	0
MICKEY CLAGG PO BOX 61250 OKLAHOMA CITY OK 73146	VICE PRESIDE 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	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000 **0**

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

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

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

Total number of others receiving over \$50,000 for professional services ▶

Part IX-A Summary of Direct Charitable Activities

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

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

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

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	3,988,258
b	Average of monthly cash balances	1b	2,436
c	Fair market value of all other assets (see instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	3,990,694
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	3,990,694
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	59,860
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,930,834
6	Minimum investment return. Enter 5% of line 5	6	196,542

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	196,542
2a	Tax on investment income for 2017 from Part VI, line 5	2a	2,257
b	Income tax for 2017 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,257
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	194,285
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	194,285
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	194,285

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	243,930
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	243,930
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	2,257
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	241,673

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				194,285
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only			195,416	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2017				
a From 2012				
b From 2013				
c From 2014				
d From 2015				
e From 2016				
f Total of lines 3a through e				
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ 243,930				
a Applied to 2016, but not more than line 2a			195,416	
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 2017 distributable amount				48,514
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2017 (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				
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 2016 Subtract line 4a from line 2a Taxable amount – see instructions				
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				145,771
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 2012 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2013				
b Excess from 2014				
c Excess from 2015				
d Excess from 2016				
e Excess from 2017				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year SEE STATEMENT 10				238,933
Total			▶ 3a	238,933
b Approved for future payment N/A				
Total			▶ 3b	

Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
		14	94,664	
		14	157,529	
	0		252,193	0

[illegible]

DAA

Federal Statements**Statement 1 - Form 990-PF, Part I, Line 16b - Accounting Fees**

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
ACCOUNTING	\$ 2,795	\$ 1,398	\$	\$ 1,397
TOTAL	\$ 2,795	\$ 1,398	\$ 0	\$ 1,397

Statement 2 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
ADMINISTRATIVE FEES	\$ 3,600	\$	\$	\$ 3,600
TOTAL	\$ 3,600	\$ 0	\$ 0	\$ 3,600

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

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXCISE TAXES	\$ 790	\$ 790	\$	\$
FOREIGN TAXES	622	622		
TOTAL	\$ 1,412	\$ 1,412	\$ 0	\$ 0

Statement 4 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXPENSES	\$	\$	\$	\$
INVESTMENT FEES	22,250	22,250		
TOTAL	\$ 22,250	\$ 22,250	\$ 0	\$ 0

HOWARD Howard Family Charitable Foundation
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Statement 5 - Form 990-PF, Part II, Line 13 - Other Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
MERRILL LYNCH	\$ 2,228,346	\$ 2,213,039	MARKET	\$ 2,596,590
ALLY JV	1,100,000	1,100,000	MARKET	1,100,000
ALLY MB	400,000	400,000	MARKET	400,000
TOTAL	\$ 3,728,346	\$ 3,713,039		\$ 4,096,590

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Statement 6 - Form 990-PF, Part III, Line 3 - Other Increases

Description	Amount
CONTRIBUTIONS	\$ 7,500
TOTAL	\$ 7,500

Statement 7 - Form 990-PF, Part III, Line 5 - Other Decreases

Description	Amount
COST BASIS ADJUSTMENT	\$ 1,287
TOTAL	\$ 1,287

Statement 8 - Form 990-PF, Part XV, Line 1a - Managers Who Contributed Over 2% or \$5,000

Name of Manager	Amount
ROBERT E. HOWARD II	\$
VICKI P. HOWARD	
TOTAL	\$ 0

Form 990-PF, Part XV, Line 2b - Application Format and Required Contents

Description
WRITTEN OR VERBAL REQUESTS ARE ACCEPTED IN ANY FORMAT.

Form 990-PF, Part XV, Line 2c - Submission Deadlines

Description
NONE

Statement 9 - Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations

Description
AWARDS MAY BE GIVEN ONLY TO FURTHER THE FOLLOWING 2 PURPOSES:
1) MAKING OF GRANTS AND GIFTS TO PUBLIC CHARITIES, EDUCATIONAL INSTITUTIONS OF LEARNING, AND SCIENTIFIC RESEARCH AND INSTITUTIONS ENGAGED IN THE DISCOVERY, TREATMENT, AND CURE OF DISEASE AND CARE OF THE AFFLICTED; AND
2) MAKING OF GRANTS, GIFTS, AND LOANS TO PERSONS IN DISTRESS DUE TO ILLNESS, ACCIDENT, OR DISASTER WHO ARE SELECTED AS MERITORIOUS AND CAPABLE OF FURTHERING THE PURPOSES OF THE CORPORATION.

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Statement 10 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the

Year

Name		Address		Relationship	Status	Purpose	Amount
ALLIED ARTS	OKLAHOMA CITY OK 73102	NONE	1015 N BROADWAY AVE.	PC		COMMUNITY SERVICE	4,500
BOYS AND GIRLS CLUB OF OK COUNTY	OKLAHOMA CITY OK 73118	NONE	3535 N WESTERN AVE.	PC		COMMUNITY SERVICE	20,000
A CHANCE TO CHANGE	THE VILLAGE OK 73120	NONE	2113 W BRITTON ROAD	PC		COMMUNITY SERVICE	2,500
CHICAGO LITERACY ALLIANCE	CHICAGO IL 60661	NONE	641 W LAKE STREET #200	PC		COMMUNITY SERVICE	500
CURBSIDE CHRONICLE	OKLAHOMA CITY OK 73106	NONE	1724 NW 4TH STREET	PC		COMMUNITY SERVICE	2,000
ESSCO	OKLAHOMA CITY OK 73102	NONE	600 N. WALKER, SUITE 210	PC		COMMUNITY SERVICE	500
FIRST	MANCHESTER NH 03101	NONE	200 BEDFORD STREET	PC		COMMUNITY SERVICE	5,000
GENESIS PROJECT	JONES OK 73049	NONE	9500 NW 150TH STREET	PC		COMMUNITY SERVICE	31,933
GIRLS SCOUTS OF WESTERN OKLAHOMA	OKLAHOMA CITY OK 73118	NONE	6100 N ROBINSON AVENUE	PC		COMMUNITY SERVICE	1,200
GREEN SHOE FOUNDATION	EDMOND OK 73003	NONE	609 S. KELLY AVENUE	PC		COMMUNITY SERVICE	4,000
HOPE IS ALIVE	OKLAHOMA CITY OK 73120	NONE	3009 BROOKHOLLOW ROAD	PC		COMMUNITY SERVICE	2,000
IMPACT OKLAHOMA	OKLAHOMA CITY OK 73156	NONE	PO BOX 20149	PC		COMMUNITY SERVICE	1,000
JESUS HOUSE	OKLAHOMA CITY OK 73106	NONE	1335 W SHERIDAN AVE.	PC		COMMUNITY SERVICE	2,500
JIM RILEY OUTREACH	EDMOND OK 73013	NONE	2201 CARDINAL DRIVE	PC		COMMUNITY SERVICE	10,600
LUSTGARTEN FOUNDATION	BETHPAGE NY 11714	NONE	1111 STEWART AVENUE	PC		COMMUNITY SERVICE	3,500
MYRIAD GARDEN FOUNDATION	OKLAHOMA CITY OK 73102	NONE	301 W RENO AVENUE	PC		COMMUNITY SERVICE	500
NATIONAL COWBOY & WESTERN MUSEUM	OKLAHOMA CITY OK 73111	NONE	1700 NE 63RD STREET	PC		COMMUNITY SERVICE	500

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Statement 10 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name		Address		Relationship	Status	Purpose	Amount
NATIONAL VETERANS		ANGEL FIRE NM 87710	NONE	PO BOX 805	PC	COMMUNITY SERVICE	10,000
OKLAHOMA TEMPORARY ARTS CENTER		OKLAHOMA CITY OK 73107	NONE	3000 GENERAL PERSHING BLV	PC	COMMUNITY SERVICE	20,000
OKLAHOMA CITY NATIONAL MEMORIAL		OKLAHOMA CITY OK 73102	NONE	620 N HARVEY AVENUE	PC	COMMUNITY SERVICE	500
OKLAHOMA STATE UNIVERSITY FOUNDATIO		STILLWATER OK 74074	NONE	400 S MONROE STREET	PC	COMMUNITY SERVICE	1,000
OKLAHOMA ZOOLOGICAL SOCIETY		OKLAHOMA CITY OK 73154	NONE	PO BOX 18424	PC	COMMUNITY SERVICE	1,000
REGIONAL FOOD BANK FOUNDATION		OKLAHOMA CITY OK 73137	NONE	PO BOX 270968	PC	COMMUNITY SERVICE	25,000
SCOTT & KIM VERPLANK FOUNDATION		NORMAN OK 73069	NONE	2401 TEE CIRCLE, SUITE 10	PC	COMMUNITY SERVICE	5,000
SOONER SUIT UP		NORMAN OK 73019	NONE	660 PARRINGTON OVAL	PC	COMMUNITY SERVICE	1,000
ST. LUKES UNITED METHODIST CHURCH		OKLAHOMA CITY OK 73103	NONE	222 NW 15TH STREET	PC	COMMUNITY SERVICE	5,000
TEEN CHALLENGE OF OKLAHOMA		OKLAHOMA CITY OK 73137	NONE	PO BOX 270365	PC	COMMUNITY SERVICE	25,000
TEEN RECOVERY SOLUTIONS		OKLAHOMA CITY OK 73116	NONE	720 W. WILSHIRE BLVD.	PC	COMMUNITY SERVICE	2,000
TRANSFORMED BY CHRIST MINISTRIES		EDMOND OK 73034	NONE	119 S BROADWAY	PC	COMMUNITY SERVICE	6,900
WES WELKER FOUNDATION		OKLAHOMA CITY OK 73116	NONE	720 W WILSHIRE BLVD.	PC	COMMUNITY SERVICE	26,300
YOUTH FOR CHRIST MINISTRIES		ENGLEWOOD CO 80112	NONE	7670 S VAUGHN COURT	PC	COMMUNITY SERVICE	1,000
YMCA OF GREATER OKC		OKLAHOMA CITY OK 73102	NONE	500 N BROADWAY SUITE 500	PC	COMMUNITY SERVICE	10,000
YWCA USA		OKLAHOMA CITY OK 73112	NONE	2460 W I-44 SERVICE ROAD	PC	COMMUNITY SERVICE	6,500

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Statement 10 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the

Year (continued)

Name	Address	Relationship	Status	Purpose	Amount
TOTAL					238,933

Underdistribution and Excess Distributions for Part XIIIForm **990-PF****2017**

For calendar year 2017, or tax year beginning , ending

Name

HOWARD FAMILY CHARITABLE FOUNDATIONEmployer Identification Number
20-8623940**Undistributed Income Carryovers**

Form 990-PF, Part XIII

Tax Year	Prior Undistributed Income			Current Year Decreases	Next Year Carryover	
	Nontaxable or Previously Taxed	Taxable in 2017	Total per Year		Nontaxable or Previously Taxed	Taxable in 2018
Years prior						
20 13						
20 14						
20 15						
2016		195,416	195,416	195,416		
2017			194,285	48,514		145,771
Total Carryover to Next Year						145,771

* Carryover amount includes 4942(a) amounts

Excess Distribution Carryovers

Form 990-PF, Part XIII

Preceding Tax Year Excess Distributions	Current Year	Next Year
	Decreases	Carryover
2012		
2013		
2014		
2015		
2016		
Current Year Excess Distribution Generated (2017)		0
Total Carryover to Next Year		0