



<b>Part II</b> <b>Balance Sheets</b>		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)	<b>Beginning of year</b>	<b>End of year</b>	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1	Cash—non-interest-bearing . . . . .	7,858.	10,517.	10,517.
	2	Savings and temporary cash investments . . . . .	51,272.	51,074.	51,074.
	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) . . . . .	29,236.	26,556.	49,188.
	c	Investments—corporate bonds (attach schedule) . . . . .	20,282.	20,282.	20,898.
	11	Investments—land, buildings, and equipment, basis ►			
	Less: accumulated depreciation (attach schedule) ►				
12	Investments—mortgage loans . . . . .				
13	Investments—other (attach schedule) . . . . .	1,242,526.	1,253,194.	1,409,731.	
14	Land, buildings, and equipment: basis ►				
	Less: accumulated depreciation (attach schedule) ►				
15	Other assets (describe ► L-15 Stmt) . . . . .	720.	567.	567.	
16	<b>Total assets</b> (to be completed by all filers—see the instructions. Also, see page 1, item I) . . . . .	1,351,894.	1,362,190.	1,541,975.	
<b>Liabilities</b>	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	<b>Total liabilities</b> (add lines 17 through 22) . . . . .			
<b>Net Assets or Fund Balances</b>	Foundations that follow FASB ASC 958, check here ► <input type="checkbox"/> and complete lines 24, 25, 29, and 30.				
	24	Net assets without donor restrictions . . . . .			
	25	Net assets with donor restrictions . . . . .			
	Foundations that do not follow FASB ASC 958, check here ► <input checked="" type="checkbox"/> and complete lines 26 through 30.				
	26	Capital stock, trust principal, or current funds . . . . .			
	27	Paid-in or capital surplus, or land, bldg., and equipment fund			
	28	Retained earnings, accumulated income, endowment, or other funds	1,351,894.	1,362,190.	
	29	<b>Total net assets or fund balances</b> (see instructions) . . . . .	1,351,894.	1,362,190.	
	30	<b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .	1,351,894.	1,362,190.	

**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 29 (must agree with end-of-year figure reported on prior year's return) . . . . .	1	1,351,894.
2	Enter amount from Part I, line 27a . . . . .	2	-1,698.
3	Other increases not included in line 2 (itemize) ► See Statement	3	11,994.
4	Add lines 1, 2, and 3 . . . . .	4	1,362,190.
5	Decreases not included in line 2 (itemize) ►	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29 . . . . .	6	1,362,190.

Form 990-PF (2019)

**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 ATTACHMENT			P	Various	Various
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 81,167.		69,174.	11,993.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.				(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(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			
a 0.	0.	0.	0.	11,993.	
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	11,993.	
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	-25.	

**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 doesn't qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2018	64,800.	1,427,352.	0.045399
2017	64,800.	1,451,827.	0.044633
2016	71,752.	1,373,320.	0.052247
2015	72,000.	1,410,603.	0.051042
2014	72,000.	1,403,051.	0.051317
2 Total of line 1, column (d) . . . . .		2	0.244638
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	0.048928
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5 . . . . .		4	1,429,577.
5 Multiply line 4 by line 3 . . . . .		5	69,946.
6 Enter 1% of net investment income (1% of Part I, line 27b) . . . . .		6	860.
7 Add lines 5 and 6 . . . . .		7	70,806.
8 Enter qualifying distributions from Part XII, line 4 . . . . .		8	73,842.
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 ► <input type="checkbox"/> and enter "N/A" on line 1.	1	860.
Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations, enter 4% of Part I, line 12, col. (b)	2	0.
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)		
3	Add lines 1 and 2	3	860.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)		
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	4	0.
6	Credits/Payments:		
a	2019 estimated tax payments and 2018 overpayment credited to 2019	6a	1,508.
b	Exempt foreign organizations—tax withheld at source		
c	Tax paid with application for extension of time to file (Form 8868)		
d	Backup withholding erroneously withheld		
7	Total credits and payments. Add lines 6a through 6d	7	1,508.
8	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached		
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	8	9
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>		
11	Enter the amount of line 10 to be: <b>Credited to 2020 estimated tax</b> ► 648. <b>Refunded</b> ►	10	648.
		11	Refunded

**Part VII-A Statements Regarding Activities**

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	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition		
c	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.		
c	Did the foundation file <b>Form 1120-POL</b> for this year?	1c	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
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. ► \$ _____	2	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
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.	3	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
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.		
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
b	If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year?		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by <i>General Instruction T</i> .	4b	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:		
	• By language in the governing instrument, or	5	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
	• 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?		
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	6	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
8a	Enter the states to which the foundation reports or with which it is registered. See instructions.		
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? If "No," attach explanation	7	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
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 2019 or the tax year beginning in 2019? See the instructions for Part XIV. If "Yes," complete Part XIV		
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.	8b	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
		9	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
		10	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>

**Part VII-A Statements Regarding Activities (continued)**

	Yes	No
11	11	X
12	12	X
13	13	X
14	The books are in care of ► LISA SUMMERS, CPA Located at ► 1525 MAGNOLIA NORMAN OK	
	Telephone no. ► (405) 321-2152	ZIP+4 ► 73072
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 2019, 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 ►	

**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)	Yes	X No
(2)	Yes	X No
(3)	Yes	X No
(4)	Yes	X No
(5)	Yes	X No
(6)	Yes	X 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 ►	
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 2019?	
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 2019, did the foundation have any undistributed income (Part XIII, lines 6d and 6e) for tax year(s) beginning before 2019? ► 20 , 20 , 20 , 20 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.)	
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? ► 20 , 20 , 20 , 20 If "Yes," check here ► Yes X No	
b	If "Yes," did it have excess business holdings in 2019 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 Form 4720, Schedule C, to determine if the foundation had excess business holdings in 2019.)	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	
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 2019?	

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

		Yes	No
<b>5a</b>	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))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
<b>b</b>	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions		
	Organizations relying on a current notice regarding disaster assistance, check here	► <input type="checkbox"/>	
<b>c</b>	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?	<input type="checkbox"/> Yes	<input type="checkbox"/> No
	If "Yes," attach the statement required by Regulations section 53.4945-5(d).		
<b>6a</b>	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
<b>b</b>	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		
	If "Yes" to 6b, file Form 8870.		
<b>7a</b>	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
<b>b</b>	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		
<b>8</b>	Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?	<input type="checkbox"/> Yes	<input type="checkbox"/> No

**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
TOM SUTHERLIN 154 NW 36TH LAWTON OK 73505	TRUSTEE 2.00	0.	0.	0.
ROBERT ROSS 513 SW "C" AVENUE LAWTON OK 73501	TRUSTEE 2.00	0.	0.	0.
ALAN JOLLY 8414 SW WILLOW LAWTON OK 73507	TRUSTEE 2.00	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 . . . . . ► 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.

organizations and other beneficiaries served, conferences convened, research papers produced, etc.	
1	NONE
2	.....
3	.....
4	.....
	0.

**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.

1	NONE	
2		0.

All other program-related investments See Instructions.

---

Form 990-BE (2018)

**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	1,442,159.
b	Average of monthly cash balances	1b	9,188.
c	Fair market value of all other assets (see instructions)	1c	
d	<b>Total</b> (add lines 1a, b, and c)	1d	1,451,347.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	1,451,347.
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	21,770.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,429,577.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	71,479.

**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	71,479.
2a	Tax on investment income for 2019 from Part VI, line 5	2a	860.
b	Income tax for 2019. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	860.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	70,619.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	70,619.
6	Deduction from distributable amount (see instructions)	6	
7	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	70,619.

**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	73,842.
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	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4	4	73,842.
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	860.
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	72,982.

**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 2018	(c) 2018	(d) 2019
1 Distributable amount for 2019 from Part XI, line 7 . . . . .				70,619.
2 Undistributed income, if any, as of the end of 2019:				
a Enter amount for 2018 only . . . . .				
b Total for prior years: 20 ____, 20 ____ , 20 ____				
3 Excess distributions carryover, if any, to 2019:				
a From 2014 . . . . .	0.			
b From 2015 . . . . .	0.			
c From 2016 . . . . .	0.			
d From 2017 . . . . .	0.			
e From 2018 . . . . .	0.			
f Total of lines 3a through e . . . . .	0.			
4 Qualifying distributions for 2019 from Part XII, line 4: ► \$ 73,842.				
a Applied to 2018, but not more than line 2a . . . . .				
b Applied to undistributed income of prior years (Election required—see instructions) . . . . .				
c Treated as distributions out of corpus (Election required—see instructions) . . . . .				
d Applied to 2019 distributable amount . . . . .				70,619.
e Remaining amount distributed out of corpus	3,223.			
5 Excess distributions carryover applied to 2019 (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:	3,223.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 . . . . .		0.		
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 . . . . .		0.		
e Undistributed income for 2018. Subtract line 4a from line 2a. Taxable amount—see instructions . . . . .				0.
f Undistributed income for 2019. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020 . . . . .				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions) . . . . .				
8 Excess distributions carryover from 2014 not applied on line 5 or line 7 (see instructions) . . . . .	0.			
9 Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a . . . . .	3,223.			
10 Analysis of line 9:				
a Excess from 2015 . . . . .	0.			
b Excess from 2016 . . . . .	0.			
c Excess from 2017 . . . . .	0.			
d Excess from 2018 . . . . .	0.			
e Excess from 2019 . . . . .	3,223.			

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

N/A

1a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2019, enter the date of the ruling . . . . . ►			
b	Check box to indicate whether the foundation is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 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 . . . . .			
b	85% of line 2a . . . . .			
c	Qualifying distributions from Part XII, line 4, for each year listed . . . . .			
d	Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .			
e	Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c . . . . .			
3	Complete 3a, b, or c for the alternative test relied upon:			
a	"Assets" alternative test—enter:			
(1)	Value of all assets . . . . .			
(2)	Value of assets qualifying under section 4942(j)(3)(B)(i) . . . . .			
b	"Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6, for each year listed . . . . .			
c	"Support" alternative test—enter:			
(1)	Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . .			
(2)	Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii) . . . . .			
(3)	Largest amount of support from an exempt organization . . . . .			
(4)	Gross investment income . . . . .			

**Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)****1 Information Regarding Foundation Managers:**

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

NONE

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.

NONE

**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., to individuals or organizations under other conditions, complete items 2a, b, c, and d. See instructions.

a The name, address, and telephone number or email address of the person to whom applications should be addressed.

See Supplementary Information Statement

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

c Any submission deadlines:

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

**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
<b>Name and address (home or business)</b>				
<b>a Paid during the year</b>				
LESLIE POWELL FOUNDATION 716 "D" AVENUE LAWTON OK 73501		PRIVATE OPERATING FOUNDATION	REQUIRED BY THE GOVERNING INSTRUMENT	64,800.
<b>Total</b>			► 3a	64,800.
<b>b Approved for future payment</b>				
LESLIE POWELL FOUNDATION 706 "D" AVENUE LAWTON OK 73501	NONE	PRIVATE OPERATING FOUNDATION	AS REQUIRED BY GOVERNING INSTRUMENT ALL DISTRIBUTABLE 2019 INCOME WILL BE DISTRIBUTED	64,800.
<b>Total</b>			► 3b	64,800.

## Part XV, Line 2: Supplementary Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc.

## Continuation Statement

Name and Address Information	Form Information	Submission Information	Restrictions
N/A	N/A	N/A	N/A

## Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments . . . . .					
3 Interest on savings and temporary cash investments			14	34.	
4 Dividends and interest from securities . . . . .			14	81,097.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property . . . . .					
b Not debt-financed property . . . . .					
6 Net rental income or (loss) from personal property					
7 Other investment income . . . . .					
8 Gain or (loss) from sales of assets other than inventory					
9 Net income or (loss) from special events . . . . .					
10 Gross profit or (loss) from sales of inventory . . . . .					
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e) . . . . .				81,131.	
13 Total. Add line 12, columns (b), (d), and (e) . . . . .				13	81,131.
(See worksheet in line 13 instructions to verify calculations.)					

(See worksheet in line 13 instructions to verify calculations.)

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

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

		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization:		
(1)	Cash . . . . .	1a(1)	X
(2)	Other assets . . . . .	1a(2)	X
b	Other transactions:		
(1)	Sales of assets to a noncharitable exempt organization . . . . .	1b(1)	X
(2)	Purchases of assets from a noncharitable exempt organization . . . . .	1b(2)	X
(3)	Rental of facilities, equipment, or other assets . . . . .	1b(3)	X
(4)	Reimbursement arrangements . . . . .	1b(4)	X
(5)	Loans or loan guarantees . . . . .	1b(5)	X
(6)	Performance of services or membership or fundraising solicitations . . . . .	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees . . . . .	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

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

**b** If "Yes," complete the following schedule.

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

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

**Sign  
Here**

Signature of officer or trustee

May the IRS discuss this return  
with the preparer shown below?  
See instructions  Yes  No

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's signature	Date	Check <input checked="" type="checkbox"/> if self-employed	PTIN
	LISA D. SUMMERS, CPA		05/05/2020		P01393192
	Firm's name ► Lisa D. Summers CPA	Firm's EIN ► 73-1453467			
Firm's address ► 1525 Magnolia St.				Phone no (405) 321-2152	

BAA

Norman

OK 73072

**Form 990-PF (2019)**

## Additional information from your Form 990-PF: Return of Private Foundation

### Form 990-PF: Return of Private Foundation

#### Taxes

#### Continuation Statement

Description	Revenue and Expense per Book	Net Investment Income	Adjusted Net Income	Disbursement for charitable purpose
FED EXCISE TAX	1,498.	1,498.		
FOREIGN TAX PAID	459.	459.	459.	
<b>Total</b>	<b>1,957.</b>	<b>1,957.</b>	<b>459.</b>	

### Form 990-PF: Return of Private Foundation

#### Other Expenses

#### Continuation Statement

Description	Revenue and Expense per Book	Net Investment Income	Adjusted Net Income	Disbursement for charitable purpose
BROKER CHARGES	12,995.	2,112.	1,840.	9,042.
INSURANCE	1,213.	1,213.	1,213.	
MISC				
ADJUSTEMENT DUE TO ROUNDING				
<b>Total</b>	<b>14,208.</b>	<b>3,325.</b>	<b>3,053.</b>	<b>9,042.</b>

### Form 990-PF: Return of Private Foundation

#### Other Increases

#### Continuation Statement

Description	Amount
CAPITAL GAINS NOT INCL IN COL A	11,993.
ADJUSTMENT DUE TO ROUNDING	1.
<b>Total</b>	<b>11,994.</b>

Name <u>LESLIE POWELL TRUST</u>	Employer Identification No <u>73-6206326</u>
------------------------------------	---

Line 15 - Other Assets:	Beginning Year Book Value	End of Year Book Value	End of Year Fair Market Value
ACCRUED INTEREST	567.	567.	567.
DIVIDENDS RECEIVABLE	153.	0.	0.
Totals to Form 990-PF, Part II, line 15 . . . . .	720.	567.	567.

Line 22 - Other Liabilities:	Beginning Year Book Value	Ending Year Book Value
Totals to Form 990-PF, Part II, line 22 . . . . .		

BOOK VALUE OF INVESTMENTS  
2019 FORM 990-PF PAGE 2 ATTACHMENT

DESCRIPTION	# SHARES	BOOK VALUE	MARKET VALUE
		BALANCE 12/31/2019	BALANCE 12/31/2019

<u>ACCRUED INTEREST</u>	\$ 566.67	\$ 566.67
-------------------------	-----------	-----------

EQUITIES

ABBOTT LABORATORIES	0 \$		
ALTERIA GROUP INC	266 \$	6,705 15	\$ 13,276.06
CHEVRON CORP NEW	29 \$	2,167 35	\$ 3,494 79
CONOCOPHILLIPS	110 \$	5,977 64	\$ 7,153.30
EXXON MOBIL CORP	47 \$	4,177.42	\$ 3,279.66
SYSCO CORP	257 \$	7,528.59	\$ 21,983.78
	0 \$		

SUBTOTAL EQUITIES	\$ 26,556 15	\$ 49,187 59
-------------------	--------------	--------------

FIXED INCOME

LLOYDS TSB BANK PLC NOTE	20000 \$	20,282.19	\$ 20,898 20
SUBTOTAL FIXED INCOME	\$ 20,282.19	\$ 20,898 20	

MUTUAL FUNDS

AMERICAN BEACON LARGE CAP	6047.495 \$	149,026 37	\$ 180,396 78
BROWN CAPITAL MGT SMALL CO	806.881 \$	52,581.83	\$ 81,656.36
DEUTSCHE ENHANCED COMMODIT	4647.032 \$	54,729.21	\$ 44,286 21
DFA EMERG MKTS CORE EQU	2866.603 \$	61,422.19	\$ 62,405.95
DFA US TARGETED VALUE	4160.597 \$	99,070.74	\$ 96,442.64
DFA INTL SM CAP VAL	2532.61 \$	54,381.67	\$ 49,006.00
DFA REAL EST SEC PRTF INSTL	374.693 \$	13,184 97	\$ 15,332.44
DOUBLELINE TOTAL RET BND FND	12586.379 \$	134,169.79	\$ 133,378.53
I SHARES COR S&P 500	433 \$	93,795.30	\$ 139,962.92
I SHARES CORE US AGGRGA BND	263 \$	28,959 99	\$ 29,553.31
MFS INTERNATL VALUE FD	1973.073 \$	74,590 09	\$ 94,233 97
OPPENHEIMER SENIOR FLT RATE	3865.507 \$	31,804 62	\$ 28,744.52
PIMCO INCOME FUND INSTL	4998.712 \$	61,192.77	\$ 59,916 37
PIMCO STOCKSPLUS INTL-HEDG	12161.01 \$	97,074 89	\$ 95,707.15
PIMCO STOCKSPLU INTL I	0 \$	(0.02)	\$ (0 02)
T ROWE PRICE REAL EST FND	1767.634 \$	42,468.33	\$ 45,428 19
VANGUARD INTL EQUITY INDEX	1037 \$	42,052.59	\$ 46,115.39
VANGUARD EQUITY INC INVESTOR	4658.223 \$	132,151 21	\$ 176,826.15
VOYA HIGH YIELD BOND CL 1	3796.081 \$	30,536.99	\$ 30,338.00

SUBTOTAL MUTUAL FUNDS	\$ 1,253,193.53	\$ 1,409,730 86
-----------------------	-----------------	-----------------

TOTALS	\$ 1,300,598 54	\$ 1,480,383.32
--------	-----------------	-----------------

LESLIE POWELL TRUST

FORM 990-PF 2019- FED ID #73-6206326

ATTACHMENT 2

GROSS PROCEEDS FROM DISPOSITIONS OF SECURITIES #9695

CAPITAL GAINS AND LOSSES FROM DISPOSITIONS

FOR THE YEAR ENDING 12-31-19

DESCRIPTION	HOW ACQUIRED	DATE ACQUIRED	DATE SOLD	GROSS SALES PRICE	COST OR OTHER BASIS	GAIN/(LOSS) LT	GAIN/(LOSS) ST	DISALLOWED AMOUNT
INVESCO OPPENHEIMER SENIOR FLOAT	PURCH	VARIOUS	06/25/19	\$ 1,600 00	\$ 1,687 62	\$ (87 62)		\$ 7 94
AMER BEACON BRDGWAY LO CAP	PURCH	VARIOUS	06/25/19	\$ 9,236 00	\$ 7,270 93	\$ 1,965 07		
BROWN CAP MGMT SM CO	PURCH	VARIOUS	06/25/19	\$ 2,926 00	\$ 1,785 90	\$ 1,140 10		
DFA REAL EST SEC	PURCH	VARIOUS	06/25/19	\$ 3,238 00	\$ 2,877 76	\$ 360 24		
DOUBLELINE TOTAL RET	PURCH	VARIOUS	06/25/19	\$ 14,647 00	\$ 14,577 05	\$ 69 95		
PIMCO STOCKSPLUS INTL	PURCH	VARIOUS	06/25/19	\$ 957 10	\$ 982 34		\$ (25 24)	
PIMCO STOCKSPLUS INTL HEDG	PURCH	VARIOUS	06/25/19	\$ 4,151 00	\$ 4,267 84	\$ (116 84)		\$ 42 67
PIMCO INC CL	PURCH	VARIOUS	06/25/19	\$ 6,525 00	\$ 6,594 90	\$ (69 90)		\$ 3 11
T ROWE PRICE REAL EST FND	PURCH	VARIOUS	06/25/19	\$ 6,002 00	\$ 4,940 72	\$ 1,061 28		
VANGUARD EQU INC INV	PURCH	VARIOUS	06/25/19	\$ 1,472 00	\$ 1,156 79	\$ 315 21		
VOYA HIGH YIELD BND	PURCH	VARIOUS	06/25/19	\$ 3,370 00	\$ 3,402 53	\$ (32 53)		\$ 1 52
CHEVRON CORP	PURCH	VARIOUS	06/26/19	\$ 749 83	\$ 448 42	\$ 301 41		
EXXON MOBIL CORP	PURCH	VARIOUS	06/26/19	\$ 1,077 90	\$ 1,323 70	\$ (245 80)		
ISHARES COR S&P	PURCH	VARIOUS	06/26/19	\$ 12,112 53	\$ 7,689 29	\$ 4,423 24		
ISHARES CORE US AGG BOND	PURCH	VARIOUS	06/26/19	\$ 2,782 32	\$ 2,723 68	\$ 58 64		
MFS INTL INTRINSIC	PURCH	VARIOUS	06/26/19	\$ 8,111 00	\$ 6,536 07	\$ 1,574 93		
SYSCO CORP DISCR	PURCH	VARIOUS	06/26/19	\$ 2,209 15	\$ 908 12	\$ 1,301 03		
 TOTAL 2019				\$ 81,166 83	\$ 69,173 66	\$ 12,018 41	\$ (25 24)	\$ 55 24
						\$ 11,993 17		