

29491016006021

EXTENDED TO NOVEMBER 16, 2020

Return of Private Foundation

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

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

OMB No 1545-0047

1912

2019

Open to Public Inspection

Form 990-PF

Department of the Treasury Internal Revenue Service

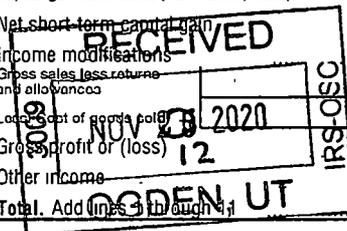
For calendar year 2019 or tax year beginning

, and ending

Name of foundation: THE OXLEY FOUNDATION
Employer identification number: 73-6224031
Telephone number: 918-584-1978
City: TULSA, OK 74119
Check type of organization: Section 501(c)(3) exempt private foundation
Fair market value of all assets at end of year: \$23,219,910
Accounting method: Cash

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (Contributions, Dividends, etc.) and Operating and Administrative Expenses (Salaries, Legal fees, etc.).

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	2.		
	2 Savings and temporary cash investments	943,770.	2,239,072.	2,239,072.
	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			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	39,060.	33,486.	33,486.
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 7	12,743,831.	11,529,928.	15,777,219.
	c Investments - corporate bonds STMT 8	4,419,559.	2,404,564.	3,131,817.
	11 Investments - land, buildings, and equipment basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 9	2,003,911.	1,628,619.	647,481.	
14 Land, buildings, and equipment basis ▶ 62,974.				
Less: accumulated depreciation STMT 10 ▶ 26,307.	0.	36,667.	36,667.	
15 Other assets (describe ▶)	219,916.	219,916.	1,354,168.	
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	20,370,049.	18,092,252.	23,219,910.	
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			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here ▶ <input type="checkbox"/>			
	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"/>			
	26 Capital stock, trust principal, or current funds	100.	100.	
	27 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	28 Retained earnings, accumulated income, endowment, or other funds	20,369,949.	18,092,152.	
29 Total net assets or fund balances	20,370,049.	18,092,252.		
30 Total liabilities and net assets/fund balances	20,370,049.	18,092,252.		

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	20,370,049.
2 Enter amount from Part I, line 27a	2	-2,248,804.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	18,121,245.
5 Decreases not included in line 2 (itemize) ▶ PY TAXES	5	28,993.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 29	6	18,092,252.

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 ATTACHED	P		
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 7,496,762.		6,939,794.	556,968.
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			556,968.
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	556,968.
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). If (loss), enter -0- in Part I, line 8		3	N/A

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	2,452,654.	26,215,335.	.093558
2017	15,190,690.	28,783,425.	.527758
2016	2,945,388.	47,976,100.	.061393
2015	4,398,273.	51,776,019.	.084948
2014	4,257,970.	56,253,159.	.075693

2 Total of line 1, column (d)	2	.843350
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	.168670
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	23,935,080.
5 Multiply line 4 by line 3	5	4,037,130.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	12,754.
7 Add lines 5 and 6	7	4,049,884.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	3,511,777.

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
- 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-)
- 3 Add lines 1 and 2
- 4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)
- 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-
- 6 Credits/Payments:
 - a 2019 estimated tax payments and 2018 overpayment credited to 2019
 - 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
- 8 Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attached
- 9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed
- 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid
- 11 Enter the amount of line 10 to be: Credited to 2020 estimated tax 7,979. | Refunded 0.

1	25,507.
2	0.
3	25,507.
4	0.
5	25,507.
6a	33,486.
6b	0.
6c	0.
6d	0.
7	33,486.
8	0.
9	
10	7,979.
11	0.

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?
- 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.
- c Did the foundation file Form 1120-POL for this year?
- 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? If "Yes," attach a detailed description of the activities.
- 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?
- b If "Yes," has it filed a tax return on Form 990-T for this year? N/A
- 5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T
- 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?
- 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
- 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
- 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

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

2

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 JANE JONES Telephone no. 918-584-1978 Located at 1437 S. BOULDER, STE 770, TULSA, OK ZIP+4 74119		
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	N/A	
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 SEE STATEMENT 12	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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 2019?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2019, did the foundation have any undistributed income (Part XIII, lines 6d and 6e) for tax year(s) beginning before 2019? If "Yes," list the years	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.)	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 2019?		X

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

<p>5a During the year, did the foundation pay or incur any amount to:</p> <p>(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?</p> <p>(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?</p> <p>(3) Provide a grant to an individual for travel, study, or other similar purposes?</p> <p>(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions</p> <p>(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?</p> <p>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</p> <p>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? If "Yes," attach the statement required by Regulations section 53.4945-5(d).</p> <p>6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?</p> <p>b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870.</p> <p>7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?</p> <p>b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?</p> <p>8 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?</p>	<p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>N/A <input type="checkbox"/></p> <p>N/A <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>N/A</p> <p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <th style="width: 5%;"></th> <th style="width: 5%;">Yes</th> <th style="width: 5%;">No</th> </tr> <tr> <td style="text-align: center;">5a</td> <td></td> <td></td> </tr> <tr> <td style="text-align: center;">5b</td> <td></td> <td></td> </tr> <tr> <td style="text-align: center;">6a</td> <td></td> <td style="text-align: center;">X</td> </tr> <tr> <td style="text-align: center;">6b</td> <td></td> <td></td> </tr> <tr> <td style="text-align: center;">7a</td> <td></td> <td></td> </tr> <tr> <td style="text-align: center;">7b</td> <td></td> <td></td> </tr> <tr> <td style="text-align: center;">8</td> <td></td> <td></td> </tr> </table>		Yes	No	5a			5b			6a		X	6b			7a			7b			8		
	Yes	No																								
5a																										
5b																										
6a		X																								
6b																										
7a																										
7b																										
8																										

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.

(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
JOHN C. OXLEY 1437 S. BOULDER, SUITE 770 TULSA, OK 74119	TRUSTEE 0.00	0.	0.	0.
MARY JANE TRITSCH 1437 S. BOULDER, SUITE 770 TULSA, OK 74119	TRUSTEE 0.00	0.	0.	0.
RUSSELL H. HARBAUGH, JR. 1437 S. BOULDER, SUITE 770 TULSA, OK 74119	TRUSTEE 32.80	1,832.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
GREENHILL PROPERTIES, LLC 1437 S. BOULDER, STE. 770, TULSA, OK 74119	ADMINISTRATIVE OVERHEAD	320,886.
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 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	0.
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	20,529,280.
b	Average of monthly cash balances	1b	2,389,919.
c	Fair market value of all other assets	1c	1,380,375.
d	Total (add lines 1a, b, and c)	1d	24,299,574.
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	24,299,574.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	364,494.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	23,935,080.
6	Minimum investment return. Enter 5% of line 5	6	1,196,754.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations, check here and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	1,196,754.
2a	Tax on investment income for 2019 from Part VI, line 5	2a	25,507.
b	Income tax for 2019. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	25,507.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,171,247.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,171,247.
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	1,171,247.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	3,511,777.
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	3,511,777.
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	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	3,511,777.

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				1,171,247.
2 Undistributed income, if any, as of the end of 2019				
a Enter amount for 2018 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2019:				
a From 2014	1,495,586.			
b From 2015	1,849,152.			
c From 2016	564,862.			
d From 2017	13,781,443.			
e From 2018	1,170,880.			
f Total of lines 3a through e	18,861,923.			
4 Qualifying distributions for 2019 from Part XII, line 4: ▶ \$ 3,511,777.				
a Applied to 2018, 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 2019 distributable amount				1,171,247.
e Remaining amount distributed out of corpus	2,340,530.			
5 Excess distributions carryover applied to 2019 (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:	21,202,453.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
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 2018. Subtract line 4a from line 2a. Taxable amount - see instr.			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)	0.			
8 Excess distributions carryover from 2014 not applied on line 5 or line 7	1,495,586.			
9 Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a	19,706,867.			
10 Analysis of line 9:				
a Excess from 2015	1,849,152.			
b Excess from 2016	564,862.			
c Excess from 2017	13,781,443.			
d Excess from 2018	1,170,880.			
e Excess from 2019	2,340,530.			

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

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2019, enter the date of the ruling

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

4942(j)(3) or 4942(j)(5)

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

	Tax year		Prior 3 years		(e) Total
	(a) 2019	(b) 2018	(c) 2017	(d) 2016	
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.

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

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:

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES				STATEMENT 1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
DIVIDENDS & INTEREST	582,464.	0.	582,464.	582,464.	
TO PART I, LINE 4	582,464.	0.	582,464.	582,464.	

FORM 990-PF	OTHER INCOME			STATEMENT 2
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	
OIL & GAS ROYALTIES LIMITED PARTNERSHIP INCOME	477,436.	477,436.		
UBIA ACTIVITY FROM K-1S	169.	169.		
OTHER INCOME	-5,018.	0.		
	4,286.	4,286.		
TOTAL TO FORM 990-PF, PART I, LINE 11	476,873.	481,891.		

FORM 990-PF	ACCOUNTING FEES			STATEMENT 3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	14,213.	7,107.		7,107.
TO FORM 990-PF, PG 1, LN 16B	14,213.	7,107.		7,107.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT SERVICES	87,355.	87,355.		0.
TO FORM 990-PF, PG 1, LN 16C	87,355.	87,355.		0.

FORM 990-PF

TAXES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAXES AND LICENSES	3,638.	3,638.		0.
FOREIGN TAXES	11,590.	11,590.		0.
TO FORM 990-PF, PG 1, LN 18	15,228.	15,228.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OFFICE EXPENSE	237.	237.		0.
INSURANCE	3,407.	3,407.		0.
OVERHEAD	320,760.	160,380.		160,380.
DUES & SUBSCRIPTIONS	5,581.	5,581.		0.
MEALS & ENTERTAINMENT	566.	566.		0.
MISCELLANEOUS EXPENSES	-86.	-86.		0.
NON-DEDUCTIBLE EXPENSES	9,210.	0.		0.
TO FORM 990-PF, PG 1, LN 23	339,675.	170,085.		160,380.

FORM 990-PF

CORPORATE STOCK

STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCKS	11,529,928.	15,777,219.
TOTAL TO FORM 990-PF, PART II, LINE 10B	11,529,928.	15,777,219.

FORM 990-PF	CORPORATE BONDS	STATEMENT 8
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	2,404,564.	3,131,817.
TOTAL TO FORM 990-PF, PART II, LINE 10C	2,404,564.	3,131,817.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 9	
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
OTHER INVESTMENTS	FMV	1,628,619.	647,481.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,628,619.	647,481.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT 10	
DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
COMPUTER SOFTWARE	2,804.	2,804.	0.
FURNITURE	3,640.	3,640.	0.
OFFICE FURNITURE	6,194.	6,194.	0.
COMPUTER EQUIPMENT	1,690.	1,690.	0.
MICROEDGE SOFTWARE	11,537.	11,537.	0.
2020 SUBARU OUTBACK	37,109.	442.	36,667.
TOTAL TO FM 990-PF, PART II, LN 14	62,974.	26,307.	36,667.

FORM 990-PF	OTHER ASSETS	STATEMENT 11	
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
PRODUCING ROYALTY INTRESTS	552,238.	552,238.	1,134,252.
NONPRODUCING ROYALTY INTERESTS	219,916.	219,916.	219,916.
ACCUMULATED DEPLETION	-552,238.	-552,238.	0.
TO FORM 990-PF, PART II, LINE 15	219,916.	219,916.	1,354,168.

FORM 990-PF

NAME OF FOREIGN COUNTRY IN WHICH
ORGANIZATION HAS FINANCIAL INTEREST

STATEMENT 12

NAME OF COUNTRY

CAYMAN ISLANDS
BERMUDA

2019 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	Conv	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
1	(D) INFINITI SEDAN	12/11/09	SL	7.00		16	25,735.				25,735.	25,735.		0.	25,735.
2	COMPUTER SOFTWARE	05/02/02	SL	3.00		16	2,804.				2,804.	2,804.		0.	2,804.
3	FURNITURE	01/01/04	SL	7.00		16	3,640.				3,640.	3,640.		0.	3,640.
4	OFFICE FURNITURE	06/01/06	SL	7.00		16	6,194.				6,194.	6,194.		0.	6,194.
5	COMPUTER EQUIPMENT	06/01/06	SL	5.00		16	1,690.				1,690.	1,690.		0.	1,690.
6	MICROEDGE SOFTWARE	02/20/08	SL	3.00		16	11,537.				11,537.	11,537.		0.	11,537.
7	2020 SUBARU OUTBACK	11/30/19	SL	7.00		16	37,109.				37,109.			442.	442.
	TOTAL 990-PF PG 1 DEPR						88,709.				88,709.	51,600.		442.	52,042.
	CURRENT YEAR ACTIVITY														
	BEGINNING BALANCE						51,600.			0.	51,600.	51,600.			51,600.
	ACQUISITIONS						37,109.				37,109.				37,109.
	DISPOSITIONS/RETIRED														
	ENDING BALANCE						62,974.			0.	62,974.	25,865.			26,307.
	ENDING ACCUM DEPR LESS DISPOSITIONS											26,307.			26,307.
	ENDING BOOK VALUE														

(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

THE OXLEY FOUNDATION

GRANTS PAID

December 31, 2019

DATE	PAYEE	AMOUNT
4/3/2019	Oklahoma Aquarium Foundation	SPLASH SPONSORSHIP \$5,000.00
4/3/2019	Alzheimer's Association - Oklahoma Chapter	2019 MEMORY GALA \$5,000.00
4/3/2019	Youth Services of Tulsa, Inc.	2019 BLANK CANVAS \$3,000.00
4/3/2019	Arts & Humanities Council of Tulsa	IGNITE THE NIGHT \$5,000.00
4/3/2019	Dillon International, Inc.	2019 LUNAR GALA \$2,500.00
4/3/2019	Family & Children's Service, Inc	2019 THE WHITE PARTY \$3,000.00
4/3/2019	Girl Scouts of Magic Empire Council	JULIETTE LOW LUNCH \$3,000.00
4/3/2019	Hospice of Green Country, Inc.	OYSTERS AND ALE \$2,500.00
4/3/2019	Mental Health Association of Tulsa Inc	CARNIVAL 2019 \$7,500.00
4/3/2019	Oklahoma Center for Nonprofits	2019 ONE AWARDS \$5,000.00
4/3/2019	The Philbrook Museum of Art	EDGE 2019 \$2,500.00
4/3/2019	Retired Senior Volunteer Program of Tulsa, I	SOMEWHERE IN TIME \$5,000.00
4/3/2019	The Salvation Army	2019 BOOTH DINNER \$5,000.00
4/3/2019	Town & Country School	DIFFERENT STROKES \$3,500.00
4/3/2019	Tulsa Air and Space Museum	2019 AVIATOR BALL \$2,500.00
4/3/2019	Tulsa Boys' Home	2019 RUN FOR ROSES \$3,000.00
4/3/2019	Tulsa Community College Foundation	SIGNATURE SYMPHONY \$3,000.00
4/3/2019	Tulsa Habitat for Humanity	ROCK THE HOUSE 2019 \$3,000.00
4/3/2019	Life Senior Services, Inc.	2019 CELEBRATE LIFE \$2,000.00
4/3/2019	Tulsa Zoo Management	2019 WALTZ WIDE SIDE \$6,000.00
4/3/2019	Volunteers of America	RHINESTONE COWBOY \$5,000.00
4/3/2019	Will Rogers High School Foundation	LEON RUSSELL CONCERT \$5,000.00
4/3/2019	Community Food Bank of Eastern Oklahoma	2019 EMPTY BOWLS \$5,000.00
6/24/2019	Bit by Bit	2019 BBQ FUNDRAISER \$3,000.00
6/24/2019	The Center for Individuals-Physical Challeng	2019 POLO FUNDRAISER \$2,500.00
6/24/2019	Clarehouse	2019 MOONSTRUCK \$5,000.00
6/24/2019	Community Service Council of Greater Tulsa	TOP OF THE TOWN \$2,500.00
6/24/2019	Cumberland College	2019 SCHOLARSHIPS \$10,000.00
6/24/2019	Exponent Philanthropy	2019 PROGRAM SUPPORT \$1,500.00
6/24/2019	The Nature Conservancy, Oklahoma Chapter	2019 CONSERVATION \$2,500.00
6/24/2019	Oklahoma State University	STATELY AFFAIR TULSA \$2,500.00
6/24/2019	Resonance - Center for Women, Inc	STACKED DECK EVENT \$2,500.00
6/24/2019	River Parks Foundation	WILD TURKEY EVENT \$2,500.00
6/24/2019	Ronald McDonald House Charities of Tulsa, In	2019 RAZZLE MCDAZZLE \$2,000.00
6/24/2019	Saint Simeon's Episcopal Home Foundation	2019 WESTERN DAYS \$5,000.00
6/24/2019	St. John Medical Center Foundation, Inc.	2019 STREET PARTY \$2,500.00

6/24/2019 Tulsa Community College Foundation	2019 VISION DINNER	\$5,000.00
6/24/2019 Tulsa Historical Society	2019 HALL OF FAME	\$2,500.00
9/17/2019 The University of Tulsa	OXLEY COLLEGE HEALTH	\$1,500,000.00
9/17/2019 Crosstown Learning Center	MONDAY EVENING EVENT	\$1,000.00
9/17/2019 Hospitality House of Tulsa Inc	OK CARING AWARDS	\$2,500.00
9/17/2019 Lilyfield Christian Adoption & Foster Care	2019 LEGACY OF LOVE	\$2,500.00
9/17/2019 Master Gardner Foundation	EXPLORING INSECTS	\$1,000.00
9/17/2019 Crime Prevention Network	BADGES N BBQ	\$1,000.00
9/17/2019 The Philanthropy Roundtable	2019 PROGRAM SUPPORT	\$2,500.00
9/17/2019 The Salvation Army	2019 CHRISTMAS LUNCH	\$1,000.00
12/18/2019 Oklahoma State University	ECHO HEALTH PROJECT	\$15,000.00
12/18/2019 Hope is Alive	2019 PROGRAM SUPPORT	\$5,000.00
12/18/2019 Arts Alliance Tulsa	WINE, WOMEN & SHOES	\$2,500.00
12/18/2019 Domestic Violence Intervention Services, Inc	MONARCH BALL	\$2,500.00
12/18/2019 Good Samaritan Health Services	2019 HEALTH SERVICES	\$10,000.00
12/18/2019 Grand Lake Mental Health Center Inc.	SUICIDE PREVENTION	\$10,000.00
12/18/2019 Harvest House Outreach Inc.	FOOD FOR FAMILIES	\$5,000.00
12/18/2019 Mayo Clinic	2019 P.E.T, SCANNER	\$1,500,000.00
12/18/2019 Mental Health Association of Oklahoma	2020 CARNIVAL	\$7,500.00
12/18/2019 Brain and Behavior Research Foundation	2019 MENTAL HEALTH	\$50,000.00
12/18/2019 Tulsa Botanical Gardens	GARDEN OF LIGHTS	\$3,000.00
12/18/2019 Oral Roberts University	BASEBALL SCHOLARSHIP	\$10,000.00
12/18/2019 The Philbrook Museum of Art	OXLEY GARDENS	\$10,000.00
12/18/2019 Tulsa Ballet Theatre, Inc.	2020 ICONS & IDOLS	\$5,000.00
12/18/2019 Tulsa Habitat for Humanity	ROCK THE HOUSE	\$3,000.00
12/18/2019 Oklahoma State University	OXLEY EQUINE ARENA	\$50,000.00
12/18/2019 University of the Ozarks	SCHOLARSHIP PROGRAM	\$10,000.00
		<u>\$3,353,500.00</u>
Non-deductible		(9,210.16)
		<u><u>\$3,344,289.84</u></u>

**STATEMENT ATTACHED MADE PART OF FORM 990-PF
YEAR ENDED 12/31/2019**

**STATEMENT 13
PAGE 1 OF 1**

PART VII-B, QUESTIONS 1A(3) AND 1A(4)

THE OXLEY FOUNDATION OCCUPIES OFFICE SPACE LEASED BY GREENHILL PROPERTIES, LLC. A 50% OWNER OF GREENHILL PROPERTIES, LLC IS JOHN C. OXLEY, A TRUSTEE OF THE FOUNDATION. THE FOUNDATION PAID A TOTAL OF \$320,885.95 TO GREENHILL PROPERTIES, LLC FOR EXPENSES ASSOCIATED WITH THE MANAGEMENT OF INVESTMENTS, BOOKKEEPING, AND THE MAKING OF GRANTS TO DONEE ORGANIZATIONS.

PART VIII, QUESTION 1

RUSSELL H. HARBAUGH, JR.'S COMPENSATION IS THE PERSONAL USE OF A FOUNDATION AUTOMOBILE.