

For calendar year 2020, or tax year beginning 01-01-2020, and ending 12-31-2020

Name of foundation LYON FOUNDATION		A Employer identification number 23-7299980	
Number and street (or P.O. box number if mail is not delivered to street address) PO BOX 546		Room/suite	
City or town, state or province, country, and ZIP or foreign postal code BARTLESVILLE, OK 74005		B Telephone number (see instructions) (918) 336-0066	
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here..... 2. Foreign organizations meeting the 85% test, check here and attach computation ...	
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶\$ 53,405,857		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here	
J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)			

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	46,206	46,206		
	4 Dividends and interest from securities	953,967	953,967		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 _____	575,714			
	b Gross sales price for all assets on line 6a _____ 15,341,965				
	7 Capital gain net income (from Part IV, line 2)		575,714		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances _____				
Operating and Administrative Expenses	b Less: Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	24,112	24,112		
	12 Total. Add lines 1 through 11	1,599,999	1,599,999		
	13 Compensation of officers, directors, trustees, etc.	72,000	18,000		54,000
	14 Other employee salaries and wages	26,875	0		26,875
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	14,973	0		14,973
	c Other professional fees (attach schedule)	146,183	139,183		7,000
	17 Interest	15	0		15
	18 Taxes (attach schedule) (see instructions)	7,978	1,769		6,209
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	8,041	0		8,041
	24 Total operating and administrative expenses. Add lines 13 through 23	276,065	158,952		117,113
	25 Contributions, gifts, grants paid	2,170,375			2,170,375
	26 Total expenses and disbursements. Add lines 24 and 25	2,446,440	158,952		2,287,488
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-846,441			
	b Net investment income (if negative, enter -0-)		1,441,047		
c Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	20,936	35,058	35,058
	2 Savings and temporary cash investments	638,661	666,271	666,271
	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)	23,825,419	24,576,222	24,576,222
	c Investments—corporate bonds (attach schedule)	1,425,488	1,466,577	1,466,577
	11 Investments—land, buildings, and equipment: basis ▶ _____ Less: accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	24,436,566	26,661,429	26,661,429
	14 Land, buildings, and equipment: basis ▶ _____ 1,985 Less: accumulated depreciation (attach schedule) ▶ _____ 1,685	697	300	300
15 Other assets (describe ▶ _____)				
16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	50,347,767	53,405,857	53,405,857	
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 FASB ASC 958, check here ▶ ☒ and complete lines 24, 25, 29 and 30.			
	24 Net assets without donor restrictions	50,347,767	53,405,857	
	25 Net assets with donor restrictions			
	Foundations that do not follow FASB ASC 958, check here ▶ ☐ 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			
	29 Total net assets or fund balances (see instructions)	50,347,767	53,405,857	
30 Total liabilities and net assets/fund balances (see instructions) .	50,347,767	53,405,857		

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	50,347,767
2 Enter amount from Part I, line 27a	2	-846,441
3 Other increases not included in line 2 (itemize) ▶ _____	3	3,904,928
4 Add lines 1, 2, and 3	4	53,406,254
5 Decreases not included in line 2 (itemize) ▶ _____	5	397
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29 .	6	53,405,857

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1 a GAIN FROM SALE OF INVESTMENTS - SEE ATTACHED	P	2020-01-01	2020-12-31
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 15,341,965		14,766,251	575,714
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			575,714
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	575,714
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8		3	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**SECTION 4940(e) REPEALED ON DECEMBER 20, 2019 - DO NOT COMPLETE**

1 Reserved			
(a) Reserved	(b) Reserved	(c) Reserved	(d) Reserved
2 Reserved		2	
3 Reserved		3	
4 Reserved		4	
5 Reserved		5	
6 Reserved		6	
7 Reserved		7	
8 Reserved ,		8	

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	Reserved.	1	20,031
c	All other domestic foundations enter 1.39% 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	20,031
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	20,031
6	Credits/Payments:		
a	2020 estimated tax payments and 2019 overpayment credited to 2020	6a	50,533
b	Exempt foreign organizations—tax withheld at source	6b	0
c	Tax paid with application for extension of time to file (Form 8868)	6c	0
d	Backup withholding erroneously withheld	6d	0
7	Total credits and payments. Add lines 6a through 6d.	7	50,533
8	Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached.	8	0
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed .	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid .	10	30,502
11	Enter the amount of line 10 to be: Credited to 2021 estimated tax 30,502 Refunded	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?		Yes	No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? (see Instructions for definition). <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>	1b		No
c	Did the foundation file Form 1120-POL for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ► \$ 0 (2) On foundation managers. ► \$ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► OK _____			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation.</i>	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2020 or the taxable year beginning in 2020? See the instructions for Part XIV. <i>If "Yes," complete Part XIV</i>	9		No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10		No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions.	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions.	12	Yes	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address WWW.LYONFOUNDATION-BARTLESVILLE.ORG	13	Yes	
14	The books are in care of JOHN B KANE Telephone no. (918) 336-0066			

Located at **110 1/2 SE FRANK PHILLIPS BLVD BARTLESVILLE OK**ZIP+4 **74003**

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 2020, 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 ▶	16	Yes No

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.**

		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? ☐ Yes ☒ No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions Organizations relying on a current notice regarding disaster assistance check here. ☐	1b	No
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 2020?	1c	No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2020, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2020? ☐ Yes ☒ No If "Yes," list the years ▶ 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.)	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 2020 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 2020.)	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2020?	4b	No

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

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

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

1 List all officers, directors, trustees, foundation managers and their compensation. See instructions				
(a) Name and address	(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
See Additional Data Table				
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.

	Expenses
1 NONE	0
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ►	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities.	1a	47,511,655
b	Average of monthly cash balances.	1b	1,040,373
c	Fair market value of all other assets (see instructions).	1c	300
d	Total (add lines 1a, b, and c).	1d	48,552,328
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	48,552,328
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	728,285
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	47,824,043
6	Minimum investment return. Enter 5% of line 5.	6	2,391,202

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	2,391,202
2a	Tax on investment income for 2020 from Part VI, line 5.	2a	20,031
b	Income tax for 2020. (This does not include the tax from Part VI.).	2b	
c	Add lines 2a and 2b.	2c	20,031
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	2,371,171
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	2,371,171
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	2,371,171

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	2,287,488
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	2,287,488
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	2,287,488

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 2019	(c) 2019	(d) 2020
1 Distributable amount for 2020 from Part XI, line 7				2,371,171
2 Undistributed income, if any, as of the end of 2020:				
a Enter amount for 2019 only.			2,281,346	
b Total for prior years: 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2020:				
a From 2015.				
b From 2016.				
c From 2017.				
d From 2018.				
e From 2019.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2020 from Part XII, line 4: ► \$ 2,287,488				
a Applied to 2019, but not more than line 2a			2,281,346	
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 2020 distributable amount.				6,142
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2020. (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:	0			
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 2019. Subtract line 4a from line 2a. Taxable amount—see instructions.				0
f Undistributed income for 2021. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020.				2,365,029
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 2015 not applied on line 5 or line 7 (see instructions). . . .	0			
9 Excess distributions carryover to 2021. Subtract lines 7 and 8 from line 6a.	0			
10 Analysis of line 9:				
a Excess from 2016.				
b Excess from 2017.				
c Excess from 2018.				
d Excess from 2019.				
e Excess from 2020.				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2020, enter the date of the ruling. ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2020	(b) 2019	(c) 2018	(d) 2017	
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).)

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

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

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

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

JOHN B KANE
PO BOX 546
BARTLESVILLE, OK 74005
(918) 336-0066

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

SEE ATTACHED

c Any submission deadlines:

NONE

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

PREFERENCE GIVEN TO THE BARTLESVILLE AREA

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total			▶ 3a	2,170,375
b <i>Approved for future payment</i>				
Total			▶ 3b	0

Enter gross amounts unless otherwise indicated.

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

Form **990-PF** (2020)

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

		Yes	No
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1a(1)	No
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1a(2)		No
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1b(1)	No
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1b(2)		No
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1b(3)		No
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1b(4)		No
--------------	--	-----------

1b(5)		No
--------------	--	-----------

1b(6)		No
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1c		No
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value
ue[illegible]

described in section 501(c) (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

(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**

2021-05-03

Signature of officer or trustee

Date _____

Title

May the IRS discuss this return with the preparer shown below

(see instr.) ☒ **Yes** ☐ **No**

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's Signature

Date _____

Check if self-employed ► ☐

PTIN

P00395763

Firm's name ► BRYAN LITTLE HALEY & KENT PC

Firm's EIN ► 73-0941849

Firm's address ► PO BOX 2306

BARTLESVILLE, OK 74005

Phone no. (918) 336-1433

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
WALTER ALLISON 6800 S GRANITE APT 256 TULSA, OK 74136	VICE PRESIDENT 1.00	0	0	0
THOMAS JANER PO BOX DRAWER Z BARTLESVILLE, OK 74005				
BRUCE W ROBINETT 2317 SE LONDON LN BARTLESVILLE, OK 74006	TREASURER 1.00	0	0	0
JOHN B KANE 2101 MARS CT BARTLESVILLE, OK 74006				
MARK A MYERS 3750 E MOUNTAIN RD BARTLESVILLE, OK 74003	ASSISTANT SECRETARY 1.00	0	0	0
GLENN BONNER 1804 SE GLYNWOOD DR BARTLESVILLE, OK 74006				
DAVID KING 2201 SE SKYLINE DR BARTLESVILLE, OK 74006	DIRECTOR 1.00	0	0	0

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ABILITY WORKS OF OKLAHOMA INC 501 S VIRGINIA AVE BARTLESVILLE, OK 74003	NONE	PUBLIC	GENERAL SUPPORT	27,412
AGAPE MISSION309 SW BUCY BARTLESVILLE, OK 74003	NONE	PUBLIC	GENERAL SUPPORT	62,500
AMERICAN RED CROSS 601 SW JENNINGS AVE BARTLESVILLE, OK 74003	NONE	PUBLIC	TRAVELING VEHICLE	25,000
Total ▶ 3a				2,170,375

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
BARTLESVILLE COMMUNITY CENTER TRUST AUTHORITY 300 SE ADAMS BLVD BARTLESVILLE, OK 74003	NONE	PUBLIC	SOUND AND LIGHTING	150,000
BARTLESVILLE COMMUNITY FOUNDATION 208 E 4TH STREET BARTLESVILLE, OK 74003	NONE	PUBLIC	GENERAL SUPPORT	254,500
BARTLESVILLE KLIFE 1815 HILLCREST DR BARTLESVILLE, OK 74003	NONE	PUBLIC	BUILDING NEW CENTER	123,000
Total ▶ 3a				2,170,375

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
BARTLESVILLE PUBLIC SCHOOLS ISD #30 1100 SW JENNINGS AVE BARTLESVILLE, OK 74006	NONE	PUBLIC	GENERAL SUPPORT	7,500
BARTLESVILLE WARRIORS FOR CHRIST 4001 WISCONSIN BARTLESVILLE, OK 74006	NONE	PUBLIC	GENERAL SUPPORT	5,000
BIG BROTHERS BIG SISTERS OF OKLAHOMA 320 DELAWARE AVE BARTLESVILLE, OK 74003	NONE	PUBLIC	GENERAL SUPPORT	2,500
Total ▶ 3a				2,170,375

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BOY SCOUTS OF AMERICA 520 S QUAPAW AVE BARTLESVILLE, OK 74003	NONE	PUBLIC	BUILDING IMPROVEMENTS	94,000
BOYS & GIRLS CLUB401 S SEMINOLE BARTLESVILLE, OK 74003	NONE	PUBLIC	GENERAL SUPPORT	5,000
CITY OF BARTLESVILLE 401 S JOHNSTONE BARTLESVILLE, OK 74003	NONE	PUBLIC	GENERAL SUPPORT	18,500
Total ▶ 3a				2,170,375

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CONCERN333 S PENN AVE BARTLESVILLE, OK 74003	NONE	PUBLIC	GENERAL SUPPORT	10,000
FAMILY HEALTHCARE CLINIC 1820 W HENSLEY BLVD BARTLESVILLE, OK 74003	NONE	PUBLIC	MEDICAL EQUIPMENT	30,556
FRANK PHILLIPS FOUNDATION 1925 WOOLAROC RANCH ROAD BARTLESVILLE, OK 74003	NONE	PUBLIC	GENERAL SUPPORT	1,500
Total ▶ 3a				2,170,375

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
FRIENDS OF THE KIDDIE PARK 205 S CHEROKEE AVE BARTLESVILLE, OK 74003	NONE	PUBLIC	GENERAL SUPPORT	5,000
GIRL SCOUTS OF EASTERN OKLAHOMA 4810 S 129TH EAST AVE TULSA, OK 74134	NONE	PUBLIC	GENERAL SUPPORT	53,100
HOPESTONE CANCER SUPPORT CENTER 120 B SW FRANK PHILLIPS BARTLESVILLE, OK 74003	NONE	PUBLIC	GENERAL SUPPORT	10,000
Total ▶ 3a				2,170,375

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
LIGHTHOUSE OUTREACH 1411 W HENSLEY BLVD BARTLESVILLE, OK 74003	NONE	PUBLIC	GENERAL SUPPORT AND PARKING SPACES	26,000
LITTLE THEATER GUILD OF BARTLESVILLE 312 DEWEY AVE BARTLESVILLE, OK 74003	NONE	PUBLIC	ROOF REPAIRS	41,689
MARY MARTHA OUTREACH 1845 W 4TH STREET BARTLESVILLE, OK 74003	NONE	PUBLIC	GENERAL SUPPORT	5,000
Total ▶ 3a				2,170,375

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
MOUNTAIN STATES LEGAL FOUNDATION 2596 SOUTH LEWIS WAY LAKEWOOD, CO 80227	NONE	PUBLIC	GENERAL SUPPORT	2,500
PATHS TO INDEPENDENCE 4041 SE SHERIDAN RD BARTLESVILLE, OK 74003	NONE	PUBLIC	BUILDING IMPROVEMENTS	159,333
PRICE TOWER ARTS CENTER 510 S DEWEY AVE BARTLESVILLE, OK 74003	NONE	PUBLIC	KITCHEN REMODEL & PATIO	170,664
Total ▶ 3a				2,170,375

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
RAY OF HOPE ADVOCACY CENTER 706 E 3RD ST BARTLESVILLE, OK 74003	NONE	PUBLIC	GENERAL SUPPORT	8,000
RICHARD KANE YMCA101 N OSAGE AVE BARTLESVILLE, OK 74003	NONE	PUBLIC	FACILITY IMPROVMENTS	70,000
ROGERS STATE UNIVERSITY 1701 W WILL ROGERS BLVD CLAREMORE, OK 74017	NONE	PUBLIC	GENERAL SUPPORT	5,000
Total ▶ 3a				2,170,375

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SALVATION ARMY101 N BUCY AVE BARTLESVILLE, OK 74003	NONE	PUBLIC	FORKLIFT & GENERAL SUPPORT	28,685
SAMARITAN COUNSELING AND GROWTH CENTER 245 S MADISON BLVD BARTLESVILLE, OK 74006	NONE	PUBLIC	GENERAL SUPPORT	13,000
SPIRIT CHURCH2121 S MADISON BLVD BARTLESVILLE, OK 74006	NONE	PUBLIC	DRY UNIT FOOD MINISTRY	5,000
Total ▶ 3a				2,170,375

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SUTTON AVIAN RESEARCH CENTER 393636 GAP RD BARTLESVILLE, OK 74003	NONE	PUBLIC	EDUCATION OUTREACH PROGRAM	80,000
THE COTTAGE307 S SENECA AVE BARTTLESVILLE, OK 74003	NONE	PUBLIC	RENOVATION OF MATERNITY HOME	35,936
THE JOURNEY HOME 900 WASHINGTON BLVD BARTLESVILLE, OK 74003	NONE	PUBLIC	GENERAL SUPPORT	16,500
Total ▶ 3a				2,170,375

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
VETERANS CONNECTION ORGANIZATION 6105 SE NOWATA RD BARTLESVILLE, OK 74006	NONE	PUBLIC	GENERAL SUPPORT	4,000
WASHINGTON COUNTY ELDER CARE 1223 SWAN DR BARTLESVILLE, OK 74006	NONE	PUBLIC	GENERAL SUPPORT	9,500
WASHINGTON COUNTY FIRE DEPT 3931 SE ADAMS RD BARTLESVILLE, OK 74003	NONE	PUBLIC	FIRE TRUCK	57,500
Total ▶ 3a				2,170,375

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
WASHINGTON COUNTY SHERRIFF 611 SW ADAMS BLVD BARTLESVILLE, OK 74003	NONE	PUBLIC	GENERAL SUPPORT	1,000
WASHINGTON COUNTY WELLNESS INITIATIVE PO BOX 3812 BARTLESVILLE, OK 74006	NONE	PUBLIC	AUTO REPAIRS	5,000
WOOLAROC MUSEUM & WILDLIFE PRESERVE 1925 WOOLAROC RANCH ROAD BARTLESVILLE, OK 74003	NONE	PUBLIC	GENERAL SUPPORT	250,000
Total ▶ 3a				2,170,375

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
YOUTH & FAMILY SERVICES OF WASHINGTON COUNTY 2200 SE WASHINGTON BLVD BARTLESVILLE, OK 74006	NONE	PUBLIC	VAN,REPAIRS,GENERAL SUPPORT	291,000
Total ▶ 3a				2,170,375

TY 2020 Accounting Fees Schedule**Name:** LYON FOUNDATION**EIN:** 23-7299980

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BRYAN,LITTLE,HALEY & KENT	14,973	0		14,973

TY 2020 Investments Corporate Bonds Schedule

Name: LYON FOUNDATION

EIN: 23-7299980

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CORPORATE BONDS-UMB-SEE ATTACHED	1,466,577	1,466,577

TY 2020 Investments Corporate Stock Schedule**Name:** LYON FOUNDATION**EIN:** 23-7299980**Investments Corporation Stock Schedule**

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CORPORATE STOCK-BARTLESVILLE-SEE ATTACHED	295,923	295,923
CORPORATE STOCK-HARRIS-SEE ATTCHED	17,201,956	17,201,956
CORPORATE STOCK-ARVEST-SEE ATTACHED	5,057,154	5,057,154
CORPORATE STOCK - UMB	2,021,189	2,021,189

TY 2020 Investments - Other Schedule

Name: LYON FOUNDATION

EIN: 23-7299980

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
MUTUAL FUNDS-HARRIS-SEE ATTACHED	FMV	16,194,733	16,194,733
MUTUAL FUNDS-ARVEST-SEE ATTACHED	FMV	6,092,741	6,092,741
MUTUAL FUNDS-UMB-SEE ATTACHED	FMV	2,859,286	2,859,286
MUTUAL FUNDS - BARTLESVILLE	FMV	1,514,669	1,514,669

TY 2020 Other Decreases Schedule

Name: LYON FOUNDATION

EIN: 23-7299980

Description	Amount
NON INCOME PRODUCING DEPRECIATION	397

TY 2020 Other Expenses Schedule**Name:** LYON FOUNDATION**EIN:** 23-7299980**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OFFICE & ADMINISTRATIVE	4,574	0		4,574
ANNUAL MEETING	1,394	0		1,394
INSURANCE EXPENSE	2,073	0		2,073

TY 2020 Other Income Schedule

Name: LYON FOUNDATION

EIN: 23-7299980

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OTHER INCOME	24,112	24,112	24,112

efile GRAPHIC print - DO NOT PROCESS		As Filed Data -	DLN: 93491125028831
TY 2020 Other Increases Schedule			
Name: LYON FOUNDATION			
EIN: 23-7299980			
Other Increases Schedule			
Description			Amount
UNREALIZED GAINS			3,904,928

TY 2020 Other Professional Fees Schedule**Name:** LYON FOUNDATION**EIN:** 23-7299980

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
HARRIS BANK - INVESTMENT MGMT	83,564	83,564		0
UMB - INVESTMENT MGMT	30,990	30,990		0
ARVEST - INVESTMENT MGMT	24,629	24,629		0
DIRECTORS FEES	7,000	0		7,000

TY 2020 Taxes Schedule**Name:** LYON FOUNDATION**EIN:** 23-7299980**Taxes Schedule**

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PAYROLL TAXES	7,564	1,377		6,187
PROPERTY TAXES	22	0		22
FOREIGN TAXES	392	392		0