

Form **990-PF**

Return of Private Foundation

OMB No. 1545-0052

Department of the Treasury
Internal Revenue Service

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.

2018

Open to Public Inspection

For calendar year **2018** or tax year beginning , **2018**, and ending , **20**

| | | |
|--|--|---|
| Name of foundation MARY K CHAPMAN FOUNDATION | | A Employer identification number 73-1499528 |
| Number and street (or P.O. box number if mail is not delivered to street address) 6100 S. YALE AVE. | Room/suite STE 1816 | B Telephone number (see instructions) (918) 496-7882 |
| City or town, state or province, country, and ZIP or foreign postal code TULSA, OK 74136 | | C If exemption application is pending, check here. <input type="checkbox"/> |
| G Check all that apply: | | D 1. Foreign organizations, check here. <input type="checkbox"/> |
| <input type="checkbox"/> Initial return | <input type="checkbox"/> Initial return of a former public charity | 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> |
| <input type="checkbox"/> Final return | <input type="checkbox"/> Amended return | E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> |
| <input type="checkbox"/> Address change | <input type="checkbox"/> Name change | F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/> |
| H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation | | |
| <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation | | |
| I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 163,570,053. | | |
| J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.) | | |

| | (a) Revenue and expenses per books | (b) Net investment income | (c) Adjusted net income | (d) Disbursements for charitable purposes (cash basis only) |
|--|------------------------------------|---------------------------|-------------------------|---|
| 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).) | | | | |
| Revenue | | | | |
| 1 Contributions, gifts, grants, etc., received (attach schedule) | | | | |
| 2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B. | | | | |
| 3 Interest on savings and temporary cash investments | | | | |
| 4 Dividends and interest from securities | 5,624,387. | 5,624,387. | | |
| 5a Gross rents | | | | |
| b Net rental income or (loss) _____ | | | | |
| 6a Net gain or (loss) from sale of assets not on line 10 | 3,261,940. | | | |
| b Gross sales price for all assets on line 6a 12,311,991. | | | | |
| 7 Capital gain net income (from Part IV, line 2) | | 3,261,940. | | |
| 8 Net short-term capital gain. | | | | |
| 9 Income modifications | | | | |
| 10a Gross sales less returns and allowances | | | | |
| b Less: Cost of goods sold | | | | |
| c Gross profit or (loss) (attach schedule) | | | | |
| 11 Other income (attach schedule) ATCH 1 | 12,760. | 151. | | |
| 12 Total. Add lines 1 through 11 | 8,899,087. | 8,886,478. | | |
| Operating and Administrative Expenses | | | | |
| 13 Compensation of officers, directors, trustees, etc. | 730,756. | 146,151. | | 584,605. |
| 14 Other employee salaries and wages | 249,152. | 62,288. | | 186,864. |
| 15 Pension plans, employee benefits | | | | |
| 16a Legal fees (attach schedule) | | | | |
| b Accounting fees (attach schedule) ATCH 2 | 29,765. | 8,930. | | 20,835. |
| c Other professional fees (attach schedule) [3] | 22,785. | 20,507. | | 2,278. |
| 17 Interest | | | | |
| 18 Taxes (attach schedule) (see instructions) [4] | 17,202. | 9,454. | | 365. |
| 19 Depreciation (attach schedule) and depletion | 25,615. | 25,615. | | |
| 20 Occupancy | 137,020. | 13,702. | | 123,318. |
| 21 Travel, conferences, and meetings | 22,289. | | | 22,289. |
| 22 Printing and publications | | | | |
| 23 Other expenses (attach schedule) ATCH 5 | 162,566. | 31,662. | | 126,693. |
| 24 Total operating and administrative expenses. Add lines 13 through 23. | 1,397,150. | 318,309. | | 1,067,247. |
| 25 Contributions, gifts, grants paid | 7,750,000. | | | 7,750,000. |
| 26 Total expenses and disbursements. Add lines 24 and 25 | 9,147,150. | 318,309. | 0. | 8,817,247. |
| 27 Subtract line 26 from line 12: | | | | |
| a Excess of revenue over expenses and disbursements | -248,063. | | | |
| b Net investment income (if negative, enter -0-) | | 8,568,169. | | |
| 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 | 3,000. | 3,000. | 3,000. |
| | 2 | Savings and temporary cash investments | 260,425. | 843,871. | 843,871. |
| | 3 | Accounts receivable ▶ 37,031. | | | |
| | | Less: allowance for doubtful accounts ▶ | 64,246. | 37,031. | 37,031. |
| | 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)[6.] | 6,675,547. | 5,682,473. | 5,843,573. |
| | b | Investments - corporate stock (attach schedule) ATCH 7 | 73,551,869. | 72,050,868. | 146,207,056. |
| | c | Investments - corporate bonds (attach schedule) ATCH 8 | 2,504,847. | 3,247,039. | 3,409,107. |
| | 11 | Investments - land, buildings, and equipment: basis ▶ Less: accumulated depreciation (attach schedule) ▶ | | | |
| 12 | Investments - mortgage loans | | | | |
| 13 | Investments - other (attach schedule) ATCH 9 | 2,844,988. | 3,777,939. | 3,708,773. | |
| 14 | Land, buildings, and equipment: basis ▶ 3,370,838. Less: accumulated depreciation (attach schedule) ▶ 77,696. | 3,278,504. | 3,293,142. | 3,293,142. | |
| 15 | Other assets (describe ▶ ATCH 10) | 224,500. | 224,500. | 224,500. | |
| 16 | Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I) | 89,407,926. | 89,159,863. | 163,570,053. | |
| Liabilities | 17 | Accounts payable and accrued expenses | | | |
| | 18 | Grants payable | | | |
| | 19 | Deferred revenue | | | |
| | 20 | Loans from officers, directors, trustees, and other disqualified persons . . | | | |
| | 21 | Mortgages and other notes payable (attach schedule) | | | |
| | 22 | Other liabilities (describe ▶) | | | |
| 23 | Total liabilities (add lines 17 through 22) | 0. | 0. | | |
| Net Assets or Fund Balances | Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26, and lines 30 and 31. | | | | |
| | 24 | Unrestricted | | | |
| | 25 | Temporarily restricted | | | |
| | 26 | Permanently restricted | | | |
| | Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31. | | | | |
| | 27 | Capital stock, trust principal, or current funds | 1,093,134. | 1,093,134. | |
| | 28 | Paid-in or capital surplus, or land, bldg., and equipment fund | | | |
| 29 | Retained earnings, accumulated income, endowment, or other funds . . | 88,314,792. | 88,066,729. | | |
| 30 | Total net assets or fund balances (see instructions) | 89,407,926. | 89,159,863. | | |
| 31 | Total liabilities and net assets/fund balances (see instructions) | 89,407,926. | 89,159,863. | | |

Part III Analysis of Changes in Net Assets or Fund Balances

| | | | |
|---|--|---|-------------|
| 1 | Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return) | 1 | 89,407,926. |
| 2 | Enter amount from Part I, line 27a | 2 | -248,063. |
| 3 | Other increases not included in line 2 (itemize) ▶ | 3 | |
| 4 | Add lines 1, 2, and 3 | 4 | 89,159,863. |
| 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 30 | 6 | 89,159,863. |

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.) |
|--|--|--|---|----------------------------------|
| 1 a SEE PART IV SCHEDULE | | | | |
| b | | | | |
| c | | | | |
| d | | | | |
| e | | | | |
| (e) Gross sales price | (f) Depreciation allowed (or allowable) | (g) Cost or other basis plus expense of sale | (h) Gain or (loss) ((e) plus (f) minus (g)) | |
| a | | | | |
| b | | | | |
| c | | | | |
| d | | | | |
| e | | | | |
| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69. | | | | |
| (i) FMV as of 12/31/69 | (j) Adjusted basis as of 12/31/69 | (k) Excess of col. (i) over col. (j), if any | (l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h)) | |
| a | | | | |
| b | | | | |
| c | | | | |
| d | | | | |
| e | | | | |
| 2 Capital gain net income or (net capital loss) | { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 } | | 2 | 3,261,940. |
| 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 | { If gain, also enter in Part I, line 8, column (c). See instructions. If (loss), enter -0- in Part I, line 8 } | | 3 | 0. |

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)) |
|--|--|--|---|
| 2017 | 8,827,579. | 176,680,430. | 0.049964 |
| 2016 | 8,680,707. | 179,395,014. | 0.048389 |
| 2015 | 9,232,522. | 172,657,266. | 0.053473 |
| 2014 | 8,715,309. | 190,500,790. | 0.045749 |
| 2013 | 8,135,170. | 177,118,895. | 0.045931 |
| 2 Total of line 1, column (d) | | | 2 0.243506 |
| 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 0.048701 |
| 4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5 | | | 4 178,916,536. |
| 5 Multiply line 4 by line 3. | | | 5 8,713,414. |
| 6 Enter 1% of net investment income (1% of Part I, line 27b). | | | 6 85,682. |
| 7 Add lines 5 and 6. | | | 7 8,799,096. |
| 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 8,817,247. |

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

Table with 11 rows for excise tax calculations. Includes fields for exempt foundations, domestic foundations, tax under section 511, and credits/payments. Total tax due is 19,433.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political influence, unrelated business income, and substantial contributors. Includes 'Yes' and 'No' columns.

Part VII-A Statements Regarding Activities (continued)

Table with 3 columns: Question, Yes, No. Rows 11-16. Row 11: At any time during the year, did the foundation, directly or indirectly, own a controlled entity... Row 12: Did the foundation make a distribution to a donor advised fund... Row 13: Did the foundation comply with the public inspection requirements... Row 14: The books are in care of... Row 15: Section 4947(a)(1) nonexempt charitable trusts... Row 16: At any time during calendar year 2018, 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?

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.

Table with 3 columns: Question, Yes, No. Rows 1a-4b. Row 1a: During the year, did the foundation (either directly or indirectly): (1) Engage in the sale or exchange... (2) Borrow money from... (3) Furnish goods, services... (4) Pay compensation... (5) Transfer any income... (6) Agree to pay money... Row 1b: If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify... Row 1c: Did the foundation engage in a prior year in any of the acts... Row 2: Taxes on failure to distribute income... Row 2a: At the end of tax year 2018, did the foundation have any undistributed income... Row 2b: Are there any years listed in 2a for which the foundation is not applying... Row 3a: Did the foundation hold more than a 2% direct or indirect interest... Row 3b: If "Yes," did it have excess business holdings... Row 4a: Did the foundation invest during the year any amount... Row 4b: Did the foundation make any investment in a prior year...

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))? | <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 | 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 |
| | Organizations relying on a current notice regarding disaster assistance, check here | <input type="checkbox"/> | | |
| 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). | <input type="checkbox"/> Yes | <input type="checkbox"/> No | |
| 6a | 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 | Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870. | | | 6b |
| | | | | X |
| 7a | 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 | If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? | | | 7b |
| 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? | <input type="checkbox"/> Yes | <input checked="" 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 |
|----------------------|---|---|---|---------------------------------------|
| ATCH 11 | | 730,756. | 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.

| | Expenses |
|---|----------|
| 1 N/A - THE MARY K. CHAPMAN FOUNDATION IS A NON-OPERATING PRIVATE FOUNDATION WHICH MAKES GIFTS TO CHARITABLE ORGANIZATIONS. THE FOUNDATION DOES NOT OPERATE | |
| 2 ANY FACILITY OR INSTITUTION UNDERTAKING A CHARITABLE, EDUCATIONAL OR RELIGIOUS ENDEAVOR. | |
| 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.

| 1 NONE | Amount |
|--|--------|
| 2 | |
| All other program-related investments. See instructions. | |
| 3 NONE | |

Total. Add lines 1 through 3

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

| | | | |
|----------|---|-----------|--------------|
| 1 | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes: | | |
| a | Average monthly fair market value of securities | 1a | 181,237,015. |
| b | Average of monthly cash balances | 1b | 179,638. |
| c | Fair market value of all other assets (see instructions). | 1c | 224,500. |
| d | Total (add lines 1a, b, and c) | 1d | 181,641,153. |
| 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 | 181,641,153. |
| 4 | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions). | 4 | 2,724,617. |
| 5 | Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 | 5 | 178,916,536. |
| 6 | Minimum investment return. Enter 5% of line 5 | 6 | 8,945,827. |

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 | 8,945,827. |
| 2a | Tax on investment income for 2018 from Part VI, line 5 | 2a | 85,682. |
| b | Income tax for 2018. (This does not include the tax from Part VI.) | 2b | |
| c | Add lines 2a and 2b. | 2c | 85,682. |
| 3 | Distributable amount before adjustments. Subtract line 2c from line 1. | 3 | 8,860,145. |
| 4 | Recoveries of amounts treated as qualifying distributions. | 4 | |
| 5 | Add lines 3 and 4 | 5 | 8,860,145. |
| 6 | Deduction from distributable amount (see instructions). | 6 | |
| 7 | Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1. | 7 | 8,860,145. |

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 | 8,817,247. |
| b | Program-related investments - total from Part IX-B. | 1b | |
| 2 | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes. | 2 | |
| 3 | Amounts set aside for specific charitable projects that satisfy the: | | |
| a | Suitability test (prior IRS approval required) | 3a | |
| b | Cash distribution test (attach the required schedule) | 3b | |
| 4 | Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4 | 4 | 8,817,247. |
| 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 | 85,682. |
| 6 | Adjusted qualifying distributions. Subtract line 5 from line 4 | 6 | 8,731,565. |

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 2017 | (c) 2017 | (d) 2018 |
|--|---------------|----------------------------|-------------|-------------|
| 1 Distributable amount for 2018 from Part XI, line 7 | | | | 8,860,145. |
| 2 Undistributed income, if any, as of the end of 2018: | | | | |
| a Enter amount for 2017 only. | | | 8,602,869. | |
| b Total for prior years: 20 <u>16</u> , 20 <u>15</u> , 20 <u>14</u> | | | | |
| 3 Excess distributions carryover, if any, to 2018: | | | | |
| a From 2013 | | | | |
| b From 2014 | | | | |
| c From 2015 | | | | |
| d From 2016 | | | | |
| e From 2017 | | | | |
| f Total of lines 3a through e | | | | |
| 4 Qualifying distributions for 2018 from Part XII, line 4: ▶ \$ <u>8,817,247.</u> | | | | |
| a Applied to 2017, but not more than line 2a | | | 8,602,869. | |
| 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 2018 distributable amount. | | | | 214,378. |
| e Remaining amount distributed out of corpus. | | | | |
| 5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a).) | | | | |
| 6 Enter the net total of each column as indicated below: | | | | |
| a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 | | | | |
| b Prior years' undistributed income. Subtract line 4b from line 2b. | | | | |
| c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed | | | | |
| d Subtract line 6c from line 6b. Taxable amount - see instructions | | | | |
| e Undistributed income for 2017. Subtract line 4a from line 2a. Taxable amount - see instructions | | | | |
| f Undistributed income for 2018. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2019. | | | | 8,645,767. |
| 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 2013 not applied on line 5 or line 7 (see instructions) | | | | |
| 9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a | | 0. | | |
| 10 Analysis of line 9: | | | | |
| a Excess from 2014 | | | | |
| b Excess from 2015 | | | | |
| c Excess from 2016 | | | | |
| d Excess from 2017 | | | | |
| e Excess from 2018 | | | | |

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

NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2018, 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)

Table with 5 columns: (a) 2018, (b) 2017, (c) 2016, (d) 2015, (e) Total. Rows include 2a (Adjusted net income), 2b (85% of line 2a), 2c (Qualifying distributions from Part XII), 2d (Amounts included in line 2c), 2e (Qualifying distributions made directly), 3 (Alternative tests: Assets, Endowment, Support).

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).)

N/A

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.

N/A

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:

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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 Name and address (home or business) | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|--|--|--------------------------------------|-------------------------------------|----------------------|
| <p>a Paid during the year SEE LINE 3A ATTACHMENT SEE STMT SEE STMT, OK 99999</p> | | | SEE STMT | 7,750,000. |
| Total | | | | 3a 7,750,000. |
| <p>b Approved for future payment SEE LINE 3B ATTACHMENT SEE STMT SEE STMT, OK 99999</p> | | | SEE STMT | 3,165,000. |
| Total | | | | 3b 3,165,000. |

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include Program service revenue, Membership dues, Interest on savings, Dividends, Net rental income, and Subtotal.

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

Table with 2 columns: Line No. and Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes.

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

- 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (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 of:
(1) Cash
(2) Other assets
b Other transactions:
(1) Sales of assets to a noncharitable exempt organization
(2) Purchases of assets from a noncharitable exempt organization
(3) Rental of facilities, equipment, or other assets
(4) Reimbursement arrangements
(5) Loans or loan guarantees
(6) Performance of services or membership or fundraising solicitations
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees
d If the answer to any of the above is "Yes," complete the following schedule.

Table with 4 columns: (a) Line no., (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Row 1 contains N/A.

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.

Table with 3 columns: (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: DONNE PITMAN, Date: 05/14/2019, Title: TRUSTEE. May the IRS discuss this return with the preparer shown below? Yes No

Paid Preparer Use Only: Print/Type preparer's name: SHAWN M LOADER, Preparer's signature, Date, Check self-employed if PTIN: P01251358, Firm's name: BKD, LLP, Firm's EIN: 44-0160260, Firm's address: 6120 S. YALE, #1400 TULSA, OK, Phone no.: 918.584.2900

**FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

| Kind of Property | | Description | | | | P or D | Date acquired | Date sold |
|--|---------------------------------------|---|--------------------------|---------------------------------|------------------------------------|--------------|----------------------|------------|
| Gross sale price less expenses of sale | Depreciation allowed/ allowable | Cost or other basis | FMV as of 12/31/69 | Adj. basis as of 12/31/69 | Excess of FMV over adj basis | | Gain or (loss) | |
| 43,485. | | PROCTER & GAMBLE PROPERTY TYPE: SECURITIES 19,460. | | | | P | VAR 24,025. | 02/02/2018 |
| 184,566. | | PRESCOT GROUP SMALL CAP PROPERTY TYPE: SECURITIES 101,910. | | | | | VAR 82,656. | VAR |
| 450,472. | | TCW AMERICAS DEVELOPMENT PROPERTY TYPE: SECURITIES 254,378. | | | | | VAR 196,094. | VAR |
| 4,214. | | TCW MEZZANINE PROPERTY TYPE: SECURITIES | | | | | VAR 4,214. | VAR |
| 114,327. | | PROSPERITY PROPERTY TYPE: SECURITIES 88,185. | | | | | VAR 26,142. | 02/02/2018 |
| 261,625. | | EXXON PROPERTY TYPE: SECURITIES 118,770. | | | | | VAR 142,855. | 02/02/2018 |
| 320,671. | | US BANCORP PROPERTY TYPE: SECURITIES 150,593. | | | | | VAR 170,078. | 02/02/2018 |
| 279,085. | | PROSPERITY PROPERTY TYPE: SECURITIES 235,160. | | | | | VAR 43,925. | 07/24/2018 |
| 322,942. | | AAON PROPERTY TYPE: SECURITIES 39,900. | | | | | VAR 283,042. | 10/25/2018 |
| 357,825. | | AAON PROPERTY TYPE: SECURITIES 43,890. | | | | | VAR 313,935. | 10/26/2018 |
| 497,747. | | PROSPERITY PROPERTY TYPE: SECURITIES 423,288. | | | | | VAR 74,459. | 11/21/2018 |
| 253,559. | | MICROSOFT PROPERTY TYPE: SECURITIES 63,648. | | | | | VAR 189,911. | 11/28/2018 |

**FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

| Kind of Property | | Description | | | | P or D | Date acquired | Date sold |
|--|---------------------------------------|---|--------------------------|---------------------------------|------------------------------------|--------------|----------------------|------------|
| Gross sale price less expenses of sale | Depreciation allowed/ allowable | Cost or other basis | FMV as of 12/31/69 | Adj. basis as of 12/31/69 | Excess of FMV over adj basis | | Gain or (loss) | |
| 53,406. | | MICROSOFT PROPERTY TYPE: SECURITIES 13,260. | | | | | VAR | 11/29/2018 |
| | | | | | 40,146. | | | |
| 296,966. | | AAON PROPERTY TYPE: SECURITIES 31,521. | | | | | VAR | 11/29/2018 |
| | | | | | 265,445. | | | |
| 192,778. | | MICROSOFT PROPERTY TYPE: SECURITIES 46,410. | | | | | VAR | 11/30/2018 |
| | | | | | 146,368. | | | |
| 383,774. | | AAON PROPERTY TYPE: SECURITIES 39,900. | | | | | VAR | 11/30/2018 |
| | | | | | 343,874. | | | |
| 277,900. | | AAON PROPERTY TYPE: SECURITIES 29,127. | | | | | VAR | 12/04/2018 |
| | | | | | 248,773. | | | |
| 645,896. | | AAON PROPERTY TYPE: SECURITIES 67,431. | | | | | VAR | 12/04/2018 |
| | | | | | 578,465. | | | |
| 7,245,236. | | BOK FUND PROPERTY TYPE: SECURITIES 7,209,378. | | | | | VAR | VAR |
| | | | | | 35,858. | | | |
| 36,619. | | PROSPERITY PROPERTY TYPE: SECURITIES 29,395. | | | | | VAR | 04/30/2018 |
| | | | | | 7,224. | | | |
| 88,303. | | CAPITAL ONE PROPERTY TYPE: SECURITIES 43,852. | | | | | VAR | 07/24/2018 |
| | | | | | 44,451. | | | |
| TOTAL GAIN (LOSS) | | | | | | | <u>3,261,940.</u> | |

The Mary K. Chapman Foundation

Schedule of Annual Grant Payments in 2018 for Form 990

| Payee Organization | Request Project Title | Amount |
|--|---|---------------|
| <u>Arts and Culture</u> | | |
| Chamber Orchestra of the Springs PO Box 7911 Colorado Springs, CO 80933-7911 | 35th Anniversary Campaign | \$5,000 |
| Colorado Springs Fine Arts Center at Colorado College 30 W Dale St Colorado Springs, CO 80903 | Student Guides | \$35,000 |
| Colorado Springs Philharmonic PO Box 1266 Colorado Springs, CO 80901 | 2019-2021 Fiscal Years Philharmonic Pops series | \$30,000 |
| Colorado Springs Pioneers Museum 215 South Tejon Street Colorado Springs, CO 80903 | 2018 General Operating Support | \$10,000 |
| Tulsa Air and Space Museum, Inc. 3624 North 74th East Avenue Tulsa, OK 74115 | TASM Expansion Campaign | \$125,000 |
| Tulsa Ballet Theatre, Inc. 1212 East 45th Place South Tulsa, OK 74105-4563 | Defining the Future: Integrated Campaign (MKCF) | \$100,000 |
| Tulsa Ballet Theatre, Inc. 1212 East 45th Place South Tulsa, OK 74105-4563 | 2019 Icons and Idols Event Sponsorship | \$6,000 |
| Tulsa Community Foundation 7030 S. Yale Ave., Suite 600 Tulsa, OK 74136-5749 | Arts Alliance Tulsa 2018 Campaign | \$10,000 |

The Mary K. Chapman Foundation

Schedule of Annual Grant Payments in 2018 for Form 990

| Payee Organization | Request Project Title | Amount |
|--|---|---------------|
| United States Olympic Museum P.O. Box 681 Colorado Springs, CO 80901 | United States Olympic Museum Capital Building Campaign | \$750,000 |
| <u>Civic and Community</u> | | |
| Frontier Media Group, Inc. 12117 south 12th court Jenks, OK 74037 | 2017 Operating Funds | \$10,000 |
| Mount Carmel Veterans Service Center PO Box 85 Colorado Springs, CO 80901 | 2018/2019 Veterans Service Center Employment and Transition Programs | \$20,000 |
| National Cybersecurity Center 1867 Austin Bluffs Pkwy Suite 200 Colorado Springs, CO 80918 | National Cybersecurity Center | \$100,000 |
| Oklahoma Center for Nonprofits, Inc. 5330 E. 31st Street, Ste. 200 Tulsa, OK 74135 | 2018 ONE Awards, Scholarships and Programmatic Support | \$75,000 |
| Police Foundation of Colorado Springs 10 Lake Circle Colorado Springs, CO 80906 | 2018-2020 Operating Funds | \$25,000 |
| SHIELD616 Inc. 5575 Molly Court Colorado Springs, CO 80908 | 2018 SHIELD616 Vest Presentations | \$50,000 |
| Tulsa Area United Way 1430 S. Boulder Ave. Tulsa, OK 74119 | 2017 Annual Camapign | \$226,000 |

The Mary K. Chapman Foundation

Schedule of Annual Grant Payments in 2018 for Form 990

| Payee Organization | Request Project Title | Amount |
|--|--|---------------|
| Tulsa Community Foundation 7030 S. Yale Ave., Suite 600 Tulsa, OK 74136-5749 | The Gathering Place - Chapman Adventure Playground (MKCF) | \$500,000 |
| Tulsa Community Foundation 7030 S. Yale Ave., Suite 600 Tulsa, OK 74136-5749 | 501 Tech Net 2019-2021 Growth Strategy | \$50,000 |
| Young Men's Christian Association of the Pikes Peak Region 316 Tejon St. Colorado Springs, CO 80903 | Garden Ranch YMCA Capital Development Program | \$100,000 |
| Education | | |
| Big Brothers Big Sisters of Oklahoma Inc. 1401 S. Boulder Ave. Suite 300 Tulsa, OK 74119 | 2018 Fiscal Year Operating Funds | \$25,000 |
| Big Brothers Big Sisters of Colorado Inc. 111 S. Tejon St, Suite 302 Colorado Springs, CO 80903 | Mentor2.0 High School Mentoring Program | \$40,000 |
| Cascia Hall Preparatory School 2520 S Yorktown Ave Tulsa, OK 74114-2803 | 2017/2018 Leadership Award Financial Aid Program | \$40,000 |
| Cascia Hall Preparatory School 2520 S Yorktown Ave Tulsa, OK 74114-2803 | 2017/2018 Leadership Award Financial Aid Program | \$40,000 |
| Holland Hall School 5666 E 81st St Tulsa, OK 74137 | The Student Commons Building Fund | \$750,000 |

The Mary K. Chapman Foundation

Schedule of Annual Grant Payments in 2018 for Form 990

| Payee Organization | Request Project Title | Amount |
|--|---|---------------|
| Jenks Public Schools Foundation, Inc. P.O. Box 595 Jenks, OK 74037 | Elementary STEM Learning Labs | \$50,000 |
| Leadership Oklahoma 5500 N. Western Ave., Suite 142 Oklahoma City, OK 73118-4011 | Fiscal Year 2018-2020 Youth Leadership Oklahoma | \$5,000 |
| Little Light House, Inc. 5120 East 36th Street Tulsa, OK 74135 | 2019-2021 operating funds | \$60,000 |
| Oklahoma School of Science and Mathematics Foundation 1141 N. Lincoln Blvd. Oklahoma City, OK 73104 | 2018 Operating Funds | \$35,000 |
| Oklahoma State University Foundation 700 N. Greenwood Ave Tulsa, OK 74106-0700 | Primary Care Medicine Scholarship Program | \$30,000 |
| Saints Peter & Paul Catholic School 1428 N. 67th E. Ave. Tulsa, OK 74115 | Indoor/Outdoor - Math and Playground | \$15,000 |
| Special Kids Special Families 424 W. Pikes Peak Ave. Colorado Springs, CO 80905 | 2019 Transportation Services for Zach's Place | \$15,000 |
| Special Olympics Oklahoma, Inc. 6835 South Canton Avenue Tulsa, OK 74136 | Unified Champion Schools program | \$10,000 |

The Mary K. Chapman Foundation

Schedule of Annual Grant Payments in 2018 for Form 990

| Payee Organization | Request Project Title | Amount |
|--|--|---------------|
| Teach for America Oklahoma 1202 W. Easton St., First Floor Tulsa, OK 74127 | Fiscal Year 2019 Operating Funds | \$25,000 |
| Teach for America Colorado 1391 Speer Boulevard Suite 710 Denver, CO 80204 | Fiscal Year 2019 Operating Funds for Colorado Springs Corps | \$25,000 |
| Tulsa Library Trust 400 Civic Center Tulsa, OK 74103-3830 | Tulsa Central Library Campaign | \$500,000 |
| University of Colorado Foundation 1420 Austin Bluffs Parkway Main Hall 402 Colorado Springs, CO 80918 | Visual and Performing Arts Complex | \$150,000 |
| University of Oklahoma Foundation 4502 E. 41st Street, Suite 3B26 Tulsa, OK 74135 | OU-Tulsa Walking Trail | \$35,000 |
| University of Tulsa 800 S Tucker Drive Tulsa, OK 74104 | Talent Initiative Scholarship Program | \$100,000 |
| University of Tulsa 800 S Tucker Drive Tulsa, OK 74104 | 2018/2019 Athletics Department Budget | \$200,000 |
| Healthcare | | |
| Alzheimer's Association - Oklahoma Chapter 2448 E. 81st Street, Ste. 3000 Tulsa, OK 74137 | 2018 Tulsa Memory Gala | \$25,000 |

The Mary K. Chapman Foundation

Schedule of Annual Grant Payments in 2018 for Form 990

| Payee Organization | Request Project Title | Amount |
|--|---|---------------|
| DayBreak P.O. Box 4777 Woodland Park, CO 80863 | DayBreak - An Adult Day Program Capital Campaign | \$100,000 |
| Eastern Oklahoma Donated Dental Services, Inc. 9810 E 42nd Street, Suite 210 Seminole Bldg Tulsa, OK 74146 | 2019 Operating Funds | \$20,000 |
| Elder Care 1223 Swan Drive Bartlesville, OK 74006 | 2019-2021 DayBreak Adult Day Health Program | \$25,000 |
| National Jewish Medical and Research Center 1400 Jackson St Denver, CO 80206-2761 | PerkinElmer JANUS G3 Varispan Automated Workstation | \$150,000 |
| Oklahoma Project Woman, Inc. 7146 S. Braden Avenue, Suite 300 Tulsa, OK 74136 | 2019 Breast Healthcare for Tulsa County Uninsured | \$15,000 |
| Parkside, Inc. 1620 E. 12th St. Tulsa, OK 74120 | New Psychiatric Hospital | \$150,000 |
| Parkside, Inc. 1620 E. 12th St. Tulsa, OK 74120 | New Psychiatric Hospital | \$150,000 |
| Saint Francis Hospital, Inc. 6161 South Yale Avenue Tulsa, OK 74136 | Pediatric magnetic resonance imaging (MRI) scanner | \$25,000 |
| Saint Francis Hospital, Inc. 6161 South Yale Avenue Tulsa, OK 74136 | Pediatric magnetic resonance imaging (MRI) scanner | \$25,000 |

The Mary K. Chapman Foundation

Schedule of Annual Grant Payments in 2018 for Form 990

| Payee Organization | Request Project Title | Amount |
|--|---|---------------|
| St. John Medical Center, Inc. 1923 S. Utica Avenue Tulsa, OK 74104 | 2018 Operating Funds | \$8,000 |
| Medical Research | | |
| Baylor College of Medicine One Baylor Plaza, No. T100 Houston, TX 77030-3498 | Neurodegenerative Consortium (MKCF) | \$200,000 |
| The University of Texas M.D. Anderson Cancer Center Unit 705, PO Box 301439 Houston, TX 77030-4095 | Neurodegeneration Consortium (NDC) - MKCF | \$200,000 |
| The University of Texas M.D. Anderson Cancer Center Unit 705, PO Box 301439 Houston, TX 77030-4095 | Bioinformatics Initiative | \$250,000 |
| The University of Texas M.D. Anderson Cancer Center Unit 705, PO Box 301439 Houston, TX 77030-4095 | Genetic Mutations and Immune Responses in Head and Neck Cancers | \$200,000 |
| Oklahoma Medical Research Foundation 825 Ne 13Th St Oklahoma City, OK 73104-5005 | 2018-2021 Age-related disease research program expansion | \$150,000 |
| Salk Institute for Biological Studies 10010 N Torrey Pines Road La Jolla, CA 92037 | 2018-2019 Chapman Scholars Graduate Student Program | \$125,000 |

The Mary K. Chapman Foundation

Schedule of Annual Grant Payments in 2018 for Form 990

| Payee Organization | Request Project Title | Amount |
|--|--|---------------|
| <u>Nature & Wildlife</u> | | |
| George Miksch Sutton Avian Research Center PO Box 2007 Bartlesville, OK 74005 | 2018 Operating Funds | \$25,000 |
| <u>Social Services</u> | | |
| A New Leaf, Inc. PO Box 35903 Tulsa, OK 74153 | 2018 and 2019 Vocational Training Program | \$30,000 |
| Broken Arrow Neighbors 315 W. College St. Broken Arrow, OK 74012 | Capital Campaign Phase II | \$10,000 |
| Car Care Clinic Inc. 2008 East Pine Street Tulsa, OK 74101 | 2019 fiscal year operating funds | \$10,000 |
| CASA of the Pikes Peak Region 418 S. Weber Street Colorado Springs, CO 80903 | fiscal year 2018/19-2020/21 dependency and neglect program | \$15,000 |
| Catholic Charities of the Diocese of Tulsa 2450 North Harvard Ave. Tulsa, OK 74115 | 2019 general operating support | \$25,000 |
| Community Food Bank of Eastern Oklahoma 1304 N. Kenosha Ave. Tulsa, OK 74106 | Fiscal Year 2018 and 2019 Food Bank Operations | \$25,000 |
| Court Care PO Box 68 Colorado Springs, CO 80901 | 2018 Operating Funds | \$15,000 |

The Mary K. Chapman Foundation

Schedule of Annual Grant Payments in 2018 for Form 990

| Payee Organization | Request Project Title | Amount |
|---|--|---------------|
| Emergency Infant Services, Inc. 222 South Houston Avenue Tulsa, OK 74127 | Integrated Capital Campaign | \$125,000 |
| Family & Children's Services, Inc. 650 S. Peoria Ave. Tulsa, OK 74120 | 2019 fiscal year general operating funds | \$20,000 |
| Gazette Charities 30 E. Pikes Peak, Ste. 100 Colorado Springs, CO 80903 | 2017-2018 Empty Stocking Fund | \$50,000 |
| Gazette Charities 30 E. Pikes Peak, Ste. 100 Colorado Springs, CO 80903 | 2018-2019 Empty Stocking Fund | \$50,000 |
| Iron Gate Inc. 501 S Cincinnati Ave Tulsa, OK 74103 | Integrated Capital Campaign | \$250,000 |
| Kendall-Whittier, Inc. Po Box 4165 Tulsa, OK 74159-0165 | Fiscal Year 2018 Operating Funds | \$10,000 |
| Kendall-Whittier, Inc. Po Box 4165 Tulsa, OK 74159-0165 | Fiscal Year 2018 Operating Funds | \$10,000 |
| Mental Health Association Oklahoma 5330 E. 31st St., Suite 1000 Tulsa, OK 74135 | 2018-2020 General Operating Support | \$60,000 |
| Oklahoma Methodist Manor 4134 E. 31st St. Tulsa, OK 74135 | Generation to Generation - Phase I | \$150,000 |

The Mary K. Chapman Foundation

Schedule of Annual Grant Payments in 2018 for Form 990

| Payee Organization | Request Project Title | Amount |
|---|--|--------------------|
| Resonance Center for Women, Inc. 1608 S. Elwood Ave. Tulsa, OK 74119 | 2018 general operating funds | \$10,000 |
| The Salvation Army-Oklahoma Division 924 South Hudson Avenue Tulsa, OK 74112 | 2019 fiscal year general operating funds | \$40,000 |
| Transitional Living Centers of Oklahoma/Lindsey House 601 S Elgin Ave Tulsa, OK 74120-3623 | Change for Good Capital Campaign | \$125,000 |
| The Center for Individuals with Physical Challenges 815 S. Utica Tulsa, OK 74104 | Hardesty Family Adaptive Sports Complex | \$250,000 |
| The Center for Individuals with Physical Challenges 815 S. Utica Tulsa, OK 74104 | Hardesty Family Adaptive Sports Complex | \$250,000 |
| Grand Totals (78 items) | | \$7,750,000 |

The Mary K. Chapman Foundation
73-1499528

Form 990-PF Part XV, Line 3b
 Annual Grant Approvals for Future Payment

| Payee Organization | Foundation Status of Recipient | Request Project Title | Amount |
|--|---------------------------------------|--|--------------------|
| Colorado Springs Philharmonic PO Box 1266 Colorado Springs, CO 80901 | PC | 2019-2021 Fiscal Years Philharmonic Pops series | \$60,000 |
| Police Foundation of Colorado Springs 10 Lake Circle Colorado Springs, CO 80906 | PC | 2018-2020 Operating Funds | \$50,000 |
| Tulsa Community Foundation 7030 S. Yale Ave., Suite 600 Tulsa, OK 74136-5749 | PC | 501TechNet | \$100,000 |
| Young Men's Christian Association of the Pikes Peak Region 316 Tejon St. Colorado Springs, CO 80903 | PC | Garden Ranch YMCA Capital Development Program | \$400,000 |
| Leadership Oklahoma 5500 N. Western Ave., Suite 142 Oklahoma City, OK 73118-4011 | PC | Fiscal Year 2018-2020 Youth Leadership Oklahoma | \$10,000 |
| Little Light House, Inc. 5120 East 36th Street Tulsa, OK 74135 | PC | 2019-2021 operating funds | \$120,000 |
| University of Tulsa 800 S Tucker Drive Tulsa, OK 74104 | PC | Talent Initiative Scholarship Program | \$900,000 |
| Elder Care 1223 Swan Drive Bartlesville, OK 74006 | PC | 2019-2021 DayBreak Adult Day Health Program | \$50,000 |
| Oklahoma Medical Research Foundation 825 Ne 13Th St Oklahoma City, OK 73104-5005 | PC | 2018-2021 Age-related disease research program expansior | \$450,000 |
| CASA of the Pikes Peak Region 418 S. Weber Street Colorado Springs, CO 80903 | PC | fiscal year 2018/19-2020/21 dependency and neglect program | \$30,000 |
| Iron Gate Inc. 501 S Cincinnati Ave Tulsa, OK 74103 | PC | Integrated Capital Campaign | \$500,000 |
| Mental Health Association Oklahoma 5330 E. 31st St., Suite 1000 Tulsa, OK 74135 | PC | 2018-2020 General Operating Support | \$120,000 |
| Transitional Living Centers of Oklahoma/Lindsey House 601 S Elgin Ave Tulsa, OK 74120-3623 | PC | Change for Good Capital Campaign | \$125,000 |
| Community Health Connection 2321 East 3rd Street Tulsa, OK 74104 | PC | Capital Campaign | \$250,000 |
| Total | | | \$3,165,000 |

ATTACHMENT 1

FORM 990PF, PART I - OTHER INCOME

| <u>DESCRIPTION</u> | <u>REVENUE AND EXPENSES PER BOOKS</u> | <u>NET INVESTMENT INCOME</u> |
|--------------------|---|--------------------------------------|
| K-1 BONANZA | 151. | 151. |
| OXY 1099 | 12,015. | |
| K-1 PRESCOTT GRP | 594. | |
| TOTALS | <u>12,760.</u> | <u>151.</u> |

ATTACHMENT 2

FORM 990PF, PART I - ACCOUNTING FEES

| <u>DESCRIPTION</u> | <u>REVENUE AND EXPENSES PER BOOKS</u> | <u>NET INVESTMENT INCOME</u> | <u>ADJUSTED NET INCOME</u> | <u>CHARITABLE PURPOSES</u> |
|--------------------|---|--------------------------------------|------------------------------------|--------------------------------|
| ACCOUNTING FEES | 29,765. | 8,930. | | 20,835. |
| TOTALS | <u>29,765.</u> | <u>8,930.</u> | <u></u> | <u>20,835.</u> |

ATTACHMENT 3

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

| <u>DESCRIPTION</u> | <u>REVENUE AND EXPENSES PER BOOKS</u> | <u>NET INVESTMENT INCOME</u> | <u>CHARITABLE PURPOSES</u> |
|--------------------|---|--------------------------------------|--------------------------------|
| PROFESSIONAL FEES | 22,785. | 20,507. | 2,278. |
| TOTALS | <u>22,785.</u> | <u>20,507.</u> | <u>2,278.</u> |

ATTACHMENT 4

FORM 990PF, PART I - TAXES

| <u>DESCRIPTION</u> | <u>REVENUE AND EXPENSES PER BOOKS</u> | <u>NET INVESTMENT INCOME</u> | <u>CHARITABLE PURPOSES</u> |
|----------------------|---|--------------------------------------|--------------------------------|
| REAL ESTATE TAXES | 9,115. | 8,149. | 365. |
| WITHHOLDINGS | 5,348. | 1,305. | |
| FEDERAL TAX PAYMENTS | 2,739. | | |
| TOTALS | <u>17,202.</u> | <u>9,454.</u> | <u>365.</u> |

ATTACHMENT 5

FORM 990PF, PART I - OTHER EXPENSES

| <u>DESCRIPTION</u> | <u>REVENUE AND EXPENSES PER BOOKS</u> | <u>NET INVESTMENT INCOME</u> | <u>CHARITABLE PURPOSES</u> |
|----------------------------|---|--------------------------------------|--------------------------------|
| DUES & MEMBERSHIPS | 17,819. | 3,564. | 14,255. |
| INSURANCE & BONDS | 14,608. | 4,382. | 10,226. |
| OFFICE SUPPLIES | 3,358. | 672. | 2,686. |
| POSTAGE & COURIER SERVICES | 707. | 141. | 566. |
| PLANT RENTAL | 1,765. | 353. | 1,412. |
| COMPUTER EXPENSES | 33,399. | 5,678. | 27,721. |
| TELEPHONE & CABLE EXPENSES | 15,985. | 3,197. | 12,788. |
| FOOD & ENTERTAINMENT | 3,626. | | |
| OTHER EXPENSES | 71,299. | 13,675. | 57,039. |
| TOTALS | <u>162,566.</u> | <u>31,662.</u> | <u>126,693.</u> |

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

ATTACHMENT 6

| <u>DESCRIPTION</u> | <u>ENDING BOOK VALUE</u> | <u>ENDING FMV</u> |
|----------------------|------------------------------|-----------------------|
| BOK BOND FUND | 5,682,473. | 5,843,573. |
| US OBLIGATIONS TOTAL | <u>5,682,473.</u> | <u>5,843,573.</u> |

ATTACHMENT 7

FORM 990PF, PART II - CORPORATE STOCK

| <u>DESCRIPTION</u> | <u>ENDING BOOK VALUE</u> | <u>ENDING FMV</u> |
|--------------------|------------------------------|-----------------------|
| EQUITY INVESTMENTS | 72,050,868. | 146,207,056. |
| TOTALS | <u>72,050,868.</u> | <u>146,207,056.</u> |

ATTACHMENT 8

FORM 990PF, PART II - CORPORATE BONDS

| <u>DESCRIPTION</u> | <u>ENDING BOOK VALUE</u> | <u>ENDING FMV</u> |
|--------------------|------------------------------|-----------------------|
| BOK BOND FUND | 3,247,039. | 3,409,107. |
| TOTALS | <u>3,247,039.</u> | <u>3,409,107.</u> |

ATTACHMENT 9

FORM 990PF, PART II - OTHER INVESTMENTS

| <u>DESCRIPTION</u> | <u>ENDING BOOK VALUE</u> | <u>ENDING FMV</u> |
|--------------------------------|------------------------------|-----------------------|
| BOK SHORT-TERM CASH FUND | 762,645. | 762,645. |
| CHAPMAN FOUNDATIONS MANAGEMENT | 81,746. | 81,746. |
| OTHER MARKETABLE SECURITIES | 2,933,548. | 2,864,382. |
| TOTALS | <u>3,777,939.</u> | <u>3,708,773.</u> |

ATTACHMENT 10

FORM 990PF, PART II - OTHER ASSETS

| <u>DESCRIPTION</u> | <u>ENDING BOOK VALUE</u> | <u>ENDING FMV</u> |
|--------------------------------|------------------------------|-----------------------|
| ART | 224,500. | 224,500. |
| ORGANIZATIONAL COSTS | 465. | 465. |
| ACCUM AMORT ORGANIZATION COSTS | -465. | -465. |
| TOTALS | <u>224,500.</u> | <u>224,500.</u> |

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 11

| <u>NAME AND ADDRESS</u> | <u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u> | <u>COMPENSATION</u> | <u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u> | <u>EXPENSE ACCT AND OTHER ALLOWANCES</u> |
|--|---|---------------------|--|--|
| J. JERRY DICKMAN 6100 S. YALE AVE., SUITE 1816 TULSA, OK 74136 | MANAGER & CO-TRUSTEE 25.00 | 365,390. | 0. | 0. |
| DONNE PITMAN 6100 S. YALE AVE., SUITE 1816 TULSA, OK 74136 | MANAGER & CO-TRUSTEE 25.00 | 365,366. | 0. | 0. |
| | GRAND TOTALS | <u>730,756.</u> | <u>0.</u> | <u>0.</u> |

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

J. JERRY DICKMAN OR DONNE W. PITMAN
6100 S. YALE AVE., SUITE 1816
TULSA, OK 74136
918-496-7882

FORM IN WHICH APPLICATION SHOULD BE SUBMITTED AND INFORMATION THEY SHOULD INCLUDE:

THE ORGANIZATION MAKES GRANTS ONLY TO CHARITABLE ORGANIZATIONS QUALIFIED AS TAX EXEMPT UNDER I.R.C. SECTION 501(C)(3). A TWO-STEP GRANT PROCESS IS FOLLOWED. FIRST, A LETTER OF INQUIRY IS SUBMITTED BY THE APPLICANT. IF APPROVED, THE APPLICANT WILL BE INVITED TO SUBMIT WRITTEN GRANT PROPOSAL. THE COMPLETE APPLICATION PROCESS IS PROVIDED ON THE ORGANIZATION'S WEBSITE AT: [HTTP://WWW.CHAPMANTRUSTS.ORG](http://www.chapmantrusts.org).

SUBMISSION DEADLINES:

NONE

RESTRICTIONS OR LIMITATIONS ON AWARDS:

NONE

**SCHEDULE D
(Form 1041)**

Capital Gains and Losses

OMB No. 1545-0092

Department of the Treasury
Internal Revenue Service

▶ Attach to Form 1041, Form 5227, or Form 990-T.
▶ Use Form 8949 to list your transactions for lines 1b, 2, 3, 8b, 9 and 10.
▶ Go to www.irs.gov/F1041 for instructions and the latest information.

2018

Name of estate or trust

Employer identification number

MARY K CHAPMAN FOUNDATION

73-1499528

Note: Form 5227 filers need to complete **only** Parts I and II.

Part I Short-Term Capital Gains and Losses - Generally Assets Held One Year or Less (see instructions)

| See instructions for how to figure the amounts to enter on the lines below. This form may be easier to complete if you round off cents to whole dollars. | (d) Proceeds (sales price) | (e) Cost (or other basis) | (g) Adjustments to gain or loss from Form(s) 8949, Part I, line 2, column (g) | (h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g) |
|---|----------------------------------|---------------------------------|---|---|
| 1a Totals for all short-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 1b. | | | | |
| 1b Totals for all transactions reported on Form(s) 8949 with Box A checked | | | | |
| 2 Totals for all transactions reported on Form(s) 8949 with Box B checked | | | | |
| 3 Totals for all transactions reported on Form(s) 8949 with Box C checked | | | | |
| 4 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824 | | | | 4 |
| 5 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts | | | | 5 |
| 6 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2017 Capital Loss Carryover Worksheet | | | | 6 () |
| 7 Net short-term capital gain or (loss) . Combine lines 1a through 6 in column (h). Enter here and on line 17, column (3) on the back ▶ | | | | 7 |

Part II Long-Term Capital Gains and Losses - Generally Assets Held More Than One Year (see instructions)

| See instructions for how to figure the amounts to enter on the lines below. This form may be easier to complete if you round off cents to whole dollars. | (d) Proceeds (sales price) | (e) Cost (or other basis) | (g) Adjustments to gain or loss from Form(s) 8949, Part II, line 2, column (g) | (h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g) |
|---|----------------------------------|---------------------------------|--|---|
| 8a Totals for all long-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 8b . | 12,311,396. | 9,049,456. | | 3,261,940. |
| 8b Totals for all transactions reported on Form(s) 8949 with Box D checked | | | | |
| 9 Totals for all transactions reported on Form(s) 8949 with Box E checked | | | | |
| 10 Totals for all transactions reported on Form(s) 8949 with Box F checked | | | | |
| 11 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824 | | | | 11 |
| 12 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts | | | | 12 |
| 13 Capital gain distributions | | | | 13 |
| 14 Gain from Form 4797, Part I | | | | 14 |
| 15 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2017 Capital Loss Carryover Worksheet | | | | 15 () |
| 16 Net long-term capital gain or (loss) . Combine lines 8a through 15 in column (h). Enter here and on line 18a, column (3) on the back ▶ | | | | 16 3,261,940. |

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2018

| Part III Summary of Parts I and II | | (1) Beneficiaries' (see instr.) | (2) Estate's or trust's | (3) Total |
|--|--|---------------------------------|-------------------------|------------|
| Caution: Read the instructions before completing this part. | | | | |
| 17 | Net short-term gain or (loss). | 17 | | |
| 18 | Net long-term gain or (loss): | | | |
| a | Total for year | 18a | | 3,261,940. |
| b | Unrecaptured section 1250 gain (see line 18 of the worksheet.) | 18b | | |
| c | 28% rate gain | 18c | | |
| 19 | Total net gain or (loss). Combine lines 17 and 18a. ▶ | 19 | | 3,261,940. |

Note: If line 19, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 18a and 19, column (2), are net gains, go to Part V, and **don't** complete Part IV. If line 19, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

| Part IV Capital Loss Limitation | | 20 |
|--|--|-----|
| 20 | Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of: | () |
| a | The loss on line 19, column (3) or b \$3,000 | |

Note: If the loss on line 19, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 38), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 18a and 19 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution: Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if:

- Either line 18b, col. (2) or line 18c, col. (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.

Form 990-T trusts. Complete this part **only** if both lines 18a and 19 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 38, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 18b, col. (2) or line 18c, col. (2) is more than zero.

| | | | | |
|-----------|--|-----------|--|--|
| 21 | Enter taxable income from Form 1041, line 22 (or Form 990-T, line 38). | 21 | | |
| 22 | Enter the smaller of line 18a or 19 in column (2) but not less than zero. | 22 | | |
| 23 | Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T) | 23 | | |
| 24 | Add lines 22 and 23 | 24 | | |
| 25 | If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- ▶ | 25 | | |
| 26 | Subtract line 25 from line 24. If zero or less, enter -0- | 26 | | |
| 27 | Subtract line 26 from line 21. If zero or less, enter -0- | 27 | | |
| 28 | Enter the smaller of the amount on line 21 or \$2,600 | 28 | | |
| 29 | Enter the smaller of the amount on line 27 or line 28 | 29 | | |
| 30 | Subtract line 29 from line 28. If zero or less, enter -0-. This amount is taxed at 0% ▶ | 30 | | |
| 31 | Enter the smaller of line 21 or line 26 | 31 | | |
| 32 | Subtract line 30 from line 26 | 32 | | |
| 33 | Enter the smaller of line 21 or \$12,700 | 33 | | |
| 34 | Add lines 27 and 30 | 34 | | |
| 35 | Subtract line 34 from line 33. If zero or less, enter -0- | 35 | | |
| 36 | Enter the smaller of line 32 or line 35 | 36 | | |
| 37 | Multiply line 36 by 15% (0.15) ▶ | 37 | | |
| 38 | Enter the amount from line 31 | 38 | | |
| 39 | Add lines 30 and 36 | 39 | | |
| 40 | Subtract line 39 from line 38. If zero or less, enter -0- | 40 | | |
| 41 | Multiply line 40 by 20% (0.20) ▶ | 41 | | |
| 42 | Figure the tax on the amount on line 27. Use the 2018 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) | 42 | | |
| 43 | Add lines 37, 41, and 42 | 43 | | |
| 44 | Figure the tax on the amount on line 21. Use the 2018 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) | 44 | | |
| 45 | Tax on all taxable income. Enter the smaller of line 43 or line 44 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 40) ▶ | 45 | | |

Form **990-T**

Exempt Organization Business Income Tax Return (and proxy tax under section 6033(e))

OMB No. 1545-0687

2018

For calendar year 2018 or other tax year beginning _____, 2018, and ending _____, 20____.

▶ Go to www.irs.gov/Form990T for instructions and the latest information.

▶ Do not enter SSN numbers on this form as it may be made public if your organization is a 501(c)(3).

Department of the Treasury
Internal Revenue Service

Open to Public Inspection for
501(c)(3) Organizations Only

| | | |
|--|--|---|
| A <input type="checkbox"/> Check box if address changed | Name of organization (<input type="checkbox"/> Check box if name changed and see instructions.) | D Employer identification number (Employees' trust, see instructions.) |
| B Exempt under section <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 408(e) <input type="checkbox"/> 220(e) <input type="checkbox"/> 408A <input type="checkbox"/> 530(a) <input type="checkbox"/> 529(a) | MARY K CHAPMAN FOUNDATION Number, street, and room or suite no. If a P.O. box, see instructions. 6100 S. YALE AVE. STE 1816 City or town, state or province, country, and ZIP or foreign postal code TULSA, OK 74136 | 73-1499528 |
| C Book value of all assets at end of year 89,159,863. | F Group exemption number (See instructions.) ▶ | E Unrelated business activity code (See instructions.) |
| | G Check organization type ▶ <input checked="" type="checkbox"/> 501(c) corporation <input type="checkbox"/> 501(c) trust <input type="checkbox"/> 401(a) trust <input type="checkbox"/> Other trust | |

H Enter the number of the organization's unrelated trades or businesses. ▶ 1 Describe the only (or first) unrelated trade or business here ▶ _____ . If only one, complete Parts I-V. If more than one, describe the first in the blank space at the end of the previous sentence, complete Parts I and II, complete a Schedule M for each additional trade or business, then complete Parts III-V.

I During the tax year, was the corporation a subsidiary in an affiliated group or a parent-subsidiary controlled group? ▶ Yes No
If "Yes," enter the name and identifying number of the parent corporation. ▶ _____

J The books are in care of ▶ DONNE PITMAN Telephone number ▶ 918-496-7882

| Part I Unrelated Trade or Business Income | | (A) Income | (B) Expenses | (C) Net |
|--|--------------------|------------|--------------|---------|
| 1a Gross receipts or sales | | | | |
| b Less returns and allowances | c Balance ▶ | | | |
| 2 Cost of goods sold (Schedule A, line 7) | 1c | | | |
| 3 Gross profit. Subtract line 2 from line 1c | 2 | | | |
| 4a Capital gain net income (attach Schedule D) | 3 | | | |
| b Net gain (loss) (Form 4797, Part II, line 17) (attach Form 4797) | 4a | | | |
| c Capital loss deduction for trusts | 4b | | | |
| 5 Income (loss) from a partnership or an S corporation (attach statement) | 4c | | | |
| 6 Rent income (Schedule C) | 5 | 594. | ATCH 1 | 594. |
| 7 Unrelated debt-financed income (Schedule E) | 6 | | | |
| 8 Interest, annuities, royalties, and rents from a controlled organization (Schedule F) | 7 | | | |
| 9 Investment income of a section 501(c)(7), (9), or (17) organization (Schedule G) | 8 | | | |
| 10 Exploited exempt activity income (Schedule I) | 9 | | | |
| 11 Advertising income (Schedule J) | 10 | | | |
| 12 Other income (See instructions; attach schedule) | 11 | 12,015. | ATCH 2 | 12,015. |
| 13 Total. Combine lines 3 through 12 | 12 | 12,609. | | 12,609. |
| | 13 | | | |

Part II Deductions Not Taken Elsewhere (See instructions for limitations on deductions.) (Except for contributions, deductions must be directly connected with the unrelated business income.)

| | | | |
|--|------------|--------|------------|
| 14 Compensation of officers, directors, and trustees (Schedule K) | 14 | | |
| 15 Salaries and wages | 15 | | |
| 16 Repairs and maintenance | 16 | | |
| 17 Bad debts | 17 | | |
| 18 Interest (attach schedule) (see instructions) | 18 | | |
| 19 Taxes and licenses | 19 | | 601. |
| 20 Charitable contributions (See instructions for limitation rules) | 20 | ATCH 3 | 1,142. |
| 21 Depreciation (attach Form 4562) | 21 | | |
| 22 Less depreciation claimed on Schedule A and elsewhere on return | 22a | | 22b |
| 23 Depletion | 23 | | |
| 24 Contributions to deferred compensation plans | 24 | | |
| 25 Employee benefit programs | 25 | | |
| 26 Excess exempt expenses (Schedule I) | 26 | | |
| 27 Excess readership costs (Schedule J) | 27 | | |
| 28 Other deductions (attach schedule) | 28 | ATCH 4 | 585. |
| 29 Total deductions. Add lines 14 through 28 | 29 | | 2,328. |
| 30 Unrelated business taxable income before net operating loss deduction. Subtract line 29 from line 13 | 30 | | 10,281. |
| 31 Deduction for net operating loss arising in tax years beginning on or after January 1, 2018 (see instructions) | 31 | | |
| 32 Unrelated business taxable income. Subtract line 31 from line 30 | 32 | | 10,281. |

For Paperwork Reduction Act Notice, see instructions.

Form **990-T** (2018)

Part III Total Unrelated Business Taxable Income

Table with 3 columns: Line number, Description, Amount. Includes lines 33-38 for unrelated business taxable income.

Part IV Tax Computation

Table with 3 columns: Line number, Description, Amount. Includes lines 39-44 for tax computation.

Part V Tax and Payments

Table with 3 columns: Line number, Description, Amount. Includes lines 45a-45e, 46-49, 50a-50g, 51-55 for tax and payments.

Part VI Statements Regarding Certain Activities and Other Information (see instructions)

Table with 3 columns: Line number, Description, Yes/No. Includes lines 56-58 regarding foreign activities and tax-exempt interest.

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.

Sign Here: Signature of officer (DONNE PITMAN), Date (05/14/2019), Title (TRUSTEE).

May the IRS discuss this return with the preparer shown below (see instructions)? [X] Yes [] No

Paid Preparer Use Only: Print/Type preparer's name (SHAWN M LOADER), Preparer's signature, Date, Firm's name (BKD, LLP), Firm's EIN (44-0160260), Firm's address (6120 S. YALE, #1400, TULSA, OK 74136-4223), Phone no. (918.584.2900).

Schedule A - Cost of Goods Sold. Enter method of inventory valuation

Table with 5 main rows for cost components (Inventory at beginning/end, Purchases, Cost of labor, Additional section 263A costs, Total) and 3 main rows for calculation (Inventory at end of year, Cost of goods sold, Section 263A rules).

Schedule C - Rent Income (From Real Property and Personal Property Leased With Real Property)

(see instructions)

1. Description of property

Table with 4 rows for property description.

2. Rent received or accrued

Table with 3 columns: (a) From personal property, (b) From real and personal property, and 3(a) Deductions directly connected with the income.

(c) Total income. Add totals of columns 2(a) and 2(b). Enter here and on page 1, Part I, line 6, column (A).

(b) Total deductions. Enter here and on page 1, Part I, line 6, column (B).

Schedule E - Unrelated Debt-Financed Income (see instructions)

Table with 5 main columns: 1. Description of debt-financed property, 2. Gross income from or allocable to debt-financed property, 3. Deductions directly connected with or allocable to debt-financed property, 4. Amount of average acquisition debt, 5. Average adjusted basis, 6. Column 4 divided by column 5, 7. Gross income reportable, 8. Allocable deductions.

Schedule F—Interest, Annuities, Royalties, and Rents From Controlled Organizations (see instructions)

| 1. Name of controlled organization | 2. Employer identification number | Exempt Controlled Organizations | | | |
|------------------------------------|-----------------------------------|---|-------------------------------------|---|--|
| | | 3. Net unrelated income (loss) (see instructions) | 4. Total of specified payments made | 5. Part of column 4 that is included in the controlling organization's gross income | 6. Deductions directly connected with income in column 5 |
| (1) | | | | | |
| (2) | | | | | |
| (3) | | | | | |
| (4) | | | | | |

Nonexempt Controlled Organizations

| 7. Taxable Income | 8. Net unrelated income (loss) (see instructions) | 9. Total of specified payments made | 10. Part of column 9 that is included in the controlling organization's gross income | 11. Deductions directly connected with income in column 10 |
|-------------------|---|-------------------------------------|--|---|
| (1) | | | | |
| (2) | | | | |
| (3) | | | | |
| (4) | | | | |
| | | | Add columns 5 and 10. Enter here and on page 1, Part I, line 8, column (A). | Add columns 6 and 11. Enter here and on page 1, Part I, line 8, column (B). |

Totals ▶

Schedule G—Investment Income of a Section 501(c)(7), (9), or (17) Organization (see instructions)

| 1. Description of income | 2. Amount of income | 3. Deductions directly connected (attach schedule) | 4. Set-asides (attach schedule) | 5. Total deductions and set-asides (col. 3 plus col. 4) |
|--------------------------|---------------------|---|---------------------------------|---|
| (1) | | | | |
| (2) | | | | |
| (3) | | | | |
| (4) | | | | |
| | | Enter here and on page 1, Part I, line 9, column (A). | | Enter here and on page 1, Part I, line 9, column (B). |

Totals ▶

Schedule I—Exploited Exempt Activity Income, Other Than Advertising Income (see instructions)

| 1. Description of exploited activity | 2. Gross unrelated business income from trade or business | 3. Expenses directly connected with production of unrelated business income | 4. Net income (loss) from unrelated trade or business (column 2 minus column 3). If a gain, compute cols. 5 through 7. | 5. Gross income from activity that is not unrelated business income | 6. Expenses attributable to column 5 | 7. Excess exempt expenses (column 6 minus column 5, but not more than column 4). |
|--------------------------------------|---|---|--|---|--------------------------------------|--|
| (1) | | | | | | |
| (2) | | | | | | |
| (3) | | | | | | |
| (4) | | | | | | |
| | | Enter here and on page 1, Part I, line 10, col. (A). | Enter here and on page 1, Part I, line 10, col. (B). | | | Enter here and on page 1, Part II, line 26. |

Totals ▶

Schedule J—Advertising Income (see instructions)

Part I Income From Periodicals Reported on a Consolidated Basis

| 1. Name of periodical | 2. Gross advertising income | 3. Direct advertising costs | 4. Advertising gain or (loss) (col. 2 minus col. 3). If a gain, compute cols. 5 through 7. | 5. Circulation income | 6. Readership costs | 7. Excess readership costs (column 6 minus column 5, but not more than column 4). |
|-----------------------|-----------------------------|-----------------------------|--|-----------------------|---------------------|---|
| (1) | | | | | | |
| (2) | | | | | | |
| (3) | | | | | | |
| (4) | | | | | | |

Totals (carry to Part II, line (5)) . . . ▶

Part II **Income From Periodicals Reported on a Separate Basis** (For each periodical listed in Part II, fill in columns 2 through 7 on a line-by-line basis.)

| 1. Name of periodical | 2. Gross advertising income | 3. Direct advertising costs | 4. Advertising gain or (loss) (col. 2 minus col. 3). If a gain, compute cols. 5 through 7. | 5. Circulation income | 6. Readership costs | 7. Excess readership costs (column 6 minus column 5, but not more than column 4). |
|--|---|---|--|-----------------------|---------------------|---|
| (1) | | | | | | |
| (2) | | | | | | |
| (3) | | | | | | |
| (4) | | | | | | |
| Totals from Part I. ▶ | | | | | | |
| | Enter here and on page 1, Part I, line 11, col (A). | Enter here and on page 1, Part I, line 11, col (B). | | | | Enter here and on page 1, Part II, line 27. |
| Totals, Part II (lines 1-5) ▶ | | | | | | |

Schedule K - Compensation of Officers, Directors, and Trustees (see instructions)

| 1. Name | 2. Title | 3. Percent of time devoted to business | 4. Compensation attributable to unrelated business |
|--|----------|--|--|
| (1) | | % | |
| (2) | | % | |
| (3) | | % | |
| (4) | | % | |
| Total. Enter here and on page 1, Part II, line 14 ▶ | | | |

ATTACHMENT 1

FORM 990T - LINE 5 -INCOME (LOSS) FROM PARTNERSHIPS OR S CORPORATIONS

PRESCOTT GRP BOX 20V

594.

INCOME (LOSS) FROM PARTNERSHIPS

594.

ATTACHMENT 2

PART I - LINE 12 - OTHER INCOME

OXY 1099

12,015.

PART I - LINE 12 - OTHER INCOME

12,015.

MARY K CHAPMAN FOUNDATION

ATTACHMENT 3FORM 990T - PART II - LINE 20 - CHARITABLE CONTRIBUTIONS

| | |
|---|---------------|
| UNRELATED TRADE OR BUSINESS INCOME | 12,609. |
| ADD: DOMESTIC PRODUCTION ACTIVITIES DEDUCTION | 0. |
| LESS: DEDUCTIONS WITHOUT CHARITABLE CONTRIBUTIONS AND DPAD | <u>1,186.</u> |
| | * 10% |
| CHARITABLE CONTRIBUTION LIMITATION (10%) | 1,142. |
| CHARITABLE CONTRIBUTION | 1,436. |
| <u>CHARITABLE CONTRIBUTION DEDUCTION (SMALLER OF THE ABOVE TWO)</u> | <u>1,142.</u> |

ATTACHMENT 4

FORM 990T - PART II - LINE 28 - TOTAL OTHER DEDUCTIONS

OPERATING EXPENSES

585.

PART II - LINE 28 - OTHER DEDUCTIONS

585.