

Form 990-PF

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.

Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning

, and ending

Name of foundation MARY K. CHAPMAN FOUNDATION C/O DONNE W. PITMAN		A Employer identification number 73-1499528
Number and street (or P.O. box number if mail is not delivered to street address) ONE WARREN PL, 6100 S YALE AVE 1816	Room/suite	B Telephone number 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: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <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		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 184,874,273. (Part I, column (d) must be on cash basis.)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		

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).)		(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			N/A	
	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	5,662,663.	5,662,663.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	5,611,216.			
	b Gross sales price for all assets on line 6a	30,374,625.			
	7 Capital gain net income (from Part IV, line 2)		5,611,216.		
	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)				
	11 Other income	-1,252.	1,748.		STATEMENT 2
	12 Total. Add lines 1 through 11	11,272,627.	11,275,627.		
	13 Compensation of officers, directors, trustees, etc.	644,152.	128,830.		515,322.
	14 Other employee salaries and wages	212,199.	31,831.		180,368.
	15 Pension plans, employee benefits				
	16a Legal fees	STMT 3 2,012.	0.		2,012.
	b Accounting fees	STMT 4 29,623.	7,406.		22,217.
	c Other professional fees	STMT 5 82,283.	67,576.		14,707.
	17 Interest	324,827.	324,827.		0.
	18 Taxes	STMT 6 12,090.	11,733.		357.
	19 Depreciation and depletion	23,431.	23,431.		
	20 Occupancy	136,279.	20,442.		115,837.
	21 Travel, conferences, and meetings	22,454.	0.		22,454.
	22 Printing and publications				
	23 Other expenses	STMT 7 123,082.	33,556.		88,226.
	24 Total operating and administrative expenses. Add lines 13 through 23	1,612,432.	649,632.		961,500.
	25 Contributions, gifts, grants paid	7,825,467.			7,825,467.
	26 Total expenses and disbursements. Add lines 24 and 25	9,437,899.	649,632.		8,786,967.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	1,834,728.			
	b Net investment income (if negative, enter -0-)		10,625,995.		
	c Adjusted net income (if negative, enter -0-)			N/A	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only.		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	283,756.	674,695.	697,695.
	2 Savings and temporary cash investments	2,798,351.	134,006.	134,006.
	3 Accounts receivable ▶ 79,979.			
	Less: allowance for doubtful accounts ▶	119,557.	79,979.	79,979.
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations STMT 9	4,431,282.	5,487,565.	5,476,378.
	b Investments - corporate stock STMT 10	81,493,745.	76,842,407.	167,904,733.
	c Investments - corporate bonds STMT 11	2,887,592.	3,169,949.	3,501,867.
	Liabilities	11 Investments - land, buildings, and equipment: basis ▶		
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 12		5,485,897.	3,001,505.	3,582,180.
14 Land, buildings, and equipment: basis ▶ 3,337,885.				
Less: accumulated depreciation ▶ 64,950.		3,278,133.	3,272,935.	3,272,935.
15 Other assets (describe ▶ STATEMENT 13)		224,500.	224,500.	224,500.
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		101,002,813.	92,887,541.	184,874,273.
17 Accounts payable and accrued expenses				
18 Grants payable				
Liabilities	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable	9,950,000.		
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	9,950,000.	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	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	89,959,679.	91,794,407.	
30 Total net assets or fund balances	91,052,813.	92,887,541.		
31 Total liabilities and net assets/fund balances	101,002,813.	92,887,541.		

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	91,052,813.
2 Enter amount from Part I, line 27a	2	1,834,728.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	92,887,541.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	92,887,541.

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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.)
1a PUBLICLY TRADED SECURITIES			P		
b PRESCOTT GRP AGGRESSIVE SMALL CAP II, LP					
c TCW AMERICAS DEVELOPMENT ASSOC., LP					
d TCW/CRESCENT MEZZANINE PARTNERS					
e CAPITAL GAINS DIVIDENDS					
(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 30,373,558.		24,805,023.	5,568,535.		
b			40,898.		
c			-14,455.		
d			15,171.		
e 1,067.			1,067.		
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) 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			5,568,535.		
b			40,898.		
c			-14,455.		
d			15,171.		
e			1,067.		
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	5,611,216.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8			3	N/A	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not 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))
2015	9,232,522.	172,657,266.	.053473
2014	8,715,309.	190,500,790.	.045749
2013	8,135,170.	177,118,895.	.045931
2012	7,925,695.	164,397,929.	.048210
2011	6,989,040.	159,953,450.	.043694
2 Total of line 1, column (d)			2 .237057
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 .047411
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 179,395,014.
5 Multiply line 4 by line 3			5 8,505,297.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 106,260.
7 Add lines 5 and 6			7 8,611,557.
8 Enter qualifying distributions from Part XII, line 4			8 8,786,967.

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.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	106,260.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	106,260.
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	106,260.
6 Credits/Payments:			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a	60,440.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	46,642.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	107,082.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	949.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	127.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2017 estimated tax <input type="checkbox"/> Refunded <input checked="" type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		<input checked="" type="checkbox"/>
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		<input checked="" type="checkbox"/>
c Did the foundation file Form 1120-POL for this year?		<input checked="" type="checkbox"/>
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		<input checked="" type="checkbox"/>
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		<input checked="" type="checkbox"/>
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	<input checked="" type="checkbox"/>	
b If "Yes," has it filed a tax return on Form 990-T for this year?	<input checked="" type="checkbox"/>	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		<input checked="" type="checkbox"/>
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • 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?	<input checked="" type="checkbox"/>	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	<input checked="" type="checkbox"/>	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) OK		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	<input checked="" type="checkbox"/>	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? If "Yes," complete Part XIV		<input checked="" type="checkbox"/>
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		<input checked="" type="checkbox"/>

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Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address HTTP://WWW.CHAPMANTRUSTS.ORG	13	X
14 The books are in care of DONNE PITMAN Telephone no. 918-496-7882 Located at 6100 S. YALE AVE., SUITE 1816, TULSA, OK ZIP+4 74136		
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	N/A
16 At any time during calendar year 2016, 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	X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly): (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)): a At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years		
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	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2016 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 2016.)	3b	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b	X

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No

N/A

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No

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? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

N/A

7b

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.

(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
J. JERRY DICKMAN 6100 S. YALE AVE., SUITE 1816 TULSA, OK 74136	MANAGER & CO-TRUSTEE 25.00	323,302.	0.	0.
DONNE PITMAN 6100 S. YALE AVE., SUITE 1816 TULSA, OK 74136	MANAGER & CO-TRUSTEE 25.00	320,850.	0.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

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

0

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
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.	0.
2 ANY FACILITY OR INSTITUTION UNDERTAKING A CHARITABLE, EDUCATIONAL OR RELIGIOUS ENDEAVOR.	0.
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
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	181,639,685.
b	Average of monthly cash balances	1b	487,233.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	182,126,918.
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	182,126,918.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	2,731,904.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	179,395,014.
6	Minimum investment return. Enter 5% of line 5	6	8,969,751.

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	8,969,751.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	106,260.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	106,260.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	8,863,491.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	8,863,491.
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	8,863,491.

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	8,786,967.
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	8,786,967.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	106,260.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	8,680,707.

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 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				8,863,491.
2 Undistributed income, if any, as of the end of 2016:				
a Enter amount for 2015 only			8,580,803.	
b Total for prior years:				
2014, ,		50,439.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011				
b From 2012				
c From 2013				
d From 2014				
e From 2015				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2016 from Part XII, line 4: ▶ \$				
8,786,967.				
a Applied to 2015, but not more than line 2a			8,580,803.	
b Applied to undistributed income of prior years (Election required - see instructions)		50,439.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2016 distributable amount				155,725.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2016 (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:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
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 2015. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				8,707,766.
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 2011 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015				
e Excess from 2016				

Part XIV

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

N/A

1 a

If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

2 a

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

2 b

85% of line 2a

2 c

Qualifying distributions from Part XII, line 4 for each year listed

2 d

Amounts included in line 2c not used directly for active conduct of exempt activities

2 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:

3 a

"Assets" alternative test - enter:

3 b

"Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

3 c

"Support" alternative test - enter:

1

Value of all assets

2

Value of assets qualifying under section 4942(j)(3)(B)(i)

1

Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

2

Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

3

Largest amount of support from an exempt organization

4

Gross investment income

Part XV

Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.)

1

Information Regarding Foundation Managers:

a

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

NONE

b

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

NONE

2

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

Check here

☐

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

a

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

SEE STATEMENT 14

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:

MARY K. CHAMBERLAIN FOUNDATION

Form 990-PF (2016)

C/O DONNE W. PITMAN

73-1499528 Page 11

Part XV **Supplementary Information** (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment					
Recipient		If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)					
a Paid during the year					
SEE STATEMENT B					7,825,467.
Total				3a	7,825,467.
b Approved for future payment					
SEE STATEMENT C					
Total				3b	0.

The Mary K. Chapman Foundation

Schedule of Annual Grant Payments in 2016 for Form 990

Payee Organization	Request Project Title	Amount
Arts and Culture		
Colorado Springs Fine Arts Center 30 West Dale St. Colorado Springs, CO 80903	2016/2017 Exhibition Support	\$50,000
Colorado Springs Philharmonic P.O. Box 1266 Colorado Springs, CO 80901-1266	2016-2018 Philharmonic Pops series	\$30,000
Philbrook Museum of Art, Inc. P.O. Box 52510 Tulsa, OK 74152-0510	2015-2017 Exhibition Series	\$125,000
Philbrook Museum of Art, Inc. P.O. Box 52510 Tulsa, OK 74152-0510	2015-2017 Exhibition Series	\$125,000
Tulsa Historical Society 2445 South Peoria Avenue Tulsa, OK 74114-1326	2016 Exhibits and Education Programs	\$15,000
United States Olympic Museum P.O. Box 681 Colorado Springs, CO 80901	United States Olympic Museum Capital Building Campaign	\$750,000
Civic and Community		
Center for Nonprofit Excellence 723 N. Weber St., Suite 200 Colorado Springs, CO 80903	Sponsorship and Operating Support for the 2015/2016 - 2017/2018 fiscal years	\$20,000

The Mary K. Chapman Foundation

Schedule of Annual Grant Payments in 2007 for Form 990

Payee Organization	Request Project Title	Amount
Woodland Aquatic Project Inc. P.O. Box 639 Woodland Park, CO 80866	Woodland Aquatic Center	\$50,000
Education		
Atlas Preparatory School 1602 South Murray Blvd. Colorado Springs, CO 80916	2016/2017 Operating Funds	\$50,000
Bishop Kelley High School 3905 South Hudson Avenue Tulsa, OK 74135-5699	Purchase of Chromebooks for teachers and staff	\$50,000
Fab Lab Tulsa Inc. 710 S. Lewis Ave. Tulsa, OK 74104	2016-2018 Operating Funds	\$25,000
Girl Scouts of Eastern Oklahoma 4810 S. 129th East Avenue Tulsa, OK 74134	Leadership Center Capital Campaign	\$250,000
Happy Hands Education Center Inc. 8801 South Garnett Broken Arrow, OK 74012-6002	Operating Funds for Fiscal Years ending June 30, 2017 and 2018	\$30,000
Holland Hall School 5666 East 81st Street Tulsa, OK 74137-2099	The Student Commons Building Fund	\$750,000

The Mary K. Chapman Foundation

Schedule of Annual Grant Payments in 2007 for Form 990

Payee Organization	Request Project Title	Amount
John Brown University 2000 West University Street Silcoam Springs, AR 72761	Nursing Facility	\$150,000
KIPP Colorado Schools 1390 Lawrence Street, 2nd Floor Denver, CO 80204	2015/2016 KIPP Through College Program	\$50,000
Leadership Oklahoma 5500 North Western Suite 142 Oklahoma City, OK 73118	2015-2017 Youth Leadership Oklahoma Program	\$5,000
Little Light House, Inc. 5120 East 36th Street Tulsa, OK 74135	Phase II Capital Building Campaign for Campus Expansion	\$600,000
Little Light House, Inc. 5120 East 36th Street Tulsa, OK 74135	2015/2016 - 2017/2018 Operating Funds	\$50,000
Oklahoma State University Foundation 700 N. Greenwood Ave Tulsa, OK 74106-0700	Primary Care Medicine Scholarship Program	\$30,000
ORU Golden Eagle Club, Inc. 7777 S. Lewis Tulsa, OK 74171	2015/2016-2017/2018 Golden Eagle Scholarship Fund	\$60,000
Reading Partners 601 South Boulder Ave. #1000 Tulsa, OK 74119	2015/2016 General Operating Funds	\$25,000

The Mary K. Chapman Foundation

Schedule of Annual Grant Payments in 2007 for Form 990

Payee Organization	Request Project Title	Amount
Saints Peter & Paul Catholic School 1428 N. 67th E. Ave. Tulsa, OK 74115	Textbook Purchases	\$15,000
St. Pius X School 1717 South 75th East Avenue Tulsa, OK 74112	Middle School Capital Campaign	\$75,000
Stonebridge Academy P.O. Box 99 Okmulgee, OK 74447	Playground Equipment	\$10,000
Teach for America Oklahoma 1202 W. Easton St., First Floor Tulsa, OK 74127	Fiscal Year 2016 Operating Funds	\$100,000
Teach for America Colorado 1391 Speer Boulevard Suite 710 Denver, CO 80204	2015/2016 Operating Funds	\$75,000
University of Tulsa 800 S. Tucker Drive Tulsa, OK 74104-3189	2016 Operating Funds	\$10,000
USAF Academy 3116 Academy Drive Suite 200 USAF Academy, CO 80840	USAF STEM Outreach Center and Planetarium	\$100,000

The Mary K. Chapman Foundation

Schedule of Annual Grant Payments in 2007 for Form 990

Payee Organization	Request Project Title	Amount
Healthcare		
The Children's Center, Inc. 6800 Northwest 39th Expressway Bethany, OK 73008	Capital Expansion Campaign	\$100,000
Eastern Oklahoma Donated Dental Services, Inc. 7060 S. Yale Ave, Suite 707 Tulsa, OK 74136	2016 Operating Funds	\$25,000
Peak Vista Community Health Centers Foundation 722 Wahsatch Ave. Colorado Springs, CO 80903	2015-2017 Operating Funds	\$50,000
St. John Medical Center, Inc. 1923 S. Ulica Avenue Tulsa, OK 74104	2016 Operating Funds	\$8,000
Tulsa County Medical Society Foundation 5315 S. Lewis Ave. Tulsa, OK 74105	2016 Project TCMS	\$30,000
Medical Research		
Baylor College of Medicine One Baylor Plaza, No. T100 Houston, TX 77030-3498	Neurodegenerative Consortium (MKCF)	\$200,000
Cold Spring Harbor Laboratory One Bungtown Road Cold Spring Harbor, NY 11724	Purchase of Cell Sorter for Flow Cytometry Facility	\$175,000

The Mary K. Chapman Foundation

Schedule of Annual Grant Payments in 2007 for Form 990

Payee Organization	Request Project Title	Amount
The University of Texas M.D. Anderson Cancer Center Unit 705, PO Box 301439 Houston, TX 77030-4095	Neurodegeneration Consortium (NDC) - MKCF	\$200,000
National Jewish Medical and Research Center 1400 Jackson Street Denver, CO 80206	Purchase of Gene Sequencing Machine	\$538,967
Oklahoma Medical Research Foundation 825 Northeast 13th Street Oklahoma City, OK 73104	Expansion of Cancer Research Program - Dr. David Jones	\$200,000
Salk Institute for Biological Studies 10010 N. Torrey Pines Rd. La Jolla, CA 92037	Mass Spectrometry Center	\$1,250,000
Salk Institute for Biological Studies 10010 N. Torrey Pines Rd. La Jolla, CA 92037	Mass Spectrometry Center	-\$1,250,000
Salk Institute for Biological Studies 10010 N. Torrey Pines Rd. La Jolla, CA 92037	Mass Spectrometry Center	\$625,000
Nature & Wildlife Palmer Land Trust PO Box 1281 Colorado Springs, CO 80901	Wilson Creek Ranch Conservation Project	\$200,000

The Mary K. Chapman Foundation

Schedule of Annual Grant Payments in 2007 for Form 990

Payee Organization	Request Project Title	Amount
River Parks Foundation 2424 E. 21st St., Ste. 300 Tulsa, OK 74114	2015/2016 General Operating Funds	\$15,000
Oklahoma Centennial Botanical Garden, Inc. P.O. Box 707 Tulsa, OK 74101	Reaching for Generations Capital Campaign	\$125,000
Religious		
New Life Ranch, Inc. 160 New Life Ranch Drive Colcord, OK 74338	Impact Campaign Project I	\$30,000
Saint Joseph Monastery 2200 S. Lewis Avenue Tulsa, OK 74114-3100	Healthcare Center Renovation Project	\$80,000
Social Services		
Big Brothers Big Sisters of Oklahoma Inc. 1401 S. Boulder Avenue, Suite 300 Tulsa, OK 74119	Tulsa mentoring operating support for the 2017 fiscal year	\$25,000
Big Brothers Big Sisters of Colorado Inc. 111 S. Tejon Street Suite 302 Colorado Springs, CO 80903	2016 and 2017 Mentor 2.0 initiative	\$20,000
Boy Scouts of America - Indian Nations Council 4295 S. Garnett Road Tulsa, OK 74146	ZBASE Campaign	\$250,000

The Mary K. Chapman Foundation

Schedule of Annual Grant Payments in 2007 for Form 990

Payee Organization	Request Project Title	Amount
Catholic Charities of the Diocese of Tulsa P.O. Box 580460 Tulsa, OK 74158	2017 Operating Funds	\$50,000
Community Food Bank of Eastern Oklahoma 1304 N. Kenosha Ave. Tulsa, OK 74106-5901	2016/2017 Operating Funds	\$50,000
Court Care P.O. Box 68 Colorado Springs, CO 80901	Operating Funds for the fiscal year ending June 30, 2017	\$15,000
DayBreak P.O. Box 4777 Woodland Park, CO 80866	2016 Operating Funds	\$15,000
Dayspring Villa Women and Children's Shelter, Inc. P.O. Box 1588 Sand Springs, OK 74063-1588	Landscaping and Irrigation Project	\$20,000
Domestic Violence Intervention Services, Inc. 3124 East Apache St. Tulsa, OK 74110	Rebuilding Lives Capital Campaign	\$150,000
Dream Centers of Colorado Springs 11025 Voyager Parkway Colorado Springs, CO 80921	Mary's Home	\$50,000
Dream Centers of Colorado Springs 11025 Voyager Parkway Colorado Springs, CO 80921	Mary's Home	-\$50,000

The Mary K. Chapman Foundation

Schedule of Annual Grant Payments in 2007 for Form 990

Payee Organization	Request Project Title	Amount
Emergency Infant Services, Inc. 222 S. Houston Ave. Tulsa, OK 74127	2014/2015-2016/2017 Operating Funds	\$20,000
Family & Children's Services, Inc. 650 South Peoria Tulsa, OK 74120-4498	2015/2016 Operating Funds	\$15,000
Gazette Charities 30 E. Pikes Peak Ave., Suite 100 Colorado Springs, CO 80903	2016-2017 Empty Stocking Fund	\$50,000
Iron Gate Inc. 501 S. Cincinnati Ave. Tulsa, OK 74103	2016 Operating Funds	\$25,000
Mental Health Association Oklahoma 1870 South Boulder Tulsa, OK 74119-5234	2015-2017 Operating Funds	\$60,000
Mental Health Association Oklahoma 1870 South Boulder Tulsa, OK 74119-5234	2015-2017 Operating Funds	\$10,000
Mount Carmel Center of Excellence 530 Communication Circle Colorado Springs, CO 80905	2016/2017 Veterans Integration Program	\$20,000
Neighbor For Neighbor, Inc. 505 East 36st Street North Tulsa, OK 74106-1812	Operating Funds for the Fiscal Years 2015/2016-2017/2018	\$40,000

The Mary K. Chapman Foundation

Schedule of Annual Grant Payments in 2007 for Form 990

Payee Organization	Request Project Title	Amount
The Parent Child Center of Tulsa 1421 South Boston Tulsa, OK 74119	fundraising software subscription	\$15,000
Retired Senior Volunteer Program of Tulsa, Inc. 5756 East 31st Street Tulsa, OK 74135	2014-2016 Operating Funds	\$5,000
The Salvation Army-Oklahoma Division 924 South Hudson Avenue Tulsa, OK 74112	2016 Operating Funds	\$35,000
Special Kids Special Families 424 West Pikes Peak Ave. Colorado Springs, CO 80905	Zach's Place Campaign	\$25,000
Springs Rescue Mission 5 West Las Vegas Street Colorado Springs, CO 80903	campus expansion and renovation campaign	\$125,000
Tulsa Area United Way P.O. Box 1859 Tulsa, OK 74101-1859	2016 Annual Campaign	\$215,000
Tulsa Day Center for the Homeless, Inc. 415 West Archer Tulsa, OK 74103	2015-2017 Operating Funds	\$40,000
Tulsa Girls Art School 2202 E. Admiral Blvd. Tulsa, OK 74110	2017 operating funds	\$3,500
Grand Totals (74 items)		\$7,825,467

Enter gross amounts unless otherwise indicated.

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

NOT APPLICABLE

Part XVII

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

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

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**Sign
Here**

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.

May the IRS discuss this return with the preparer shown below (see instr.)?

☒ Yes ☐ No

Signature of officer or trustee

Date _____

Title

Print/Type preparer's name

Preparer's signature

Date _____

Check ☐ if
self-employed

PTIN

**Paid
Preparer
Use Only**

J. PATRICK MILLIGANJ. PATRICK MILLIG

NJ. PATRICK MILLIG

06/05/17

P00435069

Firm's name ► HOGANTAYLOR LLP

Firm's EIN ▶ 73-1413977

Firm's address ► 2222 S. UTICA PL., SUITE 200
TULSA, OK 74114-7002

Phone no. (918) 745-2333

Form **990-PF** (2016)

Application for Automatic Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

► File a separate application for each return.

► Information about Form 8868 and its instructions is at www.irs.gov/form8868.

Electronic filing (e-file). You can electronically file Form 8868 to request a 6-month automatic extension of time to file any of the forms listed below with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, for which an extension request must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile, click on Charities & Non-Profits, and click on e-file for Charities and Non-Profits.

Automatic 6-Month Extension of Time. Only submit original (no copies needed).

All corporations required to file an income tax return other than Form 990-T (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

		Enter filer's identifying number
Type or print	Name of exempt organization or other filer, see instructions. MARY K. CHAPMAN FOUNDATION C/O DONNE W. PITMAN	Employer identification number (EIN) or 73-1499528
	Number, street, and room or suite no. If a P.O. box, see instructions. ONE WARREN PL, 6100 S YALE AVE 1816	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. TULSA, OK 74136	

Enter the Return Code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

DONNE PITMAN

• The books are in the care of ► **6100 S. YALE AVE., SUITE 1816 - TULSA, OK 74136**

Telephone No. ► **918-496-7882**

Fax No. ►

• If the organization does not have an office or place of business in the United States, check this box ☐

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ☐. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 6-month extension of time until **NOVEMBER 15, 2017**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

► ☒ calendar year **2016** or

► ☐ tax year beginning _____, and ending _____

2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return

☐ Change in accounting period

3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	107,082.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	60,440.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	46,642.

Caution: If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

MAIL TO: DEPARTMENT OF THE TREASURY
INTERNAL REVENUE SERVICE CENTER
OGDEN, UT 84201-0045

Underpayment of Estimated Tax by Corporations

OMB No. 1545-0123

Department of the Treasury
Internal Revenue Service

▶ Attach to the corporation's tax return.

FORM 990-PF

▶ Information about Form 2220 and its separate instructions is at www.irs.gov/form2220.

2016

Name **MARY K. CHAPMAN FOUNDATION**
C/O DONNE W. PITMANEmployer identification number
73-1499528

Note: Generally, the corporation isn't required to file Form 2220 (see Part II below for exceptions) because the IRS will figure any penalty owed and bill the corporation. However, the corporation may still use Form 2220 to figure the penalty. If so, enter the amount from page 2, line 38 on the estimated tax penalty line of the corporation's income tax return, but **do not** attach Form 2220.

Part I Required Annual Payment

1	Total tax (see instructions)	1	106,260.
2a	Personal holding company tax (Schedule PH (Form 1120), line 26) included on line 1	2a	
2b	Look-back interest included on line 1 under section 460(b)(2) for completed long-term contracts or section 167(g) for depreciation under the income forecast method	2b	
2c	Credit for federal tax paid on fuels (see instructions)	2c	
2d	Total. Add lines 2a through 2c	2d	
3	Subtract line 2d from line 1. If the result is less than \$500, do not complete or file this form. The corporation doesn't owe the penalty	3	106,260.
4	Enter the tax shown on the corporation's 2015 income tax return. See instructions. Caution: If the tax is zero or the tax year was for less than 12 months, skip this line and enter the amount from line 3 on line 5	4	52,060.
5	Required annual payment. Enter the smaller of line 3 or line 4. If the corporation is required to skip line 4, enter the amount from line 3	5	52,060.

Part II Reasons for Filing - Check the boxes below that apply. If any boxes are checked, the corporation **must** file Form 2220 even if it doesn't owe a penalty. See instructions.

- 6 ☐ The corporation is using the adjusted seasonal installment method.
- 7 ☐ The corporation is using the annualized income installment method.
- 8 ☒ The corporation is a "large corporation" figuring its first required installment based on the prior year's tax.

Part III Figuring the Underpayment

	(a)	(b)	(c)	(d)
9 Installment due dates. Enter in columns (a) through (d) the 15th day of the 4th (Form 990-PF filers: Use 5th month), 6th, 9th, and 12th months of the corporation's tax year	9 05/15/16	06/15/16	09/15/16	12/15/16
10 Required installments. If the box on line 6 and/or line 7 above is checked, enter the amounts from Sch A, line 38. If the box on line 8 (but not 6 or 7) is checked, see instructions for the amounts to enter. If none of these boxes are checked, enter 25% (0.25) of line 5 above in each column.	10 13,015.	40,115.	26,565.	26,565.
11 Estimated tax paid or credited for each period. For column (a) only, enter the amount from line 11 on line 15. See instructions	11 60,440.			
Complete lines 12 through 18 of one column before going to the next column.				
12 Enter amount, if any, from line 18 of the preceding column	12	47,425.	7,310.	
13 Add lines 11 and 12	13	47,425.	7,310.	
14 Add amounts on lines 16 and 17 of the preceding column	14			19,255.
15 Subtract line 14 from line 13. If zero or less, enter -0-	15 60,440.	47,425.	7,310.	0.
16 If the amount on line 15 is zero, subtract line 13 from line 14. Otherwise, enter -0-	16	0.	0.	
17 Underpayment. If line 15 is less than or equal to line 10, subtract line 15 from line 10. Then go to line 12 of the next column. Otherwise, go to line 18	17		19,255.	26,565.
18 Overpayment. If line 10 is less than line 15, subtract line 10 from line 15. Then go to line 12 of the next column	18 47,425.	7,310.		

Go to Part IV on page 2 to figure the penalty. Do not go to Part IV if there are no entries on line 17 - no penalty is owed.

LHA For Paperwork Reduction Act Notice, see separate instructions.

Form 2220 (2016)

Part IV Figuring the Penalty

	(a)	(b)	(c)	(d)
19 Enter the date of payment or the 15th day of the 4th month after the close of the tax year, whichever is earlier. (C Corporations with tax years ending June 30 and S corporations: Use 3rd month instead of 4th month. Form 990-PF and Form 990-T filers: Use 5th month instead of 4th month.) See instructions	19			
20 Number of days from due date of installment on line 9 to the date shown on line 19	20			
21 Number of days on line 20 after 4/15/2016 and before 7/1/2016	21			
22 Underpayment on line 17 x $\frac{\text{Number of days on line 21}}{366} \times 4\%$ (0.04)	22	\$	\$	\$
23 Number of days on line 20 after 06/30/2016 and before 10/1/2016	23			
24 Underpayment on line 17 x $\frac{\text{Number of days on line 23}}{366} \times 4\%$ (0.04)	24	\$	\$	\$
25 Number of days on line 20 after 9/30/2016 and before 1/1/2017	25			
26 Underpayment on line 17 x $\frac{\text{Number of days on line 25}}{366} \times 4\%$ (0.04)	26	\$	\$	\$
27 Number of days on line 20 after 12/31/2016 and before 4/1/2017	27	SEE ATTACHED WORKSHEET		
28 Underpayment on line 17 x $\frac{\text{Number of days on line 27}}{365} \times 4\%$ (0.04)	28	\$	\$	\$
29 Number of days on line 20 after 3/31/2017 and before 7/1/2017	29			
30 Underpayment on line 17 x $\frac{\text{Number of days on line 29}}{365} \times \%$	30	\$	\$	\$
31 Number of days on line 20 after 6/30/2017 and before 10/1/2017	31			
32 Underpayment on line 17 x $\frac{\text{Number of days on line 31}}{365} \times \%$	32	\$	\$	\$
33 Number of days on line 20 after 9/30/2017 and before 1/1/2018	33			
34 Underpayment on line 17 x $\frac{\text{Number of days on line 33}}{365} \times \%$	34	\$	\$	\$
35 Number of days on line 20 after 12/31/2017 and before 3/16/2018	35			
36 Underpayment on line 17 x $\frac{\text{Number of days on line 35}}{365} \times \%$	36	\$	\$	\$
37 Add lines 22, 24, 26, 28, 30, 32, 34, and 36	37	\$	\$	\$
38 Penalty. Add columns (a) through (d) of line 37. Enter the total here and on Form 1120, line 33; or the comparable line for other income tax returns	38	\$		949.

* Use the penalty interest rate for each calendar quarter, which the IRS will determine during the first month in the preceding quarter. These rates are published quarterly in an IRS News Release and in a revenue ruling in the Internal Revenue Bulletin. To obtain this information on the Internet, access the IRS website at www.irs.gov. You can also call 1-800-829-4933 to get interest rate information.

FORM 990-PF
UNDERPAYMENT OF ESTIMATED TAX WORKSHEET

[illegible]

Penalty Due (Sum of Column F).

949.

* Date of estimated tax payment, withholding credit date or installment due date.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
DIVIDEND INCOME	5,324,999.	1,067.	5,323,932.	5,323,932.	
INTEREST INCOME	338,731.	0.	338,731.	338,731.	
TO PART I, LINE 4	5,663,730.	1,067.	5,662,663.	5,662,663.	

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
FLOW-THROUGH FROM K-1 PRESCOTT GRP AGGRESSIVE SMALL CAP II, LP	2,544.	0.	
FLOW-THROUGH FROM K-1 BONANZA ROYALTIES, LLC - ROYALTY INCOME	762.	762.	
FLOW-THROUGH FROM K-1 BONANZA ROYALTIES, LLC - ROYALTY INCOME	956.	956.	
FLOW-THROUGH FROM K-1 TCW/CRESCENT MEZZANINE - ORDINARY BUSINESS INCOME	30.	30.	
FLOW-THROUGH FROM K-1 TCW AMERICAS DEVELOPMENT - ORDINARY BUSINESS INCOME	-5,544.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-1,252.	1,748.	

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	2,012.	0.		2,012.
TO FM 990-PF, PG 1, LN 16A	2,012.	0.		2,012.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	29,623.	7,406.		22,217.
TO FORM 990-PF, PG 1, LN 16B	29,623.	7,406.		22,217.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL FEES	18,384.	3,677.		14,707.
ADVISOR FEES	63,899.	63,899.		0.
BROKER FEES	0.	0.		0.
TO FORM 990-PF, PG 1, LN 16C	82,283.	67,576.		14,707.

FORM 990-PF	TAXES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES PAID	3,172.	3,172.		0.
REAL ESTATE TAXES	8,918.	8,561.		357.
TO FORM 990-PF, PG 1, LN 18	12,090.	11,733.		357.

FORM 990-PF	OTHER EXPENSES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
DUES, MEMBERSHIPS, SUBSCRIPTIONS	16,335.	3,267.		13,068.	
INSURANCE AND BONDS	15,139.	3,028.		12,111.	
OFFICE SUPPLIES	3,493.	524.		2,969.	
POSTAGE & COURIER SERVICE	1,106.	221.		885.	
PLANT RENTAL	1,771.	354.		1,417.	
COMPUTER EXPENSES	33,798.	5,070.		28,728.	
EDUCATION & TRAINING	957.	96.		861.	
REPAIR & MAINTENANCE	3,348.	670.		2,678.	
TELEPHONE AND CABLE EXPENSE	12,815.	2,563.		10,252.	
FOOD & ENTERTAINMENT	2,600.	130.		1,170.	
OTHER EXPENSE	14,828.	741.		14,087.	
OTHER DEDUCTIONS FROM K-1	16,892.	16,892.		0.	
TO FORM 990-PF, PG 1, LN 23	123,082.	33,556.		88,226.	

FOOTNOTES

STATEMENT 8

FORM 990-PF, PART XIII, LINE 4B ELECTION:
 THE FOUNDATION ELECTS TO APPLY 2016 QUALIFYING DISTRIBUTIONS
 REMAINING AFTER REDUCING THE 2015 UNDISTRIBUTED INCOME TO
 ZERO TO THE UNDISTRIBUTED INCOME OF \$50,439 REMAINING FROM
 2014 PER REGULATIONS SECTION 53.4942(A)-3(D)(2)

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	9
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
BOK BOND FUND - SEE ATTACHMENT	X		5,487,565.	5,476,378.
TOTAL U.S. GOVERNMENT OBLIGATIONS			5,487,565.	5,476,378.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			5,487,565.	5,476,378.

FORM 990-PF	CORPORATE STOCK	STATEMENT	10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
EQUITY INVESTMENTS - SEE ATTACHMENT	76,842,407.	167,904,733.
TOTAL TO FORM 990-PF, PART II, LINE 10B	76,842,407.	167,904,733.

FORM 990-PF	CORPORATE BONDS	STATEMENT	11
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BOK BOND FUND - SEE ATTACHMENT	3,169,949.	3,501,867.
TOTAL TO FORM 990-PF, PART II, LINE 10C	3,169,949.	3,501,867.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	12
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CHAPMAN FOUNDATIONS MANAGEMENT, LLC	COST	101,953.	101,953.
OTHER MARKETABLE SECURITIES - SEE ATTACHMENT	COST	2,459,843.	3,040,518.
BOK SHORT-TERM CASH FUND	COST	439,709.	439,709.
TOTAL TO FORM 990-PF, PART II, LINE 13		3,001,505.	3,582,180.

FORM 990-PF	OTHER ASSETS	STATEMENT 13
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DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ART	224,500.	224,500.	224,500.
ORGANIZATIONAL COSTS	465.	465.	465.
ORGANIZATIONAL COSTS ACCUMULATED AMORTIZATION	-465.	-465.	-465.
TO FORM 990-PF, PART II, LINE 15	224,500.	224,500.	224,500.

MARY K. CHAPMAN FOUNDATION

Account Number:
Statement Period:

61-8049-02-7
01/01/16 - 12/31/16

Fixed Income Investments

Description and Rating	Par Value	Total Market Total Cost	Market Price Cost Price	Est Ann Inc Accrued Inc	Yld To Mat Curr Yld
Corporate Bonds					
Accss Ser 2006-1 CI B Flt Rt Due 08/25/2037 Rating: A1	297,455.720	266,004.12 266,966.51	89.43 89.75	4,104 421.89	3.49 1.54
Cwalt Ser 2006-36T2 CI 2A4 @ 6.250% Due 12/25/2036 Rating: CA	8,948.415	6,151.25 8,322.31	68.74 93.00	559 46.60	5.88 9.09
Amst Ser 2003-11 CI AF6 Stp Rt Due 01/25/2034 Rating: A1	154,037.201	155,676.80 156,420.02	101.06 101.55	7,923 660.30	5.14 5.09
Bafc Ser 2006-3 CI 4A2 @ 5.750% Due 03/25/2036 1% Cleanup Rating: CAA2	2,474.929	2,504.32 0.00	101.19	142 11.85	4.75 5.68

MARY K. CHAPMAN FOUNDATION

Account Number:
Statement Period:

61-8049-02-7
01/01/16 - 12/31/16

Fixed Income Investments

Description and Rating	Par Value	Total Market Total Cost	Market Price Cost Price	Est Ann Inc Accrued Inc	Yld To Mat Curr Yld
Bafc Ser 2004-3 CI 1A9 @ 5.500% Due 10/25/2034 1% Cleanup Rating: AA-	14,947.346	15,303.57 10,363.66	102.38 69.33	822 68.50	4.75 5.37
Banc of Amer Fndg Ser 2005-5 CL1A11 @ 5.500% Due 09/25/2035 Rating: B3	4,803.152	4,933.19 0.00	102.71	264 22.01	4.15 5.36
Boaa Ser 2004-11 CI 1CB1 @ 6.000% Due 12/25/2034 Rating: CAA1	23,494.196	24,565.54 11,622.35	104.56 49.47	1,409 117.47	5.00 5.74
Boaa Ser 2005-6 CI 5A4 @ 5.500% Due 07/25/2035 10% Cleanup Rating: CAA2	28,175.820	23,994.07 23,722.25	85.16 84.19	1,549 129.13	5.30 6.46
Boaa Ser 2006-3 CI 4CB1 @ 6.500% Due 04/25/2036 10% Cleanup Rating: CAA3	10,223.707	9,087.68 13,299.93	88.89 130.09	664 55.37	4.95 7.31
Boams Ser 2004-2 CI 1A7 @ 5.500% Due 03/25/2034 10% Cleanup Rating: CAA1	17,383.540	17,528.53 14,001.04	100.83 80.54	956 79.67	5.00 5.45
Boams Ser 2004-4 CI 1A12 @ 5.500% Due 05/25/2034 Rating: BBB+	147,000.000	148,903.43 148,227.50	101.29 100.84	8,085 673.74	5.00 5.43
Boams Ser 2006-B CI 4A2 @ 5.731% Due 11/20/2036 Rating: NR	7,035.463	5,786.03 4,722.19	82.24 67.12	241 20.17	5.56 4.18
Bayv Ser 2006-B CI 1A5 Stp Rt Due 04/28/2036 Rating: A2	9,779.291	10,114.27 10,231.89	103.43 104.63	590 49.20	3.66 5.84
Bayv Ser 2006-A CI 1A5 Stp Rt Due 02/28/2041 Rating: AA2	1,516.864	1,594.70 1,516.86	105.13 100.00	86 7.21	10.51 5.43
Bsabs Ser 2003-AC5 CI A2 Var Rt Due 10/25/2033 Rating: BAA3	14,153.326	14,469.74 8,936.75	102.24 63.14	778 64.86	4.65 5.38

MARY K. CHAPMAN FOUNDATION

Account Number:
Statement Period:

61-8049-02-7
01/01/16 - 12/31/16

Fixed Income Investments

Description and Rating	Par Value	Total Market Total Cost	Market Price Cost Price	Est Ann Inc Accrued Inc	Yld To Mat Curr Yld
Bsabs Ser 2003-AC7 CI A2 @ 5.250% Due 01/25/2034 Rating: BA2	9,325.217	9,561.10 7,951.17	102.53 85.27	489 40.79	5.07 5.12
Cbass Ser 2003-CB3 CI AF1 Stp Rt Due 12/25/2032 Rating: BAA1	40,033.605	39,344.23 25,344.81	98.28 63.31	1,352 112.72	3.56 3.44
Cwalt Ser 2004-J1 CI 1A1 @ 6.000% Due 02/25/2034 5% Cleanup Rating: A+	45,992.947	46,457.08 50,027.61	101.01 108.77	2,759 229.96	5.69 5.94
Cwalt Ser 2004-22cb CI 1A1 @ 6.000% Due 10/25/2034 10% Cleanup Rating: B2	9,953.050	10,636.23 7,408.24	106.86 74.43	597 49.76	4.44 5.61
Cwalt Ser 2004-34T1 CI A2 @ 5.500% Due 02/25/2035 10% Cleanup Rating: CCC	14,000.000	13,585.82 11,410.00	97.04 81.50	770 64.16	5.05 5.67
Cwalt Ser 2005-J3 CI 2A12 @ 5.500% Due 05/25/2035 Rating: NR	3,315.399	3,296.14 0.00	99.42	182 15.19	6.28 5.53
Cwalt Ser 2005-J8 CI 1A3 @ 5.500% Due 07/25/2035 10% Cleanup Rating: CAA2	7,825.795	7,149.69 5,650.68	91.36 72.21	430 35.87	4.65 6.02
Cwalt Ser 2005-26cb CI A4 @ 5.500% Due 07/25/2035 10% Cleanup Rating: CAA2	16,913.028	15,276.96 13,754.75	90.33 81.33	930 77.51	4.94 6.09
Cwalt Ser 2005-46cb CI A3 @ 5.500% Due 10/25/2035 10% Cleanup Rating: CAA2	16,223.599	15,351.12 13,846.46	94.62 85.35	892 74.35	4.04 5.81
Cwl Ser 2005-11 CI AF3 @ 4.778% Due 02/25/2036 Rating: BA1	8,872.658	8,999.85 0.00	101.43	419 34.92	3.36 4.66
Cwl Ser 2004-S1 CI A3 Stp Rt Due 02/25/2035 Rating: BAA3	5,429.106	5,503.39 202.82	101.37 3.74	277 23.14	4.21 5.05

MARY K. CHAPMAN FOUNDATION

Account Number:
Statement Period:

61-8049-02-7
01/01/16 - 12/31/16

Fixed Income Investments

Description and Rating	Par Value	Total Market Total Cost	Market Price Cost Price	Est Ann Inc Accrued Inc	Yld To Mat Curr Yld
Cwl Ser 2004-12 CI AF6 @ 4.634% Due 03/25/2035 10% Cleanup Rating: A2	2,896.319	2,985.70 0.00	103.09	134 11.18	1.13 4.50
Cwalt Ser 2005-86cb CI A5 @ 5.500% Due 02/25/2036 10% Cleanup Rating: CAA3	1,430.986	1,229.39 1,117.40	85.91 78.09	78 6.55	4.10 6.40
Cwalt Ser 2006-9T1 CI A7 @ 6.000% Due 05/25/2036 10% Cleanup Rating: NR	4,945.596	3,895.81 5,119.69	78.77 103.52	296 24.72	3.97 7.62
Cntrywd Hm Lns Ser 2004-HYB6 CI A2 Flt Rt Due 11/20/2034 Rating: B3	16,813.576	16,109.63 0.00	95.81	520 43.32	4.63 3.23
Cwhl Ser 2004-21 CI A10 @ 6.000% Due 11/25/2034 10% Cleanup Rating: BA1	2,194.349	2,268.17 1,996.61	103.36 90.99	131 10.97	5.16 5.80
Cxhe Ser 2004-A CI AF4 Stp Rt Due 08/25/2032 Rating: AAA	9,962.850	9,993.32 9,519.87	100.31 95.55	499 41.59	4.92 4.99
Cflx Ser 2005-2 CI 4A3 @ 6.000% Due 05/25/2020 10% Cleanup Rating: CAA2	2,466.790	2,321.13 2,310.75	94.10 93.67	148 12.33	3.75 6.38
Cflx Ser 2005-1 CI 2A4 @ 5.500% Due 02/25/2035 10% Deal Cleanup Rating: CCC	2,399.358	2,122.36 1,933.57	88.46 80.59	131 10.99	5.25 6.22
Cmsi Ser 2005-1 CI 1A3 @ 5.250% Due 02/25/2035 Rating: B1	23,954.707	24,155.22 16,807.56	100.84 70.16	1,257 104.80	4.96 5.21
Cmlti Ser 2004-NCM1 CI 1A2 @ 6.500% Due 07/25/2034 Rating: BAA3	44,893.947	49,989.26 29,346.32	111.35 65.37	2,918 243.17	4.00 5.84
Cmlti Ser 2004-NCM1 CI 2A3 @ 6.750% Due 07/25/2034 Rating: BAA3	6,741.039	7,167.52 4,865.40	106.33 72.18	455 37.91	5.43 6.35

MARY K. CHAPMAN FOUNDATION

Account Number:
Statement Period:

61-8049-02-7
01/01/16 - 12/31/16

Fixed Income Investments

Description and Rating	Par Value	Total Market Total Cost	Market Price Cost Price	Est Ann Inc Accrued Inc	Yld To Mat Curr Yld
Cmlti Ser 2004-NCM2 CI 1CB2 @ 6.750% Due 08/25/2034 Rating: BAA3	22,959.687	23,259.87 19,867.84	101.31 86.53	1,549 129.14	6.43 6.66
Cmlti Ser 2005-WF1 CI A5 @ 5.010% Due 02/25/2035 Rating: A3	2,493.185	2,567.04 0.00	102.96	124 10.40	2.91 4.87
Cmlti Ser 2005-3 CI 2a2a Var Rt Due 08/25/2035 Rating: B2	12,377.039	12,145.53 0.00	98.13	376 31.36	4.79 3.10
Cmlti Ser 2006-A1 CI 2A1 @ 5.250% Due 03/25/2021 Rating: A3	76,708.309	78,532.33 78,817.79	102.38 102.75	4,027 335.59	2.68 5.13
Csfb Ser 2003-8 CI 5A1 @ 6.500% Due 04/25/2033 5% Cleanup Rating: BAA1	69,364.536	70,490.53 75,945.54	101.62 109.49	4,508 375.72	6.14 6.40
Csfb Ser 2003-AR12 CI 2A2 Var Rt Due 04/25/2033 5% Cleanup Rating: BA1	1,631.935	1,464.96 1,285.47	89.77 78.77	48 4.03	5.15 3.30
Csfb Ser 2003-23 CI 3A6 @ 5.750% Due 09/25/2033 Rating: BAA1	26,233.574	27,390.87 20,371.64	104.41 77.66	1,508 125.70	1.17 5.51
Csfb Ser 2003-AR24 CI 2A4 Var Rt Due 10/25/2033 5% Cleanup Rating: BAA1	6,775.884	6,641.68 5,190.60	98.02 76.60	208 17.35	4.74 3.14
Csfb Ser 2003-23 CI 1A7 @ 6.000% Due 10/25/2033 5% Cleanup Rating: BAA2	19,495.853	20,095.64 16,428.36	103.08 84.27	1,169 97.47	4.31 5.82
Csfb Ser 2003-29 CI 2A2 @ 5.500% Due 12/25/2033 Rating: A3	95,089.330	98,153.40 99,144.33	103.22 104.26	5,229 435.82	4.45 5.33
Csfb Ser 2004-AR7 CI 2A1 Var Rt Due 11/25/2034 10% Cleanup Rating: BAA1	7,639.546	7,841.24 0.00	102.64	246 20.51	3.54 3.14

MARY K. CHAPMAN FOUNDATION

Account Number:
Statement Period:

61-8049-02-7
01/01/16 - 12/31/16

Fixed Income Investments

Description and Rating	Par Value	Total Market Total Cost	Market Price Cost Price	Est Ann Inc Accrued Inc	Yld To Mat Curr Yld
Csfb Ser 2004-8 CI 8A4 @ 5.750% Due 12/25/2034 Rating: A+	16,140.890	16,570.92 12,311.96	102.66 76.28	928 77.34	4.56 5.60
Csfb Ser 2005-3 CI 3A3 @ 5.500% Due 07/25/2035 5% Cleanup Rating: BBB+	3,081.026	3,085.07 0.00	100.13	169 14.12	4.57 5.49
Csfb Ser 7 CI 1A5 @ 5.150% Due 08/25/2035 Rating: AA	92,000.000	93,337.90 93,350.00	101.45 101.47	4,738 394.83	4.75 5.08
Csfb Ser 2005-8 CI 3A21 @ 5.500% Due 09/25/2035 10% Cleanup Rating: CAA1	1,170.835	1,078.12 272.72	92.08 23.29	64 5.36	6.25 5.97
Csmc Ser 2006-1 CI 4A11 @ 5.750% Due 02/25/2036 Rating: NR	3,661.919	3,589.90 2,491.72	98.03 68.04	210 17.54	5.75 5.87
Csmc Ser 2006-2 CI 6A7 @ 5.750% Due 03/25/2036 Rating: CAA2	40,509.928	36,906.02 37,418.97	91.10 92.37	2,329 194.11	4.58 6.31
Cwl Ser 2006-S3 CI A3 Stp Rt Due 06/25/2021 Rating: C	18,462.027	19,930.12 14,218.87	107.95 77.02	1,160 96.72	8.15 5.82
Dbalt Ser 2003-4xs CI A6a @ 4.820% Due 10/25/2033 Rating: B1	5,657.889	5,662.95 577.83	100.09 10.21	272 22.72	4.84 4.82
Fhams Ser 2004-FA1 CI 1A1 @ 6.250% Due 10/25/2034 10% Cleanup Rating: B2	9,977.198	10,294.64 5,362.44	103.18 53.75	623 51.96	5.46 6.06
Gecms Ser 1999-HE3 CI A5 @ 7.795% Due 09/25/2029 Rating: A3	13,906.531	14,780.81 13,719.09	106.29 98.65	1,084 90.33	4.70 7.33
Gmacm Ser 2005-AR6 CI 3A1 Var Rt Due 11/19/2035 Rating: CAA1	10,114.741	9,372.03 2,280.73	92.66 22.55	344 28.63	4.66 3.68

MARY K. CHAPMAN FOUNDATION

Account Number:
Statement Period:

61-8049-02-7
01/01/16 - 12/31/16

Fixed Income Investments

Description and Rating	Par Value	Total Market Total Cost	Market Price Cost Price	Est Ann Inc Accrued Inc	Yld To Mat Curr Yld
Gmacm Ser 2003-GH2 CI A4 Stp Rt Due 10/25/2033 10% Cleanup Rating: A1	144,131.498	143,433.94 151,363.96	99.52 105.02	7,927 660.60	5.36 5.53
Gmacm Ser 2004-J5 CI A7 @ 6.500% Due 01/25/2035 10% Cleanup Rating: BA2	14,807.652	15,290.86 16,360.92	103.26 110.49	962 80.20	5.60 6.29
Gsamp Ser 2003-SEA2 CI A1 Stp Rt Due 07/25/2033 Rating: A3	54,131.452	53,536.15 55,893.70	98.90 103.26	2,393 199.42	4.82 4.47
Gsr Mtg Ln Tr Ser 2006-AR1 CI 2A1 Flt Rt Due 01/25/2036 Rating: D	18,845.897	17,512.87 201.95	92.93 1.07	619 51.65	4.49 3.54
Imm Ser 2004 4 CI 2A1 Stp Rt Due 09/25/2034 Rating: B1	51,044.980	49,244.73 48,894.07	96.47 95.79	2,441 203.49	4.84 4.96
Imsa Ser 2002-2 CI M1 @ 6.500% Due 04/25/2033 Rating: B3	122,143.699	102,109.85 131,604.79	83.60 107.75	7,939 661.61	7.09 7.78
Indx Ser 2006-AR19 CI 1A2 Var Rt Due 08/25/2036 10% Cleanup Rating: CA	10,930.366	7,648.87 5,803.13	69.98 53.09	361 30.12	5.11 4.73
Rsdntl Asst Ser 2004-IP2 CI 2A1 Var Rt Due 12/25/2034 Rating: BAA1	8,980.324	8,954.80 983.99	99.72 10.96	282 23.55	4.26 3.16
Rast Ser 2003-A15 CI 1A1 @ 4.250% Due 02/25/2034 Rating: BB+	6,389.381	6,392.91 659.46	100.06 10.32	271 22.62	4.20 4.25
Rast Ser 2004-A1 CI A1 @ 5.250% Due 04/25/2034 10% Cleanup Rating: A+	3,083.746	3,126.08 1,406.64	101.37 45.62	161 13.49	4.46 5.18
Rast Ser 2004-A3 CI A4 @ 5.250% Due 06/25/2034 Rating: BBB	8,488.809	8,585.69 2,265.45	101.14 26.69	445 37.13	3.39 5.19

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Description and Rating	Par Value	Total Market Total Cost	Market Price Cost Price	Est Ann Inc Accrued Inc	Yld To Mat Curr Yld
Jpmmt Ser 2005-A1 CI 2A1 Flt Rt Due 02/25/2035 5% Cleanup Rating: BA2	2,167.573	2,190.48 1,422.58	101.06 65.63	64 5.38	3.87 2.95
Jpmmt Ser 2005-A1 CI 2A3 Flt Rt Due 02/25/2035 Rating: BA2	5,394.175	5,451.19 1,352.79	101.06 25.08	160 13.40	3.87 2.95
Jpmmt Ser 2005-S3 CI 1A5 @ 5.750% Due 01/25/2036 5% Cleanup Rating: D	2,252.303	1,889.65 407.82	83.90 18.11	129 10.79	5.00 6.85
Jpalt Ser 2006-A3 CI 2A1 Var Rt Due 07/25/2036 Rating: NR	13,480.405	11,150.24 5,363.16	82.71 39.79	436 36.34	6.07 3.91
Mastr Ser 2004-1 CI 5A4 @ 5.500% Due 02/25/2034 5% Cleanup Rating: BAA3	3,748.650	3,824.33 1,067.02	102.02 28.46	206 17.18	5.25 5.39
Mastr Ser 2004-6 CI 2A8 @ 6.000% Due 06/26/2034 Rating: BB	16,764.924	17,047.22 13,982.13	101.68 83.40	1,005 83.82	5.60 5.90
Malt Ser 2003-4 CI 2A1 @ 6.250% Due 06/25/2033 5% Cleanup Rating: A+	9,746.302	10,142.44 8,479.08	104.06 87.00	609 50.76	5.69 6.01
Malt Ser 2004-2 CI 2A1 @ 6.000% Due 02/25/2034 Rating: A+	13,962.815	14,754.75 12,951.82	105.67 92.76	837 69.81	4.52 5.68
Malt Ser 2004-6 CI 6A1 @ 6.500% Due 07/25/2034 5% Cleanup Rating: CCC	17,153.226	17,202.38 16,916.57	100.29 98.62	1,114 92.91	6.05 6.48
Mlcc Ser 2003-D CI A Flt Rt Due 08/25/2028 Rating: BA1	6,575.417	6,283.26 0.00	95.56	90 1.50	3.72 1.44
Mlmi Ser 2005-A1 CI 2A1 Var Rt Due 12/25/2034 10% Cleanup Rating: A+	14,499.575	14,450.22 0.00	99.66	439 36.63	4.27 3.04

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Description and Rating	Par Value	Total Market Total Cost	Market Price Cost Price	Est Ann Inc Accrued Inc	Yld To Mat Curr Yld
Mlmi Ser 2005-A8 CI A1B3 Var Rt Due 08/25/2036 Rating: AA1	102,888.877	105,421.83 108,927.07	102.46 105.87	5,401 450.13	2.35 5.12
Morgan Stanley Ser 2004-7ar CI 2A6 Var Rt Due 09/25/2034 Rating: BA3	10,708.993	10,878.53 673.67	101.58 6.29	320 26.69	3.79 2.94
Msm Ser 2005-4 CI 2A1 Var Rt Due 08/25/2035 1% Cleanup Rating: CAA2	7,601.771	7,125.69 7,332.66	93.74 96.46	448 37.40	5.78 6.30
Naa Ser 2004-AP2 CI A6 Stp Rt Due 07/25/2034 10% Cleanup Rating: B1	7,143.624	7,353.36 0.00	102.94	389 32.46	3.92 5.30
Prime Ser 2003-2 CI 1A6 @ 5.250% Due 10/25/2033 Rating: BB+	28,000.000	28,399.14 28,070.00	101.43 100.25	1,470 122.49	4.91 5.18
Ramp Ser 2003-SL1 CI 41 @ 8.000% Due 04/25/2031 1% Cleanup Rating: A+	5,944.149	6,410.03 6,280.99	107.84 105.67	475 39.62	5.71 7.42
Ramp Ser 2003-RZ3 CI A5b Stp Rt Due 06/25/2033 Rating: A1	90,046.128	90,340.36 69,479.96	100.33 77.16	4,232 352.68	4.46 4.68
Ramp Ser 2003-RZ4 CI A6 Stp Rt Due 10/25/2033 Rating: A1	45,859.602	47,451.11 38,123.73	103.47 83.13	2,746 228.91	3.63 5.79
Rali Ser 2004-QA5 CI A1 Flt Rt Due 12/25/2034 Rating: B3	4,382.399	3,672.52 3,375.82	83.80 77.03	194 16.24	5.77 5.31
Rfmsi Ser 2005-S5 CI A2 @ 5.150% Due 07/25/2035 10% Cleanup Rating: A3	45,000.000	45,640.36 45,613.75	101.42 101.36	2,317 193.12	4.48 5.08
Rali Ser 2005-QA12 CI CB1 Var Rt Due 12/25/2035 10% Cleanup Rating: CA	11,565.135	7,828.68 13,093.50	67.69 113.22	475 39.61	4.74 6.07

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Description and Rating	Par Value	Total Market Total Cost	Market Price Cost Price	Est Ann Inc Accrued Inc	Yld To Mat Curr Yld
Ramp Ser 2004-SL3 CI A3 @ 7.500% Due 12/25/2031 1% Cleanup Rating: CCC	1,700.316	1,697.99 1,909.28	99.86 112.29	127 10.62	6.55 7.51
Ramp Ser 2005-SL2 CI A3 @ 7.000% Due 02/25/2032 1% Cleanup Rating: CAA2	6,537.476	6,600.70 6,760.06	100.97 103.41	457 38.13	6.29 6.93
Ramp Ser 2004-SL4 CI A4 @ 7.000% Due 07/25/2032 1% Cleanup Rating: CCC	6,537.051	6,620.20 7,149.80	101.27 109.37	457 76.26	6.30 6.91
Raac Ser 2005 SP1 CI 2A1 @ 5.250% Due 09/25/2034 Rating: BA3	6,586.380	6,693.22 7,253.46	101.62 110.13	345 28.81	3.45 5.17
Ryms Ser 1988-A1 CI A Var Rt Due 11/25/2018 10% Cleanup Rating: BAA1	2,050.385	2,065.12 2,050.39	100.72 100.00	51 4.26	2.02 2.48
SLMA Ser 2005-4 CI B Flt Rt Due 07/25/2040 Rating: A1	201,812.591	172,931.33 173,558.83	85.69 86.00	2,141 404.45	3.92 1.24
SLMA Ser 2005-6 CI B Flt Rt Due 01/25/2044 Rating: A1	250,362.870	219,194.60 220,788.76	87.55 88.19	2,931 553.77	3.85 1.34
SLMA Ser 2012-7 CI B Flt Rt Due 09/25/2043 Rating: A2	194,000.000	177,101.40 180,662.50	91.29 93.13	4,958 466.31	3.39 2.80
Sast Ser 2002-1 CI AF5 Var Rt Due 12/25/2030 Rating: A3	30,741.755	31,276.31 29,701.02	101.74 96.62	1,950 162.57	6.16 6.24
Sast Ser 2002-3 CI AF6 Stp Rt Due 05/25/2031 Rating: B1	65,296.326	64,655.72 66,556.01	99.02 101.93	3,530 294.21	6.01 5.46
Sast Ser 2003-3 CI AF5 Stp Rt Due 12/25/2033 Rating: AA1	86,045.290	86,293.33 81,069.44	100.29 94.22	4,235 352.92	4.74 4.91

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Description and Rating	Par Value	Total Market Total Cost	Market Price Cost Price	Est Ann Inc Accrued Inc	Yld To Mat Curr Yld
Semt Ser 2004-11 CI A1 Var Rt Due 12/20/2034 Rating: BAA3	21,602.968	21,098.64 10,190.27	97.67 47.17	289 7.98	3.12 1.37
Surf Ser 2004-AA1 CI 2A2 @ 5.500% Due 10/25/2034 Rating: CCC	10,125.028	10,355.70 7,174.41	102.28 70.86	556 46.40	4.31 5.38
Sasc Ser 2001-SB1 CI A2 @ 3.375% Due 08/25/2031 Rating: B2	9,132.541	9,033.13 2,119.33	98.91 23.21	308 25.68	3.79 3.41
Sasc Ser 2004-12h CI 1a @ 6.000% Due 05/25/2034 Rating: B2	13,571.488	13,544.16 13,397.85	99.80 98.72	814 67.85	6.01 6.01
Tmts Ser 2004-21he CI 2A1 Flt Rt Due 12/25/2034 Rating: AA2	10,186.848	10,150.42 9,983.11	99.64 98.00	115 2.25	2.89 1.14
Qwest Corporation @ 6.875% Due 09/15/2033 Rating: A3	18,000.000	18,003.96 18,180.00	100.02 101.00	1,237 364.37	6.87 6.87
WAMU Ser 2004-RS1 CI A3 @ 5.500% Due 11/25/2033 Rating: AA+	73,000.000	73,974.14 72,393.74	101.33 99.17	4,015 334.58	4.88 5.43
WAMU Ser 2005-AR18 CI 1a3a Var Rt Due 01/25/2036 Rating: B-	11,024.518	10,968.04 3,009.52	99.49 27.30	291 24.29	4.20 2.66
WAMU Ser 2003-S3 CI 1A30 @ 5.500% Due 06/25/2033 5% Cleanup Rating: AA+	57,181.794	58,959.86 54,109.86	103.11 94.63	3,144 262.08	4.61 5.33
Wamms Ser 2003-MS9 CI 2a @ 7.500% Due 04/25/2033 Rating: B	5,786.175	6,150.28 3,732.97	106.29 64.52	433 36.16	5.44 7.06
Wmalt Ser 2005-5 CI CB14 @ 5.500% Due 07/25/2035 Rating: CAA3	7,138.205	6,599.63 2,488.55	92.45 34.86	392 32.71	5.00 5.95
Wfmb Ser 2003-K CI 1A2 Flt Rt Due 11/25/2033 10% Cleanup Rating: A	844.315	849.40 0.00	100.60	24 2.04	4.27 2.88

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Wfhct Ser 2004-2 CI A17 Var Rt Due 05/25/2034 Rating: AAA	3,795.142	3,782.79 0.00	99.67	189 15.81	4.94 5.02
Wfmbs Ser 2005-AR4 CI 2A2 Var Rt Due 04/25/2035 Rating: BAA1	7,796.230	7,785.24 0.00	99.86	239 19.91	4.54 3.07
Wfmbs Ser 2005-AR9 CI 3A1 Var Rt Due 05/25/2035 Rating: BA3	8,004.217	8,170.44 0.00	102.08	244 20.40	4.12 3.00
Wfmbs Ser 2005-6 CI A16 @ 5.500% Due 08/25/2035 10% Cleanup Rating: B2	14,536.520	14,851.56 11,334.96	102.17 77.98	799 66.62	4.75 5.38
Wfmbs Ser 2006-AR6 CI 7A1 Var Rt Due 03/25/2036 10% Cleanup Rating: BAA1	4,566.451	4,507.39 0.00	98.71	138 11.51	4.68 3.06
Total Corporate Bonds		3,501,867.15 3,169,949.17		156,515 13,985.32	

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Description and Rating	Par Value	Total Market Total Cost	Market Price Cost Price	Est Ann Inc Accrued Inc	Yld To Mat Curr Yld
Federal Government Securities					
FHLMC Gold Pool #E96372 @ 5.000% Due 05/01/2018 Rating: NA	512.970	525.54 0.00	102.45	25 2.13	0.78 4.88
FHLMC Pool #1B2550 Var Rt Due 02/01/2036 Rating: NA	1,672.210	1,767.79 1,080.32	105.72 64.60	49 8.26	1.98 2.80
FHLMC Pool #1G0778 Adj Rt Due 03/01/2036 Rating: NA	18,065.510	18,971.31 12,253.25	105.01 67.83	513 85.54	2.17 2.71
FHLMC Ser 141 CI D @ 5.000% Due 05/15/2021 Rating: NR	193.390	198.33 2.03	102.56 1.05	9 0.42	2.45 4.88
FHLMC Ser 1274 CI L @ 7.000% Due 05/15/2022 1% Cleanup Rating: NR	499.600	539.02 455.12	107.89 91.10	34 2.91	2.52 6.49
FHLMC Ser 1283 CI K @ 7.000% Due 06/15/2022 1% Cleanup Rating: NR	3,368.620	3,669.67 3,665.80	108.94 108.82	235 19.65	2.57 6.43
FHLMC Ser 1311 CI K @ 7.000% Due 07/15/2022 1% Cleanup Rating: NR	1,388.610	1,507.27 1,348.47	108.55 97.11	97 8.10	2.76 6.45
FHLMC Ser 1367 CI Ka @ 6.500% Due 09/15/2022 1% Cleanup Rating: NR	738.240	808.81 672.79	109.56 91.13	47 3.99	1.90 5.93
FHLMC Ser 1407 CI Pm @ 7.000% Due 11/15/2022 1% Cleanup Rating: NR	1,262.750	1,379.55 1,172.40	109.25 92.85	88 7.36	2.64 6.41
FHLMC Ser 1482 CI I @ 6.000% Due 03/15/2023 1% Cleanup Rating: NR	671.490	722.71 629.07	107.63 93.68	40 3.35	2.46 5.57

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Description and Rating	Par Value	Total Market Total Cost	Market Price Cost Price	Est Ann Inc Accrued Inc	Yld To Mat Curr Yld
FHLMC Gold Pool #A12450 @ 6.000% Due 08/01/2033 Rating: NA	312.550	357.58 99.76	114.41 31.92	18 1.56	1.98 5.24
FHLMC Gold Pool #A13679 @ 6.000% Due 09/01/2033 Rating: NA	385.750	440.26 0.00	114.13	23 1.92	1.88 5.26
FHLMC Gold Pool #A18764 @ 5.500% Due 03/01/2034 Rating: NA	3,520.560	3,900.96 563.70	110.81 16.01	193 16.13	3.00 4.96
FHLMC Gold Pool #A20152 @ 5.000% Due 03/01/2034 Rating: NA	1,488.870	1,620.31 0.00	108.83	74 6.20	2.97 4.59
FHLMC Gold Pool #A30935 @ 5.500% Due 01/01/2035 Rating: NA	1,839.950	2,067.83 0.00	112.39	101 8.43	2.47 4.89
FHLMC Ser 2030 CI LI @ 6.300% Due 02/15/2028 Rating: AAA	10,000.000	10,936.81 10,525.00	109.37 105.25	630 52.50	3.47 5.76
FHLMC Ser 2177 CI LI @ 7.500% Due 08/20/2029 1% Cleanup Rating: AAA	1,000.000	1,192.66 1,011.25	119.27 101.13	75 6.24	1.28 6.29
FHLMC Ser 2247 CI Z @ 7.500% Due 08/15/2030 1% Cleanup Rating: NR	840.620	958.45 957.31	114.02 113.88	63 5.25	3.74 6.58
FHLMC Ser 1578 CI K @ 6.900% Due 09/15/2023 1% Cleanup Rating: AAA	2,948.820	3,231.07 3,200.74	109.57 108.54	203 16.95	2.66 6.30
FHLMC Ser 1577 CI Pv @ 6.500% Due 09/15/2023 1% Cleanup Rating: AAA	9,360.880	10,253.20 9,405.88	109.53 100.48	608 50.70	2.66 5.93
FHLMC Ser 1602 CI Pj @ 6.500% Due 10/15/2023 1% Cleanup Rating: NR	281.290	307.03 318.79	109.15 113.33	18 1.52	1.84 5.96

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FHLMC Ser 1658 CI Gz @ 7.000% Due 01/15/2024 1% Cleanup Rating: NR	3,472.840	3,833.88 3,955.60	110.40 113.90	243 20.25	2.62 6.34
FHLMC Ser 1711 CI PG @ 7.000% Due 03/15/2024 1% Cleanup Rating: NR	2,254.090	2,502.00 2,460.34	111.00 109.15	157 13.14	2.48 6.31
FHLMC-GNMA Ser 27 CI-D @ 7.000% Due 03/25/2024 1% Cleanup Rating: AAA	3,151.200	3,503.07 3,002.37	111.17 95.28	220 18.38	1.63 6.30
FHLMC-GNMA Ser 30 CI I @ 7.500% Due 04/25/2024 1% Cleanup Rating: AAA	1,963.980	2,192.70 2,151.22	111.65 109.53	147 12.27	1.79 6.72
FHLMC Ser 1761 CI K @ 8.500% Due 11/15/2024 1% Cleanup Rating: AAA	1,518.780	1,728.05 1,597.44	113.78 105.18	129 10.75	3.40 7.47
FHLMC Ser 99 CI Z @ 9.500% Due 01/15/2021 1% Cleanup Rating: NR	322.510	345.64 315.94	107.17 97.96	30 1.36	2.68 8.86
FHLMC Pool #865663 Var Rt Due 02/01/2030 Rating: NA	2,729.540	2,758.04 2,504.87	101.04 91.77	82 13.82	3.43 3.01
FNMA Ser 1990-76 CI G @ 7.000% Due 07/25/2020 Rating: NR	354.210	372.73 347.16	105.23 98.01	24 2.06	2.60 6.65
FNMA Ser 1992-96 CI B @ 0.000% Due 05/25/2022 Rating: NA	31.970	30.93 0.00	96.74		2.48
FNMA Ser G92-31 CI X @ 8.000% Due 06/25/2022 Rating: NR	474.710	519.59 611.73	109.45 128.86	37 3.16	0.20 7.31
FNMA Ser 1992-161 CI H @ 7.500% Due 09/25/2022 Rating: NR	667.060	740.81 788.42	111.06 118.19	50 4.16	2.16 6.75

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FNMA Ser G92-59 CI D @ 6.000% Due 10/25/2022 Rating: NR	248.860	266.19 140.59	106.96 56.49	14 1.24	2.34 5.61
FNMA Ser G93-1 CI K @ 6.675% Due 01/25/2023 Rating: NR	605.500	656.78 623.06	108.47 102.90	40 3.36	2.00 6.15
FNMA Ser 2000-21 CI LI @ 7.500% Due 07/25/2030 Rating: AAA	1,000.000	1,134.50 1,011.25	113.45 101.13	75 6.24	3.75 6.61
FNMA Ser 1993-26 CI Mz @ 7.500% Due 03/25/2023 Rating: NR	993.700	1,088.25 1,103.13	109.51 111.01	74 6.21	3.03 6.85
FNMA Ser G93-14 CI J @ 6.500% Due 03/25/2023 Rating: NR	281.270	307.14 238.17	109.20 84.68	18 1.52	1.62 5.95
FNMA Ser 1993-32 CI H @ 6.000% Due 03/25/2023 Rating: NR	851.630	908.70 712.46	106.70 83.66	51 4.25	2.83 5.62
FNMA Ser 1993-66 CI H @ 7.000% Due 05/25/2023 Rating: NR	822.980	903.32 885.48	109.76 107.59	57 4.80	2.49 6.38
FNMA Ser 1994-61 CI E @ 7.500% Due 04/25/2024 Rating: NR	2,068.290	2,288.89 2,387.83	110.67 115.45	155 12.92	2.87 6.78
FNMA Ser 1995-24 CI H @ 6.500% Due 09/25/2023 Rating: AAA	298.100	337.30 247.79	113.15 83.12	19 1.61	0.91 5.74
FNMA Ser 1997-17 CI M @ 7.000% Due 04/18/2027 Rating: NR	454.050	508.02 475.33	111.89 104.69	31 2.64	2.86 6.26
FNMA Ser 1999-18 CI LI @ 6.500% Due 04/18/2029 Rating: AAA	1,000.000	1,105.51 1,003.75	110.55 100.38	65 5.41	3.40 5.88
FNR Ser 2013-5 CI NY @ 2.000% Due 02/25/2033 Rating: NA	29,508.140	27,666.42 19,355.27	93.76 65.59	590 49.18	2.71 2.13

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FNR Ser 2012-144 CI ME @ 2.500% Due 01/25/2043 Rating: NA	185,000.000	189,137.28 148,925.00	102.24 80.50	4,625 385.41	2.33 2.45
FNR Ser 2013-73 CI Ub @ 3.000% Due 04/25/2043 Rating: NA	100,000.000	99,029.12 77,750.00	99.03 77.75	3,000 249.99	3.08 3.03
FNR Ser 2012-68 CI Hn @ 3.000% Due 07/25/2042 Rating: NA	57,000.000	55,881.65 45,742.50	98.04 80.25	1,710 142.50	3.15 3.06
FNR Ser 2012-99 CI Yw @ 3.000% Due 09/25/2042 Rating: NA	11,230.500	10,986.85 605.50	97.83 5.39	336 28.07	3.15 3.07
FHR Ser 4068 CI BB @ 3.000% Due 03/15/2042 Rating: NA	70,000.000	69,748.06 54,600.00	99.64 78.00	2,100 174.99	3.04 3.01
FHR Ser 4077 CI WA @ 3.000% Due 12/15/2041 Rating: NA	93,514.130	92,165.39 74,216.17	98.56 79.36	2,805 233.78	3.12 3.04
FHR Ser 4126 CI Jc @ 2.500% Due 08/15/2042 Rating: NA	12,869.770	12,187.70 3,152.75	94.70 24.50	321 26.81	2.86 2.64
FHR Ser 4139 CI Yc @ 2.500% Due 06/15/2042 Rating: NA	38,704.210	35,098.20 30,942.12	90.68 79.95	967 80.63	3.16 2.76
FHR Ser 4136 CI Hb @ 2.500% Due 11/15/2042 Rating: NA	22,000.000	22,795.58 15,345.00	103.62 69.75	550 45.83	2.31 2.41
FHR Ser 4153 CI Wz @ 4.000% Due 01/15/2043 Rating: NA	148,185.340	143,427.36 146,414.52	96.79 98.81	5,927 493.95	4.21 4.13
FHR Ser 4150 CI Uy @ 2.500% Due 01/15/2043 Rating: NA	19,000.000	17,675.12 12,920.00	93.03 68.00	475 39.58	2.92 2.69
FHR Ser 4201 CI Zj @ 3.000% Due 05/15/2043 Rating: NA	247,594.400	220,250.82 176,921.07	88.96 71.46	7,427 618.98	3.66 3.37

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FNMA Pool #255666 @ 5.000% Due 04/01/2020 Rating: NA	1,679.820	1,735.81 0.00	103.33	83 6.99	2.00 4.84
FNMA Pool #255498 @ 5.500% Due 12/01/2034 Rating: NA	760.500	853.43 0.00	112.22	41 3.48	2.69 4.90
FNMA Pool #323626 Var Rt Due 11/01/2023 Rating: NA	230.990	239.02 202.89	103.48 87.84	5 0.49	0.74 2.50
FNMA Pool #357778 @ 6.000% Due 05/01/2035 Rating: NA	4,892.200	5,569.53 1,647.65	113.85 33.68	293 24.46	2.21 5.27
FNMA Pool #458102 @ 9.608% Due 07/15/2030 Rating: NA	559.770	574.37 785.17	102.61 140.27	53 4.44	1.37 9.29
FNMA Pool #535775 @ 6.500% Due 02/01/2031 Rating: NA	54.420	61.57 0.00	113.14	3 0.29	2.16 5.75
FNMA Pool #611030 @ 6.000% Due 03/01/2017 Rating: NA	26.710	26.75 0.00	100.17	1 0.13	1.67 5.99
FNMA Pool #618231 @ 6.500% Due 12/01/2031 Rating: NA	689.350	779.91 0.00	113.14	44 3.73	5.99 5.75
FNMA Pool #619101 @ 6.500% Due 05/01/2017 Rating: NA	155.510	155.69 335.55	100.12 215.77	10 0.84	1.73 6.49
FNMA Pool #656032 @ 6.000% Due 09/01/2032 Rating: NA	571.490	653.86 0.00	114.41	34 2.85	1.88 5.24
FNMA Pool #681351 @ 5.000% Due 03/01/2018 Rating: NA	485.410	496.77 0.00	102.34	24 2.02	0.14 4.89
FNMA Ser 2002-33 CI MM @ 6.250% Due 06/25/2032 Rating: AAA	3,000.000	3,121.81 3,150.00	104.06 105.00	187 15.62	2.72 6.01

MARY K. CHAPMAN FOUNDATION

Account Number:
Statement Period:

61-8049-02-7
01/01/16 - 12/31/16

Fixed Income Investments

Description and Rating	Par Value	Total Market Total Cost	Market Price Cost Price	Est Ann Inc Accrued Inc	Yld To Mat Curr Yld
FNMA Ser 2002-W11 CI AF5 Stp Rt Due 11/25/2032 10% Cleanup Rating: NA	3,360.620	3,556.44 2,927.13	105.83 87.10	184 15.34	4.37 5.18
FNMA Ser 2002-86 CI BB @ 5.500% Due 12/25/2032 Rating: AAA	22,000.000	24,192.06 22,715.00	109.96 103.25	1,210 100.83	3.03 5.00
FNMA Ser 2001-W4 CI AF6 Stp Rt Due 01/25/2032 10% Cleanup Rating: NA	108,480.790	116,648.80 115,504.42	107.53 106.48	6,085 507.14	3.39 5.22
Fngt Ser 2003-T4 CI 2A5 Stp Rt Due 09/26/2033 Rating: AAA	206,487.180	225,980.54 221,802.25	109.44 107.42	10,283 862.07	3.26 4.55
FHLMC Ser 2543 CI LI @ 5.500% Due 12/15/2032 Rating: AAA	21,000.000	23,614.13 21,813.75	112.45 103.88	1,155 96.24	2.49 4.89
FHLMC Ser 2595 CI Hg @ 5.500% Due 03/15/2023 1% Cleanup Rating: NA	162.200	168.78 0.00	104.06	8 0.74	1.49 5.29
FHLMC Ser 2614 CI Nx @ 5.500% Due 05/15/2033 1% Cleanup Rating: NA	4,880.479	5,226.50 2,559.22	107.09 52.44	268 22.36	3.28 5.14
FNMA Ser 2004-28 CI Ka @ 6.000% Due 05/25/2034 Rating: NA	1,025.080	1,282.20 709.16	125.08 69.18	61 5.12	3.86 4.80
FNMA Ser 2005-70 CI KJ @ 5.500% Due 09/25/2034 Rating: NA	3,134.090	3,232.70 1,250.97	103.15 39.92	172 14.36	1.76 5.33
FNMA Ser 2005-70 CI Kp @ 5.000% Due 06/25/2035 Rating: NA	34,000.000	37,826.67 28,210.00	111.25 82.97	1,700 141.66	3.29 4.49
FHLMC Ser 2696 CI LI @ 5.500% Due 10/15/2033 Rating: AAA	19,000.000	21,513.30 19,760.00	113.23 104.00	1,045 87.08	2.44 4.86

MARY K. CHAPMAN FOUNDATION

Account Number:
Statement Period:

61-8049-02-7
01/01/16 - 12/31/16

Fixed Income Investments

Description and Rating	Par Value	Total Market Total Cost	Market Price Cost Price	Est Ann Inc Accrued Inc	Yld To Mat Curr Yld
FHLMC Ser 2761 CI Qb @ 4.000% Due 12/15/2033 1% Cleanup Rating: NA	1,203.980	1,245.68 503.28	103.46 41.80	48 4.01	2.49 3.87
FHLMC Ser 2864 CI NW @ 5.250% Due 06/15/2021 1% Cleanup Rating: NA	5,312.700	5,505.48 3,886.16	103.63 73.15	278 23.24	3.33 5.07
FHLMC Ser 2991 CI Eh @ 5.500% Due 06/15/2035 1% Cleanup Rating: NA	6,461.160	6,974.78 5,122.41	107.95 79.28	355 29.61	3.74 5.09
FNMA Ser 2007-W6 CI 2A2 Flt Rt Due 06/25/2037 Rating: NA	56,204.200	4,718.18 0.00	8.39	3,671 61.19	63.78 77.82
FNMA Pool #681408 @ 5.000% Due 03/01/2018 Rating: NA	91.770	93.97 0.00	102.39	4 0.38	0.03 4.88
FNMA Pool #681844 Var Rt Due 02/01/2033 Rating: NA	1,772.360	1,835.01 915.31	103.54 51.64	46 3.89	2.36 2.55
FNMA Pool #682946 Var Rt Due 02/01/2033 Rating: NA	1,643.740	1,739.52 1,456.39	105.83 88.60	44 3.68	1.84 2.54
FNMA Pool #689578 @ 5.500% Due 02/01/2018 Rating: NA	153.960	155.23 0.00	100.82	8 0.70	2.14 5.46
FNMA Pool #697358 @ 5.500% Due 05/01/2033 Rating: NA	573.030	637.21 0.00	111.20	31 2.62	2.78 4.95
FNMA Pool #708743 Var Rt Due 06/01/2033 Rating: NA	1,004.550	1,053.58 745.69	104.88 74.23	25 2.11	1.67 2.41
FNMA Pool #723836 @ 5.500% Due 06/01/2033 Rating: NA	67.240	75.20 0.00	111.83	3 0.30	2.60 4.92

MARY K. CHAPMAN FOUNDATION

Account Number:
Statement Period:

61-8049-02-7
01/01/16 - 12/31/16

Fixed Income Investments

Description and Rating	Par Value	Total Market Total Cost	Market Price Cost Price	Est Ann Inc Accrued Inc	Yld To Mat Curr Yld
FNMA Pool #725181 @ 5.500% Due 12/01/2018 Rating: NA	42.080	42.71 0.00	101.50	2 0.19	2.15 5.42
FNMA Pool #726774 Adj Rt Due 02/01/2033 Rating: NA	512.850	539.69 97.86	105.23 19.08	12 1.03	1.40 2.30
FNMA Pool #735363 @ 5.500% Due 02/01/2020 Rating: NA	41.010	42.23 0.00	102.97	2 0.18	1.91 5.34
FNMA Pool #749179 @ 5.000% Due 10/01/2033 Rating: NA	2,163.490	2,365.50 0.00	109.34	108 9.01	2.83 4.57
FNMA Pool #773245 Var Rt Due 02/01/2035 Rating: NA	2,283.230	2,395.59 1,626.12	104.92 71.22	55 4.64	1.58 2.33
FNMA Pool #788070 @ 5.000% Due 09/01/2019 Rating: NA	583.270	596.92 0.00	102.34	29 2.43	2.30 4.89
FNMA Pool #805384 @ 5.500% Due 01/01/2035 Rating: NA	6,281.200	7,039.15 0.00	112.07	345 28.78	2.55 4.91
FNMA Pool #815498 @ 5.500% Due 03/01/2035 Rating: NA	211.140	236.57 0.00	112.04	11 0.96	2.52 4.91
FNMA Pool #850813 @ 5.500% Due 12/01/2020 Rating: NA	184.770	195.67 0.00	105.90	10 0.84	1.72 5.19
FNMA Pool #878041 @ 5.500% Due 02/01/2036 Rating: NA	48.840	54.24 0.00	111.06	2 0.22	2.58 4.95
GNMA Pool #582257 @ 6.500% Due 07/15/2017 Rating: NA	111.600	112.08 49.53	100.43 44.38	7 0.60	1.99 6.47
GNMA II Pool #2473 @ 7.500% Due 08/20/2027 Rating: NA	88.060	104.07 94.01	118.18 106.76	6 0.55	2.32 6.35

MARY K. CHAPMAN FOUNDATION

Account Number:
Statement Period:

61-8049-02-7
01/01/16 - 12/31/16

Fixed Income Investments

Description and Rating	Par Value	Total Market Total Cost	Market Price Cost Price	Est Ann Inc Accrued Inc	Yld To Mat Curr Yld
GNMA II Pool #2699 @ 6.000% Due 01/20/2029 Rating: NA	707.770	818.76 280.80	115.68 39.67	42 3.53	1.70 5.19
GNMA II Pool #3150 @ 6.500% Due 10/20/2031 Rating: NA	214.960	246.40 110.19	114.62 51.26	13 1.16	2.25 5.67
GNMA II Pool #3285 @ 6.000% Due 09/20/2032 Rating: NA	542.910	630.37 211.33	116.11 38.93	32 2.71	1.64 5.17
GNMA II Pool #3320 @ 5.500% Due 12/20/2032 Rating: NA	3,360.110	3,771.79 1,779.59	112.25 52.96	184 15.40	2.07 4.90
GNMA Pool #345911 @ 7.000% Due 12/15/2023 Rating: NA	218.040	221.18 158.90	101.44 72.88	15 1.27	2.30 6.90
GNMA Pool #404212 @ 7.500% Due 07/15/2028 Rating: NA	468.700	480.91 400.38	102.61 85.42	35 2.92	2.48 7.31
GNMA Pool #425006 @ 5.000% Due 11/15/2033 Rating: NA	11,280.850	12,620.34 6,719.87	111.87 59.57	564 47.00	1.91 4.47
GNMA Pool #440365 @ 7.000% Due 04/15/2027 Rating: NA	188.560	194.42 176.05	103.11 93.37	13 1.09	2.59 6.79
GNMA Pool #458988 @ 6.500% Due 01/15/2029 Rating: NA	457.800	522.93 265.36	114.23 57.96	29 2.47	5.69
GNMA Pool #469628 @ 7.000% Due 10/15/2028 Rating: NA	1,276.440	1,412.94 829.32	110.69 64.97	89 7.44	3.32 6.32
GNMA Pool # 475703 @ 6.000% Due 11/15/2028 Rating: NA	445.100	504.58 212.49	113.36 47.74	26 2.22	2.65 5.29
GNMA Pool #548302 @ 5.000% Due 01/15/2033 Rating: NA	4,291.180	4,718.07 1,465.39	109.95 34.15	214 17.87	3.26 4.55

MARY K. CHAPMAN FOUNDATION

Account Number:
Statement Period:

61-8049-02-7
01/01/16 - 12/31/16

Fixed Income Investments

Description and Rating	Par Value	Total Market Total Cost	Market Price Cost Price	Est Ann Inc Accrued Inc	Yld To Mat Curr Yld
GNMA Pool #551119 @ 7.000% Due 08/15/2031 Rating: NA	321.800	358.96 291.61	111.55 90.62	22 1.87	2.40 6.28
GNMA Pool # 224099 @ 9.500% Due 08/15/2018 Rating: NA	69.030	69.35 84.43	100.46 122.31	6 0.54	1.74 9.46
GNMA Pool # 301295 @ 8.500% Due 05/15/2021 Rating: NA	143.550	146.02 144.00	101.72 100.31	12 1.01	2.27 8.36
GNMA Pool #780770 @ 6.000% Due 04/15/2028 Rating: NA	426.830	492.20 227.81	115.32 53.37	25 2.13	0.54 5.20
GNMA Pool #781565 @ 5.500% Due 02/15/2018 Rating: NA	1,093.870	1,110.50 0.00	101.52	60 5.01	1.53 5.42
GNMA II Pool # 80031 Flt Rt Due 01/20/2027 Rating: NA	1,557.410	1,610.16 1,348.96	103.39 86.62	31 2.59	1.19 1.93
GNMA II Pool #80082 Adj Rt Due 06/20/2027 Rating: NA	9,931.010	10,105.10 9,686.48	101.75 97.54	335 27.93	1.71 3.32
GNMA II Pool # 80187 Flt Rt Due 04/20/2028 Rating: NA	1,117.890	1,156.18 857.49	103.43 76.71	23 1.97	1.24 2.05
GNMA II Pool # 80580 Flt Rt Due 02/20/2032 Rating: NA	678.210	694.13 518.65	102.35 76.47	13 1.13	1.66 1.95
GNMA II Pool #80618 Flt Rt Due 07/20/2032 Rating: NA	1,549.160	1,612.49 1,410.23	104.09 91.03	32 2.74	1.19 2.04
GNMA II Pool #80690 Flt Rt Due 03/20/2033 Rating: NA	2,420.870	2,425.23 2,349.08	100.18 97.04	63 5.29	2.72 2.62
GNMA Ser 1996-9 CI PG @ 7.000% Due 06/20/2026 1% Cleanup Rating: NA	1,607.810	1,842.12 1,599.53	114.57 99.49	112 9.37	1.35 6.11

MARY K. CHAPMAN FOUNDATION

Account Number:
Statement Period:

61-8049-02-7
01/01/16 - 12/31/16

Fixed Income Investments

Description and Rating	Par Value	Total Market Total Cost	Market Price Cost Price	Est Ann Inc Accrued Inc	Yld To Mat Curr Yld
GNMA Ser 2002-11 CI Lj @ 6.250% Due 02/20/2032 1% Cleanup Rating: NA	847,450	963.08 722.45	113.64 85.25	52 4.41	2.04 5.50
GNMA Ser 2003-57 CI Oa @ 4.500% Due 01/20/2033 1% Cleanup Rating: NA	3,591,470	3,897.79 1,981.47	108.53 55.17	161 13.46	2.03 4.15
GNR Ser 2003-92 CI Bu @ 7.000% Due 10/16/2033 Rating: NA	45,000,000	54,521.04 58,275.00	121.16 129.50	3,150 262.50	4.66 5.78
US Treas Bond @ 2.250% 08/15/2046 Rating: AAA	1,650,000,000	1,387,419.00 1,573,627.78	84.09 95.37	37,125 14,022.75	3.07 2.68
US Treas Note @ 1.375% 03/31/2020 Rating: AAA	285,000,000	283,555.05 287,471.48	99.49 100.87	3,918 1,001.22	1.54 1.38
US Treas Note @ 1.125% 09/30/2021 Rating: AAA	772,000,000	744,678.92 769,044.69	96.46 99.62	8,685 2,218.97	1.91 1.17
US Treas Note @ 1.375% 09/30/2023 Rating: NA	470,000,000	445,104.10 467,626.57	94.70 99.50	6,462 1,651.12	2.23 1.45
US Treas Note @ 1.625% 05/15/2026 Rating: AAA	969,000,000	903,766.92 959,002.50	93.27 98.97	15,746 2,044.40	2.43 1.74
Total Federal Government Securities		5,476,377.68 5,487,565.31		141,034 26,513.29	

1% Cleanup
Rating: CAA2

THE MARY K. CHAPMAN FOUNDATION
SUPPLEMENTAL SCHEDULE OF MARKETABLE SECURITIES

December 31, 2016 and 2015

	2016				2015			
	Shares or Face Amount	Cost Basis	Quoted Fair Value Per Share	Total	Shares or Face Amount	Cost Basis	Quoted Fair Value Per Share	Total
Equities:								
AAON Inc.	1,019,000	\$ 4,065,810	\$ 33.05	\$ 33,677,950	1,030,708	\$ 4,112,525	\$ 23.22	\$ 23,933,040
Alcatel Lucent	-	-	-	-	429	75,405	3.83	1,643
American Express	-	-	-	-	900	20,808	69.55	62,595
BP Amoco	346,000	17,853,600	37.38	12,933,480	370,000	19,092,000	31.26	11,566,200
Cisco Systems	28,800	436,896	30.22	870,336	28,800	436,896	27.15	781,920
Capital One Financial Corp.	3,100	151,041	87.24	270,444	-	-	-	-
Exxon Mobil	1,056,000	41,807,040	90.26	95,314,560	1,144,000	45,287,310	77.95	89,174,800
Federal Home Loan Mortgage	2,400	159,408	3.74	8,976	2,400	159,408	1.62	3,888
Federal National Mortgage Assoc.	5,200	335,452	3.90	20,280	5,200	335,452	1.64	8,528
General Electric Company	4,400	147,774	31.60	139,040	-	-	-	-
Home Depot Inc.	6,650	293,797	134.08	891,632	6,650	293,797	132.25	879,463
Intel Corp.	26,000	670,888	36.27	943,020	18,400	521,456	34.45	633,880
Johnson & Johnson	44,000	2,269,520	115.21	5,069,240	46,800	2,413,944	102.72	4,807,296
JPMorgan Chase & Co.	3,300	149,103	86.29	284,757	-	-	-	-
Microsoft Corp.	127,900	3,391,905	62.14	7,947,706	139,900	3,714,345	55.48	7,761,652
Nortel Networks	160	75,691	-	-	160	75,691	-	-
Pepsico Inc.	20,000	1,061,529	104.63	2,092,600	17,700	912,435	99.92	1,768,584
Procter & Gamble	68,000	2,646,560	84.08	5,717,440	69,791	2,716,266	79.41	5,542,103
Prosperity Bank	20,000	1,175,800	71.78	1,435,600	22,555	1,326,008	47.86	1,079,482
U.S. Bancorp	5,600	150,593	51.37	287,672	-	-	-	-
Total equities		76,842,407		167,904,733		81,493,746		148,005,074
Other:								
Capital Advisors Growth	-	426,283	-	759,447	-	424,982	-	692,251
Schwab Buy-Write	-	-	-	-	-	1,724,942	-	2,423,385
Prescott Group Aggressive Small Cap, L.P.	-	919,529	-	1,160,990	-	866,001	-	906,605
Bonanza Royalties, LLC	-	7,728	-	37,802	-	9,807	-	43,530
TCW Worldwide Opportunities Fund	-	1,106,303	-	1,082,279	-	1,205,995	-	1,132,066
Total other		2,459,843		3,040,518		4,231,727		5,197,837
Total marketable securities		\$ 79,302,250		\$ 170,945,251		\$ 85,725,473		\$ 153,202,911

See independent auditor's report.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 14

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

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

TELEPHONE NUMBER

918-496-7882

FORM AND CONTENT OF APPLICATIONS

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 A WRITTEN GRANT PROPOSAL. THE COMPLETE APPLICATION PROCESS IS PROVIDED ON THE ORGANIZATION'S WEBSITE AT: [HTTP://WWW.CHAPMANTRUSTS.ORG](http://WWW.CHAPMANTRUSTS.ORG).

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

NONE

E ENDED TO NOVEMBER 15, 2017

Exempt Organization Business Income Tax Return

(and proxy tax under section 6033(e))

OMB No. 1545-0687

2016

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

Department of the Treasury
Internal Revenue Service

For calendar year 2016 or other tax year beginning _____, and ending _____

▶ Information about Form 990-T and its instructions is available at www.irs.gov/form990t.

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

A ☐ Check box if address changedName of organization (☐ Check box if name changed and see instructions.)

MARY K. CHAPMAN FOUNDATION

D Employer identification number (Employees' trust, see instructions.)

73-1499528

B Exempt under section

☒ 501(c)(3)☐ 408(e) ☐ 220(e)☐ 408A ☐ 530(a)☐ 529(a)Print
or
Type

C/O DONNE W. PITMAN

Number, street, and room or suite no. If a P.O. box, see instructions.

ONE WARREN PL, 6100 S YALE AVE 1816

City or town, state or province, country, and ZIP or foreign postal code

TULSA, OK 74136

900000

C Book value of all assets at end of year

92,887,541.

F Group exemption number (See instructions.)

G Check organization type ☒ 501(c) corporation ☐ 501(c) trust ☐ 401(a) trust ☐ Other trust

H Describe the organization's primary unrelated business activity. ▶ FROM INVESTMENT IN LIMITED PARTNERSHIP

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

1 a Gross receipts or sales			
b Less returns and allowances			
c Balance	1c		
2 Cost of goods sold (Schedule A, line 7)	2		
3 Gross profit. Subtract line 2 from line 1c	3		
4 a Capital gain net income (attach Schedule D)	4a		
b Net gain (loss) (Form 4797, Part II, line 17) (attach Form 4797)	4b		
c Capital loss deduction for trusts	4c		
5 Income (loss) from partnerships and S corporations (attach statement)	5	2,544.	2,544.
6 Rent income (Schedule C)	6		
7 Unrelated debt-financed income (Schedule E)	7		
8 Interest, annuities, royalties, and rents from controlled organizations (Sch. F)	8		
9 Investment income of a section 501(c)(7), (9), or (17) organization (Schedule G)	9		
10 Exploited exempt activity income (Schedule I)	10		
11 Advertising income (Schedule J)	11		
12 Other income (See instructions; attach schedule)	12		
13 Total. Combine lines 3 through 12	13	2,544.	2,544.

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)	18	
19 Taxes and licenses	19	
20 Charitable contributions (See instructions for limitation rules)	20	
21 Depreciation (attach Form 4562)	21	
22 Less depreciation claimed on Schedule A and elsewhere on return	22a	
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	
29 Total deductions. Add lines 14 through 28	29	0.
30 Unrelated business taxable income before net operating loss deduction. Subtract line 29 from line 13	30	2,544.
31 Net operating loss deduction (limited to the amount on line 30) SEE STATEMENT 15	31	2,544.
32 Unrelated business taxable income before specific deduction. Subtract line 31 from line 30	32	0.
33 Specific deduction (Generally \$1,000, but see line 33 instructions for exceptions)	33	1,000.
34 Unrelated business taxable income. Subtract line 33 from line 32. If line 33 is greater than line 32, enter the smaller of zero or line 32	34	0.

Part III Tax Computation**35 Organizations Taxable as Corporations.** See instructions for tax computation.Controlled group members (sections 1561 and 1563) check here ☐ See instructions and:**a** Enter your share of the \$50,000, \$25,000, and \$9,925,000 taxable income brackets (in that order):

(1) \$ (2) \$ (3) \$

b Enter organization's share of: (1) Additional 5% tax (not more than \$11,750) \$

(2) Additional 3% tax (not more than \$100,000) \$

c Income tax on the amount on line 34 **35c** 0.**36 Trusts Taxable at Trust Rates.** See instructions for tax computation. Income tax on the amount on line 34 from:☐ Tax rate schedule or ☐ Schedule D (Form 1041) **36****37 Proxy tax.** See instructions **37****38 Alternative minimum tax** **38****39 Tax on Non-Compliant Facility Income.** See instructions **39****40 Total.** Add lines 37, 38 and 39 to line 35c or 36, whichever applies **40** 0.**Part IV Tax and Payments****41a Foreign tax credit** (corporations attach Form 1118; trusts attach Form 1116) **41a****b Other credits** (see instructions) **41b****c General business credit.** Attach Form 3800 **41c****d Credit for prior year minimum tax** (attach Form 8801 or 8827) **41d****e Total credits.** Add lines 41a through 41d **41e****42 Subtract line 41e from line 40** **42** 0.**43 Other taxes.** Check if from: ☐ Form 4255 ☐ Form 8611 ☐ Form 8697 ☐ Form 8866 ☐ Other (attach schedule) **43****44 Total tax.** Add lines 42 and 43 **44** 0.**45a Payments:** A 2015 overpayment credited to 2016 **45a****b 2016 estimated tax payments** **45b****c Tax deposited with Form 8868** **45c****d Foreign organizations: Tax paid or withheld at source** (see instructions) **45d****e Backup withholding** (see instructions) **45e****f Credit for small employer health insurance premiums** (Attach Form 8941) **45f****g Other credits and payments:** ☐ Form 2439 ☐ Form 4136 ☐ Other **45g****Total** **45g****46 Total payments.** Add lines 45a through 45g **46****47 Estimated tax penalty** (see instructions). Check if Form 2220 is attached ☐ **47****48 Tax due.** If line 46 is less than the total of lines 44 and 47, enter amount owed **48** 0.**49 Overpayment.** If line 46 is larger than the total of lines 44 and 47, enter amount overpaid **49** 0.**50 Enter the amount of line 49 you want:** Credited to 2017 estimated tax Refunded **50****Part V Statements Regarding Certain Activities and Other Information** (see instructions)**51** At any time during the 2016 calendar year, did the organization have an interest in or a signature or other authority over a financial account (bank, securities, or other) in a foreign country? If YES, the organization may have to file FinCEN Form 114, Report of Foreign Bank and Financial Accounts. If YES, enter the name of the foreign country here **Yes** **No** X**52** During the tax year, did the organization receive a distribution from, or was it the grantor of, or transferor to, a foreign trust? If YES, see instructions for other forms the organization may have to file. **Yes** **No** X**53** Enter the amount of tax-exempt interest received or accrued during the tax year **\$****Sign Here**

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.

Signature of officer Date Title **May the IRS discuss this return with the preparer shown below (see instructions)?** ☒ Yes ☐ No**Paid Preparer Use Only**Print/Type preparer's name Preparer's signature Date Check ☐ if self-employed PTIN
J. PATRICK MILLIGAN J. PATRICK MILLIGAN 06/05/17 P00435069
Firm's name **HOGANTAYLOR LLP** Firm's EIN **73-1413977**
Firm's address **2222 S. UTICA PL., SUITE 200** Phone no. **(918) 745-2333**
TULSA, OK 74114-7002

Application for Automatic Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

► File a separate application for each return.

► Information about Form 8868 and its instructions is at www.irs.gov/form8868.

Electronic filing (e-file). You can electronically file Form 8868 to request a 6-month automatic extension of time to file any of the forms listed below with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, for which an extension request must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile, click on Charities & Non-Profits, and click on e-file for Charities and Non-Profits.

Automatic 6-Month Extension of Time. Only submit original (no copies needed).

All corporations required to file an income tax return other than Form 990-T (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

		Enter filer's identifying number
Type or print	Name of exempt organization or other filer, see instructions. MARY K. CHAPMAN FOUNDATION C/O DONNE W. PITMAN	Employer identification number (EIN) or 73-1499528
	Number, street, and room or suite no. If a P.O. box, see instructions. ONE WARREN PL, 6100 S YALE AVE 1816	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. TULSA, OK 74136	

Enter the Return Code for the return that this application is for (file a separate application for each return) 0 7

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

DONNE PITMAN

• The books are in the care of ► **6100 S. YALE AVE., SUITE 1816 - TULSA, OK 74136**

Telephone No. ► **918-496-7882**

Fax No. ►

• If the organization does not have an office or place of business in the United States, check this box ☐

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ☐. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 6-month extension of time until **NOVEMBER 15, 2017**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

► ☒ calendar year **2016** or

► ☐ tax year beginning _____, and ending _____

2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return

☐ Change in accounting period

3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	0.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	0.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0.

Caution: If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

LHA For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Form **8868** (Rev. 1-2017)

MAIL TO: DEPARTMENT OF THE TREASURY
INTERNAL REVENUE SERVICE CENTER
OGDEN, UT 84201-0045

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

1 Inventory at beginning of year	1		6 Inventory at end of year	6	
2 Purchases	2		7 Cost of goods sold. Subtract line 6 from line 5. Enter here and in Part I, line 2	7	
3 Cost of labor	3				
4a Additional section 263A costs (attach schedule)	4a		8 Do the rules of section 263A (with respect to property produced or acquired for resale) apply to the organization?	Yes	No
b Other costs (attach schedule)	4b				
5 Total. Add lines 1 through 4b	5				

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

(see instructions)

1. Description of property

(1)	
(2)	
(3)	
(4)	

2. Rent received or accrued

(a) From personal property (if the percentage of rent for personal property is more than 10% but not more than 50%)	(b) From real and personal property (if the percentage of rent for personal property exceeds 50% or if the rent is based on profit or income)	3(a) Deductions directly connected with the income in columns 2(a) and 2(b) (attach schedule)
(1)		
(2)		
(3)		
(4)		
Total 0.	Total 0.	

(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)

0.

0.

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

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	
			(a) Straight line depreciation (attach schedule)	(b) Other deductions (attach schedule)
(1)				
(2)				
(3)				
(4)				
4. Amount of average acquisition debt on or allocable to debt-financed property (attach schedule)	5. Average adjusted basis of or allocable to debt-financed property (attach schedule)	6. Column 4 divided by column 5	7. Gross income reportable (column 2 x column 6)	8. Allocable deductions (column 6 x total of columns 3(a) and 3(b))
(1)		%		
(2)		%		
(3)		%		
(4)		%		
Totals			Enter here and on page 1, Part I, line 7, column (A). 0.	Enter here and on page 1, Part I, line 7, column (B). 0.
Total dividends-received deductions included in column 8			0.	

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			0.	0.

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		0.	0.

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 28.
Totals		0.	0.	0.

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))		0.	0.	0.
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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	0.	0.				0.
	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)	0.	0.				0.

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			0.

Form 990-T (2016)

FORM 990-T NET OPERATING LOSS DEDUCTION STATEMENT 15

TAX YEAR	LOSS SUSTAINED	LOSS PREVIOUSLY APPLIED	LOSS REMAINING	AVAILABLE THIS YEAR
12/31/09	891.	891.	0.	0.
12/31/11	9,534.	4,904.	4,630.	4,630.
12/31/15	15,830.	0.	15,830.	15,830.
NOL CARRYOVER AVAILABLE THIS YEAR			20,460.	20,460.

FORM 990-T INCOME (LOSS) FROM PARTNERSHIPS STATEMENT 16

PARTNERSHIP NAME	GROSS INCOME	DEDUCTIONS	NET INCOME OR (LOSS)
PRESCOTT GRP AGGRESSIVE SMALL CAP II, LP	2,544.	0.	2,544.
TOTAL TO FORM 990-T, PAGE 1, LINE 5	2,544.	0.	2,544.



OKLAHOMA RETURN OF ORGANIZATION EXEMPT FROM INCOME TAX

Section 501(c) of the Internal Revenue Code

For the year January 1 - December 31, 2016, or other taxable year beginning: 1/1, 2016, ending: 12/31, 2016

AMENDED RETURN!

If this is an Amended Return place an "X" here ☐

See Schedule 512E-X on page 2.

Name of Organization MARY K. CHAPMAN FOUNDATION	Federal Employer Identification Number 73-1499528
Address (number and street) ONE WARREN PLACE, 6100 S. YALE, SUITE 1816	Date Qualified for Tax Exempt Status
City, State or Province, Country and ZIP or Foreign Postal Code TULSA, OK 74136	OFFICE USE ONLY

PART 2: STATEMENT OF UNRELATED BUSINESS TAXABLE INCOME

(Please read instructions on pages 2-3)

	Total Federal	Allocable Oklahoma
A. Total unrelated trade or business income - applicable Federal Form(s) 990	-17,916	-17,916
B. Total unrelated trade or business deductions - applicable Fed. Form(s) 990		
C. Unrelated business taxable income - Enter here and on line 1 below		

INCOME SUBJECT TO TAX

1. Unrelated business taxable income - from statement above (allocable to Oklahoma)	1	00
2. Other net income - enclose schedule	2	00
3. Oklahoma taxable income (total of lines 1 and 2)	3	00

TAX COMPUTATION

4. Tax at 6% of line 3. If Trust - See Rate Schedule on page 2 and place an 'X' here: <input type="checkbox"/>	4	00
5. Less: Other Credits Form (total from Form 511CR)	5	00
6. Balance of tax due (line 4 minus line 5, but not less than zero)	6	00
7. Amount paid on 2016 estimated tax and amount paid with extension request	7	00
8. Oklahoma withholding (enclose Form 1099, Form 500A, Form 500B or other withholding statement)	8	00
9. Amount paid with original return and amount paid after it was filed (amended return only)	9	00
10. Any refunds or overpayment applied (amended return only)	10	00
11. Total of lines 7 through 10.	11	00
12. Overpayment (if line 11 is larger than line 6 enter amount overpaid)	12	00
13. Amount of line 12 to be credited to 2017 estimated tax (original return only)	13	00

Line 14 encloses you the opportunity to make a financial gift from your refund to a variety of Oklahoma organizations. Place the line number of the organization from the page 3 of this form in the box below and enter the amount you are donating. If giving to more than one organization, put a "99" in the box and attach a schedule showing how you would like your donation split.

14. Donations from your refund <input type="checkbox"/> \$2 <input type="checkbox"/> \$5 <input type="checkbox"/> \$ <u> </u>	14	00
15. Add lines 13 and 14 and enter amount	15	00
16. Amount to be refunded to you (line 12 minus line 15) Refund	16	00

Direct Deposit Note:

All refunds must be by direct deposit.
See Direct Deposit Information on
page 3 for details.

Is this refund going to or through an account that is located outside of the United States? ☐ Yes ☐ No

Deposit my refund in my: ☐ checking account ☐ savings account

Routing Number: Account Number:

17. Tax Due (if line 6 is larger than line 11 enter tax due) Tax Due	17	00
18. For delinquent payment, add penalty of 5% \$ <u> </u> plus interest at 1.25% per month \$ <u> </u>	18	00
19. Underpayment of estimated tax interest Annualized <input type="checkbox"/>	19	00
20. Total tax, penalty and interest due - Add lines 17-19; pay in full with return. Balance Due	20	00

PART 3: SIGNATURE AND VERIFICATION

Under penalty of perjury, I declare the information contained in this document, attachments and schedules are true and correct to the best of my knowledge and belief.

Signature of Officer or Trustee	Date	Check this box if the Oklahoma Tax Commission may discuss this return with your tax preparer. <input checked="" type="checkbox"/>	Signature of Preparer	Date
Print Name			Printed Name of Preparer	
Title	Phone Number		J. Patrick Milligan	
			Phone Number: 918-745-2333	Preparer's PTIN: P00435069

Mary K. Chapman Foundation
EIN: 73-1499528
Oklahoma UBIT NOL Carryforward
FYE 12/31/16

<u>Origination</u>		<u>Allowed</u>	<u>C/F</u>
<u>Year</u>	<u>Amount</u>		<u>Amount</u>
2008	(8,633)		(8,633)
2009	(891)		(9,524)
2010	-	8,569	(955)
2011	(9,534)		(10,489)
2012		297	(10,192)
2013		2,465	(7,727)
2014		3,097	(4,630)
2015	(15,830)	-	(20,460)
2016		2,544	(17,916)
<hr/> (34,888)		16,972	(17,916)