

Form **990-PF**
 Department of the Treasury
 Internal Revenue Service

Return of Private Foundation
or Section 4947(a)(1) Trust Treated as Private Foundation
 ▶ Do not enter social security numbers on this form as it may be made public.
 ▶ Information about Form 990-PF and its instructions is at www.irs.gov/form990pf.

OMB No 1545-0052
2017
Open to Public Inspection

For calendar year 2017, or tax year beginning 07-01-2017 , and ending 06-30-2018

Name of foundation SOUTHERN OKLAHOMA MEMORIAL FOUNDATION INC		A Employer identification number 73-1300662
Number and street (or P O box number if mail is not delivered to street address) PO BOX 1409	Room/suite	B Telephone number (see instructions) (580) 226-0700
City or town, state or province, country, and ZIP or foreign postal code ARDMORE, OK 734021409		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) ▶ \$ 108,667,193	J Accounting method: <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input checked="" type="checkbox"/> Other (specify) <u>MODIFIED CASH</u> (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"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	0			
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	110,521	110,521		
	4 Dividends and interest from securities	774,784	774,784		
	5a Gross rents	1,265,229	1,265,229		
	b Net rental income or (loss)	753,987			
	6a Net gain or (loss) from sale of assets not on line 10	5,888,043			
	b Gross sales price for all assets on line 6a	43,021,208			
	7 Capital gain net income (from Part IV, line 2)		5,888,043		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)	12,340	12,340			
12 Total. Add lines 1 through 11	8,050,917	8,050,917			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	142,093	42,628		99,465
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	252	0		252
	b Accounting fees (attach schedule)	14,767	0		14,767
	c Other professional fees (attach schedule)	227,246	227,246		0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	196,584	28,327		0
	19 Depreciation (attach schedule) and depletion	514,445	511,242		
	20 Occupancy	19,493	4,873		14,620
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	285,918	174,727		111,191
	24 Total operating and administrative expenses. Add lines 13 through 23	1,400,798	989,043		240,295
25 Contributions, gifts, grants paid	4,367,782			4,367,782	
26 Total expenses and disbursements. Add lines 24 and 25	5,768,580	989,043		4,608,077	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	2,282,337				
b Net investment income (if negative, enter -0-)		7,061,874			
c Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	570,716	795,492	795,492
	3 Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4 Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ _____ 426,526 Less allowance for doubtful accounts ▶ _____ 0	0	426,526	426,526
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule)	1,328,043	0	0
	b Investments—corporate stock (attach schedule)	80,089,816	50,705,341	50,705,341
	c Investments—corporate bonds (attach schedule)	5,991,413	17,274,069	17,274,069
	11 Investments—land, buildings, and equipment basis ▶ _____ 14,067,152 Less accumulated depreciation (attach schedule) ▶ _____ 3,699,103	10,819,650	10,368,049	14,609,999
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	0	24,848,550	24,848,550
	14 Land, buildings, and equipment basis ▶ _____ 59,569 Less accumulated depreciation (attach schedule) ▶ _____ 52,353	6,614	7,216	7,216
15 Other assets (describe ▶ _____)				
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	98,806,252	104,425,243	108,667,193	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ _____)			
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	96,847,730	102,343,459	
	25 Temporarily restricted	12,558	15,491	
	26 Permanently restricted	1,945,964	2,066,293	
	Foundations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
30 Total net assets or fund balances (see instructions)	98,806,252	104,425,243		
31 Total liabilities and net assets/fund balances (see instructions) .	98,806,252	104,425,243		

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	98,806,252
2 Enter amount from Part I, line 27a		2	2,282,337
3 Other increases not included in line 2 (itemize) ▶ _____		3	3,336,654
4 Add lines 1, 2, and 3		4	104,425,243
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	104,425,243

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1 a SALE OF PUBLICLY TRADED SECURITIES			
b CAPITAL GAINS OF PRIVATE EQUITY SECURITIES	P		
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 39,309,148		37,133,165	2,175,983
b 3,712,060			3,712,060
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			2,175,983
b			3,712,060
c			
d			
e			

2 Capital gain net income or (net capital loss)	2	5,888,043
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

(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 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))
2016	4,758,252	96,655,695	0.049229
2015	5,438,234	99,127,759	0.054861
2014	5,154,828	107,955,671	0.047749
2013	4,807,287	106,306,333	0.045221
2012	4,505,233	95,632,465	0.047110

2 Total of line 1, column (d)	2	0.244170
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	0.048834
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	103,150,597
5 Multiply line 4 by line 3	5	5,037,256
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	70,619
7 Add lines 5 and 6	7	5,107,875
8 Enter qualifying distributions from Part XII, line 4	8	4,608,077

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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

Table with 11 rows for excise tax calculations. Includes categories like 'Exempt operating foundations', 'Domestic foundations', and 'Tax based on investment income'. Total amount owed is 22,610.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, political expenditures, and state reporting. Columns for 'Yes' and 'No' answers.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions). 11 No
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) 12 No
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address WWW SOMFARDMORE ORG 13 Yes
14 The books are in care of FOUNDATION Telephone no (580) 226-0700
Located at 333 W MAIN ST STE 220 ARDMORE OK ZIP+4 73401
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here 15
16 At any time during calendar year 2017, 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 instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes," enter the name of the foreign country 16 Yes No

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.
1a During the year did the foundation (either directly or indirectly)
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? Yes No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). Yes No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here. 1b
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 2017? 1c No
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))
a At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? If "Yes," list the years 20, 20, 20, 20 Yes No
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement-see instructions) 2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20, 20, 20, 20
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes No
b If "Yes," did it have excess business holdings in 2017 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 2017). 3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a No
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017? 4b No

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here. ▶			5b
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? <i>If "Yes," attach the statement required by Regulations section 53.4945-5(d)</i>	<input type="checkbox"/> Yes	<input type="checkbox"/> No	
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870</i>			6b
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?			7b
				No

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				

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

(a) Name and address of each employee paid more than \$50,000	Title, and average hours per week (b) 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**

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
MERCY MEMORIAL HEALTH CENTER 1011 14TH AVENUE NW ARDMORE, OK 73401	CONTRACT LEASED EMPLOYEES	106,476
BARROW HANLEY MEWHINNEY & STRAUSS INC 3232 MCKINNEY 15TH FLOOR DALLAS, TX 75204	INVESTMENT ADVSIOR	95,455
BLACKSTONE REAL ESTATE PARTNERS EUROPE V 345 PARK AVENUE NEW YORK, NY 10154	INVESTMENT ADVSIOR	88,089
ELLWOOD ASSOCIATES 33 W MONROE SUITE 1850 CHICAGO, IL 60603	INVESTMENT ADVSIOR	79,654
BANK OF OKLAHOMA PO BOX 2300 TULSA, OK 74192	INVESTMENT ADVSIOR	51,480

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	
2	
3	
4	

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

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

Total. Add lines 1 through 3 **0**

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	90,252,829
b	Average of monthly cash balances.	1b	76,891
c	Fair market value of all other assets (see instructions).	1c	14,391,698
d	Total (add lines 1a, b, and c).	1d	104,721,418
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	104,721,418
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	1,570,821
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	103,150,597
6	Minimum investment return. Enter 5% of line 5.	6	5,157,530

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	5,157,530
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	141,237
b	Income tax for 2017 (This does not include the tax from Part VI).	2b	11,930
c	Add lines 2a and 2b.	2c	153,167
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	5,004,363
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	5,004,363
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	5,004,363

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	4,608,077
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	4,608,077
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions).	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	4,608,077

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 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				5,004,363
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			4,389,410	
b Total for prior years 20___, 20___, 20___		0		
3 Excess distributions carryover, if any, to 2017				
a From 2012.				
b From 2013.				
c From 2014.				
d From 2015.				
e From 2016.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ <u>4,608,077</u>				
a Applied to 2016, but not more than line 2a			4,389,410	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2017 distributable amount.				218,667
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2017 (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 2016 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				4,785,696
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 2012 not applied on line 5 or line 7 (see instructions).	0			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2013.				
b Excess from 2014.				
c Excess from 2015.				
d Excess from 2016.				
e Excess from 2017.				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2017, enter the date of the ruling. ▶

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					

3 Complete 3a, b, or c for the alternative test relied upon

a "Assets" alternative test—enter

(1) Value of all assets

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

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

c "Support" alternative test—enter

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

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

(3) Largest amount of support from an exempt organization

(4) Gross investment income

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

1 Information Regarding Foundation Managers:

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

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

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

Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (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

MARY KATE WILSON PRESIDENT
333 W MAIN SUITE 220
ARDMORE, OK 73401
(580) 226-0700

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

APPLICATION SHOULD INCLUDE A DESCRIPTION AND AMOUNT OF THE REQUEST, FINANCIAL STATEMENTS, AND THE PUBLIC CHARITY STATUS OF THE REQUESTING ENTITY

c Any submission deadlines

MARCH 1, JUNE 1, SEPTEMBER 1, DECEMBER 1

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

GENERALLY RESTRICTED TO GEOGRAPHICAL AREA OF 50 MILE RADIUS OF ARDMORE, OK WITHIN THE STATE OF OKLAHOMA

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total ▶ 3a				4,367,782
b <i>Approved for future payment</i> See Additional Data Table				
Total ▶ 3b				1,420,029

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Table with columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include program service revenue, membership dues, interest on investments, dividends, net rental income, other investment income, gain from sales of assets, and subtotal.

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

Table with 2 columns: Line No. and Explanatory text for each activity contributing to exempt purposes.

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

Part XVII

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

Table with 3 columns: Question label (e.g., 1a(1), 1a(2), 1b(1), etc.), Yes, No.

Table with 4 columns: (a) Line No, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements.

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

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship.

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

Sign Here ***** 2018-11
Signature of officer or trustee Date

Paid Preparer Use Only
Print/Type preparer's name Preparer's Signature
KEVIN D HOWARD CPA
Firm's name SMITH CARNEY & CO PC
Firm's address 5 S COMMERCE AVE SUITE 33 ARDMORE, OK 734013924

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation				
(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
MARY KATE WILSON PO BOX 1409 ARDMORE, OK 73402	PRESIDENT 30 00	101,800	0	0
T A BRANDT 471 MAJESTIC HILLS ROAD ARDMORE, OK 73401	DIRECTOR 0 40	0	0	0
DEBRA FIELDS 1912 RED OAK DRIVE ARDMORE, OK 73401	DIRECTOR 0 40	0	0	0
BILL GODDARD 1505 N COMMERCE STE 102 ARDMORE, OK 73401	DIRECTOR 0 40	0	0	0
RON GRAVES 1119 WALNUT DRIVE ARDMORE, OK 73401	DIRECTOR 0 40	0	0	0
PHIL MCANALLY 320 A ST NE ARDMORE, OK 73401	DIRECTOR 0 40	0	0	0
MIKE MORDY 110 WEST MAIN ARDMORE, OK 73401	DIRECTOR 0 40	0	0	0
KEVIN REED 256 CLUB LAKE ROAD ARDMORE, OK 73402	DIRECTOR 0 40	0	0	0
HENRY ROBERTS 1316 12TH AVE NW ARDMORE, OK 73401	DIRECTOR 0 40	0	0	0
SALLIE WALKER 5695 MT WASHINGTON ROAD ARDMORE, OK 73401	DIRECTOR 0 40	0	0	0
LARRY PULLIAM PO BOX 38 SPRINGER, OK 73458	FORMER PRESIDENT 30 00	40,293	0	0

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
A PLUS READING ROOM INC 1717 WINCHESTER ARDMORE, OK 73401				
ARBUCKLE AREA COUNCIL #468-BOY SCOUTS PO BOX 5309 ARDMORE, OK 73403				
ARBUCKLE LIFE SOLUTIONS INC 9 10TH AVENUE NW ARDMORE, OK 73401				
Total 3a				4,367,782

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ARDMORE DAY NURSERY INC 320 D STREET NW ARDMORE, OK 73401		PC	MATCHING CONTRIBUTION FOR MIKE MORDY CK#2408 4/18/18	500
ARDMORE FAMILY LITERACY INC 1405 4TH AVE NW 104 ARDMORE, OK 73401		PC	GRANT - OPERATING SUPPORT 2018	15,000
ARDMORE HABITAT FOR HUMANITY INC PO BOX 2412 ARDMORE, OK 734022412		PC	GRANT - HOME CONSTRUCTION FOR LOW-INCOME FAMILY	30,000
Total ▶ 3a				4,367,782

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount	
Name and address (home or business)					
a <i>Paid during the year</i>					
ARDMORE SCHOOL DISTRICT I-19 PO BOX 1709 ARDMORE, OK 734021709					5,782
ARDMORE SCHOOL DISTRICT I-19 PO BOX 1709 ARDMORE, OK 734021709					222,816
ARDMORE SCHOOL DISTRICT I-19 PO BOX 1709 ARDMORE, OK 734021709					265,307
Total ▶ 3a				4,367,782	

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

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Name and address (home or business)				
a <i>Paid during the year</i>				
ARDMORE SCHOOL DISTRICT I-19 PO BOX 1709 ARDMORE, OK 734021709		PC	GRANT - SCHOOL RESOURCE OFFICERS FY18	60,000
ARDMORE SCHOOL DISTRICT I-19 PO BOX 1709 ARDMORE, OK 734021709		PC	GRANT - ACS EMPOWERING THE ARTS PRGMS	59,551
BIG FIVE COMMUNITY SERVICES INC 1502 NORTH 1ST AVENUE DURANT, OK 74701		PC	GRANT - VEHICLE PURCHASE MATCHING GRANT FUNDS	73,470
Total			▶	4,367,782
3a				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BROADWAY HOUSE INC 221 2ND AVENUE NW ARDMORE, OK 73401		PC	GRANT - 2017 OPERATING SUPPORT	10,000
CAMP FIRE3309 EAST HEFNER ROAD OKLAHOMA CITY, OK 73131		PC	GRANT - ARDMORE OFFICE FACILTY REPAIRS	7,300
CARTER COUNTY CASA INC CARTER COUNTY COURTHOUSE ROOM 401 20 B ST SW ARDMORE, OK 73401		PC	GRANT - 2018 OPERATING SUPPORT	40,000
Total ▶ 3a				4,367,782

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CHILDREN'S MEDICAL RESEARCH INC 901 N LINCOLN BLVD SUITE 305 OKLAHOMA CITY, OK 73104		PC	GRANT - ARDMORE CARDIOLOGY CLINIC THROUGH 8/31/18	12,000
CITIES IN SCHOOLS INC 825 GRAND AVENUE ARDMORE, OK 73401		PC	GRANT - OPERATING SUPPORT THROUGH MAY 2018	84,000
CITIES IN SCHOOLS INC 825 GRAND AVENUE ARDMORE, OK 73401		PC	GRANT - OPR SUPPORT 2018 SUMMER CAMP	50,000
Total				4,367,782
3a				

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

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Name and address (home or business)				
a <i>Paid during the year</i>				
COMMUNITY CHILDREN'S SHELTER & FAMILY SRV PO BOX 246 ARDMORE, OK 734020246		PC	GRANT - COUNSELING PROGRAM REIMB FOR 1/1/17-6/30/17	42,223
FAMILY SHELTER OF SO OK - SRV FOR VICTIMS PO BOX 1408 ARDMORE, OK 73401		PC	GRANT - SHELTER PROGRAM & ADVOCATE FY18	40,000
FIRST UNITED METHODIST CHURCH PRESCHOOL 501 W MAIN STREET ARDMORE, OK 73401		PC	GRANT - PRESCHOOL SCHOLARSHIPS FY18	10,000
Total ▶ 3a				4,367,782

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
FOOD & RESOURCE CNTR OF SO CNTRL OKLA INC 801 HAILEY STREET SW ARDMORE, OK 73402		PC	GRANT - 2018 OPERATING SUPPORT	50,000
GIRLS ON THE RUN OF SO OKLAHOMA INC 911 WEST BROADWAY SUITE 110 ARDMORE, OK 73401		PC	GRANT - PROGRAM SUPPORT FALL '17, SPRING '18	10,000
GIRLS ON THE RUN OF SO OKLAHOMA INC 911 WEST BROADWAY SUITE 110 ARDMORE, OK 73401		PC	MATCHING CONTRIBUTION FOR PARTICIPANT SCHOLARSHIPS	250
Total ▶ 3a				4,367,782

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
GIRLS ON THE RUN OF SO OKLAHOMA INC 911 WEST BROADWAY SUITE 110 ARDMORE, OK 73401				100
GLORIA AINSWORTH CHILD CARELEARNING CNTR 502 G STREET NE ARDMORE, OK 73401				75,000
GODDARD CENTER FOR VISUAL AND PERFORMING ARTS PO BOX 1624 ARDMORE, OK 73402				35,000
Total ▶ 3a				4,367,782

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount			
Name and address (home or business)							
a <i>Paid during the year</i>							
GOOD SHEPHERD COMMUNITY CLINIC INC 20 12TH AVE NW ARDMORE, OK 73401					PC	MAMMOGRAM PROGRAM	19,547
GOOD SHEPHERD COMMUNITY CLINIC INC 20 12TH AVE NW ARDMORE, OK 73401					PC	GRANT - 2018 OPERATING SUPPORT	525,000
GRACE CENTER OF SOUTHERN OKLAHOMA 11 A STREET NW ARDMORE, OK 73401					PC	GRANT - 2018 OPERATING SUPPORT	25,000
Total 3a							4,367,782

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
HFV WILSON COMMUNITY CENTER PO BOX 502 ARDMORE, OK 73402		PC	GRANT - 7/1/17-6/30/18 OPR SUPPORT	60,000
HICKORY CREEK CHILD CENTER INC 1408 4TH AVE NW ARDMORE, OK 73401		PC	GRANT - 3-STAR ACCREDITATION COSTS	13,192
INTEGRIS HEALTH FOUNDATION INC 3030 NORTHWEST EXPRESSWAY SUITE 1600 OKLAHOMA CITY, OK 73112		PC	GRANT - ARCADIA TRAILS CAPITAL CAMPAIGN	250,000
Total ▶ 3a				4,367,782

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
MEDICAL EQUIPMENT ASSISTANCE PROGRAM INC 2525 3RD AVENUE NE ARDMORE, OK 73401				
MERCY HEALTH FOUNDATION ARDMORE 1011 14TH AVENUE NW ARDMORE, OK 73401		PC	OPERATING SUPPORT	64,350
MERCY HEALTH FOUNDATION ARDMORE 1011 14TH AVENUE NW ARDMORE, OK 73401		PC	IMAGING EQUIPMENT 1 1 MATCH	539,148
MERCY HEALTH FOUNDATION ARDMORE 1011 14TH AVENUE NW ARDMORE, OK 73401		PC	FACILITY RENOVATIONS 1 3 MATCH	30,659
Total ▶ 3a				4,367,782

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
MERCY HEALTH FOUNDATION ARDMORE 1011 14TH AVENUE NW ARDMORE, OK 73401		PC	GRANT - CAPITAL PROJECTS	450,000
MERCY HOSPITAL ARD LYNCH PYMT 1011 14TH AVENUE NW ARDMORE, OK 73401		PC	INDIGENT CARE REIMBURSEMENT	12,558
MORE FOUNDATION 301 W MAIN SUITE 210 ARDMORE, OK 73401		PC	SCHOLARSHIPS	135,000
Total ▶ 3a				4,367,782

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
OKLA ASSN FOR RETARDED CITIZENS 49 HERITAGE STREET ARDMORE, OK 73401		PC	GRANT - FY18 OPERATING SUPPORT	48,000
OKLA ASSN FOR RETARDED CITIZENS 49 HERITAGE STREET ARDMORE, OK 73401		PC	GRANT - BAL OF FUNDS NEEDED FOR VAN PURCHASE	22,764
OKLA ASSN FOR RETARDED CITIZENS 49 HERITAGE STREET ARDMORE, OK 73401		PC	GRANT - EQUIP FOR GROUP HOMES 1-4, VEHICLES	84,032
Total ▶				4,367,782
3a				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
OKLAHOMA ARTS INSTITUTE 111 NW 9TH STREET OKLAHOMA CITY, OK 73102		PC	ARTS INSTITUTE EDUCATOR SCHOLARSHIPS	11,000
OKLAHOMA BAPTIST HOMES FOR CHILDREN INC 225 WEST MAIN MADILL, OK 73446		PC	MATCHING CONTRIBUTION FOR BAPITST HOME FOR GIRLS, MADILL	5,000
OUTCASTS UNDER TRANSFORMATION INC 177 E STREET NW ARDMORE, OK 73401		PC	OPERATING SUPPORT	1,000
Total ▶ 3a				4,367,782

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount	
Name and address (home or business)					
a <i>Paid during the year</i>					
OUTCASTS UNDER TRANSFORMATION INC 177 E STREET NW ARDMORE, OK 73401					35,000
PLAINVIEW SCHOOL DIST I-27 1140 S PLAINVIEW ROAD ARDMORE, OK 73401					100
PLAINVIEW SCHOOL DIST I-27 1140 S PLAINVIEW ROAD ARDMORE, OK 73401					200,000
Total ▶ 3a				4,367,782	

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
REGIONAL FOOD BANK OF OKLAHOMA PO BOX 270968 OKLAHOMA CITY, OK 731370968		PC	GRANT - CARTER COUNTY SCHOOL PANTRY PROGRAM	15,000
SALVATION ARMYPO BOX 1483 ARDMORE, OK 73402		PC	GRANT - FY18 SHELTER, FEEDING PROGRAMS, KITCHEN EQUIPMENT	125,000
SARA'S PROJECT INCPO BOX 1396 ARDMORE, OK 73402		PC	GRANT - 2018 CRISIS ED SPECIALIST'S SAL & TRAINING	25,000
Total ▶ 3a				4,367,782

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


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Name and address (home or business)				
a <i>Paid during the year</i>				
SO OKLAHOMA HIGHER EDUCATION FOUNDATION 2901 MT WASHINGTON ROAD ARDMORE, OK 73401		PC	GRANT - SIM LAB FOR ECU SCHOOL OF NURSING AT UCSCO	5,088
SO OKLAHOMA HIGHER EDUCATION FOUNDATION 2901 MT WASHINGTON ROAD ARDMORE, OK 73401		PC	SIM LAB EQUIPMENT	50,268
SO OKLAHOMA HIGHER EDUCATION FOUNDATION 2901 MT WASHINGTON ROAD ARDMORE, OK 73401		PC	SIM LAB COORDINATOR SALARY	2,500
Total 3a ▶				4,367,782

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

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Name and address (home or business)				
a <i>Paid during the year</i>				
SO OKLAHOMA HIGHER EDUCATION FOUNDATION 2901 MT WASHINGTON ROAD ARDMORE, OK 73401		PC	GRANT - ITV SUPPORT SPECIALIST FY19 (YR 1)	12,721
SO OKLAHOMA HIGHER EDUCATION FOUNDATION 2901 MT WASHINGTON ROAD ARDMORE, OK 73401		PC	TRAINING	2,425
SOUTHERN OKLAHOMA AMBULANCE SERVICE INC PO BOX 1387 ARDMORE, OK 73402		PC	GRANT - AMBULANCE PURCHASE	108,881
Total 3a ▶				4,367,782

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
TRAVELIN TIGERS FUND INC PO BOX 306 ARDMORE, OK 73402		PC	MATCHING CONTRIBUTION - MEALS FOR STUDENT ATHLETES	400
YMCA OF ARDMORE OKLAHOMA 920 15TH AVE NW ARDMORE, OK 73401		PC	MATCHING CONTRIBUTION - MIKE MORDY	4,850
YMCA OF ARDMORE OKLAHOMA 920 15TH AVE NW ARDMORE, OK 73401		PC	GRANT - 2018 OPERATING SUPPORT	100,000
Total ▶ 3a				4,367,782

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
YW8 INC 2502 CROSSROADS DRIVE SUITE C ARDMORE, OK 73401		PC	GRANT - OPERATING SUPPORT FYE 6/30/18	20,000
Total 				4,367,782
3a				

TY 2017 Accounting Fees Schedule

Name: SOUTHERN OKLAHOMA MEMORIAL FOUNDATION
INC

EIN: 73-1300662

Accounting Fees Schedule

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
AUDIT & TAX PREP	14,767	0		14,767

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2017 Depreciation Schedule

Name: SOUTHERN OKLAHOMA MEMORIAL FOUNDATION

INC

EIN: 73-1300662

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
MEDICAL OFFICE BUILDING	2008-07-01	5,280,876	1,207,393	SL	39 000000000000	135,407	135,407		
IMPROVEMENTS - UROLOGY CENTER	2008-07-01	283,991	283,991	SL	7 000000000000	0	0		
IMPROVEMENTS - HEART & VASCULAR	2008-12-01	74,826	74,826	SL	7 000000000000	0	0		
IMPROVEMENTS - OLIVR	2008-12-01	136,191	136,191	SL	7 000000000000	0	0		
IMPROVEMENTS - SUNGA	2008-12-01	104,288	104,288	SL	7 000000000000	0	0		
IMPROVEMENTS - PAPIN	2008-12-01	64,308	64,308	SL	7 000000000000	0	0		
IMPROVEMENTS - GILMORE	2008-12-01	119,806	119,806	SL	7 000000000000	0	0		
IMPROVEMENTS - ARDMORE SURGICAL	2008-12-01	298,151	298,151	SL	7 000000000000	0	0		
IMPROVEMENTS - TENANT X	2009-06-30	23,185	5,348	SL	39 000000000000	594	594		
IMPROVEMENTS - MELTON	2008-12-01	369,513	369,513	SL	7 000000000000	0	0		
IMPROVEMENTS - BENSON	2011-10-06	123,500	101,447	SL	7 000000000000	17,643	17,643		
TELEPHONE SYSTEM	1996-09-20	1,363	1,363	SL	10 000000000000	0	0		
ADDITIONAL LINES	1997-01-22	310	310	SL	10 000000000000	0	0		
LOCKING FILE CABINET	1996-09-20	266	266	SL	10 000000000000	0	0		
METAL SHELVING	1996-10-03	119	119	SL	10 000000000000	0	0		
USED COMPUTER TABLE	1996-11-06	51	51	SL	10 000000000000	0	0		
LOCKING FILE CABINET	1999-02-17	224	224	SL	10 000000000000	0	0		
4 FILE SHELVES	2004-11-23	1,698	1,698	SL	10 000000000000	0	0		
AVAYA ACS UNIT & 18 DISPLAY SET	2005-01-12	1,679	1,679	SL	10 000000000000	0	0		
OFFICE FURNITURE - ACCOUNTANT	2005-02-16	4,700	4,700	SL	10 000000000000	0	0		

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
OFFICE FURNITURE - RECEPTIONIST	2005-02-16	3,351	3,351	SL	10 000000000000	0	0		
OFFICE FURNITURE - RECEPTIONIST CHAIR	2005-02-18	167	167	SL	10 000000000000	0	0		
16 HON BOARD ROOM CHAIRS	2005-02-24	6,480	6,480	SL	10 000000000000	0	0		
PAOLI EXECUTIVE FURNITURE	2005-03-21	6,995	6,995	SL	10 000000000000	0	0		
HON EXEC HIGHBACK CHAIR	2005-03-25	415	415	SL	10 000000000000	0	0		
PAOLI 16' CONFERENCE TABLE	2005-04-04	5,562	5,557	SL	10 000000000000	0	0		
PAOLI BUFFET CREDENZA	2005-04-04	3,294	3,290	SL	10 000000000000	0	0		
HON KEYBOARD TRAY	2005-04-04	54	50	SL	10 000000000000	0	0		
WORK ROOM CABINETS	2005-05-05	2,950	2,950	SL	10 000000000000	0	0		
HON STORAGE CABINET	2006-08-24	932	932	SL	10 000000000000	0	0		
PROJECTOR & SCREEN	2006-07-28	1,463	1,463	SL	5 000000000000	0	0		
HP LASER PRINTER 2420D	2006-09-12	573	573	SL	5 000000000000	0	0		
DELL OPTIX 780 COMPUTER	2010-05-10	1,793	1,793	SL	5 000000000000	0	0		
HP COLOR LASER JET CP2025 PRINTER	2010-10-05	408	408	SL	5 000000000000	0	0		
REFRIGERATOR W/ ICEMAKER 14CU	2012-02-08	563	303	SL	10 000000000000	56	0		
DELL OPTIPLEX 790 MINITOWER COMPUTER	2011-12-01	1,280	1,280	SL	5 000000000000	0	0		
HON EXEC HIGHBACK CHAIR	2014-05-30	436	136	SL	10 000000000000	44	0		
SAVIN MP2501SP B/W COPIER	2015-01-29	3,465	1,675	SL	5 000000000000	693	0		
IPAD AIR2 QTY 11	2015-01-14	7,553	3,675	SL	5 000000000000	1,511	0		
IPAD AIR2	2015-02-17	687	320	SL	5 000000000000	137	0		

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
IMPROVEMENTS - SAVAGE	2015-09-22	1,195,038	312,986	SL	7 000000000000	170,720	170,720		
IMPROVEMENTS - ARDMORE PEDIATRICS (LANDIS)	2016-10-05	474,280	50,816	SL	7 000000000000	67,754	67,754		
MEDICAL CLINIC BUILDING	2017-01-01	4,645,824	58,797	SL	39 000000000000	119,124	119,124		
DELL OPTIPLEX 7050 MFF COMPUTERS W ACCESSORIES	2017-07-07	3,811		SL	5 000000000000	762	0		
LAND		873,375		L		0	0		

TY 2017 General Explanation Attachment

Name: SOUTHERN OKLAHOMA MEMORIAL FOUNDATION
INC

EIN: 73-1300662

General Explanation Attachment

Identifier	Return Reference	Explanation	
1	OWNERSHIP OF ENTITIES WITH CERTAIN FOREIGN REPORTING REQUIREMENTS	FORM 990-PF	THE FOUNDATION OWNS AN INTEREST IN THE FOLLOWING PASSTHROUGH ENTITIES WITH CERTAIN FOREIGN REPORTING REQUIREMENTS LEXINGTON CAPITAL PARTNERS VI-A, LP (EIN 34-2047994)IP IV A IV LP (EIN 61-1734218)PORTFOLIO ADVISORS PRIVATE EQUITY FUND V LP (EIN 01-0895788)EACH OF THESE ENTITIES HAS MADE A TIMELY QUALIFIED ELECTING FUND ("QEF") ELECTION WITH RESPECT TO ITS INVESTMENT IN UNDERLYING PASSIVE FOREIGN INVESTMENT COMPANIES ("PFIC"), EFFECTIVE FOR EACH YEAR OF OWNERSHIP, AND HAS FILED THE REQUIRED FORMS 8621 ACCORDINGLY, THE FOUNDATION HAS NOT FURTHER REPORTED THE FOREIGN ACTIVITIES FROM THESE INVESTMENTS ON AN ADDITIONAL FORM 8621, AS IT DOES NOT BELIEVE IT TO BE NECESSARY

TY 2017 Investments Corporate Bonds Schedule

Name: SOUTHERN OKLAHOMA MEMORIAL FOUNDATION
INC

EIN: 73-1300662

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CORPORATE BONDS & POOLED INVESTMENTS - FIXED INCOME PORTION	17,274,069	17,274,069

TY 2017 Investments Corporate Stock Schedule

Name: SOUTHERN OKLAHOMA MEMORIAL FOUNDATION
INC

EIN: 73-1300662

Name of Stock	End of Year Book Value	End of Year Fair Market Value
COMMON STOCK & POOLED INVESTMENTS - EQUITY PORTION	50,705,341	50,705,341

TY 2017 Investments - Land Schedule

Name: SOUTHERN OKLAHOMA MEMORIAL FOUNDATION
INC

EIN: 73-1300662

Category/ Item	Cost/Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
MEDICAL OFFICE BUILDING	5,280,876	1,342,800	3,938,076	
IMPROVEMENTS - UROLOGY CENTER	283,991	283,991	0	
IMPROVEMENTS - HEART & VASCULAR	74,826	74,826	0	
IMPROVEMENTS - OLIVR	136,191	136,191	0	
IMPROVEMENTS - SUNGA	104,288	104,288	0	
IMPROVEMENTS - PAPIN	64,308	64,308	0	
IMPROVEMENTS - GILMORE	119,806	119,806	0	
IMPROVEMENTS - ARDMORE SURGICAL	298,151	298,151	0	
IMPROVEMENTS - TENANT X	23,185	5,942	17,243	
IMPROVEMENTS - MELTON	369,513	369,513	0	
IMPROVEMENTS - BENSON	123,500	119,090	4,410	
IMPROVEMENTS - SAVAGE	1,195,038	483,706	711,332	
IMPROVEMENTS - ARDMORE PEDIATRICS (LANDIS)	474,280	118,570	355,710	
MEDICAL CLINIC BUILDING	4,645,824	177,921	4,467,903	
LAND	873,375	0	873,375	

TY 2017 Investments - Other Schedule

Name: SOUTHERN OKLAHOMA MEMORIAL FOUNDATION
INC

EIN: 73-1300662

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ALTERNATIVE INVESTMENTS	AT COST	24,848,550	24,848,550

TY 2017 Land, Etc. Schedule

Name: SOUTHERN OKLAHOMA MEMORIAL FOUNDATION
INC

EIN: 73-1300662

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
TELEPHONE SYSTEM	1,363	1,363	0	
ADDITIONAL LINES	310	310	0	
LOCKING FILE CABINET	266	266	0	
METAL SHELVING	119	119	0	
USED COMPUTER TABLE	51	51	0	
LOCKING FILE CABINET	224	224	0	
4 FILE SHELVES	1,698	1,698	0	
AVAYA ACS UNIT & 18 DISPLAY SET	1,679	1,679	0	
OFFICE FURNITURE - ACCOUNTANT	4,700	4,700	0	
OFFICE FURNITURE - RECEPTIONIST	3,351	3,351	0	
OFFICE FURNITURE - RECEPTIONIST CHAIR	167	167	0	
16 HON BOARD ROOM CHAIRS	6,480	6,480	0	
PAOLI EXECUTIVE FURNITURE	6,995	6,995	0	
HON EXEC HIGHBACK CHAIR	415	415	0	
PAOLI 16' CONFERENCE TABLE	5,562	5,557	5	
PAOLI BUFFET CREDENZA	3,294	3,290	4	
HON KEYBOARD TRAY	54	50	4	
WORK ROOM CABINETS	2,950	2,950	0	
HON STORAGE CABINET	932	932	0	
PROJECTOR & SCREEN	1,463	1,463	0	
HP LASER PRINTER 2420D	573	573	0	
HP COLOR LASER JET CP2025 PRINTER	408	408	0	
REFRIGERATOR W/ ICEMAKER 14CU	563	359	204	
HON EXEC HIGHBACK CHAIR	436	180	256	
SAVIN MP2501SP B/W COPIER	3,465	2,368	1,097	
IPAD AIR2 QTY 11	7,553	5,186	2,367	
IPAD AIR2	687	457	230	
DELL OPTIPLEX 7050 MFF COMPUTERS W ACCESSORIES	3,811	762	3,049	

TY 2017 Legal Fees Schedule

Name: SOUTHERN OKLAHOMA MEMORIAL FOUNDATION
INC

EIN: 73-1300662

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	252	0		252

TY 2017 Other Expenses Schedule

Name: SOUTHERN OKLAHOMA MEMORIAL FOUNDATION
INC

EIN: 73-1300662

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
DUES & SUBSCRIPTIONS	5,610	0		5,610
EDUCATION & TRAINING	1,376	0		1,376
CONTRACT EMPLOYEES	109,504	29,251		80,253
INSURANCE	16,392	0		16,392
INVESTMENT EXPENSES	144,753	144,753		0
MISCELLANEOUS	2,263	0		2,263
POSTAGE & DELIVERY	580	0		580
REPAIRS & MAINTENANCE	2,814	91		2,723
OFFICE SUPPLIES	2,626	632		1,994

TY 2017 Other Income Schedule

Name: SOUTHERN OKLAHOMA MEMORIAL FOUNDATION
INC

EIN: 73-1300662

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
MISCELLANEOUS INCOME	5,852	5,852	5,852
STATE TAX REFUND	6,488	6,488	6,488

TY 2017 Other Increases Schedule

Name: SOUTHERN OKLAHOMA MEMORIAL FOUNDATION
INC

EIN: 73-1300662

Description	Amount
UNREALIZED GAIN ON INVESTMENTS	3,336,654

TY 2017 Other Professional Fees Schedule

Name: SOUTHERN OKLAHOMA MEMORIAL FOUNDATION
INC

EIN: 73-1300662

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANK SERVICES CHARGES	657	657		0
CUSTODY FEES	51,480	51,480		0
INVESTMENT CONSULTING	175,109	175,109		0

TY 2017 Taxes Schedule

Name: SOUTHERN OKLAHOMA MEMORIAL FOUNDATION
INC

EIN: 73-1300662

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE TAX	111,000	0		0
FEDERAL UBI TAX	57,025	0		0
FOREIGN TAX	4,410	4,410		0
STATE UBI TAX	15,070	15,070		0
STATE TAX	8,847	8,847		0
TAX PENALTY	232	0		0