

For calendar year 2022, or tax year beginning 01-01-2022 , and ending 12-31-2022

Name of foundation Charles and Lynn Schusterman Family Foundation		A Employer identification number 73-1312965
Number and street (or P.O. box number if mail is not delivered to street address) 110 West 7th Street Suite 2000	Room/suite	B Telephone number (see instructions) (918) 879-9644
City or town, state or province, country, and ZIP or foreign postal code Tulsa, OK 74119		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here..... ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ... ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶\$ <u>3,337,014,812</u>	J Accounting method: ☐ Cash ☒ Accrual ☐ Other (specify) _____ (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 ☐

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)	29,865,000			
	2 Check ☐ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	11,052,161	11,052,161	0	
	4 Dividends and interest from securities	15,801,005	15,801,005	0	
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	188,260,059			
	b Gross sales price for all assets on line 6a 531,576,923				
	7 Capital gain net income (from Part IV, line 2)		188,260,059		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances _____	0			
Operating and Administrative Expenses	b Less: Cost of goods sold	0			
	c Gross profit or (loss) (attach schedule)	0			
	11 Other income (attach schedule)	-14,159,604	-19,091,362	0	
	12 Total. Add lines 1 through 11	230,818,621	196,021,863	0	
	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	0	0	0	0
	b Accounting fees (attach schedule)	0	0	0	0
	c Other professional fees (attach schedule)	0	0	0	0
	17 Interest	1,342,049	1,022,642	0	0
	18 Taxes (attach schedule) (see instructions)	10,039,132	879,097	0	0
	19 Depreciation (attach schedule) and depletion	5,689	0	0	
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	11,347,863	3,243,474	0	6,513,244
	24 Total operating and administrative expenses. Add lines 13 through 23	22,734,733	5,145,213	0	6,513,244
	25 Contributions, gifts, grants paid	382,272,495			382,271,662
	26 Total expenses and disbursements. Add lines 24 and 25	405,007,228	5,145,213	0	388,784,906
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-174,188,607			
	b Net investment income (if negative, enter -0-)		190,876,650		
	c Adjusted net income (if negative, enter -0-)			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		52,879,210	42,965,979	42,965,979
	2	Savings and temporary cash investments		747,154,966	445,662,571	446,190,178
	3	Accounts receivable ▶ <u>194,450</u>				
		Less: allowance for doubtful accounts ▶ <u>0</u>		960,959	194,450	194,450
	4	Pledges receivable ▶ _____				
		Less: allowance for doubtful accounts ▶ _____		0	0	0
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)		0	0	0
	7	Other notes and loans receivable (attach schedule) ▶ <u>31,079,460</u>				
		Less: allowance for doubtful accounts ▶ <u>0</u>		31,045,575	31,079,460	31,079,460
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments—U.S. and state government obligations (attach schedule)		0	0	0
	b	Investments—corporate stock (attach schedule)		0	0	0
	c	Investments—corporate bonds (attach schedule)		0		0
	11	Investments—land, buildings, and equipment: basis ▶ <u>0</u>				
	Less: accumulated depreciation (attach schedule) ▶ <u>0</u>		0		0	
12	Investments—mortgage loans					
13	Investments—other (attach schedule)		1,842,269,681	1,970,563,829	2,816,584,273	
14	Land, buildings, and equipment: basis ▶ <u>1,144,459</u>					
	Less: accumulated depreciation (attach schedule) ▶ <u>1,143,987</u>		6,161	472	472	
15	Other assets (describe ▶ _____)		0	0	0	
16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)		2,674,316,552	2,490,466,761	3,337,014,812	
Liabilities	17	Accounts payable and accrued expenses		136,261	1,200,271	
	18	Grants payable				
	19	Deferred revenue.				
	20	Loans from officers, directors, trustees, and other disqualified persons		44,969,424	35,104,424	
	21	Mortgages and other notes payable (attach schedule)		0	0	
	22	Other liabilities (describe ▶ _____)				
	23	Total liabilities (add lines 17 through 22).		45,105,685	36,304,695	
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here ▶ ☐ and complete lines 24, 25, 29 and 30.					
	24	Net assets without donor restrictions				
	25	Net assets with donor restrictions				
	Foundations that do not follow FASB ASC 958, check here ▶ ☐ and complete lines 26 through 30.					
	26	Capital stock, trust principal, or current funds				
	27	Paid-in or capital surplus, or land, bldg., and equipment fund				
	28	Retained earnings, accumulated income, endowment, or other funds		2,629,210,867	2,454,162,066	
	29	Total net assets or fund balances (see instructions)		2,629,210,867	2,454,162,066	
30	Total liabilities and net assets/fund balances (see instructions) .		2,674,316,552	2,490,466,761		

Part III Analysis of Changes in Net Assets or Fund Balances			
1	Total net assets or fund balances at beginning of year—Part II, column (a), line 29 (must agree with end-of-year figure reported on prior year's return)	1	2,629,210,867
2	Enter amount from Part I, line 27a	2	-174,188,607
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	2,455,022,260
5	Decreases not included in line 2 (itemize) ▶ _____	5	860,194
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29.	6	2,454,162,066

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 PASSTHROUGH K-1 ST CAPITAL GAIN	P		
b INVESTMENT ST CAPITAL GAIN	P		
c PASSTHROUGH K-1 LT CAPITAL GAIN	P		
d INVESTMENT LT CAPITAL GAIN	P		
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		35,142,130	-35,142,130
b 210,852,489		214,674,760	-3,822,271
c 85,941,812			85,941,812
d 234,782,622		93,499,974	141,282,648
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		0	-35,142,130
b		0	-3,822,271
c		0	85,941,812
d		0	141,282,648
e			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	188,260,059
	3	0
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		

Part V

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

1a		Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1.			
		Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)		1	2,653,185
b		All other domestic foundations enter 1.39% (0.0139) of line 27b. Exempt foreign organizations enter 4% (0.04) 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	
3		Add lines 1 and 2.		3	2,653,185
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	
5		Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-.		5	2,653,185
6		Credits/Payments:			
a		2022 estimated tax payments and 2021 overpayment credited to 2022	6a	7,072,750	
b		Exempt foreign organizations—tax withheld at source	6b		
c		Tax paid with application for extension of time to file (Form 8868)	6c		
d		Backup withholding erroneously withheld	6d		
7		Total credits and payments. Add lines 6a through 6d.	7	7,072,750	
8		Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2221 is attached.	8		
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed.	9		
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.	10	4,419,565	
11		Enter the amount of line 10 to be: Credited to 2023 estimated tax Refunded	11	0	

Part VI-A

Statements Regarding Activities

1a		During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?			Yes	No
				1a		No
b		Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition.				No
		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.		1b		No
c		Did the foundation file Form 1120-POL for this year?		1c		No
d		Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0 (2) On foundation managers. \$ 0				
e		Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0				
2		Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		2		No
3		Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes.		3		No
4a		Did the foundation have unrelated business gross income of \$1,000 or more during the year?		4a	Yes	
b		If "Yes," has it filed a tax return on Form 990-T for this year?		4b	Yes	
5		Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		5		No
6		Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		6	Yes	
7		Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XIV.		7	Yes	
8a		Enter the states to which the foundation reports or with which it is registered (see instructions) CA, CO, DC, GA, NY, 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.		8b	Yes	
9		Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2022 or the taxable year beginning in 2022? See the instructions for Part XIII. If "Yes," complete Part XIII.		9		No
10		Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.		10		No

Part VI-A

Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions.	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions.	12	Yes	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address www.schusterman.org	13	Yes	
14	The books are in care of <u>The Organization</u> Telephone no. <u>(918) 879-9644</u> Located at <u>110 West 7th Street Suite 2000 Tulsa OK 741191076</u> ZIP+4 <u></u>			
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 <u>15</u>			
16	At any time during calendar year 2022, 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?	16	Yes	No
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes", enter the name of the foreign				

Part VI-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?	1a(1)		No
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	1a(2)	Yes	
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	1a(3)		No
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	1a(4)	Yes	
	(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)?	1a(5)		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.)	1a(6)		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	1b		No
c	Organizations relying on a current notice regarding disaster assistance check here. ☐			
d	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 2022?	1d		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 2022, did the foundation have any undistributed income (Part XII, lines 6d and 6e) for tax year(s) beginning before 2022?. If "Yes," list the years <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>	2a		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. <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	3a	Yes	
b	If "Yes," did it have excess business holdings in 2022 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 2022.).	3b		No
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 2022?	4b		No

Part VI-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))?

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

(3) Provide a grant to an individual for travel, study, or other similar purposes?

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

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

c

Organizations relying on a current notice regarding disaster assistance check

d

If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?
If "Yes," attach the statement required by Regulations section 53.4945–5(d).

6a

Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

b

Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?
If "Yes" to 6b, file Form 8870.

7a

At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

b

If "Yes", did the foundation receive any proceeds or have any net income attributable to the transaction?

8

Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment during the year?

Yes

No

5a(1)

No

5a(2)

No

5a(3)

No

5a(4)

Yes

5a(5)

No

5b

No

5d

Yes

6a

No

6b

No

7a

No

7b

8

No

Part VII

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

1

List all officers, directors, trustees, foundation managers and their compensation. See instructions

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Stacy Schusterman 110 West 7th Street Tulsa, OK 74119	Chairperson & Director 1.000	0	0	0
Lynn Schusterman 110 West 7th Street Tulsa, OK 74119	Director 1.000	0	0	0
Lisa Eisen 110 West 7th Street Tulsa, OK 74119	Co-President 40.000	0	0	0
Julie Mikuta 110 West 7th Street Tulsa, OK 74119	Co-President 40.000	0	0	0
Mark Lauer 110 West 7th Street Tulsa, OK 74119	Secretary 1.000	0	0	0
Janet Duffy 110 West 7th Street Tulsa, OK 74119	Vice-President - Finance & Accounting 1.000	0	0	0
David Weil 110 West 7th Street Tulsa, OK 74119	Co-President & Director 40.000	0	0	0
Raquel Gozzi 110 West 7th Street Tulsa, OK 74119	Treasurer 1.000	0	0	0

2

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances

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

0

Part VII

Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
Attuned Education Partners LLC	Program Consulting	492,085
716 Valley Road Montclair, NJ 07043		
Forbes Media LLC	Media Services & Consulting	400,000
499 Washington Blvd Jersey City, NJ 07310		
Mark G Yudof	Grantmaking Counsel	235,271
353 Spyglass Way Jupiter, FL 33478		
American Jewish Joint Distribution Committee	Program Consulting	208,062
PO Box 4124 New York, NY 10163		
Theory of Enchantment	Program Consulting	182,235
12 Park Street Unit 242 Brooklyn, NY 11206		

Part VIII- 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 Reality Trips: Reality is a weeklong journey in Israel for influential leaders who work in a range of industries at the forefront of societal innovation and who are committed to leading positive social change.Participants engage in an intensive, thoughtfully curated itinerary designed to expand their understanding of Israel and a complex region of the world, as well as to provide tools that deepen their ability to lead on complex issues in their own communities.	3,113,200
2 Jewish Grantmaking - Schusterman Fellowship: The Schusterman Fellowship is an 18 month leadership development program for senior executives in the Jewish nonprofit field. Fellows participate in a 360 leadership assessment, executive coaching, virtual and inperson learning, customized professional development plans and spiritual study. Upon completing the program, Fellows join an alumni network that supports their continued growth and collaboration.	1,894,816
3 Education Convenings - School Systems Partnerships: Since April 2022, Schusterman has convened school system leaders from six large urban school districts to engage in collective learning and collaborative problemsolving to support academically rigorous, engaging, affirming and meaningful experiences in K8 literacy. Cohorts engage in wellstructured cohort convenings approximately three times a year to build understanding of successful literacy initiatives and receive additional tools, resources and coaching and support from national experts to support the development and implementation of their own multiyear literacy plans.	704,878
4 Reality Alumni Engagement: After their Reality Israel journey, alumni can participate in select global travel and immersive experiences that focus on learning more about Israel, tikkun olam (repairing the world) and the Jewish community.	459,593

Part VIII- 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 Equity based investment with Educational Resources Impact Fund LP, to develop high quality instructional material for K-12 students across the US. This material provides support to teachers and school districts in order to effectively implement curriculum and other educational resources in order to improve student outcomes.	2,500,000
2 0% interest bearing loan with CSGF Senior Debt Fund LLC, to provide below market financing to improve charter school facilities.	2,000,000
All other program-related investments. See instructions.	
3 	2,000,000
Total. Add lines 1 through 3	6,500,000

Part IX 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	489,113,497
b	Average of monthly cash balances.	1b	527,940,232
c	Fair market value of all other assets (see instructions).	1c	2,709,936,180
d	Total (add lines 1a, b, and c).	1d	3,726,989,909
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	
3	Subtract line 2 from line 1d.	3	3,726,989,909
4	Cash deemed held for charitable activities. Enter 1.5% (0.015) of line 3 (for greater amount, see instructions).	4	55,904,849
5	Net value of noncharitable-use assets. Subtract line 4 from line 3.. . . .	5	3,671,085,060
6	Minimum investment return. Enter 5% (0.05) of line 5.	6	183,554,253

Part X 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 IX, line 6.	1	183,554,253
2a	Tax on investment income for 2022 from Part V, line 5.	2a	2,653,185
b	Income tax for 2022. (This does not include the tax from Part V.).	2b	922,284
c	Add lines 2a and 2b.	2c	3,575,469
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	179,978,784
4	Recoveries of amounts treated as qualifying distributions.	4	3,966,115
5	Add lines 3 and 4.	5	183,944,899
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XII, line 1. . . .	7	183,944,899

Part XI 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	388,784,906
b	Program-related investments—total from Part VIII-B	1b	6,500,000
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	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part XII, line 4.. . . .	4	395,284,906

Part XII

Undistributed Income (see instructions)

		(a) Corpus	(b) Years prior to 2021	(c) 2021	(d) 2022
1 Distributable amount for 2022 from Part X, line 7					183,944,899
2 Undistributed income, if any, as of the end of 2022:					
a Enter amount for 2021 only.				0	
b Total for prior years: 2020, 2019, 2018			0		
3 Excess distributions carryover, if any, to 2022:					
a From 2017.		0			
b From 2018.		0			
c From 2019.		25,060,263			
d From 2020.		260,485,098			
e From 2021.		0			
f Total of lines 3a through e.		285,545,361			
4 Qualifying distributions for 2022 from Part XI, line 4: ▶ \$					
a Applied to 2021, but not more than line 2a				0	
b Applied to undistributed income of prior years (Election required—see instructions).			0		
c Treated as distributions out of corpus (Election required—see instructions).		0			
d Applied to 2022 distributable amount					183,944,899
e Remaining amount distributed out of corpus		211,340,007			
5 Excess distributions carryover applied to 2022. (If an amount appears in column (d), the same amount must be shown in column (a).)					0
6 Enter the net total of each column as indicated below:					
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5		496,885,368			
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					
d Subtract line 6c from line 6b. Taxable amount—see instructions.			0		
e Undistributed income for 2021. Subtract line 4a from line 2a. Taxable amount—see instructions.				0	
f Undistributed income for 2022. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2023					0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).		0			
8 Excess distributions carryover from 2017 not applied on line 5 or line 7 (see instructions)		0			
9 Excess distributions carryover to 2023. Subtract lines 7 and 8 from line 6a		496,885,368			
10 Analysis of line 9:					
a Excess from 2018		0			
b Excess from 2019		25,060,263			
c Excess from 2020.		260,485,098			
d Excess from 2021		0			
e Excess from 2022		211,340,007			

Part

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 Attached Statement 110 W 7th St Suite 2000 Tulsa, OK 74119			Charitable	382,271,662
Total ▶ 3a				382,271,662

b Approved for future payment				
Total ▶ 3b				0

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a Transfers from the reporting foundation to a noncharitable exempt organization of:

(1) Cash.

(2) Other assets.

b Other transactions:

(1) Sales of assets to a noncharitable exempt organization.

(2) Purchases of assets from a noncharitable exempt organization

(3) Rental of facilities, equipment, or other assets.

(4) Reimbursement arrangements.

(5) Loans or loan guarantees. . . .

(6) Performance of services or membership or fundraising solicitations.

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

d If the answer to any of the above is "Yes," complete the following schedule. 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) (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

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.

		2023-11-10	
Signature of officer or trustee	Date		Title

May the IRS discuss this return with the preparer shown below?

See instructions. ☐ Yes ☐ No

**Paid
Preparer
Use Only**

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
	Firm's name ▶				Firm's EIN ▶
	Firm's address ▶				Phone no.

Additional Data

[Return to Form](#)

Software ID: 22016089

Software Version: 2022v5.0

Form 990PF - Special Condition Description:

Special Condition Description

Schedule B (Form 990) Department of the Treasury Internal Revenue Service	Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF. ▶ Go to www.irs.gov/Form990 for the latest information.	OMB No. 1545-0047
		2022
Name of the organization Charles and Lynn Schusterman Family Foundation		Employer identification number 73-1312965

Organization type (check one):

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)() (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.
Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or other property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year ▶ \$ _____

Caution: An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization Charles and Lynn Schusterman Family Foundation	Employer identification number 73-1312965
--	--

Part I

Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	The Edna McConnell Clark Foundation 477 Madison Avenue Sixth Floor New York, NY 10022	\$ 25,000,000	☒ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions.)
2	LSIT (Delaware) Management LLC 110 W 7th Street Suite 2000 Tulsa, O K 74119	\$ 4,865,000	☒ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions.)
.		\$	☐ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions.)
.		\$	☐ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions.)
.		\$	☐ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions.)
.		\$	☐ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions.)
.		\$	☐ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions.)

Name of organization Charles and Lynn Schusterman Family Foundation	Employer identification number 73-1312965
--	--

Part II

Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-		\$	

Name of organization Charles and Lynn Schusterman Family Foundation	Employer identification number 73-1312965
--	--

Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ► \$ _____

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	

Additional Data

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Software Version: 2022v5.0

TY 2022 IRS 990 e-File Render

Name: Charles and Lynn Schusterman Family Foundation

EIN: 73-1312965

Software ID: 22016089

Software Version: 2022v5.0

Category	Amount
Restore Hope Ministries	2,000,000

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

TY 2022 IRS 990 e-File Render

Name: Charles and Lynn Schusterman Family Foundation

EIN: 73-1312965

Software ID: 22016089

Software Version: 2022v5.0

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
Leasehold Improvements		1,144,459	1,138,298			5,689		0	

TY 2022 IRS 990 e-File Render

Name: Charles and Lynn Schusterman Family Foundation

EIN: 73-1312965

Software ID: 22016089

Software Version: 2022v5.0

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
Limited Partnerships	AT COST	1,560,278,241	2,389,858,965
Miscellaneous Investments	AT COST	33,547	33,547
Stocks and Stock Funds	AT COST	410,252,041	426,691,761

TY 2022 IRS 990 e-File Render

Name: Charles and Lynn Schusterman Family Foundation

EIN: 73-1312965

Software ID: 22016089

Software Version: 2022v5.0

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
LEASEHOLD IMPROVEMENTS	1,144,459	1,143,987	472	472

TY 2022 IRS 990 e-File Render

Name: Charles and Lynn Schusterman Family Foundation

EIN: 73-1312965

Software ID: 22016089

Software Version: 2022v5.0

Item No.	1
Lender's Name	LSITDM LLC
Lender's Title	
Original Amount of Loan	
Balance Due	35104424
Date of Note	
Maturity Date	
Repayment Terms	
Interest Rate	0.0
Security Provided by Borrower	
Purpose of Loan	Charitable
Description of Lender Consideration	
Consideration FMV	

Item No.	2
Lender's Name	ST2008DM LLC
Lender's Title	
Original Amount of Loan	
Balance Due	0
Date of Note	
Maturity Date	
Repayment Terms	
Interest Rate	0.0
Security Provided by Borrower	
Purpose of Loan	Charitable
Description of Lender Consideration	
Consideration FMV	

TY 2022 IRS 990 e-File Render

Name: Charles and Lynn Schusterman Family Foundation

EIN: 73-1312965

Software ID: 22016089

Software Version: 2022v5.0

Description	Amount
MARK TO MARKET UNREALIZED GAIN/(LOSS)	860,194

TY 2022 IRS 990 e-File Render

Name: Charles and Lynn Schusterman Family Foundation

EIN: 73-1312965

Software ID: 22016089

Software Version: 2022v5.0

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Administrative Overhead	235,297	0	0	33,575
Investment Expenses	3,431,907	3,243,474	0	0
Consultants	246,224	0	0	184,263
Program Expenses	7,434,435	0	0	6,295,406

TY 2022 IRS 990 e-File Render

Name: Charles and Lynn Schusterman Family Foundation

EIN: 73-1312965

Software ID: 22016089

Software Version: 2022v5.0

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Passthrough K-1 Other Income	-14,187,205	-19,118,963	0
Investment Other Income	27,601	27,601	0

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

**TY 2022 IRS 990 e-File
Render**

Name: Charles and Lynn Schusterman Family Foundation

EIN: 73-1312965

Software ID: 22016089

Software Version: 2022v5.0

Borrower's Name	Relationship to Insider	Original Amount of Loan	Balance Due	Date of Note	Maturity Date	Repayment Terms	Interest Rate	Security Provided by Borrower	Purpose of Loan	Description of Lender Consideration	Consideration FMV
Various 501(c)(3) Entities			31,079,460				0 %				31,079,460

TY 2022 IRS 990 e-File Render

Name: Charles and Lynn Schusterman Family Foundation

EIN: 73-1312965

Software ID: 22016089

Software Version: 2022v5.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Foreign Tax	879,097	879,097	0	0
State Tax	31,090	0	0	0
Federal Taxes Paid	9,128,945	0	0	0