



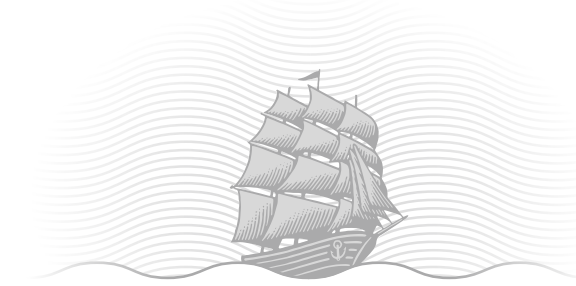
FORECASTLE

2017

2017 ANNUAL REPORTS

Christian Keesee Charitable Trust | Kirkpatrick Family Fund | Kirkpatrick Foundation | Kirkpatrick Bank

Kirkpatrick Oil Company | The Brett Weston Archive | Kirkpatrick Family Archive | Kirkpatrick Policy Group



fore·cas·tle

Definition: noun fore-cas-tle

\ 'fōk-səl ; 'fōr-ka-səl \ The

foremost part of the upper

deck of a sailing vessel,

containing essential machinery

such as the anchor works



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CHRISTIAN KEESÉE CHARITABLE TRUST

Founded in 2005 to augment family philanthropy, the Christian Keesee Charitable Trust provides funding to arts organizations outside the geographic boundaries of the Kirkpatrick Foundation or Kirkpatrick Family Fund. In its short history, the Charitable Trust has supported organizations based in the Northeast that Mr. Keesee is involved with. The American Ballet Theatre, the Frick Collection, and the Humane Society of the United States are examples of interest areas. Larry Keigwin and Blake Keesee serve as trustees along with Nancy Anthony and Liz Eickman.



KIRKPATRICK FAMILY FUND

In 1989, the Kirkpatrick Family Fund was founded by John and Eleanor Kirkpatrick and remains today the largest affiliated fund at the Oklahoma City Community Foundation. Through project, operating, and endowment-building grants the Kirkpatrick Family Fund invests in ideas and leadership that contribute to and advance the cultural, intellectual, and social interests that impact citizens in central Oklahoma and beyond.



KIRKPATRICK FOUNDATION

The Kirkpatrick Foundation is a private foundation founded in 1955 by Eleanor and John Kirkpatrick with a mission to support arts, culture, education, and historic preservation primarily in Central Oklahoma. Upon the death of their daughter, Joan Kirkpatrick, in 1999, the foundation's assets were substantially increased. At this time, and because of her generous gift and her interests, the foundation increased its focus areas to include animal wellbeing and environmental conservation. Today, the foundation gives \$3 million annually in grants and charitable activities.



KIRKPATRICK BANK

Kirkpatrick Bank is a private business bank serving Oklahoma and Colorado. Chartered in 1970, the bank was acquired by the family in 1988. Kirkpatrick Bank's continued success can be attributed to the diligent implementation of growth strategies, driven by the daily execution of long-standing business development and a personalized customer service model.



KIRKPATRICK OIL COMPANY

With a family history in the oil business dating back to the 1920's, Kirkpatrick Oil Company was established in 1950 by John Kirkpatrick. Family-owned for more than 90 years, the company remains committed to a mission to profitably grow reserves and production in a safe, environmentally responsible manner for the long-term benefit of the community, employees, and stakeholders.



THE BRETT WESTON ARCHIVE

The most complete body of work in existence by celebrated American photographer, Brett Weston, was acquired from his estate in 1996. One of the true American masters of photography, the archive's goal is to organize and catalog the collection in such a way as to offer immediate access to recognized as well as unknown and unpublished photographs by Weston. By bringing to light a great body of work that has never been exhibited or reproduced, the archive strives to make the public aware of the many sides of this gifted artist.



KIRKPATRICK FAMILY ARCHIVE

The Kirkpatrick Family Archive was founded in 2002 by Christian Keesee to preserve letters, photographs, documents, and other items from the Kirkpatrick family. The archive provides the family a better perspective of their rich heritage while also sharing with professional historians and researchers affiliated with the Oklahoma Historical Society. The resulting database includes thousands of records of individual and grouped items that span from Oklahoma's statehood to present day and is an important part of the ongoing conversation regarding Oklahoma's contribution to America's story.



KIRKPATRICK POLICY GROUP

The Kirkpatrick Policy Group is a non-partisan, independent organization established to identify and advocate positions on issues reflective of those significant to the Kirkpatrick family. These include concern for the arts, arts education, animal wellbeing, and reproductive health.

THE YEAR IN REVIEW



JANUARY

ArtDesk launches new format to provide its readers with original, thoughtful content four times a year in a free broadsheet format. Readers see ArtDesk more frequently, supporting its mission to promote the living arts in an accessible way.

The Bruce Museum in Greenwich Connecticut hosts a Brett Weston photography exhibit, with photographs donated by the Christian Keesee Collection.

FEBRUARY

The Oklahoma City Ballet announces the acquisition of the American Energy Partners Fitness Center with support by the Kirkpatrick Family Fund, to convert it into the new home for the professional company, its administrative offices, and its school.

MARCH

The Board of Trustees for Marfa Contemporary begins to discuss the final exhibition at Marfa Contemporary, concluding seven years of philanthropy and art exploration in Marfa, Texas.

APRIL

Kirkpatrick Bank names six business and community leaders to a newly-created Denver Advisory Board to help establish a community voice for the bank in the existing marketplace. The Advisory Board begins providing unique expertise from key industries in the community, as well as viewpoints on the issues, programs, and nonprofit sector acquired from their service as board members and leaders in their community.

MAY

The Iron Thistle Scottish Heritage Festival and Highland Games is held over three days at the Mollie Spencer Farm.

Affirming its commitment to arts education, the Kirkpatrick Family Fund approves seed funding for the Arts Partnership of the Oklahoma City Public School District, a collaboration of Oklahoma City arts organizations to supplement the temporary reduction of art education programs due to cuts in state funding.

JUNE

The Green Box Arts Festival opens in Green Mountain Falls, CO with two illuminated installations by the world-renowned installation artist, Bruce Munro, entitled Field of Light and Tepees.

JULY

The Green Box Arts Festival, in partnership with the Historic Green Mountain Falls Foundation, dedicates the Bratton Trail to thank Dick Bratton of the Green Mountain Falls Trails Committee for his commitment to furthering the beautification and accessibility of Mount Dewey.

AUGUST

The Kirkpatrick Foundation convenes the Oklahoma Roundtable for Animal Welfare, bringing three expert guests to discuss Dangerous Exotics in Private Possession.

SEPTEMBER

The American Architectural Foundation and Kirkpatrick Foundation convene a two-day National Urban Ecosystems Forum in Oklahoma City, bringing thirty multi-disciplinary thought leaders from Oklahoma City and around the United States to uplift and share urban development projects that successfully address the opportunities and ongoing challenges for the coexistence of nature and the city.

OCTOBER

Kirkpatrick Philanthropies announce a \$2 million gift to the Oklahoma City Ballet's professional company, school, new building, and an endowment at the Oklahoma City Community Foundation. The Oklahoma City Ballet Yvonne Chouteau School and John Kirkpatrick Executive Director are named.

The Kirkpatrick Family Farm announces the renaming of the farm to the Mollie Spencer Farm in Yukon. Continuing on with programming and the same leadership, the farm is renamed to honor the original purchaser.

NOVEMBER

The Kirkpatrick Foundation and the Oklahoma Link Coalition host Intersection: A Conference on the Link between Animal Abuse and Family Violence, at the Oklahoma History Center.

The Central Oklahoma Campaign to Prevent Teen Pregnancy announces its public launch under the new name, Thrive: A Sexual Health Collective for Youth. Thrive begins leading a communitywide public-private collaboration with a bold vision to reduce the teen birth rate in central Oklahoma by one-third by the year 2020.

DECEMBER

Kirkpatrick Oil Company and Kirkpatrick Bank partner to sponsor an employee blood drive with the Oklahoma Blood Institute's blood mobile, donating enough blood to impact the lives of over 100 patients in hospitals across the community.

More than 360 photographs taken by famous American photographer, Brett Weston, were donated to the Foundation for Art & Preservation in Embassies, the San Diego Museum of Photographic Arts, Ryerson University, the Cleveland Museum of Art, and the San Antonio Museum of Art.



100 untitled works in mill aluminum, 1982-1986, by Donald Judd, is installed in two former artillery sheds, the center of the Chinati Foundation's permanent collection in Marfa, Texas

From the CHAIRMAN



JOIN US

Dear Shareholders, Partners, Employees, and Friends,

The year 2017 was outstanding for us, and one that we felt could best be amplified in a new and improved annual report format. I hope you find it easy and interesting to read. Generally speaking, we make investments in oil & gas, banking, and philanthropy. In this year's report, we will provide an overview of our work in these areas and focus on a few of our strategic initiatives.

First, allow me to emphasize this invitation: If you would like to join us in any of our efforts, there are many ways to do so. Mike Steele at the Kirkpatrick Oil Company is always looking to share the excitement of new oil and gas prospects to potential investors. George Drew and our officers at Kirkpatrick Bank stand ready to help you with your small business lending.

Louisa McCune and Liz Eickman lead our philan-

thropic endeavors, and in the sections pertaining to the Kirkpatrick Foundation and the Kirkpatrick Family Fund, you will see more about their successful work. This year, the foundations combined their resources for a historic \$2 million-dollar gift to the Oklahoma City Ballet to help with their beautiful new facility. We are very proud that the ballet's school has been named in honor of Yvonne Choteau, who founded the ballet in the 1960s with my granddad, John Kirkpatrick.

Currently, our primary philanthropic focus is on the Oklahoma Contemporary Arts Center and the capital campaign to fund its striking new building at Eleventh Street and Broadway in downtown Oklahoma City. Of this \$26 million-dollar campaign, we are 70 percent complete. As many fundraising experts will tell you, the last dollars can be the hardest to raise. As construction begins, I'll be in the business of giving all variety of hard-hat tours and working hard to raise the remaining

funds necessary to make this dream of a new comprehensive educational art center come true. As public arts funding continues to be cut, Oklahoma Contemporary's mission has never been more important. If you would like to join me for a tour, just drop me a note and we'll set something up.

Ours is a family enterprise, and it is the people and relationships that make our businesses work. No one loved putting deals together quite like my father, Konrad Keesee. He had been in the real estate business in Oklahoma City since 1956 and amassed hundreds of friendships that led him to selling almost every house in Nichols Hills—"at least once," as he used to say. This annual report is dedicated to my father, his great wit, generous laughter, and the ease with which much was done.

Thank you,
Christian Keesee



*Jose Dávila, Joint Effort (2015)
San Andrés stone volumes, boulder, and ratchet strap
Photograph by Alex Marks*



FINANCIAL SERVICES



Momentum, by Marko Kratochvil, located at the entrance to Kirkpatrick Bank on 15th Street in Edmond, Oklahoma

FINANCIAL SERVICES

KIRKPATRICK BANK

The year 2017 was another highly successful year for Kirkpatrick Bank. As a result, we were recently notified that Kirkpatrick Bank received another Five-Star rating from Bauer Financial.

Loans, deposits, home mortgages, and wealth services all grew nicely. It was a record year for earnings, with revenue and net income also up satisfactorily. Other key indicators of safety and soundness, including credit quality, total assets, capitalization, and liquidity, were also exemplary.

Our success this year, as in years past, continues to be the diligent implementation of growth strategies, driven by the daily execution of our long-standing business development and personalized customer service model.

—George Drew, PRESIDENT





KIRKPATRICK BANK

Kirkpatrick Bank's office in Denver, Colorado, located at 1850 Platte Street

FINANCIAL SERVICES



PEOPLE AND SERVICE

Other than interest rates, people are the most differentiating attribute of any bank. We have assembled the most high-performing team in the bank's history. Some have been with us for over 40 years and others have joined us recently. On average, our employee tenure is about 8 years. That means we know our customers, have helped them grow and meet challenges, and they know us. It's personal.

Everyone is significant, and we treat them that way. We give our customers a fair deal and keep their assets safe and sound. Every customer has unique needs, and we work to make our products fit the customer, not the other way around. Our senior officers are as accessible to customers as our universal bankers. The results speak for themselves, with 49% of total deposits having tenure in excess of 10 years.

EXCEPTIONAL CREDIT QUALITY

Average outstanding loans grew \$36 million during 2017 with classified assets representing only 11.99% of Risk-Based Capital. There were \$0 in net loan losses for the year and \$0 in non-performing assets

STRONG CAPITAL

Kirkpatrick Bank is well capitalized. Risk-based capital increased 12.97% during 2017, to \$89.423 million.

CUSTOMER FOCUSED

In 2017, we invested considerably in technology and products to better serve our customers. Some came from customer requests, such as: a more robust positive pay system which also includes features to help with fraud deterrents; adding an app to manage and safeguard debit cards; implementing Touch ID to log into accounts from mobile devices.

COMMUNITY COMMITMENT

We are passionate about our community, whether helping local businesses grow, helping people buy their dream home, or helping with business transition to the next generation. We know from economic studies that nonprofits do a community good. They fill service gaps, meet needs, and enhance quality of life. They boost the local economy with good jobs. They purchase goods and services locally and sometimes host events that bring in visitors. But, it's a two-way street. The strength of nonprofits depends on the strength and support of the community. Our team averages 700 hours annually volunteering to support community nonprofits, either at events or through service on boards and committees. Fully 47% of our marketing funds are deployed as sponsorships annually.

SOLID BUSINESS MODEL

Kirkpatrick Bank has a straightforward business model: execute the basics reliably every day, put our duty to our customers first, and look for exceptional opportunities. We have delivered 8 years of increased profitability. We're proud to share some highlights from 2017.

1. Average assets were up \$76.3 million
2. Average gross loans were up \$35.8 million
3. Average deposits were up \$48.7 million
4. Revenues were up 15.2%
5. Net Income was up 63%

In 2017, we were successful in generating deposit growth across all of our channels – private banking, business banking, and personal banking. Year-end loans totaled \$564 million, a performance milestone. Growth in average loans outstanding, which was more than fully funded by deposits, was 6.75%.

Our Colorado market had a strong year. Both business loans and deposits grew nicely. Total loans outstanding peaked over \$200 million. Total deposits broke the \$200 million mark as well for the first time. At year-end, Colorado represented 35% of total loans and 28% of total deposits. We welcomed new members to our Advisory Board from the Denver community to help us build new and diversified relationships. Our Denver office opened in late 2015 and its loan production has more than doubled in two years.

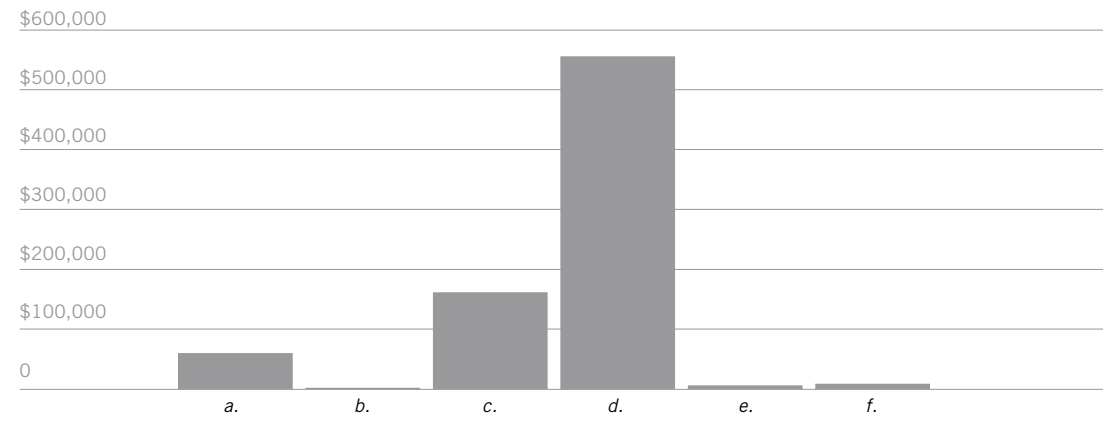
We celebrated a number of milestones this year, including the tenth anniversary of Savings Square, our online-only bank which serves customers across the nation. Originally a savings account product, it now includes a checking account product as well. We initiated banking technology changes to improve function and convenience for our customers, including Touch ID for mobile banking and CardValet, which enables our mobile banking customers to activate or deactivate their debit cards as needed to prevent fraud or manage budget limits for minor accounts. Our mortgage department added a lender to our Colorado Springs office, with particular expertise in VA and FHA financing. Our headquarters banking location underwent a significant remodel, accompanied by the introduction of our universal banker concept. Customers can work with one individual for any of their banking services needs.

We launched a wellness program for employees in 2017. This includes an allowance available to defray the expense of fitness memberships. At-work programs include Lunch 'n Learns, wellness challenges and health tips, flu shot clinics, and blood drives.



KIRKPATRICK BANK

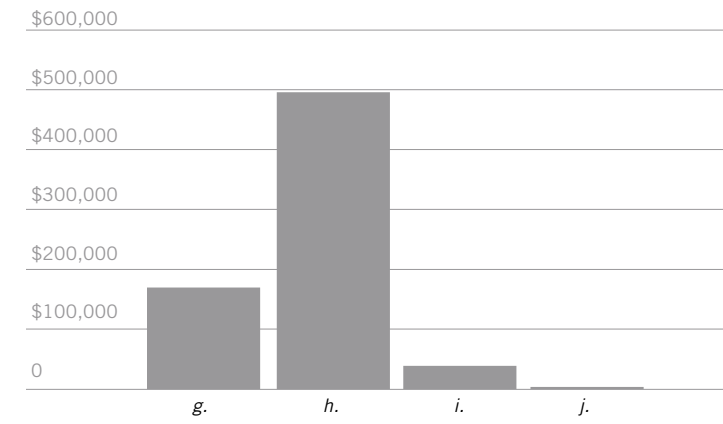
Condensed Statement Of Condition
as of December 31, 2017



ASSETS

a.	Cash & Due from Banks.....	\$60,138,000
b.	Fed Funds Sold.....	1,813,000
c.	Securities & Investments.....	161,199,000
d.	Loans & Discounts, Net.....	553,546,000
e.	Premises, Furniture & Equipment.....	6,426,000
f.	Other Assets.....	9,133,000

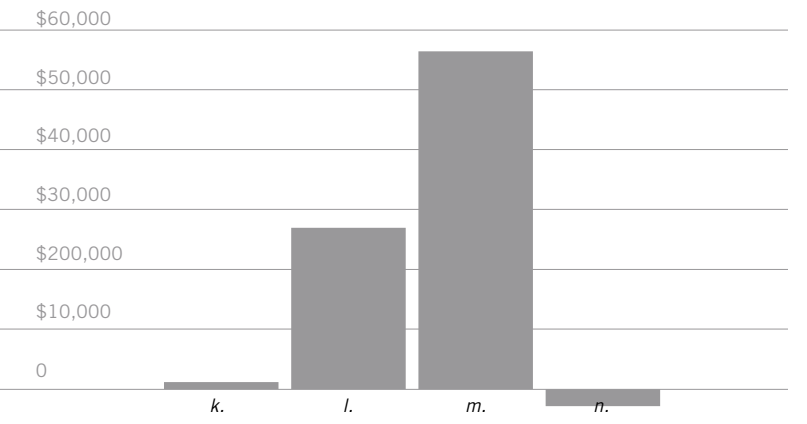
Total Assets **\$792,255,000**



LIABILITIES

g.	Noninterest-bearing Deposits.....	\$170,855,000
h.	Interest-bearing Deposits.....	498,935,000
i.	Borrowings.....	39,276,000
j.	Other Liabilities.....	3,838,000

Total Liabilities **\$712,904,000**



EQUITY

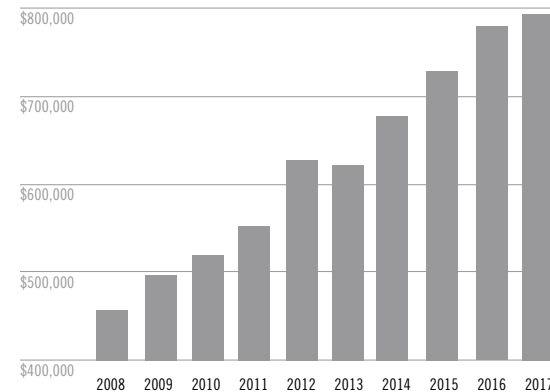
k.	Common Stock.....	\$1,152,000
l.	Paid-in Capital.....	26,168,000
m.	Retained Earnings.....	54,779,000
n.	Accumulated other Comprehensive Income...	(2,748,000)

Total Equity **\$79,351,000**

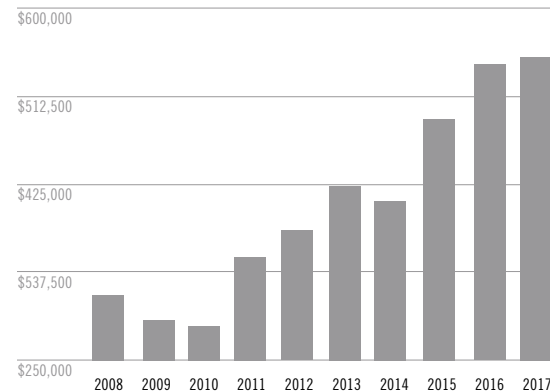
Total Liabilities & Equity **\$792,255,000**

TEN YEARS OF GROWTH

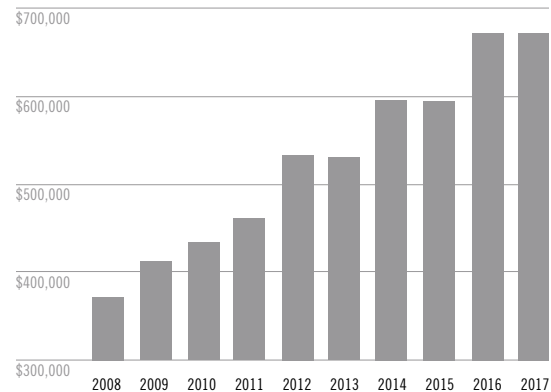
TOTAL ASSETS



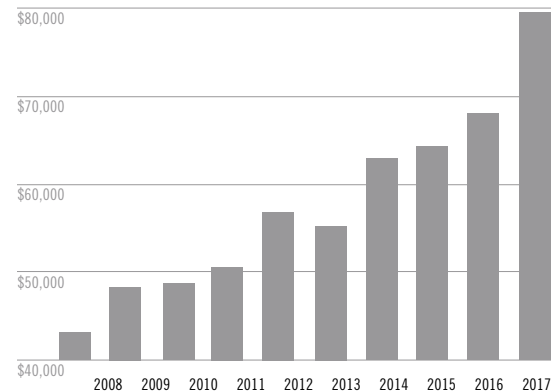
TOTAL LOANS, NET



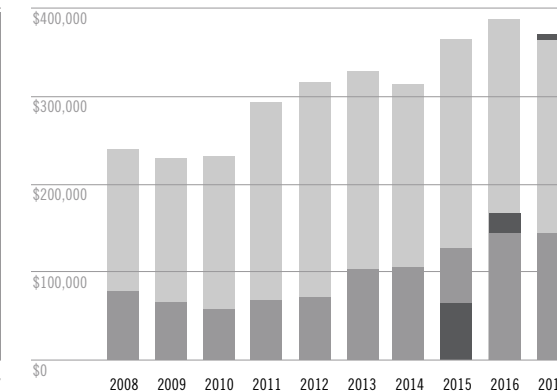
TOTAL DEPOSITS



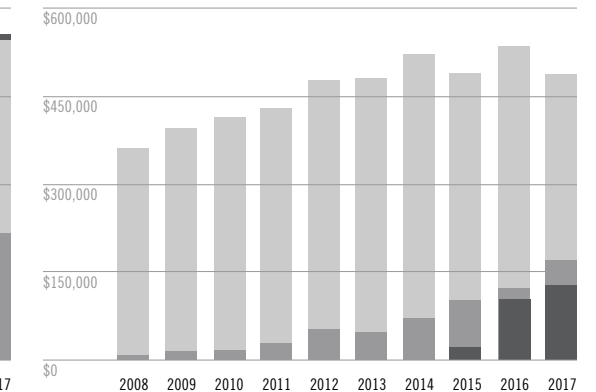
TOTAL EQUITY



LOANS BY MARKET

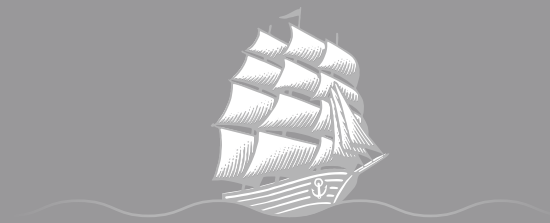


DEPOSITS BY MARKET





Yayoi Kusama: All the Eternal Love I Have for the Pumpkins is one of the artist's signature Infinity Mirror Rooms and was on exhibit at the Dallas Museum of Art in 2017.



LEADERSHIP

LEADERSHIP



LEADERSHIP

Christian Keesee Charitable Trust

Christian Keesee, *President*
Larry Keigwin, *Trustee*
Blake Keesee, *Trustee*
Nancy Anthony, *Trustee*
Elizabeth Eickman, *Trustee*

Kirkpatrick Family Fund

Board of Trustees

Christian Keesee, *President*
George Drew, *Vice President*
Nancy Anthony, *Secretary/Treasurer*
Elizabeth Eickman, *Director*
David Harlow, *Trustee*
Leslie Hudson, *Trustee*
Ann Johnstone, *Trustee*
Jenny Love Meyer, *Trustee*
Polly Nichols, *Trustee*
James Pickel, *Trustee*
George Records, *Trustee*
Jane Sutter, *Trustee*
Louisa McCune, *Advisor*

Staff

Elizabeth Eickman, *Director*
Tina Burdett, *Senior Program Officer*
Sara Maynard, *Programs Manager*
Nancy Stearns, *Administrative Assistant*

Kirkpatrick Foundation

Board of Trustees

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Rebecca McCubbin, *Vice President*
Louisa McCune, *Secretary, Ex-Officio*
Max Weitzenhoffer, *Treasurer*
George Back, *Trustee*
Elizabeth Farabee, *Trustee*
Mischa Gorkuscha, *Trustee*
David Griffin, *Trustee*
George Records, *Trustee*
Mark Robertson, *Trustee*
Glenna Tanenbaum, *Trustee*
Elizabeth Eickman, *Advisor*

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Paulette Black, *Senior Program Officer*
Tiffany Kendrick, *Financial Manager*
Kathy McCord, *Office Manager*
Alana Salisbury, *Managing Editor, ArtDesk*
Manda Overturf Shank, *Program Associate*
Susan Ebert, *Assistant Editor, ArtDesk*

Kirkpatrick Bank

Christian Keesee, *Chairman*
George Drew, *President & CEO*
David Sutter, *Executive Vice President, CLO*
Trenton Stafford, *Colorado Market President*
Kathryn Kaley, *Denver Market President*
James Shane, *Senior Vice President, CFO*
Grace Meyer, *Vice President, Corporate Secretary*

Board of Directors

Steve Bruno – *United Mechanical*
George Drew – *Kirkpatrick Bank*
John Garrison – *CPA, Financial Advisor*
Christian Keesee – *Kirkpatrick Family Fund*
David Sutter – *Kirkpatrick Bank*

Advisory Directors

Robert R. Kirby – *Retired, Kirkpatrick Bank*
Pat K. Patterson – *Real Estate*
Don T. Zachritz – *Investments*

Colorado Advisory Board

William Berenz – *Co-Chair, Kirkpatrick Bank*
James P. Oaks – *Co-Chair, Kirkpatrick Bank*
William S. Corrigan – *Kane Family Foundation*
Thomas B. Gannett – *BCR Management*
Randall P. Geving – *Six & Geving Insurance*
Mary Ellen McNally – *Civic Leader*
Jocelyn Wall – *Retired, Kirkpatrick Bank*
Joshua A. Waymire – *Raymond James*

Kirkpatrick Oil Company

Christian Keesee, *Chairman*
Mike Steele, *President & Chief Executive Officer*
Cindy Kyle, *Vice President & Chief Financial Officer*
Mike McGinnis, *Vice President – Operations*
Alison Cadena, *Land Manager*
Nichole Buckner, *Exploration Manager*

El Dorado Drilling Company

Mark Evans, *Operations Manager*
Kim Logan, *Business Operations Manager*

The Brett Weston Archive

Alison Demorotski, *Assistant Director*
Julie Maguire, *Director*

Kirkpatrick Family Archive

David Hull, *Archivist – Oklahoma Historical Society*

Kirkpatrick Policy Group

Christian Keesee, *President*
Louisa McCune, *Treasurer*
Elizabeth Eickman, *Secretary*
Cynthia Archiniaco, *Director*

CONTACT US

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Kirkpatrick Family Fund

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Kirkpatrick Foundation

Kirkpatrickfoundation.com

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Kirkpatrickbank.com

North Oklahoma City:

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Oklahoma City, OK 73116
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Business Banking Center:

5801 N. Broadway Extension
Paragon Building, Suite 101
Oklahoma City, OK 73118
(405) 241-0805

East Edmond:

3001 E. Memorial Road
Edmond, OK 73013
(405) 478-5301

Main Bank:

15 E. 15th Street
Edmond, OK 73013
(405) 341-8222

West Edmond:

2245 W. Danforth Road
Edmond, OK 73003
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Colorado Springs:

102 N. Cascade Avenue, Suite 100
Colorado Springs, CO 80903
(719) 866-6300

Denver:

1850 Platte Street, Suite 400
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Kirkpatrick Family Archive

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1001 W. Wilshire Boulevard
Oklahoma City, OK 73116, Fourth Floor
(405) 842-3827

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