Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

OMB No 1545-0052

2011

For calendar year 2011 or tax year beginning , 2011, and ending , 20

Name of foundation HAROLD A WHITE AND EDNA L WHITE FOUNDATION
477018014

A Employer identification number 73-1582836

Number and street (or P O box number if mail is not delivered to street address) P.O. BOX 1620 | Room/suite

B Telephone number (see instructions) (918) 748-7206

City or town, state, and ZIP code TULSA, OK 74101-1620

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)* ▶ $ 5,337,357.

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).)*

	Line	Description	(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)				
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	109,911.	109,911.		STMT 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	57,253.			
	b	Gross sales price for all assets on line 6a 2,131,326.				
	7	Capital gain net income (from Part IV, line 2)		57,253.		
	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)	1,054.	1,054.		STMT 10
	12	**Total** Add lines 1 through 11	168,218.	168,218.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	43,052.	32,289.		10,763.
	14	Other employee salaries and wages		NONE	NONE	
	15	Pension plans, employee benefits		NONE	NONE	
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule) STMT 11	5,180.	NONE	NONE	5,180.
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions) STMT 12	1,175.	1,175.		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings		NONE	NONE	
	22	Printing and publications		NONE	NONE	
	23	Other expenses (attach schedule) STMT 13	9,053.	9,053.		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	58,460.	42,517.	NONE	15,943.
	25	Contributions, gifts, grants paid	302,800.			302,800.
	26	**Total expenses and disbursements** Add lines 24 and 25	361,260.	42,517.	NONE	318,743.
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	-193,042.			
	b	**Net investment income** (if negative, enter -0-)		125,701.		
	c	**Adjusted net income** (if negative, enter -0-)				

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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 (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets			
1 Cash - non-interest-bearing	738,592.	784,786.	784,786.
2 Savings and temporary cash investments			
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) ▶			
Less: allowance for doubtful accounts ▶ NONE			
8 Inventories for sale or use			
9 Prepaid expenses and deferred charges			
10 a Investments - U S and state government obligations (attach schedule) STMT 14	16,271.	16,271.	17,004.
b Investments - corporate stock (attach schedule) STMT 15	3,660,987.	3,031,212.	2,942,249.
c Investments - corporate bonds (attach schedule) STMT 29	969,471.	1,070,411.	1,086,001.
11 Investments - land, buildings, and equipment basis ▶			
Less: accumulated depreciation (attach schedule) ▶			
12 Investments - mortgage loans			
13 Investments - other (attach schedule) STMT 30	228,318.	520,476.	507,317.
14 Land, buildings, and equipment basis ▶			
Less accumulated depreciation (attach schedule) ▶			
15 Other assets (describe ▶ STMT 31)	6.	6.	
16 **Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	5,613,645.	5,423,162.	5,337,357.
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)			
Net Assets or Fund Balances			
Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
24 Unrestricted			
25 Temporarily restricted			
26 Permanently restricted			
Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
27 Capital stock, trust principal, or current funds	5,613,645.	5,423,162.	
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)	5,613,645.	5,423,162.	
31 **Total liabilities and net assets/fund balances** (see instructions)	5,613,645.	5,423,162.	

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	5,613,645.
2 Enter amount from Part I, line 27a	2	-193,042.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 32	3	2,559.
4 Add lines 1, 2, and 3	4	5,423,162.
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	5,423,162.

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	2,119,598.		2,074,073.	45,525.
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(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	(l) Gains (Col. (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				45,525.
b				
c				
d				
e				

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	57,253.
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 the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	273,500.	5,215,517.	0.052440
2009	36,000.	1,071,310.	0.033604
2008	47,882.	945,586.	0.050637
2007	36,000.	786,959.	0.045746
2006	13,140.	262,179.	0.050118

2	**Total** of line 1, column (d)	2	0.232545
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	0.046509
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	5,706,240.
5	Multiply line 4 by line 3	5	265,392.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,257.
7	Add lines 5 and 6	7	266,649.
8	Enter qualifying distributions from Part XII, line 4	8	318,743.

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)

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)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b	1	1,257.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	1,257.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	1,257.
6	Credits/Payments.		
a	2011 estimated tax payments and 2010 overpayment credited to 2011 — 6a: 838.		
b	Exempt foreign organizations - tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 1,200.		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	2,038.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	6.
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	775.
11	Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ▶ 630. **Refunded** ▶	11	145.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	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.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ▶ $ ____ (2) On foundation managers ▶ $ ____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ____			
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		X
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		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
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		X
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ OK			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
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 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ SEE STATEMENT 33 Telephone no ▶

Located at ▶ ZIP + 4 ▶

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

		Line	Yes	No
16	At any time during calendar year 2011, 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		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

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

		Line	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? ☐ 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)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
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 2011?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2011 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 2011.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		X

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

5a During the year did the foundation pay or incur any amount to			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)	☐ Yes ☒ No		
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No		
b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?		5b	
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	☐ Yes ☐ No		
If "Yes," attach the statement required by Regulations section 53.4945-5(d).			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	X
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?	☐ Yes ☒ No		
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		7b	

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

1 List all officers, directors, trustees, foundation managers and their compensation (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
SEE STATEMENT 34		43,052.	-0-	-0-

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

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

Total number of other employees paid over $50,000 ▶ NONE

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		NONE
Total number of others receiving over $50,000 for professional services ▶		NONE

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 NONE	
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 NONE	
2	
All other program-related investments See instructions 3 NONE	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	4,958,686.
b	Average of monthly cash balances	1b	834,445.
c	Fair market value of all other assets (see instructions)	1c	6.
d	**Total** (add lines 1a, b, and c)	1d	5,793,137.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	5,793,137.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	86,897.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,706,240.
6	**Minimum investment return.** Enter 5% of line 5	6	285,312.

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	285,312.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	1,257.		
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	1,257.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	284,055.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	284,055.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	284,055.

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	318,743.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	318,743.
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	1,257.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	317,486.

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.

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				284,055.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			2,530.	
b Total for prior years 20____,20____,20____		NONE		
3 Excess distributions carryover, if any, to 2011:				
a From 2006 ... NONE				
b From 2007 ... NONE				
c From 2008 ... NONE				
d From 2009 ... NONE				
e From 2010 ... NONE				
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ $ 318,743.				
a Applied to 2010, but not more than line 2a			2,530.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2011 distributable amount				284,055.
e Remaining amount distributed out of corpus	32,158.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	32,158.			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	NONE			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a	32,158.			
10 Analysis of line 9:				
a Excess from 2007 ... NONE				
b Excess from 2008 ... NONE				
c Excess from 2009 ... NONE				
d Excess from 2010 ... NONE				
e Excess from 2011 ... 32,158.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling . . . . ▶

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

	Tax year	Prior 3 years			
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
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 foundation had $5,000 or more in assets at any time during the year - see instructions.)

1 **Information Regarding Foundation Managers:**

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

N/A

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

N/A

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

Check here ▶ [X] 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 of the person to whom applications should be addressed

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 36				
Total . . . . ▶ **3a**				302,800.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	109,911.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	57,253.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue. a					
b NET OIL AND GAS				527.	
c PARTNERSHIP INCOME				-457.	
d REBATES				611.	
e ORD INC ON DISPOSI				373.	
12 Subtotal Add columns (b), (d), and (e)				168,218.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 168,218.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)
	NOT APPLICABLE

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

(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

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

Signature of officer or trustee: [signature] Date: 06/12/2012 Title: VICE PRESIDENT

BOKF, N.A., TRUSTEE

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no	

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESCO REAL ESTATE-INST FD#4725	159.	159.
AT&T INC	2,173.	2,173.
AARON RENTS INC CL B	3.	3.
AARON'S INC	3.	3.
ABBOTT LABORATORIES	526.	526.
ADTRAN INC COM	24.	24.
ADVANCE AUTO PARTS	8.	8.
AIR PRODS & CHEMS INC	82.	82.
ALCOA INC COM	92.	92.
ALLEGHENY TECHNOLOGIES INC COM	158.	158.
AMEREN CORP	187.	187.
AMERICAN AADVANTAGE INT'L EQUITY	2,416.	2,416.
AMERICAN CAMPUS COMMUNITIES REIT	36.	36.
AMERICAN EAGLE OUTFITTERS IN	33.	33.
AMERICAN EXPRESS CO	79.	79.
AMERICAN TOWER CORP CL A	167.	167.
AMPHENOL CORP NEW CL A	4.	4.
AON CORP COM	14.	14.
APACHE CORPORATION	90.	90.
APOGEE ENTERPRISES INC	10.	10.
ARCHER DANIELS MIDLAND CO	16.	16.
ARKANSAS BEST CORP DEL	4.	4.
ARM HOLDINGS PLC-SPONS ADR	19.	19.
ARTISAN MID CAP VALUE FD#1464	390.	390.
ASTORIA FINL CORP	72.	72.
AVON PRODUCTS INC	397.	397.
BAKER HUGHES INC	88.	88.
BANCO SANTANDER S A-ADR	143.	143.
BANK AMER CORP COM	50.	50.
BK OF NEW YORK MELLON CORP	138.	138.
BARD C R INC	31.	31.
BAXTER INTERNATIONAL, INC.	172.	172.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
BECKMAN INSTRUMENTS INC NEW	9.	9.
BECTON DICKINSON & CO COM	301.	301.
BEST BUY INC	54.	54.
BLACKROCK INC	58.	58.
WM BLAIR INTL GROWTH-I FD#1747	275.	275.
BOEING CO	53.	53.
BOSTON PPTYS INC	49.	49.
BRISTOL MYERS SQUIBB CO	678.	678.
CBS CORP-CL B	41.	41.
CF INDUSTRIES HOLDINGS INC	17.	17.
C.H. ROBINSON WORLDWIDE INC	42.	42.
CME GROUP INC	262.	262.
CSX CORP	67.	67.
CVS CORP	50.	50.
CALAMOS MKT NEUT INC-I FD#0629	341.	341.
CAMDEN PROPERTY TR	55.	55.
CAMECO CORP	176.	176.
CAPITAL ONE FINL CORP	13.	13.
CARBO CERAMICS INC COM	14.	14.
CARPENTER TECHNOLOGY CORP	80.	80.
CASH AMER INTL INC	13.	13.
CAVANAL HILL SH TM INC-INST FD#0047	3,140.	3,140.
CAVANAL HILL INTRMD BD CL-I FD#0045	3,177.	3,177.
CHESAPEAKE ENERGY CORP	23.	23.
CHESAPEAKE LODGING TRUST	52.	52.
CHEVRONTEXACO CORP COM	284.	284.
CISCO SYSTEMS	365.	365.
COLUMBIA MID CAP VAL-Z FD#0983	44.	44.
COLUMBIA SPORTSWEAR CO COM	41.	41.
COMCAST CORP	28.	28.
COMERICA INC	29.	29.
COMMERCIAL METALS CO COM	264.	264.
CONOCOPHILLIPS	304.	304.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
CORNING INC	160.	160.
COSTCO WHSL CORP	183.	183.
CUMMINS INC	80.	80.
CURTISS-WRIGHT CORP	40.	40.
D R HORTON INC	26.	26.
DANAHER CORP	22.	22.
DARDEN RESTAURANTS INC	78.	78.
DEERE & COMPANY	71.	71.
DEVON ENERGY CORPORATIOIN	61.	61.
DIAGEO PLC SPON ADR NEW	280.	280.
DIAMOND HILL LONG/SHORT-I FD#0011	150.	150.
DIAMOND OFFSHORE DRILLING INC	63.	63.
DICK'S SPORTING GOODS INC	30.	30.
DISCOVER FINANCIAL SERVICE	148.	148.
DODGE & COX INTL STK FD#1048	875.	875.
DODGE & COX STK FD	1,022.	1,022.
DOW CHEMICAL CO	42.	42.
DUPONT EI DE NEMOURS	143.	143.
EOG RESOURCES INC	10.	10.
EAST WEST BANCORP INC COM	3.	3.
EASTMAN CHEM CO	58.	58.
EATON CORP	141.	141.
EATON VANCE CORP COM	97.	97.
ECOLAB INC	30.	30.
EMERSON ELECTRIC CO	626.	626.
EXPEDIA INC	8.	8.
EXPEDITORS INTL WASH INC	32.	32.
EXXON MOBIL CORP COM	268.	268.
FEDERATED STRAT VAL DIV-IS FD#0662	533.	533.
FEDEX CORP COM	54.	54.
FIDELITY LEVERAGED CO STOCK FD#0122	451.	451.
FIFTH THIRD BANCORP	55.	55.
FIRST NIAGARA FINANCIAL GRP	521.	521.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FIRSTENERGY CORP	422.	422.
FLOWERS FOODS INC COM	200.	200.
FOOT LOCKER INC COM	218.	218.
FRANKLIN STREET PROPERTIES C REIT	38.	38.
FREDS INC CL A	12.	12.
FREEPORT-MCM COPPER GOLD CL B	190.	190.
GATX CORP COM	44.	44.
GENERAL ELECTRIC CO	469.	469.
GENERAL MILLS INC	190.	190.
GENUINE PARTS CO	102.	102.
GILDAN ACTIVEWEAR INC	18.	18.
GLOBAL PMTS INC COM	3.	3.
GOLDMAN SACHS GROUP, INC.	232.	232.
GOODRICH BF COMPANY	28.	28.
GRAND RIVER DAM AUTH 5% 6/13/13	500.	500.
GRANITE CONSTRUCTION INC	48.	48.
GUESS? INC COM	37.	37.
HALLIBURTON COMPANY	94.	94.
HARMAN INTL INDS INC NEW	3.	3.
HARRIS CORPORATION	57.	57.
HARSCO CORP	121.	121.
HASBRO INC	327.	327.
HEINZ HJ COMPANY	623.	623.
HELMERICH & PAYNE INC	4.	4.
HERSHEY FOODS CORP	57.	57.
HESS CORP	29.	29.
HOME DEPOT INC	72.	72.
HONEYWELL INTL INC COM	192.	192.
HUNT J B TRANS SVCS INC COM	18.	18.
HUSSMAN STRATEGIC GROWTH FD#0601	319.	319.
IMPALA PLATINUM SPON ADR	20.	20.
INTEL CORP	357.	357.
INTEGRYS ENERGY GROUP INC	98.	98.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INTERNATIONAL BUSINESS MACHINES	3,565.	3,565.
INTERNATIONAL GAME TECHNOLOGY	25.	25.
INTUIT	10.	10.
ISHARES MSCI BRIC INDX FUND	928.	928.
ISHARES MSCI EMERGING MKT IN FD	951.	951.
IVY ASSET STRATEGY-I FD#0473	1,089.	1,089.
JP MORGAN CHASE & CO	272.	272.
JAKKS PAC INC COM	39.	39.
JANUS CAPITAL GROUP INC	12.	12.
JEFFERIES GROUP INC NEW COM	28.	28.
JOHNSON & JOHNSON	579.	579.
JOHNSON CTLS INC	51.	51.
JOY GLOBAL INC	35.	35.
KEYCORP NEW FORMERLY, SOCIETY CORP	27.	27.
KIMBERLY CLARK CORP	137.	137.
KOHLS CORP	59.	59.
L-3 COMMUNICATIONS HLDGS INC	127.	127.
LAZARD EMRG MKTS-INST FD#0638	2,310.	2,310.
LILLY ELI & CO	90.	90.
LINCOLN NATIONAL CORP	57.	57.
LITHIA MOTORS INC	18.	18.
LOCKHEED MARTIN CORP	510.	510.
LOWES COMPANIES INC	340.	340.
LUFKIN INDUSTRIES INC	12.	12.
M&T BK CORP	74.	74.
MFA MTG INVTS INC COM	675.	675.
MARATHON OIL CORP COM	44.	44.
MARRIOTT INTL INC NEW CL A	21.	21.
MASCO CORP	38.	38.
MASTERCARD INC - CLASS A	35.	35.
MATTEL INC	890.	890.
MAXIM INTEGRATED PRODS INC	214.	214.
MCDONALDS CORP	511.	511.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
MEDTRONIC INC		153.	153.
MERCK & CO INC/NJ		104.	104.
MERGER	FD#0260	1,506.	1,506.
METLIFE INC COM		202.	202.
MICROSOFT CORP		49.	49.
MOLEX INC		163.	163.
MORGAN STANLEY DEAN WITTER		8.	8.
MSDW GLBL REAL EST-INST	FD#8004	482.	482.
NESTLE ADR		179.	179.
NEUBERGER BERMAN GENESIS INSTL #1229		1,119.	1,119.
NEW YORK CMNTY BANCORP INC COM		1,102.	1,102.
NEXTERA ENERGY INC		79.	79.
NIKE INC CLASS B		273.	273.
NORDSTROM INC		169.	169.
NORFOLK SOUTHERN CORP		181.	181.
NORTHERN TRUST CORP		253.	253.
NORTHROP CORP		203.	203.
NORTHWESTERN CORP		219.	219.
NUCOR CORP		99.	99.
NUTRI/SYSTEM INC		98.	98.
OCCIDENTAL PETROLEUM CORP		311.	311.
OCEANEERING INTL INC		34.	34.
ONEOK INC NEW		202.	202.
ORACLE CORPORATION		199.	199.
P G & E CORP		89.	89.
PIMCO TOTAL RETURN FUND INST#35		393.	393.
PNC BANK CORPORATION		377.	377.
PPG INDUSTRIES INC		161.	161.
PACKAGING CORP AMER COM		164.	164.
PALL CORP		27.	27.
PATTERSON-UTI ENERGY INC COM		9.	9.
PENNEY JC CO.		27.	27.
PEOPLE'S UNITED FINANCIAL INC		282.	282.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
PEPSI CO INC	983.	983.
PERKINELMER INC COM	13.	13.
PERMANENT PORTFOLIO FD#1500	450.	450.
PETMED EXPRESS INC	88.	88.
PFIZER INC	332.	332.
PHILIP MORRIS INTERNATIONAL	810.	810.
PIMCO ALL ASSET-INST FD#0034	3,020.	3,020.
PIMCO COMMOD RR STRAT-INST FD#0045	7,312.	7,312.
POLO RALPH LAUREN CORP	9.	9.
PRAXAIR INC	318.	318.
PRICE T ROWE GROUP INC COM	335.	335.
PROCTER & GAMBLE CO	220.	220.
PROGRESSIVE CORP OHIO COM	51.	51.
PRUDENTIAL FINANCIAL INC	144.	144.
QEP RESOURCES INC	3.	3.
QUALCOMM INC	698.	698.
QUEST DIAGNOSTICS INC	13.	13.
QUESTAR CORP	43.	43.
RAYMOND JAMES FINL INC	103.	103.
REDWOOD TRUST INC REIT	148.	148.
REINSURANCE GROUP OF AMERICA	22.	22.
REPUBLIC SVCS INC CL A	31.	31.
RESOURCES CONNECTION INC COM	31.	31.
REYNOLDS AMERICAN INC	32.	32.
ROBERT HALF INTL INC	63.	63.
ROCHE HLDG LTD ADR SPONSORED	270.	270.
ROCKWELL INTL CORP NEW	54.	54.
ROPER INDS INC	20.	20.
ROYCE LOW-PRCD STK-SERV FD#0266	326.	326.
SEI INVESTMENTS COMPANY COM	15.	15.
SPX CORP	30.	30.
SAFEWAY INC NEW	197.	197.
SAINT JUDE MEDICAL INC	240.	240.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
SASOL LTD-SPONSORED ADR	34.	34.
SCHLUMBERGER LTD	282.	282.
SCHWAB CHARLES CORP NEW	64.	64.
SCOTTS CO CL A	44.	44.
SIMMONS FIRST NATIONAL CORP	95.	95.
SNAP ON TOOLS CORP	44.	44.
SNYDERS-LANCE	247.	247.
SOVRAN SELF STORAGE	272.	272.
STANLEY BLACK AND DECKER INC	113.	113.
STAPLES INC	318.	318.
STARWOOD HOTELS & RESORTS	28.	28.
STRAYER EDUCATION INC	40.	40.
STRYKER CORP	119.	119.
SUN COMMUNITIES INC REIT	15.	15.
SUNOCO INC COM	41.	41.
SUPERVALU INC	255.	255.
SYSCO CORP	428.	428.
TJX COMPANYS (NEW)	48.	48.
TARGET CORP	459.	459.
TELEFLEX INC	223.	223.
TELLABS INC	8.	8.
TELUS CORP NON VTG SHRS	320.	320.
TEMPLETON GLOBAL BOND-ADV FD#0616	3,699.	3,699.
TENN VALLEY AUTH @ 6.250% DUE 12/15/2	313.	313.
TEVA PHARMACEUTICAL INDS LTD ADR	210.	210.
TEXAS INSTRUMENTS INC	98.	98.
TEXTRON INC	15.	15.
THOR INDUSTRIES INC	15.	15.
3M CO COM	124.	124.
TIME WARNER INC	67.	67.
TOTAL FINA ELF SA	397.	397.
THE TRAVELERS COMPANIES INC	119.	119.
TRUSTCO BK CORP N Y COM	349.	349.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
US BANCORP DEL NEW COM NEW	237.	237.
UNILEVER N V N Y SHARES NEW	67.	67.
UNITED TECHNOLOGIES	420.	420.
V F CORPORATION	158.	158.
VALERO REFNG & MARKETING CO	37.	37.
VALSPAR CORP	59.	59.
VANGUARD EXPLORER-ADM FD#5024	407.	407.
VANGUARD INFL-PROT SEC-ADM FD#5119	536.	536.
VANGUARD MID CAP INDX-INSTL FD#0864	215.	215.
VIACOM INC - CLASS B	49.	49.
VISA INC-CLASS A SHARES	88.	88.
VODAFONE GROUP PLC - SP ADR	280.	280.
VULCAN MATERIALS CORP	42.	42.
WASHINGTON FED INC	11.	11.
WELLS FARGO & CO NEW COM	31.	31.
THE WILLIAMS COMPANIES, INC	568.	568.
WORLD WRESTLING ENTMNT INC	76.	76.
XILINX INC	486.	486.
YUM BRANDS INC COM	220.	220.
ZIONS BANCORPORATION	4.	4.
COMMON FUND A MUNICIPAL BOND	27,176.	27,176.
ARCOS DORADOS HOLDINGS INC	6.	6.
ACCENTURE PLC-A	243.	243.
WILLIS GROUP HOLDINGS	143.	143.
ACE LTD	150.	150.
NOBLE CORP	63.	63.
TRANSOCEAN LTD	47.	47.
BOK SHORT-TERM CASH FUND I	346.	346.
CORE LABORATORIES N V ORD	44.	44.
TOTAL	109,911.	109,911.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
REBATES	611.	611.
NET OIL AND GAS INCOME	527.	527.
PARTNERSHIP INCOME	-457.	-457.
ORD INC ON DISPOSITION - MAGELLAN MIDSTR	117.	117.
ORD INC ON DISPOSITION - ONEOK PARTNERS	256.	256.
TOTALS	1,054.	1,054.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (ALLOCABLE	5,180.			5,180.
TOTALS	5,180.	NONE	NONE	5,180.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	317.	317.
FOREIGN TAXES ON QUALIFIED FOR	694.	694.
FOREIGN TAXES ON NONQUALIFIED	164.	164.
TOTALS	1,175.	1,175.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT MGMT FEES-SUBJECT T	9,053.	9,053.
TOTALS	9,053.	9,053.

HAROLD A WHITE AND EDNA L WHITE FOUNDATION 73-1582836

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

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
TVA @ 6.250% DUE 12/15/2017	5,575.	6,360.
GRAND RIVER DAM AUTH @ 5.000%	10,696.	10,644.
TOTALS	16,271.	17,004.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
AMER BEACON INT'L EQ-INST FD#0	86,079.	56,544.
ARTISAN MID CAP VALUE FD#1464	15,124.	16,869.
WM BLAIR INTL GROWTH-I FD#1747	127,973.	89,359.
DODGE & COX INTL STK FD#1048	39,183.	30,081.
FEDERATED STRAT VAL DIV-IS FD	35,000.	37,059.
LAZARD EMRG MKTS-INST FD#0638	77,447.	64,305.
MAINSTAY LG CAP GRWTH I FD#148	40,878.	39,703.
NEUB BERM GENESIS-INSTL FD#122	74,332.	83,459.
NUVEEN MID CAP GRWTH OPP-I FD	14,921.	24,467.
ROYCE LOW-PRCD STK-SERV FD#026	54,127.	48,005.
VANGUARD EXPLORER-ADM FD#5024	125,157.	124,702.
VANGUARD MID CAP INDX-INSTL FD	10,010.	15,233.
DODGE & COX STK FD		
AMERICAN GRTH FD OF AMER F2 FD		
COLUMBIA MID CAP VAL-Z FD#0983		
AIR PRODUCTS & CHEMICALS INC	11,053.	11,160.
CF INDUSTRIES HOLDINGS INC	1,668.	2,030.
DU PONT (E.I.) DE NEMOURS	3,537.	3,479.
EASTMAN CHEMICAL COMPANY	2,331.	2,344.
ECOLAB INC	7,611.	9,828.
PPG INDUSTRIES INC	8,240.	7,848.
PRAXAIR INC	11,460.	13,256.
SCOTTS MIRACLE-GRO CO-CL A	2,129.	1,868.
VALSPAR CORP	2,609.	3,196.
ALCOA INC	2,453.	1,609.
ALLEGHENY TECHNOLOGIES INC	16,189.	14,483.
CAMECO CORP	20,121.	12,617.
CARPENTER TECHNOLOGY	5,369.	6,589.
COMMERCIAL METALS CO	4,166.	4,038.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
DOW CHEMICAL		
IMPALA PLATINUM SPON ADR		
NUCOR CORP		
PACKAGING CORP OF AMERICA	4,283.	4,467.
VULCAN MATERIALS CO		
AEROVIROMENT INC	1,441.	2,015.
CURTISS-WRIGHT CORP	4,505.	4,982.
GOODRICH CORP	2,451.	3,958.
HONEYWELL INTERNATIONAL INC	15,311.	16,903.
L-3 COMMUNICATIONS HOLDINGS	3,192.	3,001.
LOCKHEED MARTIN CORP	16,952.	17,070.
NORTHROP GRUMMAN CORP	4,778.	5,088.
UNITED TECHNOLOGIES CORP	19,650.	18,492.
BOEING CO		
EMERSON ELECTRIC CO	29,180.	24,600.
GENERAL ELECTRIC CO	32,207.	26,095.
GRAFTECH INTERNATIONAL LTD	2,342.	1,925.
MOLEX INC	2,243.	2,458.
ROCKWELL AUTOMATION INC	2,457.	2,935.
TELEFLEX INC	9,404.	10,052.
TEXTRON INC	3,953.	3,402.
3M CO	6,865.	6,130.
UNIVERSAL DISPLAY CORP	541.	587.
WESCO INTERNATIONAL INC		
MASCO CORP	1,413.	1,341.
TYCO INTERNATIONAL LTD	3,939.	3,924.
BABCOCK & WILCOX	3,220.	3,066.
CUMMINS INC	5,441.	5,281.
DANAHER CORP	14,705.	15,570.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
DEERE & CO	5,840.	5,647.
EATON CORP	11,028.	9,577.
HARSCO CORP	1,763.	1,399.
JOY GLOBAL INC	3,498.	3,749.
NAVISTAR INTERNATIONAL	5,050.	3,750.
STANLEY BLACK AND DECKER INC	7,407.	7,504.
TEREX CORP	4,195.	2,148.
PALL CORP		
SPX CORP		
COINSTAR INC	6,838.	6,983.
GENUINE PARTS CO	4,706.	5,447.
MCDERMOTT INTL INC	2,538.	1,807.
RESOURCES CONNECTION INC	2,806.	1,832.
ROBERT HALF INTL INC	3,274.	3,444.
SHAW GROUP INC	5,216.	4,304.
URS CORP	1,983.	1,756.
JACOBS ENGINEERING GROUP INC		
REPUBLIC SERVICES INC		
STRAYER EDUCATION INC		
ALASKA AIR GROUP INC	2,785.	4,430.
EXPEDITORS INTL WASH INC	3,159.	2,621.
FEDEX CORP	12,695.	11,775.
GRANITE CONSTRUCTION INC		
C.H. ROBINSON WORLDWIDE INC	2,778.	2,652.
CSX CORP	2,964.	3,159.
GATX CORP	1,541.	2,183.
HUNT (JB) TRANSPRT SVCS INC	5,400.	6,400.
NORFOLK SOUTHERN CORP	7,329.	8,525.
ARKANSAS BEST CORP		

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
ADTRAN INC	2,161.	2,021.
AMERICAN TOWER CORP-CL A	23,704.	28,625.
ARUBA NETWORKS INC	1,863.	1,704.
CROWN CASTLE INTL CORP	11,300.	12,186.
NII HOLDINGS INC	5,749.	3,110.
VODAFONE GROUP PLC - SP ADR	4,163.	4,429.
AT&T INC	7,330.	7,802.
SPRINT NEXTEL CORP	13,832.	7,273.
TELUS CORP -NON VTG SHS	6,378.	7,872.
ORIENT EXPRESS HOTELS LTD -A	4,087.	2,607.
THE WALT DISNEY CO	2,128.	2,400.
HASBRO INC	23,228.	18,401.
INTL GAME TECHNOLOGY	1,490.	1,789.
MARRIOTT INTERNATIONAL-CL A	10,327.	10,997.
MATTEL INC	18,434.	22,180.
STARWOOD HOTELS & RESORTS	3,098.	2,686.
WORLD WRESTLING ENTMNT INC		
ARCOS DORADOS HOLDINGS INC	2,400.	2,115.
DARDEN RESTAURANTS INC	2,302.	2,370.
JACK IN THE BOX INC		
MCDONALD'S CORP	13,122.	17,056.
YUM! BRANDS INC	16,008.	19,296.
ADVANCE AUTO PARTS	7,679.	9,330.
BORGWARNER INC	5,093.	5,673.
CARMAX INC	2,773.	2,835.
FORD MOTOR CO	10,477.	7,930.
HONDA MOTOR CO LTD-SPONS ADR	4,594.	4,430.
JOHNSON CONTROLS INC	6,394.	4,939.
O'REILLY AUTOMOTIVE INC	15,886.	21,986.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
THOR INDUSTRIES INC	2,983.	2,825.
CBS CORP-CL B		
COMCAST CORP-SPECIAL CL A	5,719.	5,961.
DREAMWORKS ANIMATION SKG-A	5,262.	2,755.
VIACOM INC - CLASS B	6,362.	6,312.
TIME WARNER INC		
AMAZON.COM INC	6,137.	6,059.
AMERICAN EAGLE OUTFITTERS		
BARNES & NOBLE INC	17,041.	15,320.
BEST BUY CO INC		
DICK'S SPORTING GOODS INC	2,033.	2,176.
DOLLAR TREE INC	5,278.	8,727.
EBAY INC	11,321.	12,981.
FOOT LOCKER INC	2,667.	3,981.
FRED'S INC		
GAMESTOP CORP-CL A		
HOME DEPOT INC		
KOHLS CORP		
LITHIA MOTORS INC	3,552.	5,203.
LOWE'S COS INC	12,479.	14,797.
NORDSTROM INC	5,776.	6,910.
J.C. PENNY CO INC		
PVH CORP	6,340.	6,556.
STAPLES INC	6,720.	5,987.
TJX COMPANIES INC	2,940.	4,260.
TARGET CORP	27,252.	27,147.
CAPELLA EDUCATION CO		
AEROPOSTALE INC	4,115.	2,288.
COLUMBIA SPORTSWEAR CO	4,440.	3,864.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
FOSSIL INC	2,586.	2,540.
GILDAN ACTIVEWEAR INC	2,683.	1,823.
GUESS INC	3,686.	2,743.
NIKE INC -CL B	23,234.	27,562.
POLO RALPH LAUREN CORP		
RUE21 INC	1,754.	1,361.
URBAN OUTFITTERS INC	8,188.	8,764.
VF CORP	1,982.	2,921.
WARNACO GROUP INC/THE	3,357.	2,952.
APOGEE ENTERPRISES INC		
DR HORTON INC	2,011.	2,320.
HARMAN INTERNATIONAL		
PULTE GROUP INC	2,325.	1,805.
SNAP-ON INC	1,929.	1,924.
AARON'S INC		
JAKKS PACIFIC INC	3,661.	2,695.
AVON PRODUCTS INC	11,002.	6,272.
NUTRI/SYSTEM INC		
KIMBERLY-CLARK CORP		
PROCTER & GAMBLE CO	5,812.	6,137.
ARCHER-DANIELS-MIDLAND CO		
CONAGRA FOODS INC		
DIAGEO PLC-SPONSORED ADR	4,838.	5,770.
FLOWER FOODS INC	5,817.	6,510.
GREEN MOUNTAIN COFFEE ROASTE	1,985.	2,781.
GENERAL MILLS INC	7,958.	8,607.
HJ HEINZ CO	16,236.	17,833.
HERSHEY CO/THE		
NESTLE SA-SPONS ADR FOR REG	4,779.	4,966.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
PEPSICO INC	38,586.	38,417.
SNYDERS-LANCE	11,873.	13,095.
RALCORP HOLDINGS INC		
UNILEVER N V -NY SHARES		
CVS CAREMARK CORP		
COSTCO WHOLESALE CORP	11,007.	14,748.
SAFEWAY INC	8,449.	8,079.
SUPERVALU INC	8,138.	5,903.
SYSCO CORP		
ALTRIA GROUP INC	3,480.	3,884.
PHILIP MORRIS INTERNATIONAL	20,156.	25,428.
SASOL LTD-SPONSORED ADR		
SUNOCO INC		
VALERO ENERGY CORP	2,678.	2,842.
APACHE CORP	16,474.	13,678.
BRIGHAM EXPLORATION CO		
CHESAPEAKE ENERGY CORP	1,589.	1,605.
DEVON ENERGY CORPORATION	10,393.	7,564.
EOG RESOURCES INC	5,288.	6,009.
FOREST OIL CORP	3,882.	3,195.
LONE PINE RESOURCES	1,483.	694.
NEWFIELD EXPLORATION CO	4,177.	2,717.
PLAINS EXPLORATION & PRODUCT		
QEP RESOURCES INC		
SOUTHWESTERN ENERGY CO	5,513.	5,047.
ULTRA PETROLEUM CORP	4,142.	2,933.
WHITING PETROLEUM CORP	2,676.	2,148.
NOBLE CORP		
CHEVRON CORP	12,030.	12,768.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
CONOCOPHILLIPS	5,517.	6,558.
EXXON MOBIL CORP	13,399.	13,985.
HESS CORP		
MARATHON OIL CORP		
OCCIDENTAL PETROLEUM CORP	17,765.	18,927.
TOTAL SA-SPON ADR	7,930.	7,462.
NABORS INDUSTRIES LTD	5,174.	3,763.
WEATHERFORD INTL LTD	5,525.	3,631.
TRANSOCEAN LTD		
CORE LABORATORIES N.V.	3,773.	5,014.
BAKER HUGHES INC	9,769.	10,360.
CAMERON INTERNATIONAL CORP	5,880.	6,100.
CARBO CERAMICS INC	2,122.	2,343.
FMC TECHNOLOGIES INC	3,100.	3,761.
HALLIBURTON CO	9,128.	9,214.
HELIX ENERGY SOLUTIONS GROUP	1,165.	1,517.
HELMERICH & PAYNE		
KEY ENERGY SERVICES INC	2,851.	2,831.
LUFKIN INDUSTRIES INC	3,417.	3,500.
OCEANEERING INTL INC	2,239.	3,500.
PATTERSON-UTI ENERGY INC		
SCHLUMBERGER LTD	22,116.	18,444.
ASTORIA FINANCIAL CORP	2,145.	1,324.
BANCO SANTANDER S A-ADR		
BANK OF AMERICA CORP	5,820.	2,624.
BK OF NEW YORK MELLON CORP	11,637.	8,581.
EAST WEST BANCORP INC		
COMERICA INC	8,936.	9,701.
FIFTH THIRD BANCORP	6,937.	8,802.

HAROLD A WHITE AND EDNA L WHITE FOUNDATION 73-1582836

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
FIRST NIAGARA FINANCIAL GRP	11,876.	8,285.
KEYCORP	2,676.	2,476.
M & T BANK CORP		
MITSUBISHI UFJ FINL GRP-ADR		
NEW YORK COMMUNITY BANCORP	20,905.	15,611.
NORTHERN TRUST CORP	9,162.	7,337.
PNC FINANCIAL SERVICES GROUP	21,587.	22,895.
PEOPLE'S UNITED FINANCIAL INC	2,999.	2,917.
SIMMONS FIRST NATIONAL CORP	3,599.	3,399.
TRUSTCO BANK CORP NY	8,369.	8,277.
US BANCORP	13,560.	16,014.
WASHINGTON FEDERAL INC		
ZIONS BANCORPORATION		
AMERICAN EXPRESS CO	9,955.	10,236.
BLACKROCK INC	3,999.	3,743.
CBRE GROUP INC	11,605.	9,649.
CME GROUP INC	13,645.	11,940.
CAPITAL ONE FINANCIAL CORP	6,131.	5,329.
CASH AMERICA INTL INC	2,239.	2,984.
DISCOVER FINANCIAL SERVICE	8,727.	12,192.
EATON VANCE CORP	5,955.	4,586.
GOLDMAN SACHS GROUP INC	14,568.	8,410.
GREEN DOT CORP	3,645.	2,248.
HERCULES TECHNOLOGY GROWTH	2,775.	2,804.
INTERCONTINENTALEXCHANGE INC	3,041.	3,134.
JPMORGAN CHASE & CO	18,031.	12,835.
JEFFERIES GROUP INC (NEW)	2,450.	1,485.
MASTERCARD INC - CLASS A	9,202.	14,540.
MORGAN STANLEY		

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
OCWEN FINANCIAL CORP	3,465.	5,459.
T ROWE PRICE GROUP INC	14,021.	15,149.
RAYMOND JAMES FINANCIAL INC	5,961.	6,502.
SEI INVESTMENTS COMPANY		
SCHWAB (CHARLES) CORP		
VISA INC-CLASS A SHARES	8,647.	11,473.
WILLIS GROUP HOLDINGS	2,987.	3,686.
ACE LTD	8,453.	9,536.
BERKSHIRE HATHAWAY INC-CL B	6,973.	7,554.
LINCOLN NATIONAL CORP	1,965.	1,631.
METLIFE INC	12,536.	8,512.
PROGRESSIVE CORP	2,625.	2,497.
PRUDENTIAL FINANCIAL INC	6,259.	4,962.
REINSURANCE GROUP OF AMERICA	1,745.	1,881.
THE TRAVELERS COMPANIES INC	7,539.	7,574.
AMERICA'S CAR-MART INC	1,583.	2,468.
CB RICHARD ELLIS GROUP INC-A		
JANUS CAPITAL GROUP INC		
AMERICAN CAMPUS COMMUNITIES RE		
BOSTON PROPERTIES INC REIT	2,123.	2,390.
CAMDEN PROPERTY TRUST REIT		
CAMPUS CREST COMMUNITIES INC	5,044.	5,302.
CHESAPEAKE LODGING TRUST	4,421.	5,504.
FRANKLIN STREET PROPERTIES C R	4,576.	3,960.
MFA FINANCIAL INC COM	7,644.	7,318.
REDWOOD TRUST INC REIT	9,293.	6,403.
SOVRAN SELF STORAGE INC REIT	7,355.	8,235.
SUN COMMUNITIES INC REIT	3,386.	3,616.
BARD (C.R.) INC	9,337.	9,149.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
BAXTER INTERNATIONAL INC		
BECTON DICKINSON & CO	15,052.	14,570.
BECKMAN COULTER INC		
CHARLES RIVER LABORATORIES	3,531.	2,924.
HAEMONETICS CORP/MASS		
HOLOGIC INC	3,729.	4,027.
INTUITIVE SURGICAL INC	2,336.	4,167.
MEDTRONIC INC	8,240.	8,262.
MASIMO CORPORATION		
ST JUDE MEDICAL INC	12,452.	11,148.
STRYKER CORP	10,824.	10,191.
THERMO FISHER SCIENTIFIC INC	20,975.	18,887.
THORATEC CORP	4,783.	5,068.
VOLCANO CORP	1,924.	1,856.
WATERS CORP	3,161.	3,258.
CEPHALON INC		
GENZYME CORP		
GILEAD SCIENCES INC		
HUMAN GENOME SCIENCES INC	4,982.	2,017.
LIFE TECHNOLOGIES CORP	3,540.	2,918.
VERTEX PHARMACEUTICALS INC	2,286.	2,026.
ABBOTT LABORATORIES	14,665.	15,801.
BRISTOL-MYERS SQUIBB CO	17,769.	23,470.
DENDREON CORP	3,894.	1,353.
HOSPIRA INC		
IRONWOOD PHARMACEUTICALS INC	687.	742.
JOHNSON & JOHNSON	14,804.	16,002.
ELI LILLY & CO		
MERCK& CO INC/NJ	5,648.	6,183.

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FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
MYLAN INC	2,664.	3,004.
PFIZER INC	10,816.	11,967.
ROCHE HOLDINGS LTD-SPONS ADR	5,707.	6,512.
TEVA PHARMACEUTICAL-SP ADR	16,502.	13,561.
ALERE INC	4,037.	5,286.
ATHENAHEALTH	1,523.	2,309.
CAREFUSION CORP	4,205.	3,659.
COVANCE INC	1,915.	1,829.
EXPRESS SCRIPTS INC	15,660.	13,496.
PETMED EXPRESS INC	4,158.	3,633.
ACCENTURE PLC-A	9,177.	9,475.
FLEXTRONICS INTL LTD	1,687.	1,551.
AMPHENOL CORP-CL A	3,614.	3,268.
ANIXTER INTERNATIONAL INC	2,919.	2,624.
APPLE INC COM	49,838.	64,395.
APPLIED MATERIALS INC		
ARM HOLDINGS PLC-SPONS ADR	2,426.	3,625.
BROADCOM CORP-CL A		
CAVIUM INC	2,397.	2,388.
CISCO SYSTEMS INC	48,208.	42,398.
CORNING INC	15,798.	11,435.
EMC CORP MASS		
HARRIS CORP		
HEWLETT-PACKARD CO		
INTEL CORP	7,266.	8,827.
INTL BUSINESS MACHINES CORP	4,145.	7,907.
INTL RECTIFIER CORP	1,788.	1,592.
MAXIM INTEGRATED PRODUCTS	4,705.	6,432.
MICROCHIP TECHNOLOGY INC	11,675.	13,919.

HAROLD A WHITE AND EDNA L WHITE FOUNDATION 73-1582836

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
NETAPP INC	50,825.	37,612.
ON SEMICONDUCTOR CORPORATION	12,711.	9,835.
PERKINELMER INC	2,459.	1,880.
QUALCOMM INC	35,754.	44,088.
ROPER INDUSTRIES INC	3,088.	3,996.
TELLABS INC		
TEXAS INSTRUMENTS INC	9,747.	10,742.
XILINX INC	17,525.	20,134.
SINA CORP	1,327.	884.
AKAMAI TECHNOLOGIES		
ALLIANCE DATA SYSTEMS CORP		
ANSYS INC		
AUTODESK INC	1,522.	1,395.
BAIDU INC SPONS ADR REPSTG ORD	2,204.	2,562.
CHINA REAL ESTATE INFORMATION		
CTRIP.COM INTERNATIONAL-ADR	3,510.	1,732.
E-COMMERCE C-ADR		
EQUINIX INC	8,085.	10,546.
EXPEDIA INC	1,912.	958.
F5 NETWORKS INC	2,859.	2,971.
GLOBAL PAYMENTS INC	1,617.	1,990.
GOOGLE INC-CL A	44,481.	47,797.
IHS INC - CLASS A	2,838.	3,102.
INTUIT INC	3,130.	3,576.
LINKEDIN CORP A	1,199.	1,134.
MSCI INC-A		
MICROSOFT CORP		
ORACLE CORP	32,695.	29,164.
QLIK TECHNOLOGIES	2,748.	2,783.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SALESFORCE.COM INC	3,473.	3,348.
SMART TECHNOLOGIES INC		
SUCCESSFACTORS INC	1,831.	2,592.
SYNOPSYS INC	2,149.	2,339.
TRIPADVISOR INC		832.
VMWARE INC- CL A	2,154.	2,413.
YOUKU IN-ADR	3,047.	1,567.
ASML HOLDING NV	3,195.	3,970.
MAGELLAN MIDSTREAM PARTNERS LP	2,803.	3,651.
ONEOK PARTNERS LP	2,836.	4,157.
QUESTAR CORP		
WILLIAMS COS INC	17,104.	23,807.
AMEREN CORPORATION	3,486.	3,976.
FIRSTENERGY CORP		
INTEGRYS ENERGY GROUP INC	1,916.	1,950.
NEXTERA ENERGY INC		
NORTHWESTERN CORP	4,499.	5,440.
ONEOK INC	3,510.	7,369.
ISHARES MSCI BRIC INDX FUND	50,410.	36,270.
ISHARES MSCI EMERGING MKT IN F	46,780.	37,940.
TOTALS	3,031,212.	2,942,249.

HAROLD A WHITE AND EDNA L WHITE FOUNDATION 73-1582836

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
COMMON FUND A MUNICIPAL BOND	727,396.	757,494.
CAVANAL HILL SH TM INC-INST FD	136,619.	128,000.
CAVANAL HILL INTRMD BD CL-I FD	88,402.	82,729.
TEMPLETON GLOBAL BD-ADV FD#061	67,963.	68,050.
PIMCO TOTAL RETURN-INST FD#003	25,000.	24,795.
VANGUARD INFL-PROT SEC-ADM FD	25,031.	24,933.
TOTALS	1,070,411.	1,086,001.

HAROLD A WHITE AND EDNA L WHITE FOUNDATION 73-1582836

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
CALAMOS MKT NEUT INC-I FD#0629	C	26,060.	26,342.
DIAMOND HILL LONG/SHORT-I FD#0	C	79,575.	82,256.
CALDWELL & ORKIN MKT OPP FD#00	C		
FIDELITY LEVERAGED CO STOCK FD	C	35,898.	38,897.
HUSSMAN STRATEGIC GROWTH FD#06	C	66,189.	64,105.
IVY ASSET STRATEGY-I FD#0473	C	78,574.	73,542.
MERGER FD#0260	C	53,178.	53,164.
PERMANENT PORTFOLIO FD#1500	C	49,116.	49,722.
PIMCO ALL ASSET-INST FD#0034	C	64,624.	62,945.
PIMCO COMMOD RR STRAT-INST FD	C	41,012.	31,256.
INVESCO REAL ESTATE-INST FD#47	C		
MSDW GLBL REAL EST-INST FD#800	C	26,250.	25,088.
TOTALS		520,476.	507,317.

HAROLD A WHITE AND EDNA L WHITE FOUNDATION 73-1582836

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION		ENDING BOOK VALUE
DOCUMENTS		6.
	TOTALS	6.

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION		AMOUNT
ROUNDING		2,559.
	TOTAL	2,559.

FORM 990PF, PART VII-A, LINE 14 - BOOKS ARE IN THE CARE OF
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NAME: BOKF, N.A.
dba BANK OF OKLAHOMA
ADDRESS: P.O. BOX 1620
TULSA, OK 74101-1620

TELEPHONE NUMBER: (918)619-1527

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

OFFICER NAME:
BOKF, N.A.
ADDRESS:
P.O. BOX 1620
TULSA, OK 74101-1620
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 10
COMPENSATION .... 43,052.
COMPENSATION EXPLANATION:
TRUSTEE FEES

TOTAL COMPENSATION: 43,052.

RECIPIENT NAME:
GILCREASE MUSEUM
ADDRESS:
1400 N. GILCREASE MUSEUM ROAD
TULSA, OK 74127
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ANNUAL FUND
FOUNDATION STATUS OF RECIPIENT:
501(C)(3)
AMOUNT OF GRANT PAID .... 33,700.

RECIPIENT NAME:
LITTLE LIGHT HOUSE
ADDRESS:
ATTN: EXECUTIVE DIRECTOR
TULSA, OK 74135
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ANNUAL FUND
FOUNDATION STATUS OF RECIPIENT:
501(C)(3)
AMOUNT OF GRANT PAID .... 33,700.

RECIPIENT NAME:
FIRST PRESBYTERIAN CHURCH - TULSA
ADDRESS:
709 S. BOSTON AVE.
TULSA, OK 74119
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ANNUAL OPERATING FUND
FOUNDATION STATUS OF RECIPIENT:
501(C)(3)
AMOUNT OF GRANT PAID .... 168,100.

RECIPIENT NAME:
SALVATION ARMY
ADDRESS:
PO BOX 397
TULSA, OK 74101-0397
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ANNUAL FUND
FOUNDATION STATUS OF RECIPIENT:
501(C)(3)
AMOUNT OF GRANT PAID .... 33,700.

RECIPIENT NAME:
TULSA PARK & RECREATION
ADDRESS:
175 E. 2ND STREET
TULSA, OK 74103
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ANNUAL FUND
FOUNDATION STATUS OF RECIPIENT:
501(C)(3)
AMOUNT OF GRANT PAID .... 16,800.

RECIPIENT NAME:
TULSA ZOO FRIENDS
ADDRESS:
ATTN: EXECUTIVE DIRECTOR
TULSA, OK 74115
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ANNUAL FUND
FOUNDATION STATUS OF RECIPIENT:
501(C)(3)
AMOUNT OF GRANT PAID .... 16,800.

TOTAL GRANTS PAID: 302,800.