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

2012

Open to Public Inspection

For calendar year 2012 or tax year beginning , 2012, 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- 619-1527

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: [X] 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)* ▶ $ 5,797,798.

J Accounting method: [X] 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	106,140.	106,140.		STMT 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	-31,332.			
	b	Gross sales price for all assets on line 6a 2,204,383.				
	7	Capital gain net income (from Part IV, line 2)				
	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)	2,061.	2,061.		STMT 9
	12	**Total.** Add lines 1 through 11	76,869.	108,201.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.	44,298.	33,223.		11,074.
	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 10	4,250.	NONE	NONE	4,250.
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions) STMT 11	1,866.	1,236.		630.
	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 12	8,243.	8,243.		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	58,657.	42,702.	NONE	15,954.
	25	Contributions, gifts, grants paid	20,000.			20,000.
	26	**Total expenses and disbursements** Add lines 24 and 25	78,657.	42,702.	NONE	35,954.
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	-1,788.			
	b	**Net investment income** (if negative, enter -0-)		65,499.		
	c	**Adjusted net income** (if negative, enter -0-)				

ENVELOPE POSTMARK DATE MAY 15 2013

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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	(c) Fair Market Value
Assets 1	Cash - non-interest-bearing	784,786.	304,981.	304,981.
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 13	16,271.	16,271.	16,496.
b	Investments - corporate stock (attach schedule) STMT 14	3,031,212.	2,300,047.	2,587,389.
c	Investments - corporate bonds (attach schedule) STMT 27	1,070,411.	1,392,538.	1,426,084.
11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments - mortgage loans			
13	Investments - other (attach schedule) STMT 28	520,476.	1,408,148.	1,462,842.
14	Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶ DOCUMENTS)	6.	6.	6.
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	5,423,162.	5,421,991.	5,797,798.
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)		NONE	
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	5,423,162.	5,421,991.	
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)	5,423,162.	5,421,991.	
31	Total liabilities and net assets/fund balances (see instructions)	5,423,162.	5,421,991.	

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	5,423,162.
2	Enter amount from Part I, line 27a	2	-1,788.
3	Other increases not included in line 2 (itemize) ▶ ROUNDING	3	617.
4	Add lines 1, 2, and 3	4	5,421,991.
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	5,421,991.

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	OTHER GAINS AND LOSSES			
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	2,204,069.		2,235,715.	-31,646.
b	287.			287.
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				-31,646.
b				287.
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** -31,332.

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))
2011	317,486.	5,706,240.	0.055638
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

2	**Total** of line 1, column (d)	2	0.238065
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	0.047613
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	5,587,720.
5	Multiply line 4 by line 3	5	266,048.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	655.
7	Add lines 5 and 6	7	266,703.
8	Enter qualifying distributions from Part XII, line 4	8	35,954.

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 ▶ ☐ and enter 1% of Part I, line 27b	1	1,310.
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	1,310.
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	1,310.
6	Credits/Payments:		
a	2012 estimated tax payments and 2011 overpayment credited to 2012 — 6a: 1,260.		
b	Exempt foreign organizations - tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: NONE		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments. Add lines 6a through 6d	7	1,260.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	2.
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	52.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ▶ **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the 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 2012 or the taxable year beginning in 2012 (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 29 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 2012, 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 2012?	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 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ 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 2012 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 2012.)*	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 2012?	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 [X] 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 [X] No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	[ ] Yes [X] 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 [X] 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 [X] 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 [X] 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 [X] 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
BOKF, N.A. P.O. BOX 1620, TULSA, OK 74101-1620	TRUSTEE 10	44,298.	-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	5,007,920.
b	Average of monthly cash balances	1b	664,886.
c	Fair market value of all other assets (see instructions)	1c	6.
d	**Total** (add lines 1a, b, and c)	1d	5,672,812.
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	5,672,812.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	85,092.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,587,720.
6	**Minimum investment return.** Enter 5% of line 5	6	279,386.

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	279,386.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	1,310.		
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	1,310.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	278,076.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	278,076.
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	278,076.

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	35,954.
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	35,954.
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	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	35,954.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

		(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7					278,076.
2 Undistributed income, if any, as of the end of 2012					
a Enter amount for 2011 only				NONE	
b Total for prior years 20 10 ,20 ___ ,20 ___			NONE		
3 Excess distributions carryover, if any, to 2012:					
a From 2007	NONE				
b From 2008	NONE				
c From 2009	NONE				
d From 2010	NONE				
e From 2011	32,158.				
f Total of lines 3a through e		32,158.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ $ 35,954.					
a Applied to 2011, but not more than line 2a				NONE	
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 2012 distributable amount					35,954.
e Remaining amount distributed out of corpus		NONE			
5 Excess distributions carryover applied to 2012 (*If an amount appears in column (d), the same amount must be shown in column (a).*)		32,158.			32,158.
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5		NONE			
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 2011. Subtract line 4a from line 2a. Taxable amount - see instructions				NONE	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013					209,964.
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 2007 not applied on line 5 or line 7 (see instructions)		NONE			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a		NONE			
10 Analysis of line 9:					
a Excess from 2008	NONE				
b Excess from 2009	NONE				
c Excess from 2010	NONE				
d Excess from 2011	NONE				
e Excess from 2012	NONE				

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 2012, 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) 2012	(b) 2011	(c) 2010	(d) 2009	(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 or e-mail 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*				
GILCREASE MUSEUM 1400 N. GILCREASE MUSEUM ROAD TULSA OK 74127	NONE	501(C)(3)	ANNUAL FUND	20,000.
Total . . . . ▶ **3a**				20,000.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income (See instructions.)
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	106,140.	
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	-31,332.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b NET OIL & GAS INC			14	85.	
c FEDERAL INC TAX RF			14	145.	
d NET PARTNERSHIP			14	1,831.	
e					
12 Subtotal. Add columns (b), (d), and (e)				76,869.	

13 Total. Add line 12, columns (b), (d), and (e) . . . . . 13 76,869.

(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

Stacy Sponsler | 05/14/2013 | VICE PRESIDENT

Signature of officer or trustee | Date | Title

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
AT&T INC	314.	314.
ABBOTT LABORATORIES	794.	794.
ADVANCE AUTO PARTS	43.	43.
AIR PRODS & CHEMS INC	257.	257.
ALLEGHENY TECHNOLOGIES INC COM	122.	122.
ALTRIA GROUP INC	107.	107.
AMEREN CORP	207.	207.
AMERICAN EXPRESS CO	192.	192.
AMERICAN TOWER CORP COM REIT	427.	427.
AMETEK INC NEW	3.	3.
AMPHENOL CORP NEW CL A	1.	1.
ANIXTER INTL INC COM	279.	279.
APACHE CORPORATION	62.	62.
APPLE COMPUTER INC	708.	708.
ARM HOLDINGS PLC-SPONS ADR	21.	21.
ARTISAN MID CAP VALUE-INV FD#1464	226.	226.
ASTORIA FINL CORP	38.	38.
AVON PRODUCTS INC	191.	191.
BAKER HUGHES INC	95.	95.
BK OF NEW YORK MELLON CORP	213.	213.
BARD C R INC	80.	80.
BECTON DICKINSON & CO COM	220.	220.
BEST BUY INC	102.	102.
BLACKROCK INC	168.	168.
WM BLAIR INTL GROWTH-I FD#1747	949.	949.
BOSTON PPTYS INC	58.	58.
BRISTOL MYERS SQUIBB CO	926.	926.
CF INDUSTRIES HOLDINGS INC	6.	6.
C.H. ROBINSON WORLDWIDE INC	38.	38.
CME GROUP INC	824.	824.
CSX CORP	83.	83.
CVS CORP	118.	118.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
CALAMOS MKT NEUT INC-I FD#0629	280.	280.
CAMECO CORP	68.	68.
CAMPUS CREST COMMUNITIES INC	12.	12.
CAPITAL ONE FINL CORP	29.	29.
CARBO CERAMICS INC COM	5.	5.
CARPENTER TECHNOLOGY CORP	26.	26.
CATO CORP CL A	482.	482.
CAVANAL HILL SH TM INC-INST FD#0047	3,320.	3,320.
CAVANAL HILL INTRMD BD CL-I FD#0045	2,593.	2,593.
CHESAPEAKE ENERGY CORP	34.	34.
CHESAPEAKE LODGING TRUST	212.	212.
CHEVRONTEXACO CORP COM	302.	302.
CHURCH & DWIGHT INC COM	39.	39.
CISCO SYSTEMS	890.	890.
CLIFFS NATURAL RESOURCES	50.	50.
COACH INC COM	207.	207.
COCA-COLA ENTERPRISES INC	22.	22.
COMCAST CORP	152.	152.
COMERICA INC	231.	231.
COMMERCIAL METALS CO COM	35.	35.
CONOCOPHILLIPS	254.	254.
CORNING INC	66.	66.
COSTCO WHSL CORP	1,428.	1,428.
CUMMINS INC	94.	94.
D R HORTON INC	55.	55.
DSW INC-CLASS A	64.	64.
DANAHER CORP	39.	39.
DARDEN RESTAURANTS INC	95.	95.
DEERE & COMPANY	95.	95.
DEVON ENERGY CORPORATIOIN	178.	178.
DIAGEO PLC SPON ADR NEW	183.	183.
DIAMOND HILL LONG/SHORT-I FD#0011	142.	142.
DICK'S SPORTING GOODS INC	212.	212.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DISNEY, WALT COMPANY	160.	160.
DISCOVER FINANCIAL SERVICE	132.	132.
DODGE & COX INTL STK FD#1048	717.	717.
DUPONT EI DE NEMOURS	119.	119.
DUKE ENERGY CORP	38.	38.
EOG RESOURCES INC	10.	10.
EASTMAN CHEM CO	80.	80.
EATON CORP	325.	325.
EATON VANCE CORP COM	135.	135.
ECOLAB INC	163.	163.
EMERSON ELECTRIC CO	394.	394.
ERICSSON ADS	191.	191.
DELHAIZE GROUP - SPONS ADR	201.	201.
EXPEDITORS INTL WASH INC	41.	41.
EXXON MOBIL CORP COM	329.	329.
FASTENAL CO	89.	89.
FEDERATED STRAT VAL DIV-IS FD#0662	1,627.	1,627.
FEDEX CORP COM	72.	72.
FIDELITY LEVERAGED CO STOCK FD#0122	56.	56.
FIFTH THIRD BANCORP	223.	223.
FIRST NIAGARA FINANCIAL GRP	166.	166.
FIRSTENERGY CORP	40.	40.
FOOT LOCKER INC COM	50.	50.
FORD MTR CO DEL COM PAR $0.01	109.	109.
FRANKLIN STREET PROPERTIES C REIT	138.	138.
GATX CORP COM	74.	74.
GENERAL ELECTRIC CO	938.	938.
GENERAL MILLS INC	318.	318.
GENTEX CORP	36.	36.
GENUINE PARTS CO	134.	134.
GILDAN ACTIVEWEAR INC	32.	32.
GLOBAL PMTS INC COM	3.	3.
GOLDCORP INC	51.	51.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
GOLDMAN SACHS GROUP, INC.	191.	191.
GOLDMAN SACHS HI YLD-INST FD#0527	1,198.	1,198.
GOODRICH BF COMPANY	28.	28.
GRAND RIVER DAM AUTH 5% 6/13/13	500.	500.
GUESS? INC COM	18.	18.
HALLIBURTON COMPANY	93.	93.
HARMAN INTL INDS INC NEW	33.	33.
HARSCO CORP	55.	55.
HASBRO INC	665.	665.
HEINZ HJ COMPANY	810.	810.
HESS CORP	41.	41.
HEWLETT PACKARD COMPANY	72.	72.
HILLENBRAND INC	9.	9.
HONDA MTR LTD	129.	129.
HONEYWELL INTL INC COM	629.	629.
HUMANA INC	26.	26.
HUNT J B TRANS SVCS INC COM	33.	33.
HUSSMAN STRATEGIC GROWTH FD#0601	458.	458.
IPG PHOTONICS CORP	19.	19.
INTEL CORP	302.	302.
INTEGRYS ENERGY GROUP INC	94.	94.
INTERNATIONAL BUSINESS MACHINES	127.	127.
INTERNATIONAL GAME TECHNOLOGY	46.	46.
INTUIT	68.	68.
ISHARES MSCI BRIC INDX FUND	747.	747.
ISHARES MSCI EMERGING MKT IN FD	568.	568.
IVY ASSET STRATEGY-I FD#0473	611.	611.
JP MORGAN CHASE & CO	856.	856.
JAKKS PAC INC COM	19.	19.
JEFFERIES GROUP INC NEW COM	40.	40.
JOHNSON & JOHNSON	535.	535.
JOHNSON CTLS INC	144.	144.
JOY GLOBAL INC COM	34.	34.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
KEYCORP NEW FORMERLY, SOCIETY CORP	56.	56.
LAS VEGAS SANDS CORP	406.	406.
LAZARD EMRG MKTS-INST FD#0638	3,094.	3,094.
LEAR CORP	27.	27.
LINCOLN NATIONAL CORP	7.	7.
LITHIA MOTORS INC	98.	98.
LOCKHEED MARTIN CORP	816.	816.
LORILLARD INC-W/I	315.	315.
LOWES COMPANIES INC	237.	237.
LUFKIN INDUSTRIES INC	32.	32.
MFA MTG INVTS INC COM	419.	419.
MSC INDUSTRIAL DIRECT CO-A	44.	44.
MAINSTAY LG CAP GRWTH-I FD#1483	134.	134.
MARRIOTT INTL INC NEW CL A	191.	191.
MASCO CORP	38.	38.
MASTERCARD INC - CLASS A	38.	38.
MATTEL INC	384.	384.
MAXIM INTEGRATED PRODS INC	171.	171.
MCDONALDS CORP	476.	476.
MEDTRONIC INC	127.	127.
MERCK & CO INC/NJ	309.	309.
MERGER FD#0260	537.	537.
METLIFE INC COM	202.	202.
MOLEX INC	21.	21.
MOODYS CORP COM	18.	18.
MSIF GLBL REAL EST-INST FD#8004	475.	475.
MURPHY OIL CORP	116.	116.
NESTLE ADR	179.	179.
NEUBERGER BERMAN GENESIS INSTL #1229	356.	356.
NEW YORK CMNTY BANCORP INC COM	646.	646.
NIKE INC CLASS B	554.	554.
NORDSTROM INC	140.	140.
NORFOLK SOUTHERN CORP	249.	249.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
NORTHERN TRUST CORP	270.	270.
NORTHROP CORP	158.	158.
NORTHWESTERN CORP	165.	165.
OCCIDENTAL PETROLEUM CORP	584.	584.
OCEANEERING INTL INC	64.	64.
ONEOK INC NEW	97.	97.
ORACLE CORPORATION	434.	434.
PIMCO TOTAL RETURN FUND INST#35	3,811.	3,811.
PNC BANK CORPORATION	612.	612.
PPG INDUSTRIES INC	192.	192.
PVH CORP	14.	14.
PACKAGING CORP AMER COM	167.	167.
PEPSI CO INC	1,062.	1,062.
PERKINELMER INC COM	7.	7.
PERMANENT PORTFOLIO FD#1500	226.	226.
PETMED EXPRESS INC	601.	601.
PFIZER INC	553.	553.
PHILIP MORRIS INTERNATIONAL	992.	992.
PIMCO ALL ASSET-INST FD#0034	2,734.	2,734.
PIMCO COMMOD RR STRAT-INST FD#0045	849.	849.
PRAXAIR INC	317.	317.
PRECISION CASTPARTS CORP	1.	1.
PRICE T ROWE GROUP INC COM	618.	618.
PRICESMART INC	19.	19.
PROCTER & GAMBLE CO	451.	451.
PROGRESSIVE CORP OHIO COM	170.	170.
PROTECTIVE LIFE CORP COM	13.	13.
PRUDENTIAL FINANCIAL INC	158.	158.
QUALCOMM INC	860.	860.
RAYMOND JAMES FINL INC	54.	54.
REDWOOD TRUST INC REIT	286.	286.
REINSURANCE GROUP OF AMERICA	30.	30.
ROBERT HALF INTL INC	83.	83.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ROCHE HLDG LTD ADR SPONSORED	278.	278.
ROCKWELL INTL CORP NEW	78.	78.
ROPER INDS INC	16.	16.
SAFEWAY INC NEW	187.	187.
SAINT JUDE MEDICAL INC	347.	347.
SCHLUMBERGER LTD	312.	312.
SCOTTS CO CL A	122.	122.
SEALED AIR CORP NEW	46.	46.
SIMMONS FIRST NATIONAL CORP	24.	24.
SNAP ON TOOLS CORP	51.	51.
SNYDERS-LANCE	198.	198.
SOUTHERN CO	34.	34.
SOVRAN SELF STORAGE	144.	144.
STANLEY BLACK AND DECKER INC	158.	158.
STAPLES INC	468.	468.
STRYKER CORP	106.	106.
SUN COMMUNITIES INC REIT	84.	84.
SUPERVALU INC	64.	64.
TJX COMPANYS (NEW)	57.	57.
TARGET CORP	548.	548.
TELEFLEX INC	87.	87.
TELUS CORP NON VTG SHRS	170.	170.
TEMPLETON GLOBAL BOND-ADV FD#0616	4,676.	4,676.
TENN VALLEY AUTH @ 6.250% DUE 12/15/2	313.	313.
TEVA PHARMACEUTICAL INDS LTD ADR	249.	249.
TEXAS INSTRUMENTS INC	248.	248.
TEXTRON INC	4.	4.
THERMO ELECTRON CORP	99.	99.
THOR INDUSTRIES INC	15.	15.
3M CO COM	177.	177.
TOTAL FINA ELF SA	401.	401.
THE TRAVELERS COMPANIES INC	282.	282.
TRUSTCO BK CORP N Y COM	361.	361.

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

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
US BANCORP DEL NEW COM NEW		393.	393.
URS CORP NEW		29.	29.
UNITED PARCEL SVC INC CL B		90.	90.
UNITED TECHNOLOGIES		516.	516.
VALSPAR CORP		82.	82.
VANGUARD EXPLORER-ADM	FD#5024	315.	315.
VANGUARD INFL-PROT SEC-ADM	FD#5119	1,736.	1,736.
VANGUARD MID CAP INDX-INST	FD#0864	207.	207.
VIACOM INC - CLASS B		165.	165.
VISA INC-CLASS A SHARES		39.	39.
VODAFONE GROUP PLC - SP ADR		399.	399.
WALGREEN CO		323.	323.
WASTE MGMT INC DEL COM		72.	72.
WELLS FARGO & CO NEW COM		35.	35.
WESTERN UNION CO		196.	196.
THE WILLIAMS COMPANIES, INC		545.	545.
XILINX INC		522.	522.
YUM BRANDS INC COM		351.	351.
COMMON FUND A MUNICIPAL BOND		24,514.	24,514.
ARCOS DORADOS HOLDINGS INC		58.	58.
ACCENTURE PLC-A		270.	270.
HERBALIFE LTD		21.	21.
KNIGHTSBRIDGE TANKERS LTD		179.	179.
WILLIS GROUP HOLDINGS		50.	50.
ACE LTD		413.	413.
TYCO INTERNATIONAL LTD		95.	95.
BOK SHORT-TERM CASH FUND I		239.	239.
ASML HOLDING NV		58.	58.
CORE LABORATORIES N V ORD		57.	57.
AVAGO TECHNOLOGIES LTD		48.	48.
	TOTAL	106,140.	106,140.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
NET OIL & GAS INCOME	85.	85.
FEDERAL INCOME TAX REFUND	145.	145.
NET PARTNERSHIP INCOME	1,831.	1,831.
TOTALS	2,061.	2,061.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	4,250.			4,250.
TOTALS	4,250.	NONE	NONE	4,250.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
FOREIGN TAXES	421.	421.	
FEDERAL ESTIMATES - PRINCIPAL	630.		630.
FOREIGN TAXES ON QUALIFIED FOR	715.	715.	
FOREIGN TAXES ON NONQUALIFIED	100.	100.	
TOTALS	1,866.	1,236.	630.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT MGMT FEES-SUBJECT T	8,243.	8,243.
TOTALS	8,243.	8,243.

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

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
TVA @ 6.250% DUE 12/15/2017	5,575.	5,575.	6,304.
GRAND RIVER DAM AUTH @ 5.000%	10,696.	10,696.	10,192.
TOTALS	16,271.	16,271.	16,496.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
AMER BEACON INT'L EQ-INST FD#0	86,079.		
ARTISAN MID CAP VALUE FD#1464	15,124.	16,373.	18,780.
WM BLAIR INTL GROWTH-I FD#1747	127,973.	29,279.	29,647.
DODGE & COX INTL STK FD#1048	39,183.	32,383.	30,334.
FEDERATED STRAT VAL DIV-IS FD	35,000.	38,656.	41,818.
LAZARD EMRG MKTS-INST FD#0638	77,447.	142,527.	147,023.
MAINSTAY LG CAP GRWTH I FD#148	40,878.	40,878.	44,814.
NEUB BERM GENESIS-INSTL FD#122	74,332.	55,674.	68,958.
NUVEEN MID CAP GRWTH OPP-I FD	14,921.	14,575.	25,250.
ROYCE LOW-PRCD STK-SERV FD#026	54,127.		
VANGUARD EXPLORER-ADM FD#5024	125,157.	48,325.	61,222.
VANGUARD MID CAP INDX-INSTL FD	10,010.	7,363.	14,451.
AIR PRODUCTS & CHEMICALS INC	11,053.		
CF INDUSTRIES HOLDINGS INC	1,668.		
DU PONT (E.I.) DE NEMOURS	3,537.	2,606.	2,519.
EASTMAN CHEMICAL COMPANY	2,331.	2,331.	4,083.
ECOLAB INC	7,611.	6,402.	10,282.
PPG INDUSTRIES INC	8,240.	5,435.	8,392.
PRAXAIR INC	11,460.	19,961.	22,437.
SCOTTS MIRACLE-GRO CO-CL A	2,129.	6,020.	5,815.
VALSPAR CORP	2,609.	2,482.	4,867.
ALCOA INC	2,453.		
ALLEGHENY TECHNOLOGIES INC	16,189.	7,218.	5,222.
CAMECO CORP	20,121.		
CARPENTER TECHNOLOGY	5,369.		
COMMERCIAL METALS CO	4,166.		
PACKAGING CORP OF AMERICA	4,283.	2,735.	4,347.
AEROVIROMENT INC	1,441.		
CURTISS-WRIGHT CORP	4,505.		

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
GOODRICH CORP	2,451.		
HONEYWELL INTERNATIONAL INC	15,311.	20,343.	24,436.
L-3 COMMUNICATIONS HOLDINGS	3,192.		
LOCKHEED MARTIN CORP	16,952.	15,408.	17,720.
NORTHROP GRUMMAN CORP	4,778.	3,350.	4,122.
UNITED TECHNOLOGIES CORP	19,650.	17,406.	18,288.
EMERSON ELECTRIC CO	29,180.		
GENERAL ELECTRIC CO	32,207.	24,157.	24,495.
GRAFTECH INTERNATIONAL LTD	2,342.		
MOLEX INC	2,243.		
ROCKWELL AUTOMATION INC	2,457.	3,193.	4,116.
TELEFLEX INC	9,404.		
TEXTRON INC	3,953.		
3M CO	6,865.	6,865.	6,964.
UNIVERSAL DISPLAY CORP	541.		
MASCO CORP	1,413.	1,325.	1,999.
TYCO INTERNATIONAL LTD	3,939.	6,071.	6,698.
BABCOCK & WILCOX	3,220.		
CUMMINS INC	5,441.	7,160.	8,235.
DANAHER CORP	14,705.	13,149.	16,435.
DEERE & CO	5,840.	3,081.	3,370.
EATON CORP	11,028.	5,658.	5,906.
HARSCO CORP	1,763.	1,650.	1,504.
JOY GLOBAL INC	3,498.	3,218.	2,934.
NAVISTAR INTERNATIONAL	5,050.		
STANLEY BLACK AND DECKER INC	7,407.	10,236.	11,096.
TEREX CORP	4,195.		
COINSTAR INC	6,838.		
GENUINE PARTS CO	4,706.		

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
MCDERMOTT INTL INC	2,538.		
RESOURCES CONNECTION INC	2,806.		
ROBERT HALF INTL INC	3,274.	2,505.	2,896.
SHAW GROUP INC	5,216.		
URS CORP	1,983.	1,905.	1,884.
ALASKA AIR GROUP INC	2,785.		
EXPEDITORS INTL WASH INC	3,159.	2,141.	1,898.
FEDEX CORP	12,695.		
C.H. ROBINSON WORLDWIDE INC	2,778.		
CSX CORP	2,964.	3,051.	3,038.
GATX CORP	1,541.	1,479.	2,078.
HUNT (JB) TRANSPRT SVCS INC	5,400.		
NORFOLK SOUTHERN CORP	7,329.	4,842.	4,638.
ADTRAN INC	2,161.		
AMERICAN TOWER CORP COM REIT	23,704.	22,016.	34,231.
ARUBA NETWORKS INC	1,863.		
CROWN CASTLE INTL CORP	11,300.	11,300.	19,628.
NII HOLDINGS INC	5,749.		
VODAFONE GROUP PLC - SP ADR	4,163.	6,091.	5,617.
AT&T INC	7,330.	5,860.	6,371.
SPRINT NEXTEL CORP	13,832.		
TELUS CORP -NON VTG SHS	6,378.		
ORIENT EXPRESS HOTELS LTD -A	4,087.		
THE WALT DISNEY CO	2,128.	8,162.	8,066.
HASBRO INC	23,228.	8,560.	8,508.
INTL GAME TECHNOLOGY	1,490.	4,609.	4,492.
MARRIOTT INTERNATIONAL-CL A	10,327.	7,024.	9,839.
MATTEL INC	18,434.	2,757.	4,394.
STARWOOD HOTELS & RESORTS	3,098.		

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
ARCOS DORADOS HOLDINGS INC	2,400.	5,079.	3,337.
DARDEN RESTAURANTS INC	2,302.	2,214.	2,254.
MCDONALD'S CORP	13,122.		
YUM! BRANDS INC	16,008.	11,959.	15,338.
ADVANCE AUTO PARTS	7,679.	8,798.	8,754.
BORGWARNER INC	5,093.	6,195.	7,448.
CARMAX INC	2,773.	3,973.	5,105.
FORD MOTOR CO	10,477.		
HONDA MOTOR CO LTD-SPONS ADR	4,594.	4,914.	5,689.
JOHNSON CONTROLS INC	6,394.	6,394.	4,846.
O'REILLY AUTOMOTIVE INC	15,886.	4,088.	6,349.
THOR INDUSTRIES INC	2,983.		
COMCAST CORP-SPECIAL CL A	5,719.	5,719.	9,088.
DREAMWORKS ANIMATION SKG-A	5,262.		
VIACOM INC - CLASS B	6,362.	4,582.	5,485.
AMAZON.COM INC	6,137.	6,137.	8,780.
BARNES & NOBLE INC	17,041.	11,610.	11,227.
DICK'S SPORTING GOODS INC	2,033.	3,331.	3,958.
DOLLAR TREE INC	5,278.	14,010.	12,614.
EBAY INC	11,321.	4,550.	8,976.
FOOT LOCKER INC	2,667.		
LITHIA MOTORS INC	3,552.	2,015.	5,052.
LOWE'S COS INC	12,479.		
NORDSTROM INC	5,776.	3,465.	4,494.
PVH CORP	6,340.	6,340.	10,324.
STAPLES INC	6,720.		
TJX COMPANIES INC	2,940.	2,851.	5,434.
TARGET CORP	27,252.	16,581.	19,171.
AEROPOSTALE INC	4,115.		

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
COLUMBIA SPORTSWEAR CO	4,440.		
FOSSIL INC	2,586.		
GILDAN ACTIVEWEAR INC	2,683.	2,616.	3,695.
GUESS INC	3,686.		
NIKE INC -CL B	23,234.	24,744.	29,825.
RUE21 INC	1,754.		
URBAN OUTFITTERS INC	8,188.	4,713.	7,439.
VF CORP	1,982.		
WARNACO GROUP INC/THE	3,357.		
DR HORTON INC	2,011.	1,987.	3,600.
HARMAN INTERNATIONAL		4,108.	3,973.
PULTE GROUP INC	2,325.	2,426.	5,375.
SNAP-ON INC	1,929.	1,833.	2,844.
JAKKS PACIFIC INC	3,661.		
AVON PRODUCTS INC	11,002.	5,949.	3,001.
PROCTER & GAMBLE CO	5,812.	19,864.	21,046.
DIAGEO PLC-SPONSORED ADR	4,838.	3,812.	6,062.
FLOWER FOODS INC	5,817.		
GREEN MOUNTAIN COFFEE ROASTE	1,985.		
GENERAL MILLS INC	7,958.	9,851.	10,590.
HJ HEINZ CO	16,236.	13,622.	15,343.
NESTLE SA-SPONS ADR FOR REG	4,779.	4,779.	5,600.
PEPSICO INC	38,586.	26,533.	27,304.
SNYDERS-LANCE	11,873.	4,900.	5,934.
CVS CAREMARK CORP		11,630.	12,958.
COSTCO WHOLESALE CORP	11,007.	11,007.	17,475.
SAFEWAY INC	8,449.	3,941.	3,473.
SUPERVALU INC	8,138.		
ALTRIA GROUP INC	3,480.		

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
PHILIP MORRIS INTERNATIONAL	20,156.	16,814.	22,416.
VALERO ENERGY CORP	2,678.		
APACHE CORP	16,474.		
CHESAPEAKE ENERGY CORP	1,589.		
DEVON ENERGY CORPORATION	10,393.	12,308.	10,148.
EOG RESOURCES INC	5,288.		
FOREST OIL CORP	3,882.		
LONE PINE RESOURCES	1,483.		
NEWFIELD EXPLORATION CO	4,177.	4,177.	1,928.
SOUTHWESTERN ENERGY CO	5,513.	8,336.	9,756.
ULTRA PETROLEUM CORP	4,142.		
WHITING PETROLEUM CORP	2,676.	2,556.	1,908.
CHEVRON CORP	12,030.	21,578.	22,277.
CONOCOPHILLIPS	5,517.	3,787.	4,523.
EXXON MOBIL CORP	13,399.	12,694.	13,069.
OCCIDENTAL PETROLEUM CORP	17,765.	21,278.	18,463.
TOTAL SA-SPON ADR	7,930.	7,489.	7,281.
NABORS INDUSTRIES LTD	5,174.	2,638.	2,081.
WEATHERFORD INTL LTD	5,525.		
TRANSOCEAN LTD		4,442.	4,287.
CORE LABORATORIES N.V.	3,773.	5,611.	6,340.
BAKER HUGHES INC	9,769.		
CAMERON INTERNATIONAL CORP	5,880.		
CARBO CERAMICS INC	2,122.		
FMC TECHNOLOGIES INC	3,100.		
HALLIBURTON CO	9,128.	7,758.	8,013.
HELIX ENERGY SOLUTIONS GROUP	1,165.	1,298.	2,105.
KEY ENERGY SERVICES INC	2,851.		
LUFKIN INDUSTRIES INC	3,417.	4,673.	4,302.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
OCEANEERING INTL INC	2,239.	3,713.	5,756.
SCHLUMBERGER LTD	22,116.	26,817.	23,423.
ASTORIA FINANCIAL CORP	2,145.	2,059.	1,404.
BANK OF AMERICA CORP	5,820.		
BK OF NEW YORK MELLON CORP	11,637.	9,110.	8,841.
COMERICA INC	8,936.	7,232.	8,950.
FIFTH THIRD BANCORP	6,937.	5,825.	8,831.
FIRST NIAGARA FINANCIAL GRP	11,876.	4,892.	3,616.
KEYCORP	2,676.	2,541.	2,577.
NEW YORK COMMUNITY BANCORP	20,905.	3,838.	3,236.
NORTHERN TRUST CORP	9,162.	9,162.	9,280.
PNC FINANCIAL SERVICES GROUP	21,587.	19,647.	21,167.
PEOPLE'S UNITED FINANCIAL INC	2,999.		
SIMMONS FIRST NATIONAL CORP	3,599.		
TRUSTCO BANK CORP NY	8,369.	6,122.	5,819.
US BANCORP	13,560.	14,030.	18,238.
AMERICAN EXPRESS CO	9,955.	13,212.	15,692.
BLACKROCK INC	3,999.	5,276.	5,788.
CBRE GROUP INC	11,605.	16,616.	17,970.
CME GROUP INC	13,645.	10,191.	9,273.
CAPITAL ONE FINANCIAL CORP	6,131.	6,728.	7,821.
CASH AMERICA INTL INC	2,239.		
DISCOVER FINANCIAL SERVICE	8,727.	5,363.	7,980.
EATON VANCE CORP	5,955.	2,023.	2,166.
GOLDMAN SACHS GROUP INC	14,568.	15,199.	13,776.
GREEN DOT CORP	3,645.		
HERCULES TECHNOLOGY GROWTH	2,775.		
INTERCONTINENTALEXCHANGE INC	3,041.	3,041.	3,219.
JPMORGAN CHASE & CO	18,031.	36,228.	41,287.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
JEFFERIES GROUP INC (NEW)	2,450.	2,356.	1,931.
MASTERCARD INC - CLASS A	9,202.	12,277.	20,142.
OCWEN FINANCIAL CORP	3,465.		
T ROWE PRICE GROUP INC	14,021.	14,574.	17,256.
RAYMOND JAMES FINANCIAL INC	5,961.	1,924.	2,620.
VISA INC-CLASS A SHARES	8,647.		
WILLIS GROUP HOLDINGS	2,987.		
ACE LTD	8,453.	11,974.	14,683.
BERKSHIRE HATHAWAY INC-CL B	6,973.	4,508.	5,741.
LINCOLN NATIONAL CORP	1,965.		
METLIFE INC	12,536.	12,536.	8,993.
PROGRESSIVE CORP	2,625.	2,420.	2,490.
PRUDENTIAL FINANCIAL INC	6,259.	6,259.	5,280.
REINSURANCE GROUP OF AMERICA	1,745.	1,745.	1,927.
THE TRAVELERS COMPANIES INC	7,539.	7,539.	9,193.
AMERICA'S CAR-MART INC	1,583.		
BOSTON PROPERTIES INC REIT	2,123.	2,340.	2,751.
CAMPUS CREST COMMUNITIES INC	5,044.	5,347.	6,829.
CHESAPEAKE LODGING TRUST	4,421.	1,215.	2,109.
FRANKLIN STREET PROPERTIES C R	4,576.	4,531.	4,973.
MFA FINANCIAL INC COM	7,644.	2,422.	3,033.
REDWOOD TRUST INC REIT	9,293.	3,509.	4,256.
SOVRAN SELF STORAGE INC REIT	7,355.		
SUN COMMUNITIES INC REIT	3,386.	2,549.	3,032.
BARD (C.R.) INC	9,337.	8,104.	9,090.
BECTON DICKINSON & CO	15,052.	8,390.	8,601.
CHARLES RIVER LABORATORIES	3,531.		
HOLOGIC INC	3,729.		
INTUITIVE SURGICAL INC	2,336.	3,902.	5,884.

HAROLD A WHITE AND EDNA L WHITE FOUNDATION 73-1582836

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
MEDTRONIC INC	8,240.	3,726.	3,569.
ST JUDE MEDICAL INC	12,452.	6,475.	6,325.
STRYKER CORP	10,824.		
THERMO FISHER SCIENTIFIC INC	20,975.	9,136.	11,480.
THORATEC CORP	4,783.		
VOLCANO CORP	1,924.		
WATERS CORP	3,161.		
HUMAN GENOME SCIENCES INC	4,982.		
LIFE TECHNOLOGIES CORP	3,540.		
VERTEX PHARMACEUTICALS INC	2,286.	10,542.	10,307.
ABBOTT LABORATORIES	14,665.	28,497.	31,833.
BRISTOL-MYERS SQUIBB CO	17,769.	21,033.	23,595.
DENDREON CORP	3,894.		
IRONWOOD PHARMACEUTICALS INC	687.	902.	886.
JOHNSON & JOHNSON	14,804.	23,659.	25,516.
ELI LILLY & CO		10,364.	10,308.
MERCK& CO INC/NJ	5,648.	4,198.	5,036.
MYLAN INC	2,664.	1,935.	2,635.
PFIZER INC	10,816.	12,936.	16,402.
ROCHE HOLDINGS LTD-SPONS ADR	5,707.	4,327.	5,829.
TEVA PHARMACEUTICAL-SP ADR	16,502.	10,446.	7,841.
ALERE INC	4,037.		
ATHENAHEALTH	1,523.	2,973.	4,837.
CAREFUSION CORP	4,205.		
COVANCE INC	1,915.	1,915.	2,311.
EXPRESS SCRIPTS INC	15,660.	15,395.	16,038.
PETMED EXPRESS INC	4,158.	4,342.	3,941.
ACCENTURE PLC-A	9,177.	9,817.	12,303.
FLEXTRONICS INTL LTD	1,687.	1,701.	1,714.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
AMPHENOL CORP-CL A	3,614.		
ANIXTER INTERNATIONAL INC	2,919.		
APPLE INC COM	49,838.	69,138.	80,358.
ARM HOLDINGS PLC-SPONS ADR	2,426.	3,051.	5,599.
CAVIUM INC	2,397.	1,856.	2,403.
CISCO SYSTEMS INC	48,208.	17,380.	18,451.
CORNING INC	15,798.		
HEWLETT-PACKARD CO		6,367.	3,876.
INTEL CORP	7,266.	3,177.	3,134.
INTL BUSINESS MACHINES CORP	4,145.	3,277.	6,513.
INTL RECTIFIER CORP	1,788.	2,395.	2,021.
MAXIM INTEGRATED PRODUCTS	4,705.	2,629.	4,057.
MICROCHIP TECHNOLOGY INC	11,675.	5,983.	6,616.
NETAPP INC	50,825.	28,509.	20,063.
ON SEMICONDUCTOR CORPORATION	12,711.		
PERKINELMER INC	2,459.		
QUALCOMM INC	35,754.	43,257.	55,302.
ROPER INDUSTRIES INC	3,088.	3,525.	3,679.
TEXAS INSTRUMENTS INC	9,747.	4,664.	5,529.
XILINX INC	17,525.	16,362.	20,943.
SINA CORP	1,327.		
AKAMAI TECHNOLOGIES		2,093.	2,291.
ANSYS INC		1,841.	1,818.
AUTODESK INC	1,522.	1,522.	1,626.
BAIDU INC SPONS ADR REPSTG ORD	2,204.		
CTRIP.COM INTERNATIONAL-ADR	3,510.		
EQUINIX INC	8,085.	7,406.	16,084.
EXPEDIA INC	1,912.		
F5 NETWORKS INC	2,859.		

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
GLOBAL PAYMENTS INC	1,617.	1,617.	1,903.
GOOGLE INC-CL A	44,481.	33,648.	39,613.
IHS INC - CLASS A	2,838.		
INTUIT INC	3,130.	11,792.	12,906.
LINKEDIN CORP A	1,199.	1,199.	2,067.
ORACLE CORP	32,695.	22,618.	26,856.
QLIK TECHNOLOGIES	2,748.		
SALESFORCE.COM INC	3,473.	11,241.	14,625.
SUCCESSFACTORS INC	1,831.		
SYNOPSYS INC	2,149.	2,099.	2,674.
VMWARE INC- CL A	2,154.		
YOUKU IN-ADR	3,047.		
ASML HOLDING NV	3,195.		
MAGELLAN MIDSTREAM PARTNERS LP	2,803.		
ONEOK PARTNERS LP	2,836.		
WILLIAMS COS INC	17,104.	8,357.	13,031.
AMEREN CORPORATION	3,486.	5,877.	5,806.
FIRSTENERGY CORP		3,246.	3,048.
INTEGRYS ENERGY GROUP INC	1,916.	1,809.	1,775.
NORTHWESTERN CORP	4,499.	2,634.	3,091.
ONEOK INC	3,510.	1,855.	3,249.
ISHARES MSCI BRIC INDX FUND	50,410.		
ISHARES MSCI EMERGING MKT IN F	46,780.		
SEALED AIR CORP		2,156.	2,101.
BE AEROSPACE INC		2,666.	2,766.
PRECISION CASTPARTS CORP		1,961.	2,273.
AMETEK INC		1,861.	1,991.
CRANE CO		2,950.	3,054.
FASTENAL CO		4,151.	4,105.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
MSC INDUSTRIAL DIRECT CO-A		3,749.	3,920.
WASTE MANAGEMENT INC		6,523.	6,883.
TRANSDIGM GROUP INC		1,626.	1,636.
UNITED PARCEL SERVICE-CL B		6,121.	5,825.
KNIGHTSBRINGE TANKERS LTD		2,149.	761.
PALO ALTO NETWORKS		1,884.	1,927.
ERICSSON ADS		3,855.	4,232.
VERIZON COMMUNICATIONS INC		11,644.	11,293.
LAS VEGAS SANDS CORP		4,747.	5,770.
CHIPOTLE MEXICAN GRILL - CL A		9,930.	10,411.
DELPHE AUTOMOTIVE HOLDINGS INC		7,598.	9,907.
PRICESMART INC		3,457.	3,696.
UNDER ARMOUR INC-CLASS A		3,802.	3,397.
MICHAEL KORS HOLDINGS LTD		2,212.	2,807.
CATO CORP-CL A		5,067.	4,992.
DOLLAR GENERAL CORP		7,384.	7,231.
HILLENBRAND INC		1,377.	1,424.
COACH INC		16,611.	16,098.
DSW INC-CLASS A		1,836.	1,774.
ADT CORP		8,740.	10,274.
CHURCH & DWIGHT CO INC		8,789.	8,678.
COCA-COLA ENTERPRISES INC		4,238.	4,379.
DELHAIZE GROUP - SPONS ADR		3,970.	2,879.
FRESH MARKET INC		1,782.	1,683.
HAIN CELESTIAL GROUP INC		3,642.	3,253.
MONSTER BEVERAGE CORP		3,709.	3,487.
WALGREEN CO		12,577.	14,027.
LORILLARD INC-W/I		10,743.	9,800.
MURPHY OIL CORP		2,132.	2,025.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
SPECTRA ENERGY CORP		3,170.	3,149.
WELLS FARGO & COMPANY		10,177.	10,083.
MOODY'S CORP		5,145.	5,787.
WESTERN UNION CO		7,017.	5,185.
PROTECTIVE LIFE CORP		2,147.	2,172.
BIOMARIN PHARMACEUTIAL INC		2,635.	2,706.
HUMANA INC		7,076.	6,932.
MEDNAX INC		2,069.	2,386.
ALLERGAN INC		4,521.	4,403.
ARIAD PHARMACEUTICALS INC		1,429.	1,439.
CEPHEID INC		1,736.	1,761.
AVAGO TECHNOLOGIES LTD		2,984.	2,817.
FUSION - IO INC		2,635.	2,660.
IPG PHOTONICS CORP		1,162.	1,933.
ACTIVISION BLIZZARD INC		11,748.	11,098.
CERNER CORP		2,728.	2,713.
FACEBOOK INC - A		5,706.	7,214.
PRICELINE.COM INC		4,669.	4,963.
RACKSPACE HOSTING INC		3,358.	5,422.
SPLUNK INC		3,782.	3,366.
ULTIMATE SOFTWARE GROUP INC		2,755.	2,738.
ILLUMINA INC		3,649.	4,614.
PATTERSON COS INC		1,294.	1,301.
DUKE ENERGY CORP		3,226.	3,190.
SOUTHERN CO		3,238.	2,997.
XCEL ENERGY INC		3,253.	3,125.
IPATH S&P 500 DYNAMIC VIX ETN		6,718.	5,525.
TOTALS	3,031,212.	2,300,047.	2,587,389.

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FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION		BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
COMMON FUND A MUNICIPAL BOND		727,396.	727,673.	758,940.
CAVANAL HILL SH TM INC-INST FD		136,619.	257,770.	255,450.
CAVANAL HILL INTRMD BD CL-I FD		88,402.	97,342.	98,453.
TEMPLETON GLOBAL BD-ADV FD#061		67,963.	85,690.	89,560.
PIMCO TOTAL RETURN-INST FD#003		25,000.	97,256.	96,661.
VANGUARD INFL-PROT SEC-ADM FD		25,031.	75,893.	75,809.
GOLDMAN SACHS HI YLD-INST FD#0			50,914.	51,211.
	TOTALS	1,070,411.	1,392,538.	1,426,084.

HAROLD A WHITE AND EDNA L WHITE FOUNDATION 73-1582836

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
CALAMOS MKT NEUT INC-I FD#0629	C	26,060.	12,609.	13,211.
DIAMOND HILL LONG/SHORT-I FD#0	C	79,575.	35,981.	40,706.
FIDELITY LEVERAGED CO STOCK FD	C	35,898.	11,493.	14,551.
HUSSMAN STRATEGIC GROWTH FD#06	C	66,189.	38,355.	32,319.
IVY ASSET STRATEGY-I FD#0473	C	78,574.	19,189.	20,766.
MERGER FD#0260	C	53,178.	26,363.	26,494.
PERMANENT PORTFOLIO FD#1500	C	49,116.	38,764.	41,060.
PIMCO ALL ASSET-INST FD#0034	C	64,624.	38,758.	40,497.
PIMCO COMMOD RR STRAT-INST FD	C	41,012.	25,101.	19,774.
MSIF GLBL REAL EST-INST FD#800	C	26,250.	11,535.	13,861.
CRYSTAL CAPITAL MM2 - TAX EXPT	C		1,150,000.	1,199,603.
TOTALS		520,476.	1,408,148.	1,462,842.

FORM 990PF, PART VII-A, LINE 14 - BOOKS ARE IN THE CARE OF
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dba BANK OF OKLAHOMA
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