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 , and ending

Name of foundation
CHARLES & MAXINE SKAGGS FOUNDATION

A Employer identification number
91-1645836

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
C/O NEIL S. MCKAY- P.O. BOX 1269

B Telephone number
(509)455-9555

City or town, state, and ZIP code
SPOKANE, WA 99201

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)*
▶$ 1,683,605.

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).)

			(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			N/A	
	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	47,617.	47,617.		STATEMENT 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	46,622.			
	b	Gross sales price for all assets on line 6a 1,324,547.				
	7	Capital gain net income (from Part IV, line 2)		46,622.		
	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)				
	11	Other income				
	12	**Total.** Add lines 1 through 11	94,239.	94,239.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	18,000.	7,200.		0.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees				
	b	Accounting fees STMT 2	1,025.	0.		0.
	c	Other professional fees				
	17	Interest				
	18	Taxes STMT 3	10,853.	239.		0.
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses STMT 4	21,686.	21,283.		0.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	51,564.	28,722.		0.
	25	Contributions, gifts, grants paid	82,500.			82,500.
	26	**Total expenses and disbursements** Add lines 24 and 25	134,064.	28,722.		82,500.
	27	Subtract line 26 from line 12				
	a	Excess of revenue over expenses and disbursements	<39,825.>			
	b	**Net investment income** (if negative, enter -0-)		65,517.		
	c	**Adjusted net income** (if negative, enter -0-)			N/A	

RECEIVED
MAY 14 2013
A003 IRS-OSC
OGDEN, UT

SCANNED MAY 14 2013

223501
12-05-12 LHA For Paperwork Reduction Act Notice, see instructions

21

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	6,088.	10,845.	10,845.
	2	Savings and temporary cash investments	38,457.	201,351.	201,351.
	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			
	7	Other notes and loans receivable ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U S and state government obligations STMT 5	52,181.	20,294.	23,296.
	b	Investments - corporate stock STMT 6	977,881.	835,389.	951,571.
	c	Investments - corporate bonds STMT 7	509,456.	476,359.	496,542.
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other			
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers)	1,584,063.	1,544,238.	1,683,605.
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			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ 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	41,000.	41,000.	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	1,543,063.	1,503,238.	
	30	**Total net assets or fund balances**	1,584,063.	1,544,238.	
	31	**Total liabilities and net assets/fund balances**	1,584,063.	1,544,238.	

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	1,584,063.
2	Enter amount from Part I, line 27a	2	<39,825.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	1,544,238.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,544,238.

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				
b	SEE ATTACHED STATEMENT			
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				
b				
c				
d				
e	1,324,547.		1,277,925.	46,622.

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				
b				
c				
d				
e				46,622.

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	46,622.
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) If (loss), enter -0- in Part I, line 8		3	N/A

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	77,600.	1,742,172.	.044542
2010	74,750.	1,618,312.	.046190
2009	87,933.	1,440,910.	.061026
2008	101,594.	1,817,511.	.055897
2007	99,000.	2,142,692.	.046204

2 Total of line 1, column (d)	2	.253859
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	.050772
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	1,682,317.
5 Multiply line 4 by line 3	5	85,415.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	655.
7 Add lines 5 and 6	7	86,070.
8 Enter qualifying distributions from Part XII, line 4	8	82,500.

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	0.
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	0.
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	5,680.		
b	Exempt foreign organizations - tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	5,680.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	4,370.
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ 1,320. **Refunded** ▶			11	3,050.

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 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 ▶ $ 0. (2) On foundation managers ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		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? N/A	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) ▶ WA			
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

Form **990-PF** (2012)

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

			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 ▶ NEIL S. MCKAY, TRUSTEE Telephone no ▶(509) 455-9555

Located at ▶P. O. BOX 1269, SPOKANE, WA ZIP+4 ▶99210

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 N/A

			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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	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) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ____, ____, ____, ____			
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)* N/A	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 ☒ 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)? ☐ 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)? N/A **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? N/A ☐ 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** No: 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? N/A **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.

(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
NEIL S. MCKAY P. O. BOX 1269 SPOKANE, WA 99210	TRUSTEE 2.00	18,000.	0.	0.
CRAIG KORTHASE P. O. BOX 1269 SPOKANE, WA 99210	ADVISORY 0.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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				

Total number of other employees paid over $50,000 ▶ 0

Form **990-PF** (2012)

223551
12-05-12

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over $50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes				
a	Average monthly fair market value of securities			1a	1,695,515.
b	Average of monthly cash balances			1b	12,421.
c	Fair market value of all other assets			1c	
d	**Total** (add lines 1a, b, and c)			1d	1,707,936.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.		
2	Acquisition indebtedness applicable to line 1 assets			2	0.
3	Subtract line 2 from line 1d			3	1,707,936.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)			4	25,619.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4			5	1,682,317.
6	**Minimum investment return.** Enter 5% of line 5			6	84,116.

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	84,116.
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	82,806.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	82,806.
6	Deduction from distributable amount (see instructions)			6	0.
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	82,806.

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	82,500.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	82,500.
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	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	82,500.

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

Form **990-PF** (2012)

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				82,806.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			81,267.	
b Total for prior years ______ , ______ , ______		0.		
3 Excess distributions carryover, if any, to 2012				
a From 2007 ______				
b From 2008 ______				
c From 2009 ______				
d From 2010 ______				
e From 2011 ______				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 82,500.				
a Applied to 2011, but not more than line 2a			81,267.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				1,233.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				81,573.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2008 ______				
b Excess from 2009 ______				
c Excess from 2010 ______				
d Excess from 2011 ______				
e Excess from 2012 ______				

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

1 a 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
2 a 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))

NONE

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

NONE

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

Check here ▶ ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number or e-mail 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*				
ANNA OGDEN HALL (WOMEN AND CHILDRENS SHELTER) 2828 W. MALLON SPOKANE, WA 99201	N/A	PUBLIC	COMMUNITY SERVICE	1,500.
HANDS OF HOPE NORTHWEST P.O. BOX 161 NAMPA, ID 83653	N/A	PUBLIC	COMMUNITY SERVICE/SCHOLARSHIPS	1,000.
INTERCOLLEGIATE COLLEGE OF NURSING 2917 E. FORT GEORGE WRIGHT DR. SPOKANE, WA 99224	N/A	PUBLIC	SCHOLARSHIP	16,500.
MISSION AVIATION FELLOWSHIP P.O. BOX 47 NAMPA, ID 83653	N/A	PUBLIC	HAITI CRISIS RELIEF	1,000.
NORTHWEST NAZARENE UNIVERSITY 623 HOLLY ST. NAMPA, ID 83686	N/A	N/A	SCHOLARSHIP	28,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	82,500.
b *Approved for future payment* NONE				
Total			▶ 3b	0.

Form **990-PF** (2012)

223611
12-05-12

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
	(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	47,617.	
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	46,622.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0.		94,239.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 94,239.

(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)
	N/A

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
		N/A	

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
N/A		

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

▶ Neil S McKay | 5/7/13 | ▶ Trustee

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
CHRIS D. MIKKELSEN		4/30/13		P00046196

Firm's name ▶ MCDIRMID, MIKKELSEN & SECREST, P.S. | Firm's EIN ▶ 91-1078087

Firm's address ▶ 926 W. SPRAGUE AVE, STE 300
SPOKANE, WA 99201.4000 | Phone no 509.747.6154

Form **990-PF** (2012)

223622
12-05-12

CHARLES & MAXINE SKAGGS FOUNDATION

CONTINUATION FOR 990-PF, PART IV
91-1645836 PAGE 1 OF 1

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	SEE ATTACHED	P	VARIOUS	VARIOUS
b	SEE ATTACHED	P	VARIOUS	VARIOUS
c	WASH SALE DISALLOWED LOSS	P		
d	SECURITIES LITIGATION PROCEEDS	P	VARIOUS	VARIOUS
e	RETURN OF CAPITAL	P		
f	CAPITAL GAINS DIVIDENDS			
g				
h				
i				
j				
k				
l				
m				
n				
o				

	(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	693,430.		680,614.	12,816.
b	621,033.		596,196.	24,837.
c	201.			201.
d	101.			101.
e			1,115.	<1,115.>
f	9,782.			9,782.
g				
h				
i				
j				
k				
l				
m				
n				
o				

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a				12,816.
b				24,837.
c				201.
d				101.
e				<1,115.>
f				9,782.
g				
h				
i				
j				
k				
l				
m				
n				
o				

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	46,622.
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) If (loss), enter "-0-" in Part I, line 8	3	N/A

Part XV **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)

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
SALVATION ARMY 222 E. INDIANA AVE SPOKANE, WA 99207	N/A	PUBLIC	COMMUNITY SERVICES	1,500.
SPOKANE VISITING NURSES ASSOCIATION PO BOX 3989 SPOKANE, WA 992203989	N/A	PUBLIC	NURSING/HOME CARE SERVICES	1,500.
SPOKANE YOUTH FOR CHRIST 1309 N. ASH SPOKANE, WA 99201	N/A	PUBLIC	COMMUNITY SERVICES	1,000.
UNION GOSPEL MISSION 1224 E. TRENT AVE. SPOKANE, WA 99202	N/A	PUBLIC	HOMELESS FOOD/CLOTHING	1,500.
VANESSA BEHAN CRISIS NURSERY 1004 E. 8TH AVE. SPOKANE, WA 99202	N/A	PUBLIC	COMMUNITY SERVICES/SHELTER	1,000.
WHITWORTH COLLEGE 300 W. HAWTHORNE RD SPOKANE, WA 99251	N/A	N/A	EDUCATION	28,000.
Total from continuation sheets				34,500.

223631
05-01-12

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
US BANK NATIONAL ASSOCIATION	57,399.	9,782.	47,617.
TOTAL TO FM 990-PF, PART I, LN 4	57,399.	9,782.	47,617.

FORM 990-PF ACCOUNTING FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	1,025.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	1,025.	0.		0.

FORM 990-PF TAXES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX WITHHELD ON DIVIDENDS	239.	239.		0.
TAX ON NET INVESTMENT INCOME	10,614.	0.		0.
TO FORM 990-PF, PG 1, LN 18	10,853.	239.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	21,218.	21,218.		0.
FILING FEES	325.	0.		0.
BANK FEES	67.	65.		0.
MISCELLANEOUS OFFICE SUPPLIES, ETC.	76.	0.		0.
TO FORM 990-PF, PG 1, LN 23	21,686.	21,283.		0.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 5

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
GOVERNMENT BONDS	X		20,294.	23,296.
TOTAL U.S. GOVERNMENT OBLIGATIONS			20,294.	23,296.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			20,294.	23,296.

FORM 990-PF CORPORATE STOCK STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCKS (SEE ATTACHED SCHEDULES)	835,389.	951,571.
TOTAL TO FORM 990-PF, PART II, LINE 10B	835,389.	951,571.

FORM 990-PF CORPORATE BONDS STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS (SEE ATTACHED SCHEDULE)	476,359.	496,542.
TOTAL TO FORM 990-PF, PART II, LINE 10C	476,359.	496,542.

This statement is for the period from
January 1, 2012 to December 31, 2012

ASSET DETAIL

Shares or Face Amount	Security Description	Market Value/ Price	Tax Cost/ Unit Cost	Unrealized Gain(Loss)/ Est Annual Inc	% of Total/ Estimated Curr Yield
	Cash & Equivalents				
	Cash/Money Market				
201,350.620	First Amer Prime Oblig Fund Cl Y	201,350.62 1 0000	201,350.62 1 00	0 00 0 00	12.0 0.00
	Total Cash/Money Market	$201,350.62	$201,350.62	$0.00 $0.00	12.0
	Cash				
	Principal Cash	- 22,863.60	- 22,863.60		- 1.4
	Income Cash	22,863 60	22,863.60		1.4
	Total Cash	$0.00	$0.00	$0.00 $0 00	0.0
	Total Cash & Equivalents	$201,350.62	$201,350.62	$0.00 $0.00	12.0
	Taxable Bonds				
	US Government Issues				
20.000.000	Federal Home Loan Bks 5 375 05/18/2016	23,295 80 116.4790	20,293.76 101 47	3,002 04 1,075 00	1 4 4.61
	Total US Government Issues	$23,295.80	$20,293 76	$3,002.04 $1,075.00	1 4
	Corporate Issues				
25.000.000	Goldman Sachs Group Inc Notes 5 250 04/01/2013	25,292 25 101.1690	24,840 00 99.36	452.25 1,312 50	1.5 5 19
40,000 000	United Parcel Service 3.875 04/01/2014	41,682 00 104.2050	42,576 00 106 44	- 894 00 1,550 00	2 5 3.72

ASSET DETAIL (continued)

Shares or Face Amount	Security Description	Market Value/ Price	Tax Cost/ Unit Cost	Unrealized Gain(Loss)/ Est Annual Inc	% of Total/ Estimated Curr Yield
30,000 000	Cisco Sys Inc 5.500 02/22/2016	34,291 50 114.3050	29,386.20 97.95	4,905.30 1,650.00	2.0 4.81
40,000.000	John Deere Capital Corp Medium Term Note 2.800 09/18/2017	42,701.20 106.7530	39,085.20 97.71	3,616.00 1,120.00	2.6 2 62
	Total Corporate Issues	$143,966.95	$135,887.40	$8,079.55 $5,632 50	8.6
	Foreign Issues				
45,000.000	Westpac Banking Corp 4.875 11/19/2019	52,499.25 116.6650	46,392.75 103.10	6,106.50 2,193.75	3.1 4.18
	Total Foreign Issues	$52,499.25	$46,392.75	$6,106.50 $2,193.75	3.1
	Fixed Income Funds				
8,165.222	Driehaus Active Income Fund #640 LCMAX	87,122.92 10.6700	86,362 93 10.58	759 99 2,188.28	5.2 2.51
7,989 376	Nuveen High Income Bond Fd Cl I FJSYX	72,783 22 9.1100	69,841.87 8.74	2,941.35 5,816.27	4 4 7.99
8,046.488	Nuveen Preferred Securities Fund #1969 NPSRX	140,169.82 17.4200	137,873.95 17.14	2,295.87 8,738.49	8.4 6.23
	Total Fixed Income Funds	$300,075.96	$294,078 75	$5,997 21 $16,743.04	17.9
	Total Taxable Bonds	$519,837.96	$496,652 66	$23,185 30 $25,644.29	31.1
	Stocks				
	Common Stocks				
8 000	Amazon Com Inc AMZN	2,006.96 250.8700	1,436 40 179.55	570 56 0.00	0 1 0.00

ACCOUNT NUMBER: [redacted]
NEILS MCKAY TRUSTEE CHARLES &
MAXINE SKAGGS FOUNDATION

This statement is for the period from
January 1, 2012 to December 31, 2012

ASSET DETAIL (continued)

Shares or Face Amount	Security Description	Market Value/ Price	Tax Cost/ Unit Cost	Unrealized Gain(Loss)/ Est Annual Inc	% of Total/ Estimated Curr Yield
101.000	Ameriprise Finl Inc AMP	6,325 63 62 6300	6,035.76 59 76	289.87 181.80	0.4 2.87
148.000	Amerisourcebergen Corp ABC	6,390 64 43 1800	6,050 24 40.88	340 40 124.32	0 4 1.94
150 000	Analog Devices Inc ADI	6,309 00 42.0600	6,034.25 40.23	274.75 180.00	0 4 2.85
80.000	Apache Corp APA	6,280.00 78 5000	6,082 40 76.03	197 60 54 40	0.4 0 87
27 000	Apple Inc AAPL	14,368 67 532.1730	4,733 37 175.31	9,635 30 286.20	0 9 1.99
242 000	Att Inc T	8,157 82 33.7100	9,050.63 37.40	- 892.81 435.60	0 5 5.34
1.000	Avalonbay Cmntys Inc AVB	135.59 135 5900	69.27 69.27	66.32 3.88	0 0 2 86
91 000	Baxter Intl Inc BAX	6,066 06 66.6600	6,009 64 66.04	56 42 163.80	0 4 2.70
139 000	Beam Inc BEAM	8,491.51 61.0900	8,398.17 60.42	93 34 113 98	0.5 1 34
308 000	Biomed Realty Trust Inc BMR	5,953 64 19.3300	5,808 88 18 86	144 76 289.52	0 4 4 86
95 000	Borg Warner Inc BWA	6,803 90 71 6200	6,051.50 63.70	752 40 0 00	0 4 0.00
183.000	Broadcom Corp Cl A BRCM	6,077 43 33 2100	5,683 98 31 06	393 45 73.20	0 4 1.20

ACCOUNT NUMBER [redacted]
NEILS MCKAY TRUSTEE CHARLES &
MAXINE SKAGGS FOUNDATION

This statement is for the period from
January 1, 2012 to December 31, 2012

ASSET DETAIL (continued)

Shares or Face Amount	Security Description	Market Value/ Price	Tax Cost/ Unit Cost	Unrealized Gain(Loss)/ Est Annual Inc	% of Total/ Estimated Curr Yield
17 000	Caterpillar Inc CAT	1,523 34 89.6085	1,885.98 110.94	- 362.64 35.36	0 1 2.32
35.000	Celgene Corp CELG	2,746 45 78.4700	2,596 65 74.19	149 80 0.00	0 2 0.00
80.000	Chevron Corporation CVX	8,651.20 108 1400	9,033.56 112.92	- 382.36 288.00	0.5 3.33
92.000	Cognizant Tech Solutions Cl A CTSH	6,797.17 73.8823	6,037.35 65.62	759 82 0.00	0 4 0.00
56 000	Danaher Corp DHR	3,130.40 55.9000	2.975.28 53.13	155 12 5.60	0.2 0 18
70.000	Deere & Co DE	6,049 40 86.4200	5,814.20 83.06	235.20 128.80	0.4 2.13
46.000	Directv DTV	2,307.36 50.1600	2,083.80 45 30	223.56 0.00	0.1 0 00
124.000	Disney Walt Co DIS	6,173 96 49.7900	6,028 88 48.62	145 08 93.00	0.4 1.51
162 000	Dover Corp DOV	10.645.02 65 7100	9,027.82 55 73	1,617.20 226 80	0.6 2 13
133.000	E Bay Inc EBAY	6,782.69 50.9977	6,443.85 48.45	338.84 0.00	0 4 0.00
298 000	E M C Corporation EMC	7,539 40 25 3000	7,315.90 24 55	223.50 0 00	0 5 0 00
33.000	Equinix Inc EQIX	6.804 60 206.2000	6,088 17 184.49	716 43 0.00	0 4 0.00

This statement is for the period from
January 1, 2012 to December 31, 2012

ASSET DETAIL (continued)

Shares or Face Amount	Security Description	Market Value/ Price	Tax Cost/ Unit Cost	Unrealized Gain(Loss)/ Est Annual Inc	% of Total/ Estimated Curr Yield
44 000	Express Scripts Hldgs C ESRX	2,376.00 54.0000	2,296 80 52 20	79.20 0.00	0.1 0.00
226 000	Financial Engines Inc FNGN	6,269.24 27.7400	6,018.77 26.63	250 47 0.00	0 4 0.00
18.000	Flowserve Corp FLS	2,642.40 146.8000	2,032.20 112.90	610.20 25.92	0.2 0.98
288.000	Freeport McMoran Copper Gold FCX	9,849 60 34 2000	10,855 45 37 69	- 1,005.85 360 00	0.6 3.65
12 000	Goldman Sachs Group Inc GS	1,530 72 127.5600	1,383 84 115.32	146.88 24.00	0.1 1.57
205.000	Hess Corp HES	10,856 80 52 9600	10,276 40 50 13	580 40 82.00	0.6 0.75
328.000	Intel Corp INTC	6,763 36 20.6200	8,813.20 26.87	- 2,049 84 295.20	0 4 4.36
54.000	International Business Machines Corp IBM	10,343 70 191.5500	5,394.60 99.90	4,949 10 183.60	0 6 1.77
104 000	Lauder Estee Cos Inc Cl A EL	6,225 44 59 8600	6,044 48 58.12	180.96 74.88	0 4 1.20
74 000	Linkedin Corporation LNKD	8,496 68 114 8200	7,923 92 107 08	572.76 0.00	0 5 0 00
84 000	Lululemon Athletica Inc LULU	6,403.32 76 2300	5,957 28 70 92	446.04 0.00	0 4 0.00
295 000	Meredith Corp MDP	10,162 75 34.4500	9,569 97 32 44	592.78 451.35	0 6 4 44

ASSET DETAIL (continued)

Shares or Face Amount	Security Description	Market Value/ Price	Tax Cost/ Unit Cost	Unrealized Gain(Loss)/ Est Annual Inc	% of Total/ Estimated Curr Yield
302 000	Microsoft Corp MSFT	8,066 33 26.7097	7,776 50 25.75	289 83 277.84	0.5 3.44
89 000	Nextera Energy Inc NEE	6,157.91 69.1900	5,998.60 67 40	159 31 213.60	0.4 3.47
57.000	Pioneer Nat Res Co PXD	6,075.63 106.5900	6,052.26 106 18	23.37 4.56	0.4 0.07
62 000	Portfolio Recovery Associates PRAA	6,625.32 106.8600	6,004.70 96.85	620.62 0.00	0.4 0.00
34 000	Precision Castparts Corp PCP	6,440.28 189 4200	6 050 30 177.95	389 98 4.08	0 4 0.06
154.000	Qualcomm Inc QCOM	9,526.38 61.8596	9,597.06 62.32	- 70.68 154.00	0.6 1.62
16 000	Ralph Lauren Corp RL	2,398.72 149.9200	2,465.60 154 10	- 66.88 25.60	0.1 1 07
76 000	Schein Henry Inc HSIC	6,111.92 80.4200	6,051 12 79.62	60.80 0.00	0 4 0.00
172 000	Telsa Motors Inc TSLA	5,825.64 33 8700	5,754.27 33 46	71.37 0 00	0.3 0 00
92.000	Union Pacific Corp UNP	11,566.24 125.7200	9,113.52 99.06	2,452.72 253.92	0 7 2 19
117.000	United Technologies Corp UTX	9,595 17 82.0100	9,082.64 77 63	512 53 250.38	0 6 2.61
220 000	Vera Bradley Inc VRA	5,522 00 25.1000	6,104 01 27.75	- 582.01 0.00	0 3 0.00

ACCOUNT NUMBER [redacted]
NEILS MCKAY TRUSTEE CHARLES &
MAXINE SKAGGS FOUNDATION

This statement is for the period from
January 1, 2012 to December 31, 2012

ASSET DETAIL (continued)

Shares or Face Amount	Security Description	Market Value/ Price	Tax Cost/ Unit Cost	Unrealized Gain(Loss)/ Est Annual Inc	% of Total/ Estimated Curr Yield
136.000	Wal Mart Stores Inc WMT	9,279.28 68.2300	9,866.36 72 55	- 587 08 216 24	0 6 2.33
102.000	Wells Fargo Co WFC	3,486 36 34.1800	3,234.75 31.71	251.61 89.76	0 2 2 57
83.000	Yum Brands Inc YUM	5.511.20 65 4000	6,130 38 73 86	- 619.18 111.22	0.3 2.02
Total Common Stocks		$336,626 23	$312,624.91	$24,001.32 $5,782 41	20.1
Foreign Stocks					
151 000	Accenture Plc Cl A ACN	10,041 50 66 5000	8,487.91 56.21	1,553 59 244 62	0 6 2 44
57 000	Air Liquide S A A D R Repstg .2 Ord Sh AIQUY	1,450 65 25 4500	1,338.46 23.48	112.19 21 49	0 1 1 48
124 000	Allianz SE A D R Repstg .1 Ord Sh AZSEY	1 713 68 13 8200	1,424.76 11.49	288 92 53.20	0 1 3.10
88.000	Anheuser Busch Inbev Nv A D R BUD	7,692 08 87 4100	7,104 23 80.73	587.85 113.78	0 5 1.48
42.000	Arm Hldgs Plc A D R Repstg 3 Ord Sh ARMH	1,588 86 37 8300	1,182 72 28.16	406 14 6.59	0 1 0 41
98.000	B H P Billiton Plc Spsd A D R BBL	6,896 26 70.3700	6,036 80 61 60	859.46 219 52	0 4 3.18
37 000	B T Group P L C A D R Repstg 10 Ord Shs BT	1,407 11 38.0300	1,214 71 32 83	192 40 49 91	0 1 3.55
59 000	British Amern Tob Plc Sponsored Adr BTI	5,973 75 101.2500	6,032 75 102.25	- 59 00 248 51	0 4 4 16

ASSET DETAIL (continued)

Shares or Face Amount	Security Description	Market Value/ Price	Tax Cost/ Unit Cost	Unrealized Gain(Loss)/ Est Annual Inc	% of Total/ Estimated Curr Yield
17 000	Dassault Systemes Sa A D R Repstg 1 Ord Sh DASTY	1,922 53 113.0900	1,434.80 84.40	487 73 10.37	0 1 0.54
32.000	Dbs Group Hldgs Ltd DBSDY	1,569.92 49.0600	1,392.00 43.50	177 92 55 84	0.1 3.56
51.000	Diageo Plc Sponsored A D R Repstg 4 Ord Shs DEO	5,945.58 116.5800	2,520.07 49 41	3,425.51 141 47	0.4 2.38
514.000	Fabrinet FN	6,753 96 13.1400	6,157 61 11.98	596.35 0.00	0 4 0.00
40.000	Fanuc Corporation A D R Repstg 0 16666 Ord Sh FANUY	1,242 80 31 0700	1,123 20 28.08	119 60 13.68	0 1 1.10
28.000	Fresenius Med Care Aktiengesellschaft Sponsored Adr FMS	960 40 34.3000	1,002.82 35 82	- 42 42 8.76	0 1 0.91
162.000	Jgc Corp Unsponsored A D R Repstg 2 Ord Sh JGCCY	10.139.58 62.5900	7,781.65 48.04	2,357.93 137.05	0.6 1.35
266.000	Li Fung Ltd A D R Repstg 1 Ord Sh LFUGY	952 28 3.5800	1,175 72 4.42	- 223 44 26 87	0.1 2.82
117.000	Michael Kors Holdings Ltd KORS	5,970.51 51 0300	6,004 44 51 32	- 33.93 0.00	0.4 0.00
50.000	National Grid Plc Sp A D R Repstg 5 Ord Shs NGG	2,872.00 57 4400	2,506.86 50 14	365.14 158.30	0.2 5.51
107 000	Nestle Sa Sponsored A D R Repstg 1 Ord Sh NSRGY	6.973.19 65.1700	6,760 26 63.18	212 93 189.60	0 4 2.72
446 000	Nokian Tyres Oyj Unspon A D R Repstg .5 Ord Sh NKRKY	8.986 90 20.1500	8,714 84 19.54	272 06 274.29	0 5 3.05

This statement is for the period from
January 1, 2012 to December 31, 2012

ASSET DETAIL (continued)

Shares or Face Amount	Security Description	Market Value/ Price	Tax Cost/ Unit Cost	Unrealized Gain(Loss)/ Est Annual Inc	% of Total/ Estimated Curr Yield
28 000	Roche Hldg Ltd A D R Repstg .25 Cert RHHBY	1,414 00 50 5000	1,183 00 42.25	231.00 43.18	0 1 3.05
30.000	Sanofi A D R Repstg .5 Ord Shs SNY	1,421 40 47.3800	1,113 60 37 12	307 80 42.93	0 1 3.02
18.000	Sap Ag A D R Repstg 1 Ord Shr SAP	1,446.84 80.3800	1,112 22 61.79	334.62 12.15	0.1 0 84
525.000	Sberbank Sponsored A D R Rpstg 4 Ord Sh SBRCY	6,594 00 12.5600	6,179 25 11.77	414 75 101.85	0 4 1.54
86.000	Schlumberger Ltd SLB	5 959 68 69.2986	6,058.96 70 45	- 99.28 94.60	0 4 1.59
903.000	Svenska Handelsbanken A Unsp A D R Repstg 0 5 Ord Sh SVNLY	16,281.09 18.0300	15,351 00 17.00	930 09 505.68	1.0 3.11
437.000	Swatch Group Ag A D R Repstg 05 Ord Sh SWGAY	11,099.80 25.4000	7,647.50 17.50	3,452.30 153 39	0 7 1.38
337.000	Sysmex Corp Unspon A D R SSMXY	7,751 00 23.0000	7,562 28 22 44	188 72 56.28	0 5 0.73
905.000	Uni Charm Corporation A D R Repstg 0 2 Ord Sh UNICY	9,439 15 10.4300	8,479 85 9 37	959 30 180.10	0 6 1 91
158 000	Wpp Plcsponsored A D R Repstg 5 Ord Shs WPPGY	11,518 20 72.9000	7,862.50 49.76	3,655 70 319.79	0.7 2.78
250 000	Zurich Insurance Group A D R Repstg 0 1 Ord Sh ZURVY	6.700 00 26.8000	6,155.00 24.62	545 00 0 00	0 4 0.00
Total Foreign Stocks		$170,678 70	$148,101.77	$22,576 93 $3,483 80	10 2

Equity Funds

ACCOUNT NUMBER: [redacted]
NEILS MCKAY TRUSTEE CHARLES &
MAXINE SKAGGS FOUNDATION

This statement is for the period from
January 1, 2012 to December 31, 2012

ASSET DETAIL (continued)

Shares or Face Amount	Security Description	Market Value/ Price	Tax Cost/ Unit Cost	Unrealized Gain(Loss)/ Est Annual Inc	% of Total/ Estimated Curr Yield
4,593 320	American Cent Equity Income Cl Inst #338 ACIIX	35,919 76 7.8200	34,576.09 7.53	1,343 67 978.38	2 1 2.72
9,024 447	American Centy Small Cp Growth Instl #336 ANONX	82,032.22 9.0900	58,702.61 6.51	23,329.61 0 00	4.9 0.00
2,325.811	Laudus Intl Marketmasters Fund Sel #1547 SWMIX	46,097.57 19 8200	46,007.20 19.78	90.37 1,076 85	2.8 2.34
2,007.238	Nuveen Dividend Value Fund Class I FAQIX	29,125.02 14.5100	29,744 95 14.82	- 619.93 672.42	1.7 2.31
3,111 101	Nuveen Real Estate Secs I FARCX	66,142.01 21 2600	47,333.10 15.21	18,808 91 1,527 55	4 0 2.31
981.572	Rowe T Price Mid-Cap Growth Fd #64 RPMGX	55,429.37 56 4700	40,441.76 41.20	14,987.61 0 00	3.3 0 00
1,527.214	Rowe T Price Mid-Cap Value Fd Inc #115 TRMCX	36,714.22 24 0400	27,010.90 17.69	9,703.32 488 71	2.2 1.33
5,941 464	Tfs Market Neutral Fund TFSMX	92,805.67 15.6200	90,845.91 15.29	1,959 76 0.00	5.5 0.00
	Total Equity Funds	$444,265.84	$374,662.52	$69,603 32 $4,743 91	26.6
Total Stocks		$951,570.77	$835,389.20	$116,181.57 $14,010 12	56.9
Total Assets		$1,672,769.35	$1,533,392 48	$139,366 87 $39,654.41	100.0
Estimated Current Yield					2 37

SKAGGS FOUNDATION AGENCY[redacted]
Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
61. AFLAC INC COMMON STOCK	02/01/2012	11/21/2012	3,081.65	2,938.98	142.67
313. ATT INC	12/15/2011	02/01/2012	9,289.66	9,033.18	256.48
10. ABOVENET INC	02/01/2012	07/02/2012	840.00	680.50	159.50
46. ACCURIDE CORP	02/01/2012	08/06/2012	245.17	367.08	-121.91
6. AGRIUM INC	02/01/2012	08/06/2012	573.64	494.40	79.24
.2 AIR LIQUIDE S A A D R	02/01/2012	07/03/2012	4.61	4.70	-0.09
29. AMERICA MOVIL S A DE C V	02/01/2012	08/06/2012	768.19	689.91	78.28
8. AMERICAN CAMPUS CMNTYS INC	02/01/2012	08/06/2012	378.55	342.70	35.85
290.725 AMERICAN CENT EQUITY	12/15/2011	08/10/2012	2,293.82	2,067.05	226.77
4017.92 AMERICAN CENT EQUITY INCOME CL INST	12/15/2011	11/21/2012	31,339.78	28,567.41	2,772.37
191.77 AMERICAN CENT EQUITY INCOME CL INST	09/21/2012	12/11/2012	1,513.07	1,538.00	-24.93
206.43 AMERICAN CENT SMALL CAP VALU INS	09/21/2012	12/11/2012	1,740.20	1,822.78	-82.58
838.423 AMERICAN CENT SMALL CAP VALU INS	09/21/2012	12/21/2012	7,193.67	7,403.27	-209.60
233. AMERICAN ELEC PWR INC	12/15/2011	08/10/2012	10,093.45	9,231.46	861.99
55. AMERICAN EQUITY INVT LIFE	02/01/2012	08/06/2012	618.18	654.50	-36.32
5. AMERIGROUP CORP	02/01/2012	08/06/2012	450.18	346.35	103.83
18. ANGLO AMERICAN PLC A D R	02/01/2012	08/06/2012	269.63	391.50	-121.87
197. ANHEUSER BUSCH INBEV NV A	12/15/2011	02/01/2012	12,366.45	11,491.01	875.44
82. ANHEUSER BUSCH INBEV NV A	08/10/2012	11/21/2012	6,954.27	6,619.85	334.42
8. ANIXTER INTL INC	02/01/2012	08/06/2012	457.58	529.60	-72.02
10. APACHE CORP	02/01/2012	08/06/2012	859.08	997.20	-138.12
15. ARKANSAS BEST CORP DEL	02/01/2012	08/06/2012	152.69	283.65	-130.96
15. ASTRAZENECA P L C SPSD A D	02/01/2012	08/06/2012	723.88	731.85	-7.97
26. ATLAS COPCO AB SPONS A D R	02/01/2012	08/06/2012	615.66	650.52	-34.86
27. ATLAS COPCO AB A D R CL B	02/01/2012	08/06/2012	562.66	600.75	-38.09
11. ATWOOD OCEANICS INC	02/01/2012	08/06/2012	496.85	515.02	-18.17
16. AVISTA CORP	02/01/2012	08/06/2012	446.70	413.60	33.10
19. B A E SYSTEMS P L C A D R	02/01/2012	08/06/2012	370.30	383.23	-12.93
10. B A S F A G A D R	02/01/2012	08/06/2012	746.68	792.70	-46.02
35. B G GROUP P L C A D R	02/01/2012	08/06/2012	699.98	804.65	-104.67
10. B H P BILLITON PLC SPSD A	02/01/2012	08/06/2012	606.48	689.30	-82.82
Totals					

JSA
2F0971 1 000

SKAGGS FOUNDATION AGENCY [redacted]
Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
21. BANK OF THE OZARKS INC	02/01/2012	08/06/2012	682.69	603.12	79.57
28. BARCLAYS PLC A D R	02/01/2012	08/06/2012	307.15	400.40	-93.25
23. BARNES GROUP INC	02/01/2012	08/06/2012	530.59	598.00	-67.41
30. BAYERISCHE MOTOREN WERKE	02/01/2012	08/06/2012	731.08	900.00	-168.92
10. BEAM INC	08/10/2012	12/10/2012	598.48	604.19	-5.71
27. BHP LTD SPONSORED ADR	02/01/2012	08/10/2012	1,884.01	2,191.59	-307.58
20. BIOMED REALTY TRUST INC	02/01/2012	08/06/2012	379.59	379.78	-0.19
10. BIOMED REALTY TRUST INC	11/21/2012	12/10/2012	192.89	188.60	4.29
12. BLACK HILLS CORP	02/01/2012	08/06/2012	382.79	411.96	-29.17
8. BOC HONG KONG HLDGS LTD A	02/01/2012	08/06/2012	492.30	424.40	67.90
26. BOEING CO	02/01/2012	08/10/2012	1,924.79	1,970.02	-45.23
17. BRISTOW GROUP INC	02/01/2012	08/06/2012	769.57	846.43	-76.86
97. BRITISH AMERN TOB PLC ADR	12/15/2011	02/01/2012	9,190.57	9,055.92	134.65
317. BROADCOM CORP COM	12/15/2011	02/01/2012	11,893.61	8,977.66	2,915.95
10. BROADCOM CORP COM	11/21/2012	12/10/2012	339.49	310.60	28.89
12. BROOKFIELD ASSET MANAGE CL	02/01/2012	08/06/2012	407.87	372.72	35.15
22. CLECO CORPORATION	02/01/2012	08/06/2012	939.15	877.80	61.35
11. CNOOC LTD A D R	02/01/2012	11/21/2012	2,291.69	2,337.94	-46.25
24 CSL LIMITED A D R	02/01/2012	08/06/2012	509.98	407.76	102.22
243. CVS CORP COM	12/15/2011	02/01/2012	10,400.20	9,083.34	1,316.86
194. CAMERON INTL CORP	12/15/2011	02/01/2012	10,528.67	8,902.23	1,626.44
8. CANADIAN NATL RY CO	02/01/2012	08/06/2012	707.10	614.16	92.94
33. CANON INC ADR REPSTG 5 SHS	02/01/2012	11/21/2012	1,137.81	1,419.33	-281.52
21. CARIBOU COFFEE CO INC	02/01/2012	08/06/2012	239.18	364.98	-125.80
274. CARNIVAL CORP	12/15/2011	02/01/2012	8,452.81	9,052.66	-599.85
9. CARNIVAL PLC A D R	02/01/2012	08/06/2012	308.42	274.68	33.74
16. CASEYS GEN STORES INC	02/01/2012	08/06/2012	940.77	822.40	118.37
27. CELANESE CORP SER A	02/01/2012	08/10/2012	1,070.52	1,370.52	-300.00
6. CHEMED CORP	02/01/2012	08/06/2012	370.01	345.66	24.35
90. CHEVRONTEXACO CORP COM	12/15/2011	02/01/2012	9,271.63	9,007.04	264.59
48. CHINA RES ENTERPRISE LTD A D R	02/01/2012	08/06/2012	263.99	345.60	-81.61
6. CHINA MOBILE LIMITED A D R	02/01/2012	08/06/2012	345.65	310.38	35.27
509. CISCO SYS INC	08/10/2012	11/21/2012	9,380.66	8,907.45	473.21
59. CITIGROUP INC	02/01/2012	08/10/2012	1,687.95	1,886.82	-198.87
Totals					

JSA
2F0971 1 000

SKAGGS FOUNDATION AGENCY [redacted]
Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
11. CLARCOR INC	02/01/2012	08/06/2012	527.21	578.27	-51 06
15. COCHLEAR LTD UNSPON A D R	02/01/2012	08/06/2012	527.98	480.45	47.53
55. COMCAST CORP CL A	02/01/2012	08/10/2012	1,899.10	1,480.05	419.05
41. CONOCOPHILLIPS	02/01/2012	08/10/2012	2,332.43	2,192.57	139.86
20. COOPER TIRE & RUBR CO	02/01/2012	08/06/2012	352.19	309.00	43.19
13. CORPORATE EXECUTIVE BRD CO	02/01/2012	08/06/2012	590.70	524.81	65.89
16. DIODES INC	02/01/2012	08/06/2012	306.55	422.56	-116.01
19. DOVER CORP	12/15/2011	02/01/2012	1,227.95	1,058.82	169.13
10. DOVER CORP	12/15/2011	12/10/2012	633.98	557.27	76.71
47. E I DU PONT DE NEMOURS &	02/01/2012	11/21/2012	2,009.67	2,430.84	-421.17
18. DUPONT FABROS TECHNOLOGY	02/01/2012	08/06/2012	482.20	460.80	21.40
10. E M C CORP MASS	11/21/2012	12/10/2012	249.59	245.50	4.09
122. EARTH LINK INC	02/01/2012	08/06/2012	775.90	913.77	-137.87
31. EMULEX CORP	02/01/2012	08/06/2012	207.69	335.42	-127.73
58. ENEL SOCIETA A D R	02/01/2012	08/06/2012	165.29	240.70	-75 41
9. ENPRO INDUSTRIES INC	02/01/2012	08/06/2012	291.14	322.74	-31.60
64. ERSTE GROUP BANK AG A D R	02/01/2012	08/06/2012	586.86	761.60	-174.74
48. FNB CORP	02/01/2012	08/06/2012	531.82	580.80	-48.98
88. FIFTH THIRD BANCORP	02/01/2012	08/10/2012	1,248.73	1,169.52	79.21
15. FIRST FINL BANKSHARES INC	02/01/2012	08/06/2012	519.58	532.01	-12 43
26. FLOWERS FOODS INC	02/01/2012	08/06/2012	554.30	507.52	46 78
7. FOMENTO ECONOMICO MEX SP A D R	02/01/2012	08/06/2012	604.85	507.64	97.21
83. FORD MOTOR CO	02/01/2012	08/06/2012	753.62	1,028.37	-274.75
11 FRANKLIN ELEC INC	02/01/2012	08/06/2012	617.41	571.12	46.29
10. FREEPORT MCMORAN COPPER	02/01/2012	12/10/2012	319.09	466.60	-147.51
18. FUJIFILM HOLDINGS A D R	02/01/2012	08/06/2012	311.75	427.14	-115.39
18. G A T X CORP	02/01/2012	08/06/2012	744.82	787.50	-42.68
28. OAO GAZPROM SPON A D R	02/01/2012	08/06/2012	271.03	348.32	-77.29
143. GENERAL DYNAMICS CORP	12/15/2011	08/10/2012	9,076.06	9,077.96	-1.90
210.449 GOLDMAN SACHS M C VALUE CL INST	09/21/2012	11/21/2012	8,007.58	8,205.41	-197.83
15. GOOGLE INC CL A	12/15/2011	02/01/2012	8,760.13	9,302.25	-542.12
10. GOOGLE INC CL A	11/21/2012	12/10/2012	6,847.24	6,641.50	205.74
16. GREATBATCH INC	02/01/2012	08/06/2012	381.27	387.04	-5.77
Totals					

JSA
2F0971 1 000

SKAGGS FOUNDATION AGENCY [redacted]
Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
15. HSBC HOLDINGS PLC SPONS A	02/01/2012	08/06/2012	653.68	644.40	9.28
11. HAEMONETICS CORP	02/01/2012	08/06/2012	782.85	741.84	41.01
10. HANGER INC	02/01/2012	08/06/2012	262.29	203.50	58.79
26. HEALTHCARE RLTY TR	02/01/2012	08/06/2012	635.16	246.96	388.20
18. HEIDRICK & STRUGGLES INTL	02/01/2012	08/06/2012	230.21	409.14	-178.93
32. HEWLETT PACKARD CO	02/01/2012	08/06/2012	597.74	925.44	-327.70
13. HITACHI LTD ADR 10 COM	02/01/2012	08/06/2012	761.78	702.26	59.52
7. HOME PROPERTIES INC	02/01/2012	08/06/2012	456.10	421.20	34.90
16. HONDA MOTOR LTD ADR COMMON					
50YEN	02/01/2012	08/06/2012	508.30	563.52	-55.22
29. HOYA CORP A D R	02/01/2012	08/06/2012	659.15	633.65	25.50
17. HUMANA INC	02/01/2012	11/21/2012	1,120.61	1,579.13	-458.52
21. I C I C I BANK LIMITED A D	02/01/2012	08/06/2012	736.66	772.38	-35.72
14. IMPERIAL OIL LTD	02/01/2012	08/06/2012	609.26	671.72	-62.46
10. INTEL CORP	08/10/2012	12/10/2012	199.59	268.69	-69.10
19. INTERCONTINENTAL HTLS GRP					
PLSPONS	02/01/2012	08/06/2012	480.11	403.75	76.36
20. INTERLINE BRANDS INC	02/01/2012	08/06/2012	507.18	349.60	157.58
25. ITAU UNIBANCO HOLDINGS SA					
A D R	02/01/2012	08/06/2012	409.24	514.75	-105.51
69. JGC CORP UNSPONSORED A D R	12/15/2011	02/01/2012	3,837.02	3,314.40	522.62
10. JGC CORP UNSPONSORED A D R	12/15/2011	12/10/2012	670.98	480.35	190.63
21. JACK IN THE BOX INC	02/01/2012	08/06/2012	554.80	462.63	92.17
26. JOHNSON CTLS INC	02/01/2012	08/06/2012	648.42	834.34	-185.92
23. J2 GLOBAL INC	02/01/2012	08/06/2012	681.93	645.15	36.78
6. JUPITER TELECOM A D R	02/01/2012	08/06/2012	390.59	402.24	-11.65
652. KEPPEL CORP LTD SPONS A D	12/15/2011	02/01/2012	11,051.19	8,997.60	2,053.59
160. KEYCORP NEW	02/01/2012	08/10/2012	1,318.39	1,273.60	44.79
15. KINDRED HEALTHCARE INC	02/01/2012	08/06/2012	153.52	193.20	-39.68
18. KOPPERS HLDGS INC	02/01/2012	08/06/2012	614.50	725.94	-111.44
44. KRAFT FOODS INC CL A	02/01/2012	08/10/2012	1,789.87	1,702.36	87.51
33. LOREAL CO UNSPONSORED ADR	02/01/2012	08/06/2012	828.94	722.70	106.24
23. LVMH MOET HENNESSY LOU					
VUITT A D R	02/01/2012	08/06/2012	739.20	770.04	-30.84
78. LONZA GROUP AG UNSPON A D	02/01/2012	08/06/2012	347.87	433.68	-85.81
Totals					

JSA
2F0971 1 000

SKAGGS FOUNDATION AGENCY [redacted]
Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
40. MACYS INC	02/01/2012	08/10/2012	1,517.97	1,356.00	161.97
12. MATTHEWS INTL CORP CL A	02/01/2012	08/06/2012	349.43	407.52	-58.09
210. METLIFE INC COM	07/11/2011	02/01/2012	7,601.85	8,862.00	-1,260.15
40. MICROSOFT CORP	12/15/2011	02/01/2012	1,196.78	1,030.00	166.78
10. MICROSOFT CORP	12/15/2011	12/10/2012	268.19	257.50	10.69
6. MID-AMER APT CMNTYS INC	02/01/2012	08/06/2012	410.51	387.06	23.45
3. MINERALS TECHNOLOGIES INC	02/01/2012	08/06/2012	193.94	194.52	-0.58
2. MITSUI & CO LTD SPSD ADR	02/01/2012	08/06/2012	589.28	688.82	-99.54
41. MTN GROUP LTD A D R	02/01/2012	08/06/2012	785.13	733.08	52.05
13. NIPPON TELEGRAPH TELE A D	02/01/2012	08/06/2012	307.31	328.90	-21.59
39. NISSAN MTR LTD SPONSORED	02/01/2012	08/06/2012	757.75	754.26	3.49
20. NOKIAN TYRES OYJ UNSPON A	08/10/2012	12/10/2012	403.19	390.80	12.39
17. NORTHWESTERN CORP	02/01/2012	08/06/2012	621.84	606.73	15.11
15. ADR NOVARTIS AG SPONSORED					
ADR ISIN #US66987V1098	02/01/2012	08/06/2012	887.23	835.65	51.58
3692.322 NUVEEN DIVIDEND VALUE					
FUND CLASS I	08/10/2012	11/21/2012	53,686.36	53,907.90	-221.54
83 801 NUVEEN DIVIDEND VALUE					
FUND CLASS I	09/21/2012	12/10/2012	1,248.63	1,262.88	-14.25
1285 357 NUVEEN PREFERRED					
SECURITIES FUND	VAR	02/01/2012	20,244.37	21,671.12	-1,426.75
13. LUKOIL SPON A D R	02/01/2012	08/06/2012	755.93	776.62	-20.69
19. OLD DOMINION FGHT LINE INC	02/01/2012	08/06/2012	847.95	825.36	22.59
9. ORIX CORP SPONS A D R	02/01/2012	08/06/2012	430.73	445.50	-14.77
34. P G E CORP	02/01/2012	08/10/2012	1,534.06	1,399.10	134.96
167. P N C FINANCIAL SERVICES	12/15/2011	08/10/2012	10,095.09	9,101.50	993 59
67. P P L CORPORATION	02/01/2012	08/10/2012	1,993.21	1,866.62	126.59
9. PS BUSINESS PKS INC	02/01/2012	08/06/2012	608.88	570.24	38.64
40. PEABODY ENERGY CORP	02/01/2012	08/06/2012	865.98	1,426.80	-560.82
141. PEPSICO INC COMMON STOCK	12/15/2011	02/01/2012	9,357.99	9,157.95	200.04
44. PETROLEO BRASILEIRO SPON A					
D R	02/01/2012	08/06/2012	868.10	1,272.92	-404.82
.5 PHILLIPS 66	02/01/2012	05/10/2012	16.47	15.89	0.58
20. PHILLIPS 66	02/01/2012	08/06/2012	800.98	635.71	165.27
27. PLEXUS CORP	02/01/2012	08/06/2012	787.30	1,003.59	-216.29
Totals					

SKAGGS FOUNDATION AGENCY [redacted]
Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
89. PRAXAIR INC	12/15/2011	08/10/2012	9,602.13	9,183.91	418.22
10. PRICELINE COM INC	11/21/2012	12/10/2012	6,268.75	6,379.20	-110.45
32. PROGRESS SOFTWARE CORP	02/01/2012	08/06/2012	628.78	745.60	-116.82
32. PRUDENTIAL FINL INC	02/01/2012	08/10/2012	1,711.72	1,877.44	-165.72
325. PUBLIC SVC ENTERPRISE GROUP INC	VAR	11/21/2012	9,564.54	10,530.44	-965.90
32. QUEST SOFTWARE INC	02/01/2012	08/06/2012	891.65	666.88	224.77
12. REPSOL S.A.	02/01/2012	08/06/2012	215.15	331.08	-115.93
61. REYNOLDS AMERICAN INC	02/01/2012	08/10/2012	2,801.07	2,430.24	370.83
5888.76 RIDGEWORTH AGGRESSIVE GR STOCK FUND	08/10/2012	11/21/2012	82,678.19	83,325.95	-647.76
842.258 RIDGEWORTH AGGRESSIVE GR STOCK FUND	09/21/2012	11/21/2012	11,825.30	12,633.87	-808.57
429.8 RIDGEWORTH AGGRESSIVE GR STOCK FUND	09/21/2012	12/11/2012	6,253.59	6,447.00	-193.41
40.98 ROWE T PRICE MID-CAP GROWTH FD #64	09/21/2012	12/11/2012	2,442.00	2,455.93	-13.93
63.76 ROWE T PRICE MID-CAP VALUE FD INC	09/21/2012	12/11/2012	1,622.05	1,616.95	5.10
11. ROYAL DUTCH SHELL PLC A D	02/01/2012	08/06/2012	773.50	794.31	-20.81
50. KONINKLIJKE ROYAL KPN NV SP ADR	02/01/2012	08/06/2012	407.99	558.50	-150.51
8. SASOL LTD SPONSORED A D R	02/01/2012	08/06/2012	349.83	421.52	-71.69
889. SBERBANK SPONSORED A D R	12/15/2011	02/01/2012	10,978.94	9,307.83	1,671.11
539. SBERBANK SPONSORED A D R	08/10/2012	11/21/2012	6,025.88	6,344.03	-318.15
20. SBERBANK SPONSORED A D R	08/10/2012	12/10/2012	242.99	235.40	7.59
147. SCHEIN HENRY INC COMMON	12/15/2011	02/01/2012	10,655.83	9,107.12	1,548.71
62. SCHNEIDER ELECT SA UNSP A	02/01/2012	08/06/2012	782.42	794.84	-12.42
793.623 LAUDUS INTL MARKETMASTE RS FUND SEL	07/13/2011	02/01/2012	14,213.79	15,801.03	-1,587.24
24. SELECTIVE INS GROUP INC	02/01/2012	08/06/2012	426.71	438.00	-11.29
37 SEMPRA ENERGY	02/01/2012	08/10/2012	2,548.87	2,138.97	409.90
4. SHIRE PLC A D R	02/01/2012	08/06/2012	366.83	399.36	-32.53
5. SIEMENS AG A D R	02/01/2012	08/06/2012	453.08	481.55	-28.47
10. SIGNATURE BK	02/01/2012	08/06/2012	643.38	592.39	50.99
Totals					

JSA
2F0971 1 000

SKAGGS FOUNDATION AGENCY [redacted]

Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
75. SIMON PPTY GROUP INC NEW	12/15/2011	02/01/2012	10,172.80	9,182.25	990.55
10. SNAP ON INC	02/01/2012	08/06/2012	675.88	574.80	101.08
863. SONOVA HOLDING UNSPON ADR	12/15/2011	02/01/2012	18,019.09	17,147.81	871.28
478. SONOVA HOLDING UNSPON ADR	08/10/2012	11/21/2012	10,171.61	8,909.92	1,261.69
21. STATE STREET CORP	02/01/2012	08/06/2012	851.32	844.62	6 70
30. SVENSKA HANDELSBANKEN A UNSP A D R	11/21/2012	12/10/2012	529.48	510.00	19.48
68. SWATCH GROUP AG A D R	12/15/2011	02/01/2012	1,510.25	1,190.00	320.25
20. SWATCH GROUP AG A D R	12/15/2011	12/10/2012	491.38	350.00	141.38
10. SYSMEX CORP UNSPON A D R	11/21/2012	12/10/2012	230.49	224.40	6.09
158.335 TFS MARKET NEUTRAL FUND	12/09/2011	11/21/2012	2,460.53	2,257.85	202.68
31. TAIWAN SEMICONDUCTOR A D R	02/01/2012	08/06/2012	442.67	441.91	0.76
15. TARGET CORP	02/01/2012	08/06/2012	935.97	768.60	167.37
1956.408 TEMPLETON INSTL EMERGING MKT SER ADV	VAR	12/21/2012	22,635.64	22,160.46	475.18
30. TESCO PLC A D R	02/01/2012	08/06/2012	452.98	464.40	-11.42
10. TELSA MOTORS INC	11/21/2012	12/10/2012	344.29	334.55	9.74
42. TEVA PHARMACEUTICALS INDS LTD ADR	02/01/2012	08/10/2012	1,731.62	1,953.00	-221.38
75. TEXAS INSTRS INC	02/01/2012	11/21/2012	2,183.58	2,484.00	-300.42
20. TORO CO	02/01/2012	08/06/2012	757.98	642.80	115.18
15. TOTAL S A A D R	02/01/2012	08/06/2012	724.03	803.40	-79.37
40. TRAVELERS COS INC	02/01/2012	08/10/2012	2,544.78	2,378.40	166.38
13. TREEHOUSE FOODS INC	02/01/2012	08/06/2012	718.10	736.19	-18.09
178. TURKIYE GARANTI BANKASI A S A D R	02/01/2012	08/06/2012	703.08	699.54	3.54
8. UMB FINL CORP	02/01/2012	08/06/2012	392.55	318.24	74.31
188. UNICHARM CORP A D R	12/15/2011	02/01/2012	10,119.85	8,807.80	1,312.05
40. UNI CHARM CORPORATION A D	12/15/2011	12/10/2012	429.99	374.80	55.19
22. UNILEVER PLC SPSD ADR	02/01/2012	08/06/2012	790.44	728.42	62.02
46. UNILEVER N V A D R	02/01/2012	08/10/2012	1,586.04	1,567.68	18.36
13. UNITED BANKSHARES INC W VA	02/01/2012	08/06/2012	304.45	373.62	-69.17
11. UNITED STATIONERS INC	02/01/2012	08/06/2012	274.99	372.57	-97.58
15. VALE SA SP A D R	02/01/2012	08/06/2012	274.34	378.60	-104 26
.15 VALLEY NATL BANCORP	12/15/2011	06/08/2012	1.67	1.67	NONE
Totals					

JSA
2F0971 1 000

SKAGGS FOUNDATION AGENCY [redacted]
Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
822. VALLEY NATL BANCORP	12/15/2011	11/21/2012	7,504.69	9,143.30	-1,638.61
41. VALUE CLICK INC	02/01/2012	08/06/2012	640.40	734.72	-94.32
49. VERIZON COMMUNICATIONS	02/01/2012	08/10/2012	2,174.08	1,860.53	313.55
27. VOLVO AB SPONSORED A D R	02/01/2012	08/06/2012	344.78	363.69	-18.91
15. WPP PLCSPONSORED A D R	12/15/2011	02/01/2012	900.28	746.44	153.84
10. WPP PLCSPONSORED A D R	12/15/2011	12/10/2012	688.98	497.63	191.35
26. WAL MART DE MEXICO SAB DE CV A D R	02/01/2012	08/06/2012	769.84	816.14	-46.30
43. WRIGHT MEDICAL GROUP	02/01/2012	08/06/2012	840.63	746.05	94.58
14. ZURICH INSURANCE GROUP A D	02/01/2012	08/06/2012	321.29	344.26	-22.97
36. AON PLC	02/01/2012	08/10/2012	1,854.67	1,780.20	74.47
18. ARGO GROUP INTL HLDGS LTD	02/01/2012	08/06/2012	551.32	535.14	16.18
10. ACCENTURE PLC CL A	12/15/2011	12/10/2012	694.08	562.11	131.97
6. BUNGE LIMITED	02/01/2012	08/06/2012	393.29	348.24	45.05
33. COVIDIEN PLC	02/01/2012	08/10/2012	1,878.33	1,732.50	145.83
20. FABRINET	11/21/2012	12/10/2012	235.99	239.60	-3.61
23. ACE LTD	02/01/2012	08/10/2012	1,665.39	1,665.89	-0.50
8. TRANSOCEAN LTD	02/01/2012	08/06/2012	392.55	386.80	5.75
26. QIAGEN NV	02/01/2012	08/06/2012	451.08	407.68	43.40
Totals			693,430.00	680,614.00	12,816.00

SKAGGS FOUNDATION AGENCY [redacted]

Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
15% RATE CAPITAL GAINS (LOSSES)					
1101. AEGON N V NY REG SHR	05/04/2009	02/01/2012	5,461.07	6,341.76	-880.69
4023.984 AMERICAN CENT EQUITY	VAR	08/10/2012	31,749.23	29,223.44	2,525.79
526.21373 AMERICAN CENT SMALL CAP VALU INS	07/13/2011	11/21/2012	4,441.24	4,883.26	-442.02
4106.045 AMERICAN CENT SMALL CAP VALU INS	VAR	12/21/2012	35,229.87	37,596.65	-2,366.78
238.809 AMERICAN CENT SMALL CAP VALU INS	07/29/2011	12/21/2012	2,048.98	2,189.88	-140.90
694.444 AMERICAN CENTY SMALL CP GROWTH INSTL	05/04/2009	11/21/2012	6,034.72	3,590.28	2,444.44
124. ANADARKO PETE CORP	05/04/2009	02/01/2012	10,043.81	5,939.09	4,104.72
11. ASHLAND INC	11/13/2008	02/01/2012	702.44	193.71	508.73
18 AVALONBAY CMNTYS INC	VAR	11/21/2012	2,299.09	1,616 93	682.16
.9783 BANCO SANTANDER CENT	VAR	08/06/2012	6.14	10 46	-4 32
.0217 BANCO SANTANDER CENT	10/31/2009	08/06/2012	0.14	0.37	-0 23
. BANK OF AMERICA CORP		12/03/2012	2.44	NONE	2.44
40. IPATH DOW JONES UBS COMMODITY	07/11/2011	12/10/2012	1,673.16	1,927.60	-254.44
958. IPATH DOW JONES UBS COMMODITY	VAR	12/21/2012	39,426.08	43,526.38	-4,100.30
35000. BERKSHIRE HATHAWAY 4.625% 10/15/13	04/04/2005	09/21/2012	36,509.55	34,307.00	2,202.55
121. BOSTON PPTYS INC	05/04/2009	02/01/2012	12,731.37	5,676.69	7,054.68
44. CAMERON INTL CORP	06/17/2008	02/01/2012	2,387.94	1,959.38	428.56
21. CATO CORP CL A	04/24/2007	08/06/2012	623.47	459.58	163.89
4426.461 CREDIT SUISSE COMM RET ST CO	12/15/2010	12/21/2012	35,588.75	42,316.96	-6,728.21
63. DIAGEO PLC SPONSORED A D R	05/04/2009	11/21/2012	7,376.50	3,113.02	4,263.48
36. EXXON MOBIL CORP	01/09/2007	08/10/2012	3,166.17	1,841.35	1,324.82
30000. F H L M C M T N 5.125% 7/15/12	06/08/2005	07/15/2012	30,000.00	31,887.89	-1,887.89
Totals					

JSA
2F0970 1 000

SKAGGS FOUNDATION AGENCY [redacted]

Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
979.059 GOLDMAN SACHS M C VALUE					
CL INST	06/17/2011	11/21/2012	37,253.20	36,000.00	1,253.20
25000. J P MORGAN CHASE					
5.150% 10/01/15	02/02/2006	09/21/2012	27,571.50	24,476.00	3,095.50
138. MCDONALDS CORP	VAR	02/01/2012	13,605.16	7,017.60	6,587.56
10. MEREDITH CORP	07/02/2008	12/10/2012	341.09	272.20	68.89
265. MICROSOFT CORP	08/28/2008	02/01/2012	7,928.65	7,411.39	517.26
145. NESTLE S A SPONSORED ADR	01/09/2007	02/01/2012	8,489.59	5,003.50	3,486.09
129.887 NUVEEN REAL ESTATE SECS	08/28/2008	12/10/2012	2,799.06	2,387.33	411.73
2527.749 NUVEEN PREFERRED					
SECURITIES FUND	06/17/2011	08/10/2012	42,466.18	42,617.85	-151.67
318.651 ROWE T PRICE MID-CAP	05/04/2009	02/01/2012	18,131.24	11,974.90	6,156.34
156.385 ROWE T PRICE MID-CAP	05/04/2009	08/10/2012	9,017.16	5,876.95	3,140.21
103.662 ROWE T PRICE MID-CAP	05/04/2009	11/21/2012	6,027.95	3,895.62	2,132.33
244.698 ROWE T PRICE MID-CAP					
VALUE FD INC	05/04/2009	11/21/2012	6,019.57	3,942.08	2,077.49
555.799 LAUDUS INTL MARKETMASTE					
RS FUND SEL	07/13/2011	08/07/2012	10,087.75	11,065.96	-978.21
1. SIMON PPTY GROUP INC NEW	03/18/2009	02/01/2012	135.64	33.93	101.71
3920.254 TFS MARKET NEUTRAL FUND	06/17/2011	08/07/2012	60,019.09	59,862.28	156.81
700.595 TFS MARKET NEUTRAL FUND	06/17/2011	11/21/2012	10,887.25	10,698.08	189.17
3535.124 TEMPLETON INSTL					
EMERGING MKT SER ADV	07/11/2011	12/21/2012	40,901.39	59,637.55	-18,736.16
. VERITAS SOFTWARE CORP		10/04/2012	64.53	NONE	64.53
30. WADDELL & REED FINANCIAL	04/05/2007	02/01/2012	840.28	730.20	110.08
45000. WAL MART STORES					
3.250% 10/25/20	12/15/2010	09/21/2012	48,928.50	42,474.05	6,454.45
TOTAL 15% RATE CAPITAL GAINS (LOSSES)			619,017.00	593,979.00	25,038.00
Totals			619,017.00	593,979.00	25,038.00