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## Return of Private Foundation

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

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Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation <b>THE WHITEHEAD-HINKLE TRUST</b>		A Employer identification number <b>46-6147066</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>14 S. PAINT ST. FOULKE BLOCK</b>	Room/suite <b>2</b>	B Telephone number <b>740-774-6152</b>
City or town, state or province, country, and ZIP or foreign postal code <b>CHILLICOTHE, OH 45601</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1 Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) <b>\$ 8,511,018.</b>	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		170.	170.		STATEMENT 1
4 Dividends and interest from securities		57,075.	57,075.		STATEMENT 2
5a Gross rents		133,440.	133,440.		STATEMENT 3
b Net rental income or (loss) 133,440.					
6a Net gain or (loss) from sale of assets not on line 10		9,388.			
b Gross sales price for all assets on line 6a 906,234.					
7 Capital gain net income (from Part IV, line 2)			9,388.		
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		1,123.	0.		STATEMENT 4
12 Total. Add lines 1 through 11		201,196.	200,073.		
13 Compensation of officers, directors, trustees, etc		28,493.	14,246.		14,247.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 5		3,850.	1,925.		1,925.
c Other professional fees					
17 Interest					
18 Taxes STMT 6		22,842.	11,421.		11,421.
19 Depreciation and depletion					
20 Occupancy		3,433.	1,717.		1,716.
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 7		4,492.	2,246.		2,246.
24 Total operating and administrative expenses. Add lines 13 through 23		63,110.	31,555.		31,555.
25 Contributions, gifts, grants paid		121,502.			121,502.
26 Total expenses and disbursements. Add lines 24 and 25		184,612.	31,555.		153,057.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		16,584.			
b Net investment income (if negative, enter -0-)			168,518.		
c Adjusted net income (if negative, enter -0-)				N/A	

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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				
	2	Savings and temporary cash investments		453,516.	632,074.	632,074.
	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				
	b	Investments - corporate stock				
	c	Investments - corporate bonds				
	11	Investments - land, buildings, and equipment basis ▶				
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other	STMT 9	1,344,171.	1,445,258.	1,507,550.	
14	Land, buildings, and equipment basis ▶	6,371,394.	6,371,394.	6,371,394.	6,371,394.	
	Less: accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)		8,169,081.	8,448,726.	8,511,018.	
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 ▶ <input type="checkbox"/>					
	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 ▶ <input checked="" type="checkbox"/>					
	and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds		0.	0.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds		8,169,081.	8,448,726.	
30	Total net assets or fund balances		8,169,081.	8,448,726.		
31	Total liabilities and net assets/fund balances		8,169,081.	8,448,726.		

## 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	8,169,081.
2	Enter amount from Part I, line 27a	2	16,584.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 8	3	263,061.
4	Add lines 1, 2, and 3	4	8,448,726.
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	8,448,726.

**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 906,234.		896,846.	9,388.

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			9,388.

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	9,388.
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))
2012	131,028.	8,051,488.	.016274
2011			
2010			
2009			
2008			

2 Total of line 1, column (d)	2	.016274
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	.016274
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	3,386,741.
5 Multiply line 4 by line 3	5	55,116.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,685.
7 Add lines 5 and 6	7	56,801.
8 Enter qualifying distributions from Part XII, line 4	8	153,057.

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

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-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-

6 Credits/Payments:

a 2013 estimated tax payments and 2012 overpayment credited to 2013

b Exempt foreign organizations - tax withheld at source

c Tax paid with application for extension of time to file (Form 8868)

d Backup withholding erroneously withheld

7 Total credits and payments. Add lines 6a through 6d

8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached

9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

11 Enter the amount of line 10 to be: Credited to 2014 estimated tax **1,278.** Refunded **0.****Part VII-A Statements Regarding Activities**

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?

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?

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.

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

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

b If "Yes," has it filed a tax return on Form 990-T for this year?

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

If "Yes," attach the statement required by General Instruction T

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?

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

8a Enter the states to which the foundation reports or with which it is registered (see instructions) **OH**

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

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 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

N/A

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		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? Website address ► N/A	13	X	
14	The books are in care of ► ROBERT C HESS Telephone no. ► 740-774-6152 Located at ► 14 S. PAINT ST FOULKE BLOCK, CHILLICOTHE, ZIP+4 ► 45601			
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			
16	At any time during calendar year 2013, 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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

**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.		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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? Organizations relying on a current notice regarding disaster assistance check here ► N/A	1b	
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 2013?	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 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No If "Yes," list the years ► 2012 , , ,		
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2013 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 2013) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	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 2013?	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)?

Organizations relying on a current notice regarding disaster assistance check here

N/A

5b

**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?

If "Yes" to 6b, file Form 8870

6b

X

**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
ROBERT C. HESS	TRUSTEE			
14 S. PAINT ST FOLKE BLOCK				
CHILLICOTHE, OH 45601	2.00	28,493.	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

**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	
<b>Total.</b> Add lines 1 through 3	0.

Form 990-PF (2013)



**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	1,438,727.
b	Average of monthly cash balances	1b	542,795.
c	Fair market value of all other assets	1c	1,456,794.
d	Total (add lines 1a, b, and c)	1d	3,438,316.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	SEE STATEMENT 10 4,914,600.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	3,438,316.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	51,575.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,386,741.
6	Minimum investment return. Enter 5% of line 5	6	169,337.

**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	169,337.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	1,685.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,685.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	167,652.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	167,652.
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	167,652.

**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	153,057.
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	153,057.
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	1,685.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	151,372.

**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 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				167,652.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			269,579.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ 153,057.			153,057.	
a Applied to 2012, but not more than line 2a				
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 2013 distributable amount				0.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (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:	0.			
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 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			116,522.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				167,652.
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 2008 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				



**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
<b>a</b> Paid during the year				
TEAYS VALLEY EDUCATIONAL FOUNDATION 2006 KENNY RD COLUMBUS, OH 43221-3502	NONE	FOUNDATION	DONATION	121,502.
<b>Total</b>			▶ 3a	121,502.
<b>b</b> Approved for future payment				
NONE				
<b>Total</b>			▶ 3b	0.



## Part XVII

**Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations**

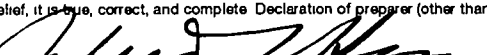
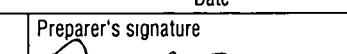
- |   |                                                                                                                                                                                                                                                                                                                                                                                              |       |
|---|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?                                                                                                                                          | Yes   |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of:                                                                                                                                                                                                                                                                                                           |       |
|   | (1) Cash                                                                                                                                                                                                                                                                                                                                                                                     | 1a(1) |
|   | (2) Other assets                                                                                                                                                                                                                                                                                                                                                                             | 1a(2) |
| b | Other transactions:                                                                                                                                                                                                                                                                                                                                                                          |       |
|   | (1) Sales of assets to a noncharitable exempt organization                                                                                                                                                                                                                                                                                                                                   | 1b(1) |
|   | (2) Purchases of assets from a noncharitable exempt organization                                                                                                                                                                                                                                                                                                                             | 1b(2) |
|   | (3) Rental of facilities, equipment, or other assets                                                                                                                                                                                                                                                                                                                                         | 1b(3) |
|   | (4) Reimbursement arrangements                                                                                                                                                                                                                                                                                                                                                               | 1b(4) |
|   | (5) Loans or loan guarantees                                                                                                                                                                                                                                                                                                                                                                 | 1b(5) |
|   | (6) Performance of services or membership or fundraising solicitations                                                                                                                                                                                                                                                                                                                       | 1b(6) |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees                                                                                                                                                                                                                                                                                                             | 1c    |
| 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. |       |

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[illegible]

- 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 prepared 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.					May the IRS discuss this return with the preparer shown below (see instr. 7)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
	 Signature of officer or trustee		Date	Title <b>TRUSTEE</b>			
Paid Preparer Use Only	Print/Type preparer's name		Preparer's signature		Date	Check <input type="checkbox"/> if self-employed	PTIN
	DONALD R. SEIGNEUR				11/17/14		P00283160
	Firm's name ▶ WHITED SEIGNEUR SAMS & RAHE CPAS, LLP					Firm's EIN ▶ 31-0962125	
	Firm's address ▶ 213 SOUTH PAINT STREET CHILLICOTHE, OH 45601-3828					Phone no. (740) 702-2600	

## Data For Parcel D1200010007700

## Base Data

Parcel: D1200010007700  
 Owner: HESS ROBERT C TRUSTEE  
 Address: 4429 S R 752

HARRISON

[+] Map this property

## Mailing Address

Mailing Name: HESS ROBERT C TRUSTEE  
 Address: 14 S PAINT ST SUITE 2  
 City State Zip: CHILLICOTHE OH 45601

## Geographic

City: UNINCORPORATED  
 Township: HARRISON TOWNSHIP  
 School District: TEAYS VALLEY LSD

## Legal

Neighborhood: 00100000

Legal Acres: 59.5

Legal Description: MID PT

Land Use: (101) A - CASH GRAIN OR  
GENERAL FARM

Property Class: AGRICULTURAL

Map Number: 0-0-0-0

Range Township  
Section: 21-09-07

## Valuation (Tax Year 2013 Payable 2014)

	Appraised	Assessed (35%)
Land Value:	\$269,530.00	\$94,340.00
Building Value:	\$76,080.00	\$26,630.00
Total Value:	\$345,610.00	\$120,970.00
CAUV Value:	\$93,790.00	
Taxable Value:	\$59,460.00	

## Tax Credits

2.5% Homesite  
Rollback: NO

Homestead  
Reduction: NO

## Notes

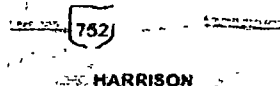
Notes:

GIS parcel shapefile last updated 10/29/2014 5:00:46 AM.  
 CAMA database last updated 10/28/2014 10:13:53 PM.

## Data For Parcel D1200010007600

## Base Data

Parcel: D1200010007600  
 Owner: HESS ROBERT C TRUSTEE  
 Address: 14304 CIRCLEVILLE AV



[+] Map this property.

## Mailing Address

Mailing Name: HESS ROBERT C TRUSTEE  
 Address: 14 S PAINT ST SUITE 2  
 City State Zip: CHILLICOTHE OH 45601

## Geographic

City: UNINCORPORATED  
 Township: HARRISON TOWNSHIP  
 School District: TEAYS VALLEY LSD

## Legal

Neighborhood: 00100000

Legal Description: PT W 1/2

Map Number: 0-0-0-0

Legal Acres: 64.3

Land Use: (101) A - CASH GRAIN OR  
 GENERAL FARM

Property Class: AGRICULTURAL

Range Township  
 Section: 21-09-07

## Valuation (Tax Year 2013 Payable 2014)

	Appraised	Assessed (35%)
Land Value:	\$285,400.00	\$99,890.00
Building Value:	\$60,980.00	\$21,340.00
Total Value:	\$346,380.00	\$121,230.00
CAUV Value:	\$118,840.00	
Taxable Value:	\$62,930.00	

## Tax Credits

2.5% Homesite  
 Rollback: NO  
 Homestead  
 Reduction: NO

## Notes

Notes:

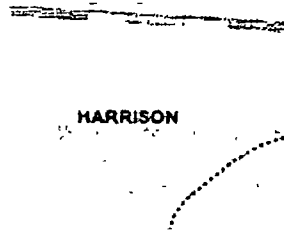
GIS parcel shapefile last updated 10/29/2014 5:00:46 AM.  
 CAMA database last updated 10/28/2014 10:13:53 PM.



## Data For Parcel D1200010007800

## Base Data

Parcel: D1200010007800  
 Owner: HESS ROBERT C TRUSTEE  
 Address: 0 S R 752



[+] Map this property

## Mailing Address

Mailing Name: HESS ROBERT C TRUSTEE  
 Address: 14 S PAINT ST SUITE 2  
 City State Zip: CHILlicothe OH 45601

## Geographic

City: UNINCORPORATED  
 Township: HARRISON TOWNSHIP  
 School District: TEAYS VALLEY LSD

## Legal

Neighborhood: 00100000  
 Legal Description: PT S 1/2 S 1/2

Legal Acres: 55.5  
 Land Use: (100) A - AGRICULTURAL  
 VACANT LAND  
 Property Class: AGRICULTURAL  
 Range Township Section: 21-09-07

Map Number: 0-0-0-0

## Valuation (Tax Year 2013 Payable 2014)

	Appraised	Assessed (35%)
Land Value:	\$224,390 00	\$78,540.00
Building Value:	\$0 00	\$0 00
Total Value:	\$224,390 00	\$78,540 00
CAUV Value:	\$56,840.00	
Taxable Value:	\$19,890.00	

## Tax Credits

2.5% Homesite  
 Rollback: NO  
 Homestead  
 Reduction: NO

## Notes

Notes:

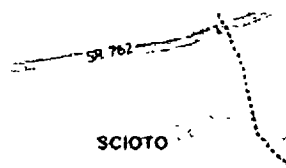
GIS parcel shapefile last updated 10/29/2014 5:00:46 AM.

CAMA database last updated 10/28/2014 10:13:53 PM.

## Data For Parcel L2700010052100

## Base Data

Parcel: L2700010052100  
 Owner: HESS ROBERT C TRUSTEE  
 Address: 3791 S R 762



[+] Map this property

## Mailing Address

Mailing Name: HESS ROBERT C TRUSTEE  
 Address: 14 S PAINT ST SUITE 2  
 City State Zip: CHILLCOTHE OH 45601

## Geographic

City: UNINCORPORATED  
 Township: SCIOTO TOWNSHIP  
 School District: TEAYS VALLEY LSD

## Legal

Neighborhood: 00120000

Legal Description: SUR-1194

Map Number: 0-0-0-0

Legal Acres: 132.877

Land Use: (101) A - CASH GRAIN OR  
 GENERAL FARM

Property Class: AGRICULTURAL

Range Township  
 Section: 0-0-0

## Valuation (Tax Year 2013 Payable 2014)

	Appraised	Assessed (35%)
Land Value:	\$516,460 00	\$180,760.00
Building Value:	\$87,270 00	\$30,540 00
Total Value:	\$603,730 00	\$211,300 00
CAUV Value:		\$169,700 00
Taxable Value:		\$89,940 00

## Tax Credits

2.5% Homesite  
 Rollback: NO  
 Homestead  
 Reduction: NO

## Notes

Notes:

GIS parcel shapefile last updated 10/29/2014 5:00.46 AM.

CAMA database last updated 10/28/2014 10:13:53 PM

## Data For Parcel E1500010034800

## Base Data

Parcel: E1500010034800  
 Owner: HESS ROBERT C TRUSTEE  
 Address: 17171 COMMERCIAL POINT

JACKSON

[+] Map this property

## Mailing Address

Mailing Name: HESS ROBERT C TRUSTEE  
 Address: 14 S PAINT ST SUITE 2  
 City State Zip: CHILLICOTHE OH 45601

## Geographic

City: UNINCORPORATED  
 Township: JACKSON TOWNSHIP  
 School District: WESTFALL LSD

## Legal

Neighborhood: 00160000

Legal Description: SUR-6223

Map Number: 0-0-0-0

Legal Acres: 94.15

Land Use: (101) A - CASH GRAIN OR  
GENERAL FARM

Property Class: AGRICULTURAL

Range Township  
Section: 0-0-0

## Valuation (Tax Year 2013 Payable 2014)

	Appraised	Assessed (35%)
Land Value:	\$399,750 00	\$139,910 00
Building Value:	\$0 00	\$0 00
Total Value:	\$399,750 00	\$139,910 00
CAUV Value:	\$189,830 00	
Taxable Value:	\$66,440 00	

## Tax Credits

2.5% Homesite  
Rollback: NO  
 Homestead  
Reduction: NO

## Notes

Notes:

GIS parcel shapefile last updated 10/29/2014 5:00:46 AM  
 CAMA database last updated 10/28/2014 10:13:53 PM.

## Data For Parcel E1500010035000

## Base Data

**Parcel:** E1500010035000  
**Owner:** HESS ROBERT C TRUSTEE **JACKSON**  
**Address:** 0 COMMERCIAL POINT RD

[+] Map this property

## Mailing Address

**Mailing Name:** HESS ROBERT C TRUSTEE  
**Address:** 14 S PAINT ST SUITE 2  
**City State Zip:** CHILLICOTHE OH 45601

## Geographic

**City:** UNINCORPORATED  
**Township:** JACKSON TOWNSHIP  
**School District:** WESTFALL LSD

## Legal

**Neighborhood:** 00160000

**Legal Description:** SUR-6223

**Map Number:** 0-0-0-0

**Legal Acres:** 62.17

**Land Use:** (100) A - AGRICULTURAL  
VACANT LAND

**Property Class:** AGRICULTURAL

**Range Township  
Section:** 0-0-0

## Valuation (Tax Year 2013 Payable 2014)

	Appraised	Assessed (35%)
<b>Land Value:</b>	\$246,000.00	\$86,100.00
<b>Building Value:</b>	\$0 00	\$0 00
<b>Total Value:</b>	\$246,000 00	\$86,100 00
<b>CAUV Value:</b>	\$82,420 00	
<b>Taxable Value:</b>	\$28,850 00	

## Tax Credits

**2.5% Homesite  
Rollback:** NO  
**Homestead  
Reduction:** NO

## Notes

Notes:

GIS parcel shapefile last updated 10/29/2014 5:00:46 AM.  
 CAMA database last updated 10/28/2014 10:13:53 PM

## Data For Parcel E1500010035100

## Base Data

**Parcel:** E1500010035100  
**Owner:** HESS ROBERT C TRUSTEE  
**Address:** 0 COMMERCIAL POINT

JACKSON

[+] Map this property

## Mailing Address

**Mailing Name:** HESS ROBERT C TRUSTEE  
**Address:** 14 S PAINT ST SUITE 2  
**City State Zip:** CHILLICOTHE OH 45601

## Geographic

**City:** UNINCORPORATED  
**Township:** JACKSON TOWNSHIP  
**School District:** WESTFALL LSD

## Legal

**Neighborhood:** 00160000  
**Legal Description:** VMS 6223

**Legal Acres:** 62.18  
**Land Use:** (100) A - AGRICULTURAL  
 VACANT LAND  
**Property Class:** AGRICULTURAL  
**Range Township  
 Section:** 0-0-0

**Map Number:** 0-0-0-0

## Valuation (Tax Year 2013 Payable 2014)

	Appraised	Assessed (35%)
<b>Land Value:</b>	\$246,000.00	\$86,100.00
<b>Building Value:</b>	\$0.00	\$0.00
<b>Total Value:</b>	\$246,000.00	\$86,100.00
<b>CAUV Value:</b>	\$82,170.00	
<b>Taxable Value:</b>	\$28,760.00	

## Tax Credits

**2.5% Homesite  
 Rollback:** NO  
**Homestead  
 Reduction:** NO

## Notes

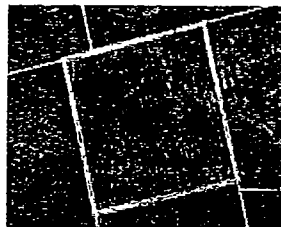
Notes:

GIS parcel shapefile last updated 10/29/2014 5:00:46 AM.  
 CAMA database last updated 10/28/2014 10:13:53 PM

## Data For Parcel E1500010034900

## Base Data

Parcel: E1500010034900  
 Owner: HESS ROBERT C TRUSTEE  
 Address: 0 COMMERCIAL POINT



[+] Map this property

## Mailing Address

Mailing Name: HESS ROBERT C TRUSTEE  
 Address: 14 S PAINT ST SUITE 2  
 City State Zip: CHILLICOTHE OH 45601

## Geographic

City: UNINCORPORATED  
 Township: JACKSON TOWNSHIP  
 School District: WESTFALL LSD

## Legal

Neighborhood: 00160000

Legal Description: VMS 6223

Map Number: 0-0-0-0

Legal Acres: 19.4

Land Use: (100) A - AGRICULTURAL  
 VACANT LAND

Property Class: AGRICULTURAL

Range Township  
 Section: 0-0-0

## Valuation (Tax Year 2013 Payable 2014)

	Appraised	Assessed (35%)
Land Value:	\$79,540 00	\$27,840.00
Building Value:	\$0.00	\$0.00
Total Value:	\$79,540 00	\$27,840 00
CAUV Value:		\$31,830 00
Taxable Value:		\$11,140 00

## Tax Credits

2.5% Homesite  
 Rollback: NO  
 Homestead  
 Reduction: NO

## Notes

Notes:

GIS parcel shapefile last updated 10/29/2014 5:00:46 AM  
 CAMA database last updated 10/28/2014 10:13 53 PM

## Data For Parcel E1500010043700

## Base Data

Parcel: E1500010043700  
 Owner: HESS ROBERT C TRUSTEE JACKSON  
 Address: 18963 FLORENCE CHAPEL PK

[+] Map this property

## Mailing Address

Mailing Name: HESS ROBERT C TRUSTEE  
 Address: 14 S PAINT ST SUITE 2  
 City State Zip: CHILlicothe OH 45601

## Geographic

City: UNINCORPORATED  
 Township: JACKSON TOWNSHIP  
 School District: WESTFALL LSD

## Legal

Neighborhood: 00160000

Legal Description: SUR-512

Map Number: 0-0-0-0

Legal Acres: 162.34

Land Use: (101) A - CASH GRAIN OR  
GENERAL FARM

Property Class: AGRICULTURAL

Range Township  
Section: 0-0-0

## Valuation (Tax Year 2013 Payable 2014)

	Appraised	Assessed (35%)
Land Value:	\$659,420.00	\$230,800.00
Building Value:	\$48,000.00	\$16,800.00
Total Value:	\$707,420.00	\$247,600.00
CAUV Value:	\$269,610.00	
Taxable Value:	\$111,160.00	

## Tax Credits

2.5% Homesite  
Rollback: NO  
 Homestead  
Reduction: NO

## Notes

Notes:

GIS parcel shapefile last updated 10/29/2014 5:00:46 AM.

CAMA database last updated 10/28/2014 10:13:53 PM

## Data For Parcel E1500010043600

## Base Data

**Parcel:** E1500010043600  
**Owner:** HESS ROBERT C TRUSTEE **JACKSON**  
**Address:** 0 FLORENCE CHAPEL PK

[+] Map this property

## Mailing Address

**Mailing Name:** HESS ROBERT C TRUSTEE  
**Address:** 14 S PAINT ST SUITE 2  
**City State Zip:** CHILLICOTHE OH 45601

## Geographic

**City:** UNINCORPORATED  
**Township:** JACKSON TOWNSHIP  
**School District:** WESTFALL LSD

## Legal

**Neighborhood:** 00160000

**Legal Description:** SUR-501

**Map Number:** 0-0-0-0

**Legal Acres:** 66 66

**Land Use:** (100) A - AGRICULTURAL  
VACANT LAND

**Property Class:** AGRICULTURAL

**Range Township  
Section:** 0-0-0

## Valuation (Tax Year 2013 Payable 2014)

	Appraised	Assessed (35%)
<b>Land Value:</b>	\$258,470 00	\$90,460.00
<b>Building Value:</b>	\$0 00	\$0 00
<b>Total Value:</b>	\$258,470 00	\$90,460 00
<b>CAUV Value:</b>	\$101,730 00	
<b>Taxable Value:</b>	\$35,610 00	

## Tax Credits

**2.5% Homesite  
Rollback:** NO  
**Homestead  
Reduction:** NO

## Notes

**Notes:**

GIS parcel shapefile last updated 10/29/2014 5:00.46 AM.  
 CAMA database last updated 10/28/2014 10:13:53 PM.



## THE FRANK L. HINKLE REVOCABLE TRUST AGREEMENT

DATED *Sept 13*, 2010

I, **FRANK L. HINKLE**, of 80 Fruit Hill Drive, Chillicothe, Ohio 45601, make this Trust Agreement dated as of *Sept 13*, 2010, with myself, **FRANK L. HINKLE** as the initial trustee. Unless the context otherwise requires, the term "trustee" as used herein shall mean **FRANK L. HINKLE** so long as I am serving alone and thereafter shall include any successor or additional trustee or trustees.

### Article I. Creation of Trust, Revocation, and Amendment

A. Creation of Trust. I have transferred to the trustee the assets listed on the attached Schedule. I may transfer other assets, real and/or personal to the trustee or designate the trustee as beneficiary of insurance policies or other accounts. The trustee shall hold all assets received in trust under the terms of this agreement.

B. Revocation and Amendment. I reserve the right to revoke or amend this agreement or remove the incumbent trustee by a writing (other than my will) signed by me and delivered to the incumbent trustee during my lifetime. The duties or compensation of the trustee shall not be changed without the consent of the trustee. If this agreement has been completely revoked, all trust property held by the trustee shall be transferred and delivered to me or as I otherwise may direct in writing. If this agreement has been revoked but at my death an insurance policy or other account is payable to the trustee, the trustee shall distribute the net proceeds of such account to my estate.

### Article II. My Family

I am widowed, my wife having died January 22, 2009 and I have no children.

### **Article III. Lifetime Provisions**

A. Trust During My Lifetime. During my lifetime, the trustee shall accumulate the income and retain the principal of the trust except as I may otherwise direct. If at any time, I am determined to be disabled as provided subsequently in this Article, the successor trustee may pay income and principal of the trust as the successor trustee may deem necessary to provide for my support and health, and may pay my obligations and shall have such other powers as provided for my Trustees herein.

B. Determination of Disability by Committee. For purposes of this instrument, I shall be determined to be disabled if a physician who has examined or treated me determines that I am disabled and has so stated in writing. During any period in which I have been declared to be disabled, I shall be: (1) restricted from making withdrawals and giving directions under this Article, (2) removed as trustee, if I am then serving, (3) prohibited from amending or revoking this instrument, and (4) disqualified from removing trustees, appointing successor trustees, and approving trustee accounts, in which event the persons who would exercise those rights if I were then deceased shall exercise them in my place. No person shall have a duty to seek a judicial determination regarding my legal competency.

### **Article IV. Disposition at Death and Purpose of Trust After Death**

1. At my death, my trustee shall have the authority to pay from this trust any taxes, debts and costs of administration including court costs, fiduciary fees, attorney fees or accountants fees, funeral expenses or any other valid expenses in the settlement of my estate and my Trustee is instructed to pay any beneficiary of

specific bequests in my will if my probate estate has no funds or has inadequate funds to pay such bequests.

2. My successor trustee shall continue to hold the remainder of my assets in trust and it shall then be the purpose of the trust to serve as a charitable and educational trust known as the Whitehead-Hinkle Trust. The Trustee each year shall pay the net income from the Trust corpus to or for worthy graduates of Teays Valley High School, Pickaway County, Ohio in need, or partly in need, of assistance in furthering their academic, vocational, or technical education, or technical skills. Said education may include graduate school education beyond the college level. The words "in need" or "partly in need" shall be liberally construed in order to meet the changes in social and economic conditions. In liberally construing these words, the Trustee may consider whether the cost of the education of a particular graduate places an undue burden on his resources, his parents' resources, or the resources of those who assist the graduate. The Trustee may also consider all of the resources available to a particular graduate. This Trust should assist the individual graduates regardless of race, color, religion, or sex, and advance education and learning from an academic, vocational, or technical standpoint.

3. The pool of eligible applicants shall include the current year's graduating class and those who have received a grant from this Trust and whose grant is being renewed. It shall also include anyone who has graduated within the previous six (6) years, including those who are seeking assistance for graduate

school education, including but not limited to medical, dental or law school, or any other professional school beyond college level.

4. In the event that Teays Valley High School ceases to serve high school students in its geographical area, the graduates of the high school or high schools thereafter educating high school students in this geographical area shall be eligible for assistance under the terms of this Trust. In the event the geographical area of the succeeding high school or high schools is larger than the geographical area of Teays Valley High School at the time it ceases to serve its geographical area, first consideration shall be given to the graduates living in the geographical area of Teays Valley High School at the time it ceases to serve the area and then second consideration for assistance shall be given to the remaining graduates of the succeeding high school or high schools.

5. In rendering assistance to graduates in need, or partly in need, my Trustee may pay to the graduate, or on his behalf, all or part of his living expenses at or near the school or facility where he furthers his academic, vocational, and technical education, or technical skills, and all or part of the costs of tuition, books, and the amount of laboratory fees.

#### **Article V. Administration of Trust**

1. My trustee may, in his discretion, appoint a selection committee to determine the recipients of the scholarships. The Selection Committee shall be comprised of the Superintendent of Schools of the Teays Valley School System, the Principal of Teays Valley School Systems and one member of the Teays Valley High School faculty. At the Trustee's discretion, the decision of the Selection Committee can become binding.

My Trustee may, in his discretion distribute the income of this Trust to the Teays Valley Educational Foundation to be used exclusively for the same scholarship purposes provided for herein, so long as the Teays Valley Educational Foundation remains in operation and retains its 501 (e) (3) tax status with the Internal Revenue Service.

The grants shall be for one (1) year renewable for three (3) additional consecutive years or three (3) additional years to be completed within six (6) years provided the recipient remains in good academic standing and in the opinion of the Trustee he or she continues to be "in need" or "partly in need". Verification from the educational institution of the recipient's acceptance and continued good standing shall be required.

2. My Trustee shall have the following powers:

a) To retain any investment or property that comes into the Trustee's possession regardless of the character and form of said property without incurring liability in any way for any loss of principal caused by the decline in value of any such investment or property. It is anticipated that my Trustee may desire to sell from time to time all or part of three farms and other investments which may eventually become a part of this Trust or are presently part of this trust. It is my desire that my Trustee hold the farms as operating farmland for as long a period of time as possible. This is not a restriction on the sale of said farms but an expression of my desire to keep the farmland functioning as productive farmland as long as is reasonably possible. If in the opinion of my Trustee it is burdensome or unwise to continue to maintain the farms, then in

his (or it's) sole discretion the farms or any of them may be sold on such terms and conditions as my Trustee deems appropriate.

b) To sell at public or at private sale, to grant options to sell, to exchange or otherwise to dispose of, all or a part of any real or personal property belonging to the Trust, upon such terms and conditions, and for such considerations, as my Trustee shall determine, and to execute and deliver any necessary instruments of sale or conveyance.

c) To invest and reinvest the trust property belonging to the corpus of the Trust in any form of property, including stocks, bonds, investment trusts, common trust funds, or other security. Investments may include obligations of individuals, corporations, trust associations, or governments, and expressly may include shares or obligations, including certificates of deposit or other deposit relationships of the Successor Trustee's own corporation, an affiliate, parent, or subsidiary thereof. Such investments, however, shall not violate the Internal Revenue statutes and regulations regarding private charitable and educational foundations. Investments may be located either within or outside of the State of Ohio.

d) To enforce, abandon, defend, compromise, or have adjudicated by legal proceedings or arbitration, any claim or

demand which may exist for or against the trust estate, on the terms that Trustee considers best.

e) To cause any security or other property which may at any time constitute a portion of said Trust to be issued, held or registered in the name of a nominee or in such form that title will pass by delivery.

f) To obtain and carry such public liability and property damage insurance as the Trustee deems advisable to protect the Trust estate.

g) To pay all taxes, assessments, costs and other expenses including fiduciary fees, attorney fees and accountant's fees of **Frank L. Hinkle** or arising in the administration of the Grantor's Estate and/or this Trust estate and to determine under accounting principles whether such expenses shall be charged against income or principal. After the Grantor's death, the Trustee shall have the power to interpret the provisions of this Trust liberally in such a manner and to the extent possible under the law as will allow this Trust to become a charitable and educational Trust qualifying for non taxable status under the Internal Revenue Code and regulations thereunder with regard to charitable and educational entities and Trusts.

h) To vote by proxy or in person any stock or security included in the Trust estate upon any question coming before any meeting.

i) To consent to, or take any other action necessary to obtain the benefit of any reorganization, consolidation, or readjustment of the financial structure, or sale of the assets of any corporation or other organization, the stock or securities of which are held in trust, to continue to hold any resulting securities or stock, and to exercise any conversion privilege or subscription right.

j) Environmental Matters.

(1) For environmental law compliance purposes, the trustee may inspect property of the trust, including interests in sole proprietorships, partnerships, or corporations, and any assets owned by any such business enterprise, for the purpose of determining compliance with any federal, state, or local law, rule, regulation, or ordinance relating to protection of the environment or health (environmental law) affecting such property. The trustee may respond to a change in, or any actual or threatened violation of, any environmental law affecting property of the trust, and the trustee may take, on behalf of the trust, any action necessary to respond to a change in, or prevent, abate, or otherwise remedy any actual or threatened violation of, any environmental law affecting property of the trust, either before or after the initiation of an enforcement action by any governmental body. The trustee may refuse to accept the property in the trust if the trustee should determine that any property to be transferred to the trust either is contaminated by any substance defined as hazardous or toxic or otherwise regulated by an environmental law (hazardous substance) or is being used or has been used for any activity directly or indirectly involving any hazardous substance which could result in liability to the trust or otherwise impair the value



of the assets held therein. The trustee may disclaim any power granted by any document, statute, or rule of law which, in the sole discretion of the trustee, may cause the trustee to incur personal liability under any environmental law. The trustee may charge the cost of any inspection, review, abatement, response, cleanup, or remedial action authorized under this instrument against the income or principal of the trust.

(2) The Trustee shall not be personally liable to any beneficiary or other party interested in the Trust or to any third parties for any claim against the Trust for diminution in value of trust property resulting from matters involving hazardous substances, including any reporting of, or response to: (a) the contamination of Trust property by hazardous substances or (b) violations of any environmental laws related to any Trust; provided, the Trustee shall not be excused from liability for its own negligence in administration of the Trust property or wrongful or willful acts.

#### **ARTICLE VI. Miscellaneous Provisions**

1. The Trustee shall submit each year to the Superintendent and to the Principal of the Teays Valley High School, or its successor high school or high schools serving the geographical area that Teays Valley High School served, financial statements and accounts showing the principal and income of the trust each year.

2 Trustee shall be entitled to receive reasonable compensation for services rendered in the administration of this trust, which compensation may be paid from the income or the principal of the trust estate, or both. For its services as the Trustee, the Trustee or his successors shall receive the compensation stipulated in the Huntington Bank regular schedule of compensation in effect and applicable at the time such compensation shall become payable, or otherwise in

reasonable sums. A copy of the current schedule of Huntington Bank Trust Department is attached hereto and marked "Exhibit B".

3. At any time, the Trustee shall have the right to resign. If Frank L. Hinkle shall resign or become disabled or die then Robert C. Hess, Attorney at Law shall serve as the Successor Trustee. The Successor Trustee shall have the right to name a second individual Successor Trustee to serve upon the Successor Trustee's resignation, disability or death until such time as the Second Successor Trustee is no longer willing or able to serve as a Second Successor Trustee. The Successor Trustee, Robert C. Hess, shall also have the right to name a different corporate Trustee, other than the Huntington Bank, if in his judgment it is prudent to do so being guided by the purposes of this Trust and the two primary intentions of the Grantor, first the provision of funds for scholarships for the graduates of Teays Valley High School and second to maintain the farmland that constitutes a substantial portion of the corpus of this trust in the trust as farmland for as long as is reasonably possible.

If the Successor Trustee Robert C. Hess does not name a Second Individual Successor Trustee, then the Huntington Bank of Columbus, Ohio, Corporate Successor Trustee will succeed to the duties of Trustee upon the resignation, disability or death of the Successor Trustee, Robert C. Hess. Otherwise, the Huntington Bank as the Corporate Successor Trustee shall succeed to the duties of Trustee upon the resignation, disability or death of the Second Individual Successor Trustee and said bank or its successors shall serve in perpetuity as the Corporate Successor Trustee.

4. Any references herein to powers, rights or duties of my trustee shall apply in the same effect to any successor trustee of this trust.

IN WITNESS WHEREOF, Grantor, Frank L. Hinkle has executed this Trust and Frank L. Hinkle, Trustee and Robert C. Hess, Successor Trustee, has executed this Trust Agreement, and Huntington Bank of Columbus, Ohio as Corporate Successor Trustee has caused it's duly authorized officer to execute this Trust Agreement this 13<sup>th</sup> day of September, 2010, and all parties agree to abide by the terms herein stated.

SIGNED IN THE PRESENCE OF:

Janette D. Gadsen  
Janette D. Gadsen as to 1, 2 and 3

Marcia A. Warth  
MARCIA A. WARTH AS TO 1, 2 AND 3

Frank L. Hinkle  
FRANK L. HINKLE, Grantor

Frank L. Hinkle  
FRANK L. HINKLE, Trustee

Robert C. Hess  
ROBERT C. HESS, Successor Trustee

Karen L. Hanks  
Karen L. Hanks AS TO 4

Barbara M. Hughes  
BARBARA M. HUGHES AS TO 4

Quetta E. Dew  
Huntington Bank,  
Corporate Second Successor Trustee  
BY: ARM K. FEDERAL

Its: VIC E. PRESIDENT, 1726 ST OFFICE

Second Successor Trustee

This instrument prepared by: Robert C. Hess  
Attorney at Law  
14 S. Paint Street  
Room 2, Foulke Block  
Chillicothe, OH 45601  
740-774-6152

## FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
GNMA	125.	125.	
HUNTINGTON NATIONAL BANK	30.	30.	
JANNEY	15.	15.	
TOTAL TO PART I, LINE 3	170.	170.	

## FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
JANNEY	53,097.	0.	53,097.	53,097.	
OTHER BROKERAGES	3,978.	0.	3,978.	3,978.	
TO PART I, LINE 4	57,075.	0.	57,075.	57,075.	

## FORM 990-PF RENTAL INCOME STATEMENT 3

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
FARM - CASH RENT	1	6,900.
TENANT HOUSES	2	126,540.
TOTAL TO FORM 990-PF, PART I, LINE 5A		133,440.

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FORM 990-PF	OTHER INCOME	STATEMENT	4
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
REFUNDS - BWC, UTILITY, INSURANCE	534.	0.	
SALE - HOUSEHOLD ITEMS	589.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	1,123.	0.	

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FORM 990-PF	ACCOUNTING FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	3,850.	1,925.		1,925.
TO FORM 990-PF, PG 1, LN 16B	3,850.	1,925.		1,925.

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FORM 990-PF	TAXES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	742.	371.		371.
REAL ESTATE TAXES	20,089.	10,044.		10,045.
FEDERAL INCOME TAX	2,011.	1,006.		1,005.
TO FORM 990-PF, PG 1, LN 18	22,842.	11,421.		11,421.

FORM 990-PF	OTHER EXPENSES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INSURANCE EXPENSE	2,391.	1,196.		1,195.
REPAIRS & MAINT.	1,935.	968.		967.
FEES	75.	37.		38.
BANK/CHECK CHARGES	91.	45.		46.
TO FORM 990-PF, PG 1, LN 23	4,492.	2,246.		2,246.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	8
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DESCRIPTION	AMOUNT
REMAINING ESTATE ASSETS RECEIVED	212,574.
UNREALIZED GAINS ON INVESTMENTS	48,027.
INSURANCE PROCEEDS \$5,960 LESS PAYMENT (\$3,500)	2,460.
TOTAL TO FORM 990-PF, PART III, LINE 3	263,061.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
VARIOUS INVESTMENTS	FMV	1,445,258.	1,507,550.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,445,258.	1,507,550.

FORM 990-PF

REDUCTION EXPLANATION  
PART X, LINE 1E

STATEMENT 10

EXPLANATION FOR REDUCTION CLAIMED FOR BLOCKAGE OR OTHER FACTORS

THE TRUST OWNS FARMLAND WITH AN APPRAISED VALUE OF \$6,111,300, BUT WITH AN AGRICULTURAL USE VALUE OF \$1,196,700 (SEE COUNTY AUDITOR REPORTS WITH CAUV VALUE). THE TRUSTEE IS DIRECTED BY THE TRUST AGREEMENT TO MAINTAIN THE LAND FOR FARM USE (SEE ATTACHED TRUST AGREEMENT, ARTICLE V, PARAGRAPH II ON PAGE 5). AS A RESULT OF THIS RESTRICTION, THE LAND IS CASH RENTED AND CAN ONLY BE SOLD AS A LAST MEASURE. THIS RESTRICTION LIMITS THE VALUE OF THIS NON-CHARITABLE USE ASSET TO THE VALUE OF IT'S RESTRICTED USAGE, WHICH IS IT'S AGRICULTURAL USE VALUE. A REDUCTION IN LAND VALUE OF \$4,914,600 IS BEING TAKEN WHICH IS THE DIFFERENCE BETWEEN THE APPRAISED LAND VALUE OF \$6,111,300 AND THE CERTIFIED AGRICULTURAL USE VALUE (CAUV) OF \$1,196,700.

TOTAL TRUST REAL ESTATE VALUE = \$6,371,394 (LAND AND BUILDINGS) LESS REDUCTION OF \$4,914,600 NETS TO \$1,456,794 REPORTED.

## THE WHITEHEAD-HINKLE TRUST

CONTINUATION FOR 990-PF, PART IV

46-6147066

PAGE

1 OF

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**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	THORNBURG INTL			02/08/13
b	TOUCHSTONE SANDS			02/11/13
c	FRANKLIN OH TX EXEMPT - 30,115.42 SH			02/07/13
d	FRANKLIN OH TX EXEMPT - 15,057.712 SH			02/08/13
e	THORNBURG LTD TERM			02/08/13
f	BLACK ROCK GLOBAL			02/07/13
g	SHORT TERM CAPITAL GAIN DISTRIBUTIONS	P		
h	LONG TERM CAPITAL GAIN DISTRIBUTIONS	P		
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 38,948.		36,320.	2,628.
b 59,163.		56,157.	3,006.
c 395,717.		400,048.	<4,331.>
d 197,858.		200,140.	<2,282.>
e 178,662.		178,259.	403.
f 27,007.		25,922.	1,085.
g 474.			474.
h 8,405.			8,405.
i			
j			
k			
l			
m			
n			
o			

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			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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			2,628.
b			3,006.
c			<4,331.>
d			<2,282.>
e			403.
f			1,085.
g			474.
h			8,405.
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	9,388.
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