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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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 instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013, or tax year beginning 01-01-2013 , and ending 12-31-2013

Name of foundation The Connie Burwell White and William W White Foundation % BETH HOLCOMBE		A Employer identification number 74-2346047	
Number and street (or P O box number if mail is not delivered to street address) PO Box 621428 Suite		B Telephone number (see instructions) (303) 475-3570	
City or town, state or province, country, and ZIP or foreign postal code Littleton, CO 80162		C If exemption application is pending, check here ▶ ☐	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ 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 (<i>from Part II, col. (c), line 16</i>)▶ \$ 7,795,163		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐	
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	0			
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	21	21		
	4 Dividends and interest from securities.	211,076	211,076		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	235,403			
	b Gross sales price for all assets on line 6a 1,665,009				
	7 Capital gain net income (from Part IV, line 2) . . .		235,403		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	-10,435	60		
	12 Total. Add lines 1 through 11	436,065	446,560		
	13 Compensation of officers, directors, trustees, etc	24,000			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule).				
	b Accounting fees (attach schedule).	9,900	9,900	0	0
	c Other professional fees (attach schedule)	100,651	100,651		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	11,056	3,095		
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule).	2,605	1,969		
	24 Total operating and administrative expenses. Add lines 13 through 23	148,212	115,615	0	0
	25 Contributions, gifts, grants paid	363,500			363,500
	26 Total expenses and disbursements. Add lines 24 and 25	511,712	115,615	0	363,500
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-75,647			
	b Net investment income (if negative, enter -0-)		330,945		
	c Adjusted net income (if negative, enter -0-) . . .				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	532,720	405,457	405,457
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	0	102	
	b	Investments—corporate stock (attach schedule)	5,283,058	5,310,563	6,373,005
	c	Investments—corporate bonds (attach schedule).	676,375	730,672	997,654
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
Liabilities	15	Other assets (describe ▶ _____)	28,228	19,047	19,047
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	6,520,381	6,465,841	7,795,163
	17	Accounts payable and accrued expenses	0	22,834	
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
Net Assets or Fund Balances	22	Other liabilities (describe ▶ _____)	1,727	0	
	23	Total liabilities (add lines 17 through 22)	1,727	22,834	
		Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted	6,518,654	6,443,007	
	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			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see page 17 of the instructions)	6,518,654	6,443,007	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	6,520,381	6,465,841	

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	6,518,654
2	Enter amount from Part I, line 27a	2	-75,647
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	6,443,007
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	6,443,007

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)
1 a	CHARLES SCHWAB ST GAIN	P		
b	CHARLES SCHWAB ST GAIN	P		
c	CAPITAL GAIN DIVIDENDS	P		
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 463,050		456,820	6,230
b 1,186,132		972,786	213,346
c			15,827
d			
e			

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			6,230
b			213,346
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	235,403
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

Part V

Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of 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	344,181	6,879,193	0 050032
2011	267,250	6,565,303	0 040706
2010	306,500	5,875,589	0 052165
2009	223,490	4,082,780	0 05474
2008	139,000	2,448,879	0 056761

2 Total of line 1, column (d).	2	0 254404
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 050881
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	7,404,409
5 Multiply line 4 by line 3.	5	376,744
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	3,309
7 Add lines 5 and 6.	7	380,053
8 Enter qualifying distributions from Part XII, line 4.	8	363,500

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 VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the 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	6,619
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2.	3	6,619
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	6,619
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	6,820
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	6,820
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	201
11	Enter the amount of line 10 to be Credited to 2014 estimated tax ☐ 201 Refunded ☐	11	

Part VII-AStatements 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? ☒	1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	<i>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.</i>			
c	Did the foundation file Form 1120-POL for this year?.	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☐ \$ _____ (2) On foundation managers ☐ \$ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	2		No
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? <i>If "Yes," attach a conformed copy of the changes.</i> ☒	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?.	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?.	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i> ☒	5		No
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	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions): ☐ CO _____			
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? <i>If "No," attach explanation.</i>	8b	Yes	
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)? <i>If "Yes," complete Part XIV</i>	9		No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10		No

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ▶N/A				
14	The books are in care of ▶BETH HOLCOMBE Telephone no ▶(303) 475-3570 Located at ▶5940 SOUTH JELLISON STREET UNIT E Littleton CO ZIP +4 ▶80123			
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		
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?	16	Yes	No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country ▶				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. ☐ Yes ☒ No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. ☐ Yes ☒ No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?. . . Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐	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		No
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?. ☐ Yes ☒ No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
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		No
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
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 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.</i>).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation pay or incur any amount to				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?		☐ Yes	☒ No	
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?		☐ Yes	☒ No	
(3) Provide a grant to an individual for travel, study, or other similar purposes?		☐ Yes	☒ No	
(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions).		☐ Yes	☒ No	
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?		☐ Yes	☒ No	
b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?		5b		
Organizations relying on a current notice regarding disaster assistance check here.				
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?				
If "Yes," attach the statement required by Regulations section 53.4945–5(d).		☐ Yes ☐ No		
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
If "Yes" to 6b, file Form 8870.				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?		☐ Yes ☒ No		
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		7b		No

Part VIII

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Beth E Holcombe	Secretary	24,000	0	0
5940 South Jellison Unit E Littleton, CO 80123	0			
HEATHER LURIE	PRESIDENT	0	0	0
PO Box 621428 Littleton, CO 80162	0			
SARAH MARKS	TREASURER	0	0	0
PO Box 621428 Littleton, CO 80162	0			
OLLIE HICKEL	TRUSTEE	0	0	0
PO Box 621428 Littleton, CO 80162	0			
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Total number of other employees paid over \$50,000.				

Part VIII

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation

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

Part IX-A

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 NOT APPLICABLE	
2	
3	
4	

Part IX-B

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

Amount

1 NOT APPLICABLE

All other program-related investments See page 24 of the instructions

Total. Add lines 1 through 3

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	6,938,786
b	Average of monthly cash balances.	1b	559,333
c	Fair market value of all other assets (see instructions).	1c	19,047
d	Total (add lines 1a, b, and c).	1d	7,517,166
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	7,517,166
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	112,757
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	7,404,409
6	Minimum investment return. Enter 5% of line 5.	6	370,220

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	370,220
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	6,619
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	6,619
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	363,601
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	363,601
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	363,601

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	363,500
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	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	363,500
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 (see instructions).	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	363,500
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			

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				363,601
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			24,519	
b Total for prior years 2011 , 2010 , 2009				
3 Excess distributions carryover, if any, to 2013				
a From 2008.				
b From 2009.				
c From 2010.				
d From 2011.				
e From 2012.	0			
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 363,500				
a Applied to 2012, but not more than line 2a			24,519	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2013 distributable amount.				338,981
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				
b Prior years' undistributed income Subtract line 4b from line 2b.				
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.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				24,620
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions). . .				
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. . . .	0			

Part XIVPrivate Operating Foundations (see instructions and Part VII-A, question 9)

1a

If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling.

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
		(a) 2013	(b) 2012	(c) 2011	(d) 2010	
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 XVSupplementary Information (Complete this part only if the organization 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))

SEE PART VII-A LINE 10

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 address of the person to whom applications should be addressed

The White Foundation
PO BOX 621428
LITTLETON,CO 80162
(303) 475-3570

b

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

NONE

c

Any submission deadlines

NONE

d

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

NONE

Part XV

Supplementary Information (continued)

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

Recipient	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
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	363,500
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2013)

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a Paid during the year				
Teach for America- CO 1391 Speer Blvd Ste 710 DENVER,CO 80204	NONE	PC	EDUCATIONAL	20,000
Denver Scholarship Foundation 303 E 17th Ave 200 DENVER,CO 80203	NONE	PC	EDUCATIONAL	10,000
Denver Art Museum 100 West 14th Avenue Parkway DENVER,CO 802042788	NONE	PC	General Operating Fund	25,000
Dominican Sisters Home Health Agency of DenverInc 2501 Gaylord Street DENVER,CO 802055631	NONE	PC	General Operating Fund	5,000
CO Council for Economic Education 3443 S Galena St 190 DENVER,CO 80231	NONE	PC	EDUCATIONAL	5,000
University of CO Foundation 2010-2014 1305 University Avenue Boulder,CO 80302	NONE	PC	EDUCATIONAL	36,000
Denver Museum ofNature&Science 2011-2014 2001 Colorado Blvd DENVER,CO 802055798	NONE	PC	General Operating Fund	25,000
Food Bank of the Rockies 10700 East 45th Avenue DENVER,CO 80239	NONE	PC	General Operating Fund	10,000
CO Legal Services 1905 Sherman St 400 DENVER,CO 80203	NONE	PC	General Operating Fund	20,000
University of Colorado Foundation 12348 E Montview Blvd aurora,CO 80045	NONE	PC	EDUCATIONAL	30,000
STRIVE Preparatory Schools 1825 S Federal Blvd DENVER,CO 80219	NONE	PC	EDUCATIONAL	15,000
Great Education Colorado 1000 E 16th Ave 018 DENVER,CO 80218	NONE	PC	EDUCATIONAL	5,000
Senior Assistance Center 2839 W 44th Avenue DENVER,CO 80211	NONE	PC	General Operating Fund	5,000
University of North Carolina 208 W Franklin Street Chapel Hill,NC 275162520	NONE	PC	EDUCATIONAL	5,000
Sweet Briar College PO Box 1057 Sweet Briar,VA 245951057	NONE	PC	EDUCATIONAL	5,000
Total  3a				363,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
Mental Health America of CO 1385 S Colorado Blvd 610 DENVER, CO 80222	NONE	PC	General Operating Fund	15,000
Junior League of Denver 6300 E Yale Ave 128 DENVER, CO 802227184	NONE	PC	General Operating Fund	10,000
Girls Athletic Leadership School 750 Galapago Street DENVER, CO 80204	NONE	PC	General Operating Fund	10,000
Saint John's Cathedral 1350 Washington Street DENVER, CO 80203	NONE	PC	General Operating Fund	5,000
Anchor Center for Blind Children 2550 Roslyn Street DENVER, CO 80238	NONE	PC	EDUCATIONAL	10,000
Boys & Girls Clubs of Metro Denver 2017 West 9 Avenue DENVER, CO 80204	NONE	PC	General Operating Fund	5,000
Invest In Kids 1775 Sherman St 2075 DENVER, CO 80203	NONE	PC	General Operating Fund	10,000
SafeHouse Denver 1649 Downing St DENVER, CO 80218	NONE	PC	General Operating Fund	10,000
ADL 1120 Lincoln Street Suite 1301 DENVER, CO 80203	NONE	PC	General Operating Fund	5,000
Colorado Children's Campaign Inc 1580 Lincoln St 420 DENVER, CO 80203	NONE	PC	General Operating Fund	10,000
Denver Justice Council 201 W Colfax Ave 801 DENVER, CO 80202	NONE	PC	General Operating Fund	10,000
Reading Partners 6300 E Yale Ave 110 DENVER, CO 80222	NONE	PC	EDUCATIONAL	15,000
Public Broadcasting of CO Inc 7409 S Alton Court Centennial, CO 80112	NONE	PC	General Operating Fund	10,000
The Gathering Place 1535 High Street DENVER, CO 80218	NONE	PC	General Operating Fund	5,000
ARCS Foundation Inc PO Box 460874 DENVER, CO 80246	NONE	PC	General Operating Fund	10,000
Total  3a				363,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
Hands Up for the Children 3034 S Cornell Circle Englewood, CO 80113	NONE	PC	General Operating Fund	2,500
Total  3a				363,500

TY 2013 Accounting Fees Schedule

Name: The Connie Burwell White and
William W White Foundation

EIN: 74-2346047

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING/TAX PREP	6,000	6,000		
BOOKKEEPING	3,900	3,900		

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2013 Depreciation Schedule

Name: The Connie Burwell White and
William W White Foundation
EIN: 74-2346047

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
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**TY 2013 Investments Corporate
Bonds Schedule**

Name: The Connie Burwell White and
William W White Foundation

EIN: 74-2346047

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CHARLES SCHWAB CORPORATE BONDS	730,672	997,654

**TY 2013 Investments Corporate
Stock Schedule**

Name: The Connie Burwell White and
William W White Foundation

EIN: 74-2346047

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CHARLES SCHWAB SECURITIES	3,809,116	5,174,003
CHARLES SCHWAB MUTUAL FUNDS	1,501,447	1,199,002

TY 2013 Investments Government Obligations Schedule

Name: The Connie Burwell White and
William W White Foundation

EIN: 74-2346047

**US Government Securities - End of
Year Book Value:**

102

**US Government Securities - End of
Year Fair Market Value:**

**State & Local Government
Securities - End of Year Book
Value:**

**State & Local Government
Securities - End of Year Fair
Market Value:**

TY 2013 Investments - Land Schedule

Name: The Connie Burwell White and
William W White Foundation
EIN: 74-2346047

TY 2013 Land, Etc. Schedule

Name: The Connie Burwell White and
William W White Foundation

EIN: 74-2346047

TY 2013 Other Assets Schedule

Name: The Connie Burwell White and
William W White Foundation

EIN: 74-2346047

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
ACCRUED INTEREST/DIVIDENDS	28,228	19,047	19,047

TY 2013 Other Expenses Schedule

Name: The Connie Burwell White and
William W White Foundation

EIN: 74-2346047

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
IDC'S	627			
INTEREST EXP FROM PARTNERSHIP	57	57		
NONDEDUCTIBLE FROM PARTNERSHIP	9			
ROYALTY DEPLETION	9	9		
MISCELLANEOUS EXPENSES	1,903	1,903		

TY 2013 Other Income Schedule

Name: The Connie Burwell White and
William W White Foundation

EIN: 74-2346047

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OTHER INCOME FROM PASSTHROUGH	-10,374		
ROYALTIES FROM PASSTHROUGH	60	60	
OTHER INCOME	2		
1231 loss from passthrough	-123		

TY 2013 Other Liabilities Schedule

Name: The Connie Burwell White and
William W White Foundation

EIN: 74-2346047

Description	Beginning of Year - Book Value	End of Year - Book Value
ACCRUED FOREIGN TAXES	1,727	

TY 2013 Other Professional Fees Schedule

Name: The Connie Burwell White and
William W White Foundation

EIN: 74-2346047

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MANAGEMENT FEES	100,651	100,651		

TY 2013 Taxes Schedule

Name: The Connie Burwell White and
William W White Foundation

EIN: 74-2346047

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	3,095	3,095		
FEDERAL TAXES	7,961	0		



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Schwab One® Account of
**CONNIE BURWELL WHITE &
WILLIAM W WHITE FOUNDATION**

0000019360106

Account Number
3844-1760

Report Period
**January 1 - December 31,
2013**

2013 Year-End Schwab Gain/Loss Report

Prepared on January 18, 2014

Your Independent Investment Manager and/or Advisor

WATERS CAPITAL CONSULTANTS LL
KEY BANK BLDG
3300 E 1ST AVE STE 550
DENVER CO 80206
1 (303) 282-0074

The custodian of your brokerage account is Charles Schwab & Co., Inc.
For questions about this report, please contact your Independent Investment Manager and/or Advisor

001936



Message Center

Your gain/loss report includes a summarized list of your realized gains/losses for 2013. You can also log in to www.schwab.com/sa_reports to view your documents securely online.

18/01-CG1C1802-001936-SML-801621428 350117
**CONNIE BURWELL WHITE &
WILLIAM W WHITE FOUNDATION**
PO BOX 621428
LITTLETON CO 80162

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Need help reading this report?
See the UNDERSTANDING YOUR YEAR-END SCHWAB GAIN/LOSS REPORT section.



Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report



Schwab One® Account of
**CONNIE BURWELL WHITE &
WILLIAM W WHITE FOUNDATION**

Account Number
38444-1760

Report Period
**January 1 - December 31,
2013**

2013 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss)

Accounting Method First In First Out (FIFO)

Short-Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
BUFFALO HIGH YIELD FUND BUFHX	2,265 1770	multiple	01/24/13	\$26,185.45	\$25,810.01	\$375.44
Security Subtotal				\$26,185.45	\$25,810.01	\$375.44
FEDERATED INTL STRATEGIC VALUE DIV A IVFAX	39,630 2580	multiple	01/24/13	\$160,502.54	\$152,205.93	\$8,296.61
Security Subtotal				\$160,502.54	\$152,205.93	\$8,296.61
FIDELITY MEGA CAP STOCK FUND FGRTX	64 1410	multiple	03/27/13	\$831.84	\$742.99	\$88.85
Security Subtotal				\$831.84	\$742.99	\$88.85
SIT DIVIDEND GROWTH FD CL S SDVXS	1,516 5090	multiple	01/24/13	\$23,050.94	\$21,563.39	\$1,487.55
Security Subtotal				\$23,050.94	\$21,563.39	\$1,487.55
SPDR BARCLAYS ETF LIQUID INDEX JNK	200 0000	03/13/12	03/06/13	\$8,167.42	\$7,950.40	\$217.02
SPDR BARCLAYS ETF LIQUID INDEX JNK	400 0000	03/13/12	03/06/13	\$16,334.84	\$15,900.79	\$434.05
SPDR BARCLAYS ETF LIQUID INDEX JNK	2,400 0000	03/13/12	03/06/13	\$98,009.05	\$95,404.76	\$2,604.29
Security Subtotal				\$122,511.31	\$119,255.95	\$3,255.36

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report

CLIC1302-001936 350118

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**CONNIE BURWELL WHITE &
WILLIAM W WHITE FOUNDATION**Report Period
**January 1 - December 31,
2013**

Account Number
3844-1760**2013 Year-End Schwab Gain/Loss Report****Realized Gain or (Loss) (continued)**

Accounting Method First In First Out [FIFO]

Short-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
TCW EMERGING MARKETS INCOME FUND CLN TGINX	350 6430	multiple	08/21/13	\$3,748 35	\$4,138 92	(\$390 57)
Security Subtotal				\$3,748.35	\$4,138.92	(\$390.57)
TIAA CREF HIGH YIELD BOND FD RETAIL TYRX	5,216.8060	multiple	08/21/13	\$53,159 25	\$55,232 13	(\$2,072 88)
Security Subtotal				\$53,159.25	\$55,232.13	(\$2,072.88)
VANGUARD EMRG MKTS STK INDEX FD SIGNAL SHRS VERSX	2,403 3780	08/28/12	08/21/13	\$73,060 79	\$77,871 34	(\$4,810 55)
Security Subtotal				\$73,060.79	\$77,871.34	(\$4,810.55)

Long-Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
BANK OF AMERICA CORP BAC	100 0000	08/26/11	10/02/13	\$1,402 78	\$784.04	\$618 74
BANK OF AMERICA CORP BAC	300.0000	08/26/11	10/02/13	\$4,208 33	\$2,352 11	\$1,856 22
BANK OF AMERICA CORP BAC	2,600 0000	08/26/11	10/02/13	\$36,472 22	\$20,384 93	\$16,087 29
Security Subtotal				\$42,083.33	\$23,521.08	\$18,562.25

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report

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2013 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method First In First Out [FIFO]

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
BOEING CO BA	100 0000	07/19/10	10/02/13	\$11,710.00	\$6,349.12	\$5,360.88
BOEING CO BA	100 0000	07/19/10	10/02/13	\$11,710.29	\$6,349.12	\$5,361.17
BOEING CO BA	100 0000	07/19/10	10/02/13	\$11,710.00	\$6,349.12	\$5,360.88
BOEING CO BA	300 0000	07/19/10	10/02/13	\$35,131.50	\$19,047.37	\$16,084.13
BOEING CO BA	400 0000	07/19/10	10/02/13	\$46,840.02	\$25,396.48	\$21,443.54
Security Subtotal				\$117,101.81	\$63,491.21	\$53,610.60
BUFFALO HIGH YIELD FUND BUFHX	2,384.8220	multiple	01/24/13	\$27,568.54	\$25,918.16	\$1,650.38
Security Subtotal				\$27,568.54	\$25,918.16	\$1,650.38
CHEVRON CORPORATION CVX	500 0000	04/05/10	10/02/13	\$60,356.50	\$39,321.48	\$21,035.02
Security Subtotal				\$60,356.50	\$39,321.48	\$21,035.02
ENSIGN GROUP INC ENSG	100 0000	08/10/10	10/02/13	\$4,161.33	\$1,837.91	\$2,323.42
ENSIGN GROUP INC ENSG	100 0000	08/10/10	10/02/13	\$4,161.53	\$1,837.91	\$2,323.62
ENSIGN GROUP INC ENSG	100 0000	08/10/10	10/02/13	\$4,154.33	\$1,837.91	\$2,316.42
ENSIGN GROUP INC ENSG	100 0000	08/10/10	10/02/13	\$4,159.33	\$1,837.92	\$2,321.41

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report

05/10/10 07/01/10 350120

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Schwab One® Account of
**CONNIE BURWELL WHITE &
WILLIAM W WHITE FOUNDATION**

Report Period
**January 1 - December 31,
2013**

Account Number
3844-1760

2013 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method First In First Out [FIFO]

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
ENSIGN GROUP INC ENSG	100 0000	08/10/10	10/02/13	\$4,160 33	\$1,837 92 ¹	\$2 322 41
ENSIGN GROUP INC ENSG	1 0000	11/18/10	10/02/13	\$41 52	\$21 40	\$20 12
ENSIGN GROUP INC ENSG	1 0000	11/18/10	10/02/13	\$41 52	\$21 40	\$20 12
ENSIGN GROUP INC ENSG	9 0000	11/18/10	10/02/13	\$373 71	\$192 58	\$181 13
ENSIGN GROUP INC ENSG	10 0000	11/18/10	10/02/13	\$415 03	\$213 96	\$201 07
ENSIGN GROUP INC ENSG	27 0000	11/18/10	10/02/13	\$1,120 86	\$577 72	\$543 14
ENSIGN GROUP INC ENSG	27 0000	11/18/10	10/02/13	\$1 121 13	\$577 72	\$543 41
ENSIGN GROUP INC ENSG	27 0000	11/18/10	10/02/13	\$1,121 40	\$577 74	\$543 66
ENSIGN GROUP INC ENSG	27 0000	11/18/10	10/02/13	\$1,121 67	\$577 74	\$543 93
ENSIGN GROUP INC ENSG	37 0000	11/18/10	10/02/13	\$1,537 10	\$791 72	\$745 38
ENSIGN GROUP INC ENSG	44 0000	11/18/10	10/02/13	\$1,826 69	\$941 46	\$885 23
ENSIGN GROUP INC ENSG	44 0000	11/18/10	10/02/13	\$1,826 15	\$941 47	\$884 68
ENSIGN GROUP INC ENSG	56 0000	11/18/10	10/02/13	\$2,324 88	\$1,198 23	\$1 126 65

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report

CG-C180L-201936 35012*

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Realized Gain or (Loss) (continued)

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
ENSIGN GROUP INC ENSG	91 0000	11/18/10	10/02/13	\$3,778 62	\$1,947 12	\$1 831 50
ENSIGN GROUP INC ENSG	99 0000	11/18/10	10/02/13	\$4,110 81	\$2,118 30	\$1 992 51
ENSIGN GROUP INC ENSG	100 0000	11/18/10	10/02/13	\$4,152 33	\$2 139 79	\$2 012 54
ENSIGN GROUP INC ENSG	100 0000	11/18/10	10/02/13	\$4,152 33	\$2,139 80	\$2 012 53
ENSIGN GROUP INC ENSG	100 0000	11/18/10	10/02/13	\$4 152 33	\$2,139 80	\$2 012 53
ENSIGN GROUP INC ENSG	100 0000	11/18/10	10/02/13	\$4 153 33	\$2,139 80	\$2 013 53
ENSIGN GROUP INC ENSG	100.0000	11/18/10	10/02/13	\$4 153 43	\$2,139 80	\$2,013 63
Security Subtotal				\$62,321.69	\$30,587.12	\$31,734.57

\$1,897.80	\$1,243.31 ^t	\$654.49
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Schwab One® Account of
**CONNIE BURWELL WHITE &
WILLIAM W WHITE FOUNDATION**

Report Period
January 1 - December 31,
2013
Account Number
3844-1760

G000019360406

2013 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method First In First Out [FIFO]

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
HANCOCK JOHN PFD INCM FDPFD INCOME FUND III: HPS	100.0000	01/05/09	03/07/13	\$1,936.32	\$1,268.68 [†]	\$667.64
HANCOCK JOHN PFD INCM FDPFD INCOME FUND III: HPS	100.0000	01/05/09	03/07/13	\$1,937.32	\$1,268.68 [†]	\$668.64
HANCOCK JOHN PFD INCM FDPFD INCOME FUND III: HPS	100.0000	01/05/09	03/07/13	\$1,937.92	\$1,268.68 [†]	\$669.24
HANCOCK JOHN PFD INCM FDPFD INCOME FUND III: HPS	100.0000	01/05/09	03/07/13	\$1,937.92	\$1,268.68 [†]	\$669.24
HANCOCK JOHN PFD INCM FDPFD INCOME FUND III: HPS	100.0000	01/05/09	03/07/13	\$1,937.12	\$1,268.68 [†]	\$668.44
HANCOCK JOHN PFD INCM FDPFD INCOME FUND III: HPS	100.0000	01/05/09	03/07/13	\$1,937.12	\$1,268.68 [†]	\$668.44
HANCOCK JOHN PFD INCM FDPFD INCOME FUND III: HPS	200.0000	01/05/09	03/07/13	\$3,874.23	\$2,537.36 [†]	\$1,336.87
HANCOCK JOHN PFD INCM FDPFD INCOME FUND III: HPS	300.0000	01/05/09	03/07/13	\$5,813.75	\$3,806.04 [†]	\$2,007.71
HANCOCK JOHN PFD INCM FDPFD INCOME FUND III: HPS	600.0000	01/05/09	03/07/13	\$11,617.91	\$7,612.08 [†]	\$4,005.83

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report

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Schwab One® Account of
**CONNIE BURWELL WHITE &
WILLIAM W WHITE FOUNDATION**

Account Number
3844-1760

Report Period
**January 1 - December 31,
2013**

2013 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method First In First Out (FIFO)

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
HANCOCK JOHN PFD INCM FDPFD INCOME FUND III HPS	900.0000	01/05/09	03/07/13	\$17,426.87	\$11,418.13	\$6,008.74
HANCOCK JOHN PFD INCM FDPFD INCOME FUND III HPS	1,000.0000	05/26/10	03/07/13	\$19,363.18	\$14,574.76	\$4,788.42
Security Subtotal				\$72,624.77	\$49,463.47	\$23,161.30
ING GROEP N.V. 8.50%38FCAP SECS DUE UNKN MTYSUBJ TO XTRO. IGK	100.0000	11/30/11	03/06/13	\$2,587.71	\$2,175.18	\$412.53
ING GROEP N.V. 8.50%38FCAP SECS DUE UNKN MTYSUBJ TO XTRO. IGK	650.0000	11/30/11	03/06/13	\$16,814.30	\$14,138.66	\$2,675.64
ING GROEP N.V. 8.50%38FCAP SECS DUE UNKN MTYSUBJ TO XTRO. IGK	2,000.0000	11/30/11	03/06/13	\$51,736.34	\$43,503.58	\$8,232.76
Security Subtotal				\$71,138.35	\$59,817.42	\$11,320.93
INTL LEASE FIN 6.375XXXX**MATURED** DUE 03/25/13 45974VB72	100,000.0000	12/12/11	03/25/13	\$100,000.00	\$99,790.00	\$210.00
Security Subtotal				\$100,000.00	\$99,790.00	\$210.00
JANUS TRITON FD CL T JATTX	2,875.5740	03/20/12	03/27/13	\$56,533.78	\$52,479.23	\$4,054.55
Security Subtotal				\$56,533.78	\$52,479.23	\$4,054.55

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Schwab One® Account of
**CONNIE BURWELL WHITE &
WILLIAM W WHITE FOUNDATION**

Account Number
3844-1760

Report Period
**January 1 - December 31,
2013**

2013 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method First In First Out [FIFO]

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
PIMCO TOTAL RETURN FUND INSTL CL PTTRX	22 437 1680	03/07/12	03/27/13	\$252,368 19	\$250,000 00	\$2 368 19
Security Subtotal				\$252,368.19	\$250,000.00	\$2,368.19
SIT DIVIDEND GROWTH FD CL S SDVSX	2,136 5260	multiple	01/24/13	\$32,475 19	\$25,405 27	\$7 069 92
Security Subtotal				\$32,475.19	\$25,405.27	\$7,069.92
TCW EMERGING MARKETS INCOME FUND CL N TGIX	4,582 4370	multiple	08/21/13	\$48,986 28	\$51,778 04	(\$2,791 76)
Security Subtotal				\$48,986.28	\$51,778 04	(\$2,791.76)
TERADATA CORP TDC	50 0000	02/23/12	06/13/13	\$2,811 12	\$3,187 13	(\$376 01)
TERADATA CORP TDC	50 0000	02/23/12	06/13/13	\$2,811 11	\$3,187 28	(\$376 17)
TERADATA CORP TDC	100 0000	02/23/12	06/13/13	\$5,622 24	\$6,374 50	(\$752 26)
TERADATA CORP TDC	150 0000	02/23/12	06/13/13	\$8,431 56	\$9,561 85	(\$1,130 29)
TERADATA CORP TDC	200 0000	02/23/12	06/13/13	\$11,242 08	\$12,749 13	(\$1,507.05)
TERADATA CORP TDC	800 0000	02/23/12	06/13/13	\$44,968 32	\$50,992 50	(\$6,024.18)
Security Subtotal				\$75,886.43	\$86,052.39	(\$10,165.96)

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Schwab One® Account of
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Account Number
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Report Period
**January 1 - December 31,
2013**

2013 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method First In First Out (FIFO)

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
THE CHARLES SCHWAB CORP SCHW	2,350 0000	05/23/12	10/02/13	\$49,885.38	\$29,327.23	\$20,558.15
Security Subtotal				\$49,885.38	\$29,327.23	\$20,558.15
TRAVELERS COMPANIES INC TRV	700 0000	08/05/10	10/02/13	\$58,962.22	\$35,833.76	\$23,128.46
Security Subtotal				\$58,962.22	\$35,833.76	\$23,128.46

Total Realized Gain or (Loss)

\$1,649,182.23 **\$1,429,606.52** **\$219,575.71**

Schwab has provided realized gain/loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. See Terms and Conditions.
Option Customers: Realized gain/loss of underlying securities is adjusted to reflect the premiums of assigned or exercised options.

Endnotes For Your Account

Symbol Endnote Legend

† Data for this holding has been edited or provided by a third party

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