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Form 990-PF

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.

2013

Open to Public
Inspection

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

Name of foundation EMMETT AND MIRIAM MCCOY FOUNDATION		A Employer identification number 74-2686146
Number and street (or P O box number if mail is not delivered to street address) PO BOX 1028		B Telephone number (see instructions) (512) 353-5400
City or town, state or province, country, and ZIP or foreign postal code SAN MARCOS, TX 78667		
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		C If exemption application is pending, check here ► <input type="checkbox"/> D 1. Foreign organizations, check here ► <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <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		
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 4,762,366	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> 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)				
	2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	149	149		
	4 Dividends and interest from securities.	103,565	103,236		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	317,965			
	b Gross sales price for all assets on line 6a 1,434,238				
	7 Capital gain net income (from Part IV, line 2)		317,965		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	2,058	9		
	12 Total. Add lines 1 through 11	419,621	421,359		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	3,827	1,914		1,913
	b Accounting fees (attach schedule)	40,316	20,158		20,158
	c Other professional fees (attach schedule)				
	17 Interest	10	10		
	18 Taxes (attach schedule) (see instructions)	7,967	285		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	29,808	14,904		14,904
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	81,928	37,271		36,975
	25 Contributions, gifts, grants paid.	8,750			8,750
	26 Total expenses and disbursements. Add lines 24 and 25	90,678	37,271		45,725
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	328,943			
	b Net investment income (if negative, enter -0-)		384,088		
	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				
2	Savings and temporary cash investments	26,513	151,589	151,589	
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)				
b	Investments—corporate stock (attach schedule)	3,736,175	3,992,798	4,548,144	
c	Investments—corporate bonds (attach schedule)				
11	Investments—land, buildings, and equipment basis ►				
	Less accumulated depreciation (attach schedule) ►				
12	Investments—mortgage loans				
13	Investments—other (attach schedule)	45,807	38,380	62,633	
14	Land, buildings, and equipment basis ►				
	Less accumulated depreciation (attach schedule) ►				
15	Other assets (describe ►)	34,949			
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	3,843,444	4,182,767	4,762,366	
Liabilities					
17	Accounts payable and accrued expenses				
18	Grants payable				
19	Deferred revenue				
20	Loans from officers, directors, trustees, and other disqualified persons				
21	Mortgages and other notes payable (attach schedule)				
22	Other liabilities (describe ►)	2,330	8,960		
23	Total liabilities (add lines 17 through 22)	2,330	8,960		
Net Assets or Fund Balances					
24	Unrestricted				
25	Temporarily restricted				
26	Permanently restricted				
27	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
28	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
29	Capital stock, trust principal, or current funds				
30	Paid-in or capital surplus, or land, bldg , and equipment fund	3,102,987	3,106,737		
31	Retained earnings, accumulated income, endowment, or other funds	738,127	1,067,070		
32	Total net assets or fund balances (see page 17 of the instructions)	3,841,114	4,173,807		
33	Total liabilities and net assets/fund balances (see page 17 of the instructions)	3,843,444	4,182,767		

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	3,841,114
2	Enter amount from Part I, line 27a	2	328,943
3	Other increases not included in line 2 (itemize) ►	3	3,750
4	Add lines 1, 2, and 3	4	4,173,807
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	4,173,807

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.)
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1a See Additional Data Table			
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
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a See Additional Data Table			
b			
c			
d			
e			

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

(i) FMV 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))
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a See Additional Data Table			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	2	317,965
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)		3	15,313

If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8

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	583,589	3,933,088	0 148379
2011	221,760	4,077,732	0 054383
2010	213,804	3,788,379	0 056437
2009	111,324	3,219,341	0 034580
2008	2,088,904	5,525,268	0 378064

2 Total of line 1, column (d).	2	0 671843
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 134369
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	4,311,897
5 Multiply line 4 by line 3.	5	579,385
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	3,841
7 Add lines 5 and 6.	7	583,226
8 Enter qualifying distributions from Part XII, line 4.	8	45,725

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 page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1		
b	Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)	1	7,682
c	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> 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-)	2	
3	Add lines 1 and 2.	3	7,682
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	7,682
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	1,052
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	1,052
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> 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	6,630
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be Credited to 2014 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

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

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 ► MIRIAM M MCCOY	Telephone no ► (512) 353-5400
	Located at ► 1350 NORTH IH-35 SAN MARCOS TX	ZIP +4 ► 78666

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ►	15
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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
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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.

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 page 20 of the instructions)?		1b	
	Organizations relying on a current notice regarding disaster assistance check here. ►			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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	
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?	<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)		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))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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.	<input type="checkbox"/>	
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?	<input type="checkbox"/> Yes	<input type="checkbox"/> No
	<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		
	<i>If "Yes" to 6b, file Form 8870.</i>		
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		

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)

I 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
MIRIAM M MCCOY 	PRESIDENT 2 00	0	0	
PO BOX 1424 SAN MARCOS, TX 78667				
BRENDA M REMME 	FIRST VP 1 00	0	0	
PO BOX 1315 SAN MARCOS, TX 78667				
MICHAEL E MCCOY 	SECOND VP 1 00	0	0	
124 PINTO LANE SAN MARCOS, TX 78666				
BRIAN F MCCOY 	SECRETARY/TR 1 00	0	0	
PO BOX 647 SAN MARCOS, TX 78667				

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)
3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

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

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	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments. See page 24 of the instructions	
3	
Total. Add lines 1 through 3	►

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes	
a	Average monthly fair market value of securities.	1a 4,184,915
b	Average of monthly cash balances.	1b 130,012
c	Fair market value of all other assets (see instructions).	1c 62,633
d	Total (add lines 1a, b, and c).	1d 4,377,560
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
3	Subtract line 2 from line 1d.	3 4,377,560
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4 65,663
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5 4,311,897
6	Minimum investment return. Enter 5% of line 5.	6 215,595

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.	1 215,595
2a	Tax on investment income for 2013 from Part VI, line 5.	2a 7,682
b	Income tax for 2013 (This does not include the tax from Part VI).	2b
c	Add lines 2a and 2b.	2c 7,682
3	Distributable amount before adjustments Subtract line 2c from line 1.	3 207,913
4	Recoveries of amounts treated as qualifying distributions.	4
5	Add lines 3 and 4.	5 207,913
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.	7 207,913

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 45,725
b	Program-related investments—total from Part IX-B.	1b
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2
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 45,725
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 45,725

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				207,913
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013				
a From 2008.	1,813,933			
b From 2009.				
c From 2010.	30,217			
d From 2011.	51,784			
e From 2012.	389,037			
f Total of lines 3a through e.	2,284,971			
4 Qualifying distributions for 2013 from Part XII, line 4 ► \$ _____ 45,725				
a Applied to 2012, but not more than line 2a				
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.				45,725
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	162,188			162,188
6 Enter the net total of each column as indicated below:	2,122,783			
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.				0
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)	1,651,745			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	471,038			
10 Analysis of line 9				
a Excess from 2009.	30,217			
b Excess from 2010.	51,784			
c Excess from 2011.	389,037			
e Excess from 2013.				

Part XIV Private 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. <input type="text"/>
b Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 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. <input type="text"/>
b 85% of line 2a. <input type="text"/>
c Qualifying distributions from Part XII, line 4 for each year listed. <input type="text"/>
d Amounts included in line 2c not used directly for active conduct of exempt activities. <input type="text"/>
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c. <input type="text"/>
3 Complete 3a, b, or c for the alternative test relied upon
a "Assets" alternative test—enter
(1) Value of all assets. <input type="text"/>
(2) Value of assets qualifying under section 4942(j)(3)(B)(i). <input type="text"/>
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. <input type="text"/>
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). <input type="text"/>
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(III). <input type="text"/>
(3) Largest amount of support from an exempt organization <input type="text"/>
(4) Gross investment income <input type="text"/>

Part XV Supplementary 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))

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

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 of the person to whom applications should be addressed

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	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				
THE CHRISTI CENTER 2306 HANCOCK DRIVE AUSTIN, TX 78756	NONE	PUBLIC	GENERAL FUND	5,000
CENTRAL TEXAS MEDICAL CENTER FOUND 1301 WONDER WORLD DRIVE SAN MARCOS, TX 78666	NONE	PUBLIC	GENERAL FUND	3,750
Total			► 3a	8,750
b Approved for future payment				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Line	Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
			(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue							
a							
b							
c							
d							
e							
f							
g Fees and contracts from government agencies							
2 Membership dues and assessments.							
3 Interest on savings and temporary cash investments							
4 Dividends and interest from securities.					14	147	
5 Net rental income or (loss) from real estate					14	103,565	
a Debt-financed property.							
b Not debt-financed property.							
6 Net rental income or (loss) from personal property							
7 Other investment income.					16	9	
8 Gain or (loss) from sales of assets other than inventory					18	153,682	164,283
9 Net income or (loss) from special events							
10 Gross profit or (loss) from sales of inventory.							
11 Other revenue a See Additional Data Table							
b							
c							
d							
e							
12 Subtotal Add columns (b), (d), and (e).				-2,067		257,403	164,285
13 Total Add line 12, columns (b), (d), and (e). (See worksheet in line 13 instructions to verify calculations.)					13		419,621

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

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
CHARLES SCHWAB 0733 - SEE ATTACHED	P	2012-01-31	2013-01-09
ENERGY TRANSFER PTRS	P	2011-11-22	2013-12-31
CHARLES SCHWAB 0733 - SEE ATTACHED	P	2011-11-28	2013-01-09
CRESTWOOD EQUITY PTRS	P	2011-11-22	2013-12-31
CHARLES SCHWAB 3846 - SEE ATTACHED	P	2013-02-06	2013-11-12
KKR & CO	P	2011-11-22	2013-12-31
CHARLES SCHWAB 3846 - SEE ATTACHED	P	2011-11-22	2013-07-17
LINN ENERGY	P	2011-11-22	2013-12-31
CHARLES SCHWAB 4211 - SEE ATTACHED	P	2013-03-19	2013-05-21
PLAINS ALL AMERICAN PIPELINE	P	2011-11-22	2013-12-31
CHARLES SCHWAB 4211 - SEE ATTACHED	P	2011-11-21	2013-03-19
PVR PARTNERS LP	P	2011-11-22	2013-12-31
CHARLES SCHWAB 6872 - SEE ATTACHED	P	2011-11-22	2013-10-25
SUBURBAN PROPANE	P	2011-11-22	2013-12-31
ALLIANCEBERNSTEIN HLDGS	P	2013-01-01	2013-12-31
WILLIAMS PARTNERS LP	P	2011-11-22	2013-12-31
KKR & CO	P	2013-01-01	2013-12-31
ALLIANCE RESOURCE PARTNERS	P	2011-11-22	2013-12-31
ALLIANCEBERNSTEIN HLDGS	P	2011-11-22	2013-12-31
BOARDWALK PIPELINE PTRS	P	2011-11-22	2013-12-31
BUCKEYE PARTNERS LP	P	2011-11-22	2013-12-31
CEDAR FAIR LP	P	2011-11-22	2013-12-31
EL PASO PIPELINE PTRS	P	2011-11-22	2013-12-31

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
8,429		8,239	190
56			56
780,851		723,535	57,316
		1	-1
119,744		104,726	15,018
194			194
269,346		202,555	66,791
		33	-33
116		37	79
		6	-6
41,664		26,730	14,934
		18	-18
60,068		50,384	9,684
		3	-3
20			20
		6	-6
6			6
1			1
26			26
15			15
3			3
11			11
6			6

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			190
			56
			57,316
			-1
			15,018
			194
			66,791
			-33
			79
			-6
			14,934
			-18
			9,684
			-3
			20
			-6
			6
			1
			26
			15
			3
			11
			6

Form 990PF Part XVI-A Line 11 - Other revenue:

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See the instructions)
11 Other revenue	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
a ALLIANCE RESOURCE PARTNERS	211110	25			
b ALLIANCE BERNSTEIN HLDGS	211110	188			
c BOARDWALK PIPELINE PARTNERS	211110	-104			
d BUCKEYE PARTNERS LP	211110	-38			
e CEDAR FAIR LP	211110	-73			
f CVR PARTNERS LP	211110	-221			
g EL PASO PIPELINE PARTNERS L	211110	-134			
h ENERGY TRANSFER PARTNERS LP	211110	-169			
i CRESTWOOD EQUITY PTRS	211110	-135			
j KKK & CO	211110	20			
k LINN ENERGY LLC	211110	-379			
l MAGELLAN MIDSTREAM PARTNERS	211110	-9			
m PLAINS ALL AMERICAN PIPELIN	211110	-4			
n PVR PARTNERS LP	211110	-323			
o STONEMOR PARTNERS LP	211110	-56			
p SUBURBAN PROPANE PARTNERS L	211110	-259			
q WILLIAMS PARTNERS LP	211110	-396			

TY 2013 Accounting Fees Schedule

Name: EMMETT AND MIRIAM MCCOY FOUNDATION

EIN: 74-2686146

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	40,316	20,158		20,158

TY 2013 Compensation Explanation

Name: EMMETT AND MIRIAM MCCOY FOUNDATION

EIN: 74-2686146

Person Name	Explanation
MIRIAM M MCCOY	
BRENDA M REMME	
MICHAEL E MCCOY	
BRIAN F MCCOY	

**TY 2013 Investments Corporate
Stock Schedule****Name:** EMMETT AND MIRIAM MCCOY FOUNDATION**EIN:** 74-2686146

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SEE ATTACHED STATEMENT	3,992,798	4,548,144

TY 2013 Investments - Other Schedule

Name: EMMETT AND MIRIAM MCCOY FOUNDATION**EIN:** 74-2686146

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
SEE ATTACHED STATEMENT		38,380	62,633

TY 2013 Legal Fees Schedule

Name: EMMETT AND MIRIAM MCCOY FOUNDATION

EIN: 74-2686146

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	3,827	1,914		1,913

TY 2013 Other Assets Schedule

Name: EMMETT AND MIRIAM MCCOY FOUNDATION**EIN:** 74-2686146

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
PREPAID EXCISE TAXES	34,949		

TY 2013 Other Expenses Schedule

Name: EMMETT AND MIRIAM MCCOY FOUNDATION

EIN: 74-2686146

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
MANAGEMENT FEES	25,530	12,765		12,765
MISCELLANEOUS	4,278	2,139		2,139

TY 2013 Other Income Schedule

Name: EMMETT AND MIRIAM MCCOY FOUNDATION**EIN:** 74-2686146

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
KKK & R CO	-8	-8	
PLAINS ALL AMERICAN	-6	-6	
PVR PARTNERS LP	3	3	
STONEMORE PTRTS	20	20	
ALLIANCE RESOURCE PARTNERS	25		
ALLIANCE BERNSTEIN HLDGS	188		
BOARDWALK PIPELINE PARTNERS	-104		
BUCKEYE PARTNERS LP	-38		
CEDAR FAIR LP	-73		
CVR PARTNERS LP	-221		
EL PASO PIPELINE PARTNERS LP	-134		
ENERGY TRANSFER PARTNERS LP	-169		
CRESTWOOD EQUITY PTRS	-135		
KKK & CO	20		
LINN ENERGY LLC	-379		
MAGELLAN MIDSTREAM PARTNERS L	-9		
PLAINS ALL AMERICAN PIPELINE	-4		
PVR PARTNERS LP	-323		
STONEMOR PARTNERS LP	-56		
SUBURBAN PROPANE PARTNERS LP	-259		
WILLIAMS PARTNERS LP	-396		

TY 2013 Other Increases Schedule

Name: EMMETT AND MIRIAM MCCOY FOUNDATION

EIN: 74-2686146

Description	Amount
PRIOR PERIOD ADJUSTMENT TO BASIS OF STOCK	3,750

TY 2013 Other Liabilities Schedule

Name: EMMETT AND MIRIAM MCCOY FOUNDATION**EIN:** 74-2686146

Description	Beginning of Year - Book Value	End of Year - Book Value
ACCRUED EXCISE TAX		6,630
DUE TO MIRIAM MCCOY	2,330	2,330

TY 2013 Taxes Schedule

Name: EMMETT AND MIRIAM MCCOY FOUNDATION**EIN:** 74-2686146

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAXES	7,682			
FOREIGN TAX PAID	285	285		

TY 2013 GeneralDependencySmall**Name:** EMMETT AND MIRIAM MCCOY FOUNDATION**EIN:** 74-2686146**Business Name or Person Name:****Taxpayer Identification Number:****Form, Line or Instruction****Reference:****Regulations Reference:****Description:** WAIVE NOL CARRYBACK**Attachment Information:** YEAR ENDING: DECEMBER 31, 2013 74-2686146 EMMETT AND MIRIAM MCCOY FOUNDATION P.O. BOX 1028 SAN MARCOS, TX 78667 NOL CARRYBACK ELECTION UNDER IRC SECTION 172(B)(3), THE TAXPAYER ELECTS TO RELINQUISH THE ENTIRE CARRYBACK PERIOD WITH RESPECT TO ANY REGULAR TAX AND AMT NET OPERATING LOSS INCURRED DURING THE CURRENT TAX YEAR.

Emmett & Miriam McCoy Foundation

74-2686146

Charles Schwab Acct # 3077-0733

	shares	acquired	sold	proceeds	cost	gain/(loss)
THORNBURG LTD TERM MUNI FD CL I	56 83	1/31/2012	1/9/2013	835 27	816 48	18 79
THORNBURG LTD TERM MUNI FD CL I	57 083	2/29/2012	1/9/2013	838 99	820 11	18 88
THORNBURG LTD TERM MUNI FD CL I	53 732	3/30/2012	1/9/2013	789 74	771 97	17 77
THORNBURG LTD TERM MUNI FD CL I	53 083	4/30/2012	1/9/2013	780 20	762 64	17 56
THORNBURG LTD TERM MUNI FD CL I	48 529	5/31/2012	1/9/2013	713 26	697 22	16 04
THORNBURG LTD TERM MUNI FD CL I	45 624	6/29/2012	1/9/2013	670 57	655 48	15 09
THORNBURG LTD TERM MUNI FD CL I	44 287	7/31/2012	1/9/2013	650 92	636 27	14 65
THORNBURG LTD TERM MUNI FD CL I	43 575	8/31/2012	1/9/2013	640 45	626 04	14 41
THORNBURG LTD TERM MUNI FD CL I	43 582	9/28/2012	1/9/2013	640 55	626 14	14 41
THORNBURG LTD TERM MUNI FD CL I	1 355	10/31/2012	1/9/2013	19 92	19 47	0 45
THORNBURG LTD TERM MUNI FD CL I	41 242	10/31/2012	1/9/2013	606 16	592 52	13 64
THORNBURG LTD TERM MUNI FD CL I	42 396	11/30/2012	1/9/2013	623 12	609 10	14 02
THORNBURG LTD TERM MUNI FD CL I	42 159	12/31/2012	1/9/2013	619 64	605 69	13 95
SHORT-TERM				8,428 79	8,239 13	189 66
THORNBURG LTD TERM MUNI FD CL I	1882 885	11/28/2011	1/9/2013	27,653 41	27,051 37	602 04
THORNBURG LTD TERM MUNI FD CL I	10826 59	11/28/2011	1/9/2013	159,125 87	155,545 43	3,580 44
THORNBURG LTD TERM MUNI FD CL I	8259 308	11/28/2011	1/9/2013	121,392 75	118,661 33	2,731 42
THORNBURG LTD TERM MUNI FD CL I	1 898	11/30/2011	1/9/2013	27 90	27 27	0 63
THORNBURG LTD TERM MUNI FD CL I	1934 647	12/14/2011	1/9/2013	28,434 84	27,795 04	639 80
THORNBURG LTD TERM MUNI FD CL I	57 26	12/30/2011	1/9/2013	841 59	822 65	18 94
DRIEHAUS INTL SMALL CAP GROWTH	526 87	11/28/2011	1/9/2013	5,000 00	4,396 92	603 08
HANCOCK HORIZON DIVERS INTL INSTL	2395 833	11/28/2011	1/9/2013	50,000 00	41,479 67	8,520 33
VANGUARD 500 INDEX FD SIGNAL SHRS	90 129	11/28/2011	1/9/2013	10,000 00	8,245 60	1,754 40
WASATCH LARGE CAP VALUE FD	1023 192	11/28/2011	1/9/2013	15,000 00	12,972 58	2,027 42
VANGUARD 500 INDEX FD SIGNAL SHRS	61 622	11/28/2011	7/15/2013	7,875 00	5,654 40	2,220 60
WASATCH LARGE CAP VALUE FD	447 761	11/28/2011	7/15/2013	7,500 00	5,686 21	1,813 79
RIDGEWORTH US GOV SEC ULTRA SHORT BD I	11671 612	11/28/2011	7/25/2013	118,000 00	118,239 79	(239 79)
REMS REAL ESTATE INCOME 50/50 INSTL	16242 938	11/28/2011	7/25/2013	230,000 00	196,956 68	33,043 32
LONG-TERM				780,851 36	723,534 94	57,316 42
			SHORT-TERM	8,428 79	8,239 13	189 66
			LONG-TERM	780,851 36	723,534 94	57,316 42
			TOTAL	789,280 15	731,774 07	57,506 08

2013 Year-End Schwab Gain/Loss Report

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Realized Gain or (Loss)

Accounting Method
Mutual Funds: Average
All Other Investments: First In First Out [FIFO]

Short-Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
ATWOOD OCEANICS INC: ATW	327.0000	02/06/13	11/12/13	\$18,578.72	\$17,165.30	\$1,413.42
Security Subtotal				\$18,578.72	\$17,165.30	\$1,413.42
CARTERS INC: CRI	237.0000	04/25/13	11/15/13	\$16,695.94	\$15,316.05	\$1,379.89
Security Subtotal				\$16,695.94	\$15,316.05	\$1,379.89
COMPASS MINERALS INTL: CMP	38.0000	12/18/12	11/12/13	\$2,755.10	\$2,885.93	(\$130.83)
Security Subtotal				\$2,755.10	\$2,885.93	(\$130.83)
EBIX INC: EBIX	213.0000	12/18/12	06/21/13	\$1,765.66	\$3,634.21	(\$1,868.55)
Security Subtotal				\$1,765.66	\$3,634.21	(\$1,868.55)
EVERCORE PARTNERS INC A CLASS A: EVR	187.0000	07/19/12	07/09/13	\$7,517.48	\$4,155.86	\$3,361.62
Security Subtotal				\$7,517.48	\$4,155.86	\$3,361.62
HOLLYFRONTIER CORP: HFC	318.0000	03/29/12	02/06/13	\$17,018.84	\$10,029.95	\$6,988.89
Security Subtotal				\$17,018.84	\$10,029.95	\$6,988.89
HOLOGIC INC: HOLX	75.0000	12/18/12	07/12/13	\$1,484.42	\$1,541.20	(\$56.78)
Security Subtotal				\$1,484.42	\$1,541.20	(\$56.78)

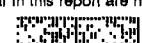
2013 Year-End Schwab Gain/Loss Report

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Realized Gain or (Loss) (continued)

Accounting Method
Mutual Funds: Average
All Other Investments: First In First Out [FIFO]

Short-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
IDEXX LABS INC: IDXX	21.0000	12/18/12	02/06/13	\$1,970.02	\$2,027.26	(\$57.24)
Security Subtotal				\$1,970.02	\$2,027.26	(\$57.24)
OCWEN FINANCIAL CORP NEW: OCN	530.0000	12/18/12	05/06/13	\$20,131.66	\$18,760.35	\$1,371.31
Security Subtotal				\$20,131.66	\$18,760.35	\$1,371.31
PIER ONE IMPORTS INC: PIR	76.0000	07/19/12	07/10/13	\$1,784.17	\$1,257.63	\$526.54
Security Subtotal				\$1,784.17	\$1,257.63	\$526.54
R L I CORP: RLI	25.0000	12/18/12	08/14/13	\$2,059.15	\$1,627.70	\$431.45
Security Subtotal				\$2,059.15	\$1,627.70	\$431.45
SHFL ENTERTAINMENT INC: SHFL	186.0000	12/18/12	11/15/13	\$4,304.61	\$2,631.18	\$1,673.43
Security Subtotal				\$4,304.61	\$2,631.18	\$1,673.43
T N S INC XXXCASH MERGER @ \$21.00/SH EFF 02/19/13: 872960109	392.0000	07/19/12	02/19/13	\$8,232.00	\$7,315.75	\$916.25
Security Subtotal				\$8,232.00	\$7,315.75	\$916.25
VALUECLICK INC: VCLK	365.0000	06/21/13	10/10/13	\$7,104.12	\$8,574.77	(\$1,470.65)
Security Subtotal				\$7,104.12	\$8,574.77	(\$1,470.65)



2013 Year-End Schwab Gain/Loss Report

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Realized Gain or (Loss) (continued)

Accounting Method
Mutual Funds: Average
All Other Investments: First In First Out [FIFO]

Short-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
VERA BRADLEY INC: VRA	278.0000	07/19/12	04/25/13	\$6,180.64	\$5,930.91	\$249.73
Security Subtotal				\$6,180.64	\$5,930.91	\$249.73
WHITING PETROLEUM CORP: WLL	43.0000	12/18/12	08/27/13	\$2,161.05	\$1,871.71	\$289.34
Security Subtotal				\$2,161.05	\$1,871.71	\$289.34
Total Short-Term				\$119,743.58	\$104,725.76	\$15,017.82

Long-Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
ACI WORLDWIDE INC: ACIW	11.0000	11/22/11	07/17/13	\$520.34	\$325.99	\$194.35
ACI WORLDWIDE INC: ACIW	22.0000	11/22/11	07/17/13	\$1,040.68	\$651.81	\$388.87
ACI WORLDWIDE INC: ACIW	30.0000	11/22/11	07/17/13	\$1,419.11	\$888.83	\$530.28
ACI WORLDWIDE INC: ACIW	40.0000	11/22/11	07/17/13	\$1,892.15	\$1,184.70	\$707.45
ACI WORLDWIDE INC: ACIW	59.0000	11/22/11	07/17/13	\$2,790.93	\$1,748.02	\$1,042.91
ACI WORLDWIDE INC: ACIW	89.0000	11/22/11	07/17/13	\$4,210.04	\$2,637.57	\$1,572.47

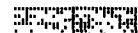
2013 Year-End Schwab Gain/Loss Report

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Realized Gain or (Loss) (continued)

Accounting Method
Mutual Funds: Average
All Other Investments: First In First Out [FIFO]

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
ACI WORLDWIDE INC: ACIW	100.0000	11/22/11	07/17/13	\$4,730.38	\$2,962.25	\$1,768.13
Security Subtotal				\$16,603.63	\$10,399.17	\$6,204.46
ALIGN TECHNOLOGY INC: ALGN	34.0000	11/22/11	06/04/13	\$1,216.99	\$769.59	\$447.40
ALIGN TECHNOLOGY INC: ALGN	147.0000	11/22/11	06/04/13	\$5,261.71	\$3,327.35	\$1,934.36
ALIGN TECHNOLOGY INC: ALGN	53.0000	11/22/11	10/18/13	\$3,013.11	\$1,199.66	\$1,813.45
ALIGN TECHNOLOGY INC: ALGN	100.0000	11/22/11	10/18/13	\$5,685.12	\$2,263.01	\$3,422.11
ALIGN TECHNOLOGY INC: ALGN	29.0000	12/19/11	10/18/13	\$1,648.69	\$694.68	\$954.01
Security Subtotal				\$16,825.62	\$8,254.29	\$8,571.33
ANSYS INC: ANSS	33.0000	11/22/11	06/04/13	\$2,401.50	\$1,912.82	\$488.68
ANSYS INC: ANSS	161.0000	11/22/11	06/04/13	\$11,716.38	\$9,331.28	\$2,385.10
Security Subtotal				\$14,117.88	\$11,244.10	\$2,873.78
BUFFALO WILD WINGS INC: BWLD	41.0000	11/22/11	11/15/13	\$5,988.84	\$2,553.60	\$3,435.24
Security Subtotal				\$5,988.84	\$2,553.60	\$3,435.24
CATAMARAN CORP F: CTRX	180.0000	11/22/11	06/11/13	\$9,656.70	\$4,960.88	\$4,695.82



2013 Year-End Schwab Gain/Loss Report

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Realized Gain or (Loss) (continued)

Accounting Method
Mutual Funds: Average
All Other Investments: First In First Out [FIFO]

Long-Term (continued)		Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
CATAMARAN CORP	F: CTRX	102.0000	12/19/11	06/11/13	\$5,472.13	\$2,852.20	\$2,619.93
	Security Subtotal				\$15,128.83	\$7,813.08	\$7,315.75
COMPASS MINERALS INTL: CMP		209.0000	11/22/11	11/12/13	\$15,153.02	\$15,166.05	(\$13.03)
	Security Subtotal				\$15,153.02	\$15,166.05	(\$13.03)
EBIX INC: EBIX		31.0000	11/22/11	06/21/13	\$256.97	\$605.81	(\$348.84)
EBIX INC: EBIX		243.0000	11/22/11	06/21/13	\$2,014.35	\$4,749.17	(\$2,734.82)
EBIX INC: EBIX		300.0000	11/22/11	06/21/13	\$2,486.85	\$5,862.58	(\$3,375.73)
	Security Subtotal				\$4,758.17	\$11,217.56	(\$6,459.39)
EVERCORE PARTNERS INC A CLASS A: EVR		363.0000	11/22/11	07/09/13	\$14,592.76	\$9,103.97	\$5,488.79
	Security Subtotal				\$14,592.76	\$9,103.97	\$5,488.79
GLOBAL PAYMENTS INC: GPN		46.0000	11/22/11	07/17/13	\$2,206.92	\$1,965.23	\$241.69
GLOBAL PAYMENTS INC: GPN		54.0000	11/22/11	07/17/13	\$2,590.74	\$2,307.03	\$283.71
GLOBAL PAYMENTS INC: GPN		54.0000	11/22/11	07/17/13	\$2,590.74	\$2,307.05	\$283.69

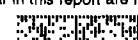
2013 Year-End Schwab Gain/Loss Report

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Realized Gain or (Loss) (continued)

Accounting Method
Mutual Funds: Average
All Other Investments: First In First Out [FIFO]

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
GLOBAL PAYMENTS INC: GPN	200.0000	11/22/11	07/17/13	\$9,595.31	\$8,544.66	\$1,050.65
Security Subtotal				\$16,983.71	\$15,123.97	\$1,859.74
HOLOGIC INC: HOLX	712.0000	04/16/12	07/12/13	\$14,092.11	\$14,779.14	(\$687.03)
Security Subtotal				\$14,092.11	\$14,779.14	(\$687.03)
IDEXX LABS INC: IDXX	109.0000	11/22/11	02/06/13	\$10,225.38	\$7,807.39	\$2,417.99
IDEXX LABS INC: IDXX	36.0000	12/19/11	02/06/13	\$3,377.19	\$2,663.23	\$713.96
Security Subtotal				\$13,602.57	\$10,470.62	\$3,131.95
MADDEN STEVEN LTD: SHOO	0.5000	11/22/11	10/02/13	\$17.97	\$10.87	\$7.10
Security Subtotal				\$17.97	\$10.87	\$7.10
PIER ONE IMPORTS INC: PIR	716.0000	11/22/11	07/10/13	\$16,808.74	\$9,190.30	\$7,618.44
Security Subtotal				\$16,808.74	\$9,190.30	\$7,618.44
PORTFOLIO RECOVERY ASSOCWITH STOCK SPLIT SHARES: PRAA	11.0000	11/22/11	07/09/13	\$1,631.55	\$751.19	\$880.36
PORTFOLIO RECOVERY ASSOCWITH STOCK SPLIT SHARES: PRAA	21.0000	11/22/11	07/09/13	\$3,114.78	\$1,435.83	\$1,678.95



2013 Year-End Schwab Gain/Loss Report

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Realized Gain or (Loss) (continued)

Accounting Method
Mutual Funds: Average
All Other Investments: First In First Out [FIFO]

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
PORTFOLIO RECOVERY ASSOCWITH STOCK SPLIT SHARES: PRAA	21.0000	11/22/11	07/09/13	\$3,114.78	\$1,435.90	\$1,678.88
PORTFOLIO RECOVERY ASSOCWITH STOCK SPLIT SHARES: PRAA	79.0000	11/22/11	07/09/13	\$11,717.48	\$5,401.47	\$6,316.01
Security Subtotal				\$19,578.59	\$9,024.39	\$10,554.20
RLI CORP: RLI	174.0000	11/22/11	08/14/13	\$14,331.75	\$12,531.21	\$1,800.54
RLI CORP: RLI	48.0000	12/19/11	08/14/13	\$3,953.59	\$3,420.31	\$533.28
Security Subtotal				\$18,285.34	\$15,951.52	\$2,333.82
SHFL ENTERTAINMENT INC: SHFL	581.0000	07/19/12	10/10/13	\$13,423.89	\$9,101.69	\$4,322.20
SHFL ENTERTAINMENT INC: SHFL	355.0000	07/19/12	11/15/13	\$8,215.78	\$5,561.28	\$2,654.50
Security Subtotal				\$21,639.67	\$14,662.97	\$6,976.70
SNAP ON INC: SNA	219.0000	11/22/11	11/12/13	\$22,864.28	\$11,002.05	\$11,862.23
Security Subtotal				\$22,864.28	\$11,002.05	\$11,862.23
VERA BRADLEY INC: VRA	338.0000	11/22/11	04/25/13	\$7,514.59	\$12,591.34	(\$5,076.75)

2013 Year-End Schwab Gain/Loss Report

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Realized Gain or (Loss) (continued)

Accounting Method
Mutual Funds: Average
All Other Investments: First In First Out [FIFO]

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
VERA BRADLEY INC: VRA	73.0000	12/19/11	04/25/13	\$1,622.97	\$2,315.02	(\$692.05)
Security Subtotal				\$9,137.56	\$14,906.36	(\$5,768.80)
WHITING PETROLEUM CORP: WLL	262.0000	12/19/11	08/27/13	\$13,167.36	\$11,680.84	\$1,486.52
Security Subtotal				\$13,167.36	\$11,680.84	\$1,486.52
Total Long-Term				\$269,346.65	\$202,554.85	\$66,791.80
Total Realized Gain or (Loss)				\$389,090.23	\$307,280.61	\$81,809.62

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

**Emmett & Miriam McCoy Foundation
74-2686146
Charles Schwab Acct # 4442-4211**

	shares	acquired	sold	proceeds	cost	gain/(loss)
Corrections CP Amer New - CIL	0.4447	03/19/13	05/21/13	17.30	-	17.30
Inergy Midstream - CIL	0.7487	06/18/13	06/18/13	16.72	-	16.72
Aegon NV Ord Reg Amer F - CIL	0.80	09/13/13	09/13/13	6.13	-	6.13
Actavis PLC	0.52	12/05/12	10/02/13	75.46	37.15	38.31
SHORT-TERM				115.61	37.15	<u>78.46</u>
HCP Inc	103	11/21/11	03/19/13	4,959.97	3,782.76	1,177.21
Heinz H J Co	57	11/21/11	03/19/13	4,124.66	2,885.90	1,238.76
Black Hills Corp	80	11/21/11	06/07/13	3,782.18	2,485.55	1,296.63
Hudson City Bancorp Inc	175	11/21/11	06/04/13	1,475.37	931.52	543.85
Nisource Inc Holding Co	133	11/21/11	06/04/13	3,739.05	2,862.14	876.91
Inergy Midstream	39	11/21/11	07/01/13	859.56	-	859.56
Amern Greetings CP - merger	207	01/13/12	08/09/13	3,933.00	2,849.09	1,083.91
Science Applications: SAIC - CIL	0.4285	08/15/12	09/30/13	14.61	11.28	3.33
FTD COS Inc	45.20	11/21/11	12/04/13	1,457.94	912.82	545.12
United Online New	32.29	11/21/11	12/04/13	451.87	251.93	199.94
Intercontinental Exchange - CIL	0.77	11/21/11	12/04/13	156.84	121.48	35.36
Intercontinental Exchange	12.00	11/21/11	11/15/13	2,527.22	1,887.07	640.15
NYSE Euronext N V	75.00	11/21/11	11/15/13	845.25	-	845.25
US Ecology	172.00	11/21/11	12/04/13	5,995.64	2,916.88	3,078.76
Bello Corporation	434.00	11/01/12	12/24/13	5,967.50	3,232.70	2,734.80
Crestwood Equity LP (f/k/a Inergy LP)	92.00	11/21/11	12/04/13	1,373.79	1,599.21	(225.42)
LONG-TERM				41,664.45	26,730.33	14,934.12

SHORT-TERM	115 61	37 15	78 46
LONG-TERM	41,664 45	26,730 33	14,934 12
TOTAL	41,780 06	26,767 48	15,012 58

2013 Year-End Schwab Gain/Loss Report

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Realized Gain or (Loss)

Accounting Method
Mutual Funds: Average
All Other Investments: First In First Out [FIFO]

Long-Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
COACH INC: COH	182.0000	11/22/11	10/25/13	\$9,075.42	\$10,856.19	(\$1,780.77)
Security Subtotal				\$9,075.42	\$10,856.19	(\$1,780.77)
CUMMINS INC: CMI	163.0000	11/21/11	04/05/13	\$18,327.02	2873.14 N/A	15453.88 N/A
Security Subtotal				\$18,327.02	N/A	N/A
EDWARDS LIFESCIENCES CP: EW	136.0000	05/18/12	11/06/13	\$8,495.70	\$11,190.95	(\$2,695.25)
Security Subtotal				\$8,495.70	\$11,190.95	(\$2,695.25)
HARRIS CORPORATION: HRS	163.0000	11/22/11	03/15/13	\$7,235.39	\$5,645.35	\$1,590.04
Security Subtotal				\$7,235.39	\$5,645.35	\$1,590.04
PROCTER & GAMBLE: PG	152.0000	11/22/11	09/23/13	\$12,003.48	\$9,399.71	\$2,603.77
Security Subtotal				\$12,003.48	\$9,399.71	\$2,603.77

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



2013 Year-End Schwab Gain/Loss Report

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Realized Gain or (Loss) (continued)

Accounting Method
Mutual Funds: Average
All Other Investments: First In First Out [FIFO]

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
VERIFONE SYSTEMS INC: PAY	238.0000	11/30/11	03/15/13	\$4,931.11	\$10,418.99	(\$5,487.88)
Security Subtotal				\$4,931.11	\$10,418.99	(\$5,487.88)
Total Long-Term				\$60,068.12	\$47,511.19^h	(\$5,770.09)^h
Total Realized Gain or (Loss)				\$60,068.12	\$47,511.19^h	(\$5,770.09)^h

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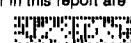
Endnotes For Your Account

Symbol Endnote Legend

^h Value includes incomplete cost basis.

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

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002341-8/15



FORM 990-PF, PAGE 2, PART II LINE 10b -
INVESTMENTS IN CORPORATE STOCK

NAME OF SECURITY	SHARES	COST BASIS	MARKET VALUE
Charles Schwab Account #0733			
Ridgeworth US Gov Sec Ultra Short BD I	20,048.113	203,096.89	202,686.42
Tortoise MLP Fund Inc	11,850.000	347,244.04	324,097.50
Driehaus Intl Small Cap Growth	26,735.033	229,581.79	289,807.76
Hancock Horizon Divers Intl Trust	21,452.862	372,140.70	490,197.90
Reits Real Estate Income 50 50 Fund	26,052.412	317,149.20	326,697.25
Vanguard 500 Index Fd Signal Shrs	3,354.116	309,274.85	471,991.20
Wasatch Large Cap Value Fd	36,503.462	459,160.70	448,992.58
Total		2,237,648.17	2,554,470.61
Charles Schwab Account #3846			
Actuant Corp CL A New	446.000	9,331.43	16,341.44
Air Lease Corp CL A	772.000	20,956.40	23,993.76
Alere Inc	569.000	15,569.51	20,597.80
Align Technology Inc	372.000	13,924.04	21,256.08
Ariris Group Inc New	1,191.000	18,314.62	28,988.94
Big Lots Inc	554.000	19,867.04	17,888.66
Biomarin Pharmaceutical	280.000	15,611.81	19,698.00
Bovd Gaming Corp	1,783.000	18,530.75	20,076.58
Buffalo Wild Wings Inc	169.000	10,860.60	24,876.80
Cimarex Energy Co	186.000	15,521.16	19,513.26
CNO Financial Group Inc	872.000	12,120.16	15,425.68
Cyberonics Inc	332.000	10,159.24	21,720.10
Darling Intl Inc	581.000	7,853.39	12,131.28
Energen Corp	259.000	19,301.34	18,324.25
Equifax Inc	308.000	10,653.29	21,279.72
ESCO Technologies Inc	558.000	16,025.00	19,117.08
Forestar Group Inc	894.000	20,211.56	19,015.38
Fresh Market Inc	210.000	8,620.58	8,505.00
Interactive Brokers CL A	542.000	9,059.27	13,192.28
K L A Tencor Corp	205.000	12,560.96	13,214.30
Kraton Performance Poly	1,007.000	19,853.45	23,211.35
Madden Steven Ltd	547.000	12,017.90	20,014.73
Methanex Corp	328.000	19,769.97	19,430.72
Murphy USA Inc	313.000	12,776.31	13,008.28
Neustar Inc Class A	308.000	10,218.01	15,356.88
PTC Inc	688.000	13,580.88	24,348.32
Sirona Dental Systems	256.000	11,782.67	17,971.20
Solera Holdings LLC	249.000	11,870.48	17,619.24
Stanley Black & Decker	280.000	22,910.12	22,593.20
Synaptics Inc	437.000	18,406.65	22,640.97
Teledyne Technologies	232.000	12,168.18	21,311.52
Telephone & Data Sys New	383.000	8,759.73	9,873.74
Trimble Navigation Ltd	638.000	14,306.96	22,138.60
United Therapeutics Corp	226.000	15,109.66	25,556.08
Whirlpool Corp	131.000	19,616.38	20,548.66
Williams Sonoma	319.000	18,611.82	18,591.32
Tronox Inc Ser A 18 WTS	5.000	1,769.04	368.75
Total		528,580.36	689,739.95
Charles Schwab Account #4211			
AGL Resources Inc	128.000	6,439.63	6,045.44
Actavis PLC	43.000	3,072.06	7,224.00
Aegon NV Ord Reg Amer F	601.000	3,421.39	5,697.48
Aircastle Ltd	90.000	1,003.21	1,724.40
Allele Inc	69.000	2,653.48	3,441.72
Alliant Energy Corp	69.000	2,824.60	3,560.40
Ameren Corporation	57.000	1,815.44	2,061.12
Apollo Investment Corp	171.000	1,214.89	1,449.23
Atmos Energy Corp	103.000	3,480.97	4,678.26
Avista Corporation	115.000	2,777.18	3,241.85
BCG Partners Class A	399.000	2,373.24	2,413.95
Bank of Hawaii Corp	53.000	2,153.09	3,134.42
Block H & R Inc	206.000	3,101.69	5,982.24
CDI Corp	210.000	2,531.29	3,891.30
CMS Energy Corp	166.000	3,387.42	4,443.82

FORM 990-PF, PAGE 2, PART II LINE 10b -
INVESTMENTS IN CORPORATE STOCK

NAME OF SECURITY	SHARES	COST BASIS	MARKET VALUE
CA Inc	116 000	2.956 28	3.903 40
Cablevision Sys NY GP A	177 000	2.574 28	3.173 61
Centerpoint Energy Inc	211 000	3.997 56	4.890 98
Cincinnati Financial CP	97 000	2.709 22	5.079 89
Cinemark Holdings Inc	193 000	3.723 81	6.432 69
Computer Programs & Sys	73 000	3.620 26	4.512 13
Conagra Foods Inc	137 000	3.310 76	4.616 90
Cons Communication Hldgs	227 000	4.192 45	4.456 01
Consolidated Edison Inc	58 000	3.325 71	3.206 24
Corrections CP Amer New	103 000	3.919 93	3.303 21
DTE Energy Company	58 000	2.931 89	3.850 62
Darden Restaurants Inc	67 000	2.901 62	3.642 79
De Luxe Corp	98 000	2.083 39	5.114 62
Diamond Offsh Drilling	23 000	1.410 23	1.309 16
Diebold Incorporated	122 000	3.715 19	4.027 22
Donnelly R R & Sons Co	122 000	1.753 32	2.474 16
Eaton Corp PLC	76 000	3.944 83	5.785 12
Elbit Systems Ltd	84 000	2.963 02	5.099 64
Empire District Elec Co	126 000	2.548 03	2.858 94
EnSCO PLC Class A	68 000	4.082 76	3.888 24
Entergy Corp New	35 000	2.382 99	2.214 45
Federated Invs PA CL B	122 000	1.972 04	3.513 60
First Niagara Finl New	185 000	1.552 45	1.964 70
Firstenergy Corp	47 000	2.050 39	1.550 06
Firstmerit Corp	199 000	2.735 84	4.423 77
Flushing Financial Corp	229 000	3.017 66	4.740 30
Gallagher Arthur J & Co	82 000	2.451 75	3.848 26
Gannett Co Inc Del	203 000	3.103 12	6.004 74
Garmin Ltd New	75 000	2.607 59	3.464 25
GATX Corp	70 000	2.709 44	3.651 90
Genuine Parts Co	53 000	2.933 25	4.409 07
GEO Group Inc	125 000	4.067 20	4.027 50
Gladstone Capital Corp	152 000	1.149 07	1.454 64
Great Plains Energy Inc	103 000	2.108 09	2.496 72
Harsco Corp	132 000	2.613 64	3.699 96
Hasbro Inc	92 000	3.248 20	5.060 92
Hawaiian Electric Industries	125 000	3.136 56	3.257 50
Healthcare Svc Group Inc	196 000	3.392 57	5.560 52
Hillenbrand Inc	136 000	2.831 13	4.001 12
Ingles Markets Inc CL A	142 000	2.128 00	3.848 20
Integrys Energy Group	59 000	2.949 40	3.210 19
International Paper Company	110 000	2.990 06	5.393 30
Intersil Corp CL A	222 000	2.334 06	2.546 56
Kemper Corporation	53 000	1.381 94	2.166 64
Laclede Gas Co New	70 000	2.796 24	3.187 80
Leggett & Platt Inc	154 000	3.240 27	4.764 76
Leidos Holdings Inc	62 000	2.044 31	2.882 38
Lexmark Intl Inc CL A	105 000	2.993 17	3.729 60
Lorillard Inc	72 000	2.600 51	3.648 96
M & T Bank Corp	46 000	3.234 97	5.355 32
Macquarie Infrastructure LLC	73 000	3.205 26	3.973 39
Mattel Incorporated	142 000	3.919 91	6.756 36
Mercury General Corp	53 000	2.202 91	2.634 63
Meredith Corp	98 000	2.691 19	5.076 40
Microchip Technology Inc	87 000	2.957 41	3.893 25
Mine Safety Appliance Co	103 000	3.358 81	5.274 63
National Bank of Canada	47 000	3.029 40	3.908 05
National Presto Inds Inc	29 000	2.662 19	2.334 50
New York Cmnty Bancorp	159 000	1.863 32	2.679 15
Northeast Utilities	109 000	3.679 01	4.620 51
Northwest Bancshares Inc	260 000	3.113 21	3.842 80
Northwest Natural Gas	58 000	2.670 31	2.483 56
Ntelos Holdings CP New	69 000	1.379 05	1.395 87
Nucor Corp	75 000	2.792 09	4.003 50
Nutri System Inc	159 000	1.799 24	2.613 96
Old Republic Intl Corp	170 000	1.266 00	2.935 90
Olin Corp	139 000	2.596 13	4.010 15

FORM 990-PF, PAGE 2, PART II LINE 10b -
INVESTMENTS IN CORPORATE STOCK

NAME OF SECURITY	SHARES	COST BASIS	MARKET VALUE
Otter Tail Corporation	91 000	1,850.19	2,663.57
PDL Biopharma Inc	283 000	1,691.20	2,388.52
Park National Corp	46 000	2,621.79	3,913.22
Pavchem Inc	92 000	2,567.34	4,188.76
Pembina Pipeline Corp F	117 000	2,479.89	4,121.91
Pengrowth Energy Corp	152 000	1,490.44	942.40
Peoples United Finl Inc	255 000	3,440.74	3,855.60
Pepeo Holdings Inc	115 000	2,200.86	2,199.95
Petmed Express Inc	262 000	3,594.16	4,357.06
Piedmont Natural Gas	86 000	2,654.24	2,851.76
Pinnacle West Capital	70 000	3,206.44	3,704.40
Pitney Bowes Inc	70 000	1,255.46	1,631.00
Portland General Elec	104 000	2,498.80	3,140.80
Potlatch Corporation	82 000	2,498.45	3,422.68
PPL Corporation	70 000	2,043.74	2,106.30
Provident Financial Svcs	197 000	2,416.81	3,806.04
Regal Entertainment Grp	207 000	2,893.39	4,026.15
RPM International	132 000	2,897.12	5,479.32
Seana Corporation	70 000	2,920.14	3,285.10
Science Applications	35 000	921.42	1,157.45
Seagate Technology	121 000	1,929.26	6,795.36
Select Medical Hldgs	713 000	5,898.33	8,277.93
Shaw Commun Inc Cl B F	131 000	2,687.98	3,188.54
Sinclair Broadcast Grp A	293 000	2,690.73	10,468.89
Sonoco Products	81 000	2,484.22	3,379.32
Southwest Gas Corp	92 000	3,512.99	5,143.72
Steelease Inc CL A	324 000	2,981.97	5,138.64
Stimicroelectronics	322 000	2,042.62	2,576.00
Superior Industries	162 000	2,474.70	3,342.06
Teco Energy Inc	193 000	3,458.38	3,327.32
Teekay Corp	121 000	3,358.40	5,809.21
Telecom CP NZ Spon Adrf	135 000	1,013.29	1,279.26
Telus Corp New F	150 000	3,621.59	5,166.00
Transalta Corp	109 000	2,171.43	1,382.12
UNIS Energy Corp	82 000	2,938.83	4,907.70
UIL Holdings Co	92 000	3,036.62	3,565.00
Universal Corp VA	53 000	2,374.10	2,893.80
Valassis Communications	123 000	3,682.71	4,212.75
Vectren Corp	104 000	2,870.07	3,692.00
Westar Energy Inc	138 000	3,691.11	4,439.46
Western Union Company	252 000	3,239.29	4,347.00
WGL Holdings Inc	70 000	2,892.84	2,804.20
Windstream Corporation	349 000	3,996.37	2,785.02
World Wrestling Entmt	202 000	1,922.14	3,349.16
Excel Energy Inc	149 000	3,813.15	4,163.06
Annaly Capital Mgmt	236 000	3,767.27	2,352.92
Duke Realty Corp	265 00	2,901.46	3,985.60
Health Care REIT Inc	54 000	3,001.22	2,892.78
Healthcare Realty Trust	75 000	1,256.09	1,598.25
Hospitality PPTYs Trust	111 000	2,280.20	3,000.33
Ishares Russell Value	150 000	8,735.35	9,856.50
Kimco Realty Corp	73 00	1,123.31	1,441.75
Liberty Property Trust REIT	57 000	1,701.44	1,930.59
Mack Cali Realty Corp	58 00	1,457.53	1,245.84
Penn Real Est Inv Tr SBI REIT	69 00	611.96	1,309.62
Plum Creek Timber Co	71 00	1,818.60	3,302.21
Prologis Inc	47 00	1,236.36	1,736.65
Ravonter Inc	75 000	2,960.09	3,157.50
Realty Income Corp	103 000	3,392.51	3,844.99
Rvman Hospitality PPTYs	100 000	3,594.55	4,178.00
Ventas Inc REIT	70 000	3,550.14	4,009.60
WP Carev Inc	82 000	3,241.41	5,030.70
Wash Real Est Inv Tr SBI REIT	92 000	2,479.53	2,149.12
Weingarten Rlty Inv SBI REIT	71 000	1,449.55	1,946.82
Total		402,339.78	541,774.78

FORM 990-PF, PAGE 2, PART II LINE 10b -
INVESTMENTS IN CORPORATE STOCK

NAME OF SECURITY	SHARES	COST BASIS	MARKET VALUE
Charles Schwab Account #6872			
Abbott Laboratories	154 000	3,897.91	5,902.82
AbbVie Inc	154 000	4,226.96	8,132.74
Ace Limited	175 000	11,570.47	18,117.75
Affiliated Managers Group	83 000	12,970.43	18,001.04
Apple Inc	33 000	12,295.75	18,513.66
Bed Bath & Beyond	178 000	11,832.65	14,293.40
Celgene Corp	94 000	5,756.18	15,882.99
Church & Dwight Co Inc	242 000	10,419.11	16,039.76
Constellation Brands Cl A	337 000	6,232.18	23,718.06
Direct TV	289 000	13,408.43	19,958.34
Dollar Tree	248 000	9,566.54	13,992.16
Express Scripts Hldg Co	238 000	10,063.07	16,717.12
Gilead Sciences	136 000	5,205.59	20,427.20
Google Inc Class A	20 000	11,608.55	22,414.20
Hess Corporation	159 000	9,335.40	13,197.00
KLA-Tencor Corp	184 000	8,033.70	11,860.64
LKQ Corp	618 000	10,844.53	20,332.20
Mastercard Inc	37 000	13,165.84	30,912.02
Michael Kors Holdings	190 000	15,065.67	15,426.10
Microsoft Corp	248 000	6,150.51	9,277.68
Oracle Corporation	436 000	12,834.47	16,681.36
Precision Castparts Corp	95 000	14,790.56	25,583.50
Robert Half Intl	347 000	12,432.94	14,570.53
Schlumberger Ltd	101 000	6,986.69	9,101.11
Southwestern Energy	182 000	6,776.36	7,158.06
Texas Instruments	276 000	7,931.17	12,119.16
Thermo Fisher Scientific	209 000	9,418.23	23,272.15
Trimble Navigation Ltd	422 000	11,100.50	14,643.40
Walgreen Company	253 000	14,228.79	14,532.32
Xilinx Inc	299 000	9,231.65	13,730.08
Total	297,380.83	484,508.55	
Louisiana Pacific Corp	15,000,000	526,849.20	277,650.00
Summary			
Total Charles Schwab Account #0733		2,237,648.17	2,554,470.61
Total Charles Schwab Account #3846		528,580.36	689,739.95
Total Charles Schwab Account #4211		402,339.78	541,774.78
Total Charles Schwab Account #6872		297,380.83	484,508.55
Total Louisiana Pacific Corp		526,849.20	277,650.00
TOTAL for 12.31.13		3,992,798.34	4,548,143.89

FORM 990-PF, PAGE 2, PART II LINE 13 -
INVESTMENTS - OTHER

NAME OF INVESTMENT	SHARES	COST BASIS	MARKET VALUE
Charles Schwab Account #4211			
Alliance Res Partners LP	58 000	3,458.99	4,466.00
AllianceBernstein Hldg	193 000	2,994.25	4,118.62
Boardwalk Pipeline Ptnrs	74 00	1,428.26	1,888.48
Buckeye Partners UTS LP	58 000	2,982.49	4,118.58
Cedar Fair LP	118 00	1,553.98	5,850.44
CVR Partners LP	111 00	2,351.12	1,827.06
El Paso Pipeline Ptnr LP	109 00	2,757.35	3,924.00
Energy Transfer Partners	57 00	1,588.88	3,263.25
KKR & Co LP	194 000	2,701.57	4,721.96
Linn Energy	91 000	1,608.60	2,801.89
Magellan Midstream Partners	114 000	3,106.34	7,212.78
Plains All American Pipeline LP	92 000	2,376.91	4,762.84
PVR Partner LP	116 000	1,543.05	3,112.28
Stonemor Partners	146 000	3,587.02	3,725.92
Suburban Propane Prt LP	71 000	1,867.09	3,329.90
Williams Partners LP	69 00	2,473.79	3,509.34
	38,379.70		62,633.34