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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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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 RG & CLAUDINE POPE PEELER CHARITABLE TRUST		<b>A Employer identification number</b>  75-6599973	
Number and street (or P O box number if mail is not delivered to street address) PO BOX 1		<b>B Telephone number</b> (see instructions)  (806) 378-8350	
City or town, state or province, country, and ZIP or foreign postal code AMARILLO, TX 791050001		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>	
<b>G</b> Check all that apply <div><input type="checkbox"/> Initial return</div> <div><input type="checkbox"/> Initial return of a former public charity</div> <div><input type="checkbox"/> Final return</div> <div><input type="checkbox"/> Amended return</div> <div><input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Name change</div>		<b>D 1.</b> Foreign organizations, check here <input type="checkbox"/> <b>2.</b> Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
<b>H</b> 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		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
<b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16) <input checked="" type="checkbox"/> \$ 10,401,505		<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
<b>J</b> 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 <b>not</b> required to attach Sch B				
	3 Interest on savings and temporary cash investments	46,956	46,956		
	4 Dividends and interest from securities. . . . .	188,246	185,549		
	5a Gross rents . . . . .				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	462,036			
	b Gross sales price for all assets on line 6a 6,806,406				
	7 Capital gain net income (from Part IV, line 2) . . .		462,036		
	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) . . . . .	50,415	50,415		
	12 <b>Total.</b> Add lines 1 through 11 . . . . .	747,653	744,956		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	96,113	96,113		
	14 Other employee salaries and wages . . . . .				
	15 Pension plans, employee benefits . . . . .				
	16a Legal fees (attach schedule) . . . . .	494	494		
	b Accounting fees (attach schedule) . . . . .	3,590	3,590		
	c Other professional fees (attach schedule) . . . . .	10,461	10,461		
	17 Interest . . . . .				
	18 Taxes (attach schedule) (see instructions)	13,697	7,320		
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy . . . . .				
	21 Travel, conferences, and meetings . . . . .				
	22 Printing and publications . . . . .				
	23 Other expenses (attach schedule) . . . . .				
	24 <b>Total operating and administrative expenses.</b> Add lines 13 through 23 . . . . .	124,355	117,978		0
	25 Contributions, gifts, grants paid . . . . .	546,349			546,349
	26 <b>Total expenses and disbursements.</b> Add lines 24 and 25	670,704	117,978		546,349
	27 Subtract line 26 from line 12				
	a <b>Excess of revenue over expenses and disbursements</b>	76,949			
	b <b>Net investment income</b> (if negative, enter -0-)		626,978		
	c <b>Adjusted net income</b> (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 . . . . .	183,922	243,549	243,549
	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) . . . . .	3,951,576	4,643,844	6,102,033
	c	Investments—corporate bonds (attach schedule). . . . .	4,713,024	4,002,915	3,932,796
	11	Investments—land, buildings, and equipment basis ▶ 81,088 Less accumulated depreciation (attach schedule) ▶ _____	81,087	81,088	123,124
	12	Investments—mortgage loans . . . . .			
	13	Investments—other (attach schedule) . . . . .	3	3	3
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	8,929,612	8,971,399	10,401,505	
Liabilities	17	Accounts payable and accrued expenses . . . . .			
	18	Grants payable . . . . .			
	19	Deferred revenue . . . . .			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule) . . . . .			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22) . . . . .		0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted . . . . .			
	25	Temporarily restricted . . . . .			
	26	Permanently restricted . . . . .			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds . . . . .			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	8,929,612	8,971,399	
	30	Total net assets or fund balances (see page 17 of the instructions) . . . . .	8,929,612	8,971,399	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions) . . . . .	8,929,612	8,971,399	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year’s return) . . . . .	1	8,929,612
2	Enter amount from Part I, line 27a . . . . .	2	76,949
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3 . . . . .	4	9,006,561
5	Decreases not included in line 2 (itemize) ▶ _____	5	35,162
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .	6	8,971,399

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co )		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
1a	See 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)
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			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a See Additional Data Table			
b			
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	462,036
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	-108,498

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	522,669	9,722,519	0 053759
2011	530,617	9,638,670	0 055051
2010	514,600	9,499,937	0 054169
2009	233,199	8,829,099	0 026413
2008	566,469	9,800,872	0 057798

2	Total of line 1, column (d). . . . .	2	0 247190
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 049438
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5. . . . .	4	10,030,185
5	Multiply line 4 by line 3. . . . .	5	495,872
6	Enter 1% of net investment income (1% of Part I, line 27b). . . . .	6	6,270
7	Add lines 5 and 6. . . . .	7	502,142
8	Enter qualifying distributions from Part XII, line 4. . . . .  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	8	546,349

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 <input type="checkbox"/> and enter "N/A" on line 1		1	6,270
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 <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . . . .		2	
c		All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2		Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
3		Add lines 1 and 2. . . . .		3	6,270
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	6,270
6		Credits/Payments		7	5,636
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	5,636		
b	Exempt foreign organizations—tax withheld at source . . . . .	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld . . . . .	6d			
7		Total credits and payments. Add lines 6a through 6d. . . . .		7	5,636
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	634
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 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	Yes	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)? . . . . . 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.	1b		No
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? . . . . . If "Yes," attach a detailed description of the activities.	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? If "Yes," attach a conformed copy of the changes . . . . .	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? . . . . . If "Yes," attach the statement required by General Instruction T.	5		
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? If "Yes," complete Part II, col. (c), and Part XV.	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions): 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 .	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)? If "Yes," complete Part XIV . . . . .	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.	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 ▶AMARILLO NATIONAL BANK Telephone no ▶(806) 378-8000 Located at ▶PLAZA ONE BOX 1 AMARILLO TX ZIP +4 ▶791050001			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here . . . . . ▶ <input type="checkbox"/> 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? <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? ( <b>Exception.</b> 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 <b>any</b> 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. . . . . ▶ <input type="checkbox"/>	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		
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 <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see instructions ). . . . .	2b		
c	If the provisions of section 4942(a)(2) are being applied to <b>any</b> 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? ( <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?

Yes

No

If "Yes," attach the statement required by Regulations section 53.4945–5(d).

6a

Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

Yes

No

b

Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

No

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

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
AMARILLO NATIONAL BANK	TRUSTEE	96,113	0	0
PLAZA ONE BOX 1	5 00			
AMARILLO, TX 79105				

2

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total

number of other employees paid over \$50,000.

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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	9,996,163
b	Average of monthly cash balances. . . . .	1b	186,766
c	Fair market value of all other assets (see instructions). . . . .	1c	0
d	Total (add lines 1a, b, and c). . . . .	1d	10,182,929
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	10,182,929
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	4	152,744
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	10,030,185
6	Minimum investment return. Enter 5% of line 5. . . . .	6	501,509

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	501,509
2a	Tax on investment income for 2013 from Part VI, line 5. . . . .	2a	6,270
b	Income tax for 2013 (This does not include the tax from Part VI ). . . . .	2b	
c	Add lines 2a and 2b. . . . .	2c	6,270
3	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	3	495,239
4	Recoveries of amounts treated as qualifying distributions. . . . .	4	
5	Add lines 3 and 4. . . . .	5	495,239
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	495,239

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	546,349
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	546,349
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	6,270
6	Adjusted qualifying distributions. Subtract line 5 from line 4. . . . .	6	540,079
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				495,239
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.	8,391			
b From 2009.				
c From 2010.	49,285			
d From 2011.	58,461			
e From 2012.	47,809			
f Total of lines 3a through e.	163,946			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 546,349				
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.				495,239
e Remaining amount distributed out of corpus	51,110			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	215,056			
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).	8,391			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a.	206,665			
10 Analysis of line 9				
a Excess from 2009.				
b Excess from 2010.	49,285			
c Excess from 2011.	58,461			
d Excess from 2012.	47,809			
e Excess from 2013.	51,110			

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) )

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

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

Form **990-PF** (2013)

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 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 )
49528 39 SH FEDERATED TOTAL RETURN	P	2013-03-04	2013-12-17
463 60 SH NORTHERN SMALL CAP	P	2008-03-17	2013-03-04
3852 60 SH PERSONAL TRST	P	2011-03-21	2013-12-09
2438 69 SH PT LARGE VALUE	P	2008-10-23	2013-06-14
48 70 SH THORNBURG INTL	P	2009-03-03	2013-12-17
381 51 SH JANUS PERKINS MID CAP	P	2013-08-20	2013-12-17
570 75 SH NORTHERN SMALL CAP	P	2008-03-17	2013-06-18
1002 16 SH PERSONAL TRST	P	2012-06-20	2013-12-09
5368 28 SH PT MID VALUE	P	2008-10-23	2013-08-15
244 12 SH THORNBURG INTL	P	2009-12-17	2013-12-17
288 30 SH JANUS PERKINS MID CAP	P	2013-08-20	2013-09-17
198 18 SH NORTHERN SMALL CAP	P	2008-10-22	2013-06-18
1659 51 SH PERSONAL TRST	P	2012-09-19	2013-12-09
918 35 SH PT MID VALUE	P	2008-10-23	2013-06-14
575 92 SH TIAA CREF	P	2012-06-15	2013-06-18
450 61 SH JOHN HANCOCK ALTERNATIVE	P	2013-03-04	2013-09-17
329 28 SH NORTHERN SMALL CAP	P	2008-10-22	2013-09-17
1405 12 SH PT LARGE GROWTH	P	2006-03-20	2013-06-14
1209 72 SH PT MID VALUE	P	2008-10-23	2013-03-05
587 12 SH TIAA CREF	P	2012-06-15	2013-09-17
1315 51 SH JOHN HANCOCK ALTERNATIVE	P	2013-03-04	2013-12-17
851 40 SH NORTHERN SMALL CAP	P	2008-10-22	2013-12-17
1763 76 SH PT LARGE GROWTH	P	2006-03-20	2013-03-05
3378 17 SH PT MID VALUE	P	2009-12-18	2013-08-15
332 87 SH CREF	P	2012-06-15	2013-12-17
331 57 SH PERSONAL TRST INTERMEDIAT	P	2013-04-30	2013-12-09
1107 95 SH PERSONAL TRST	P	2007-12-20	2013-03-05
2156 21 SH PT LARGE GROWTH	P	2006-06-20	2013-06-14
2417 43 SH PT MID VALUE	P	2010-09-20	2013-08-15
ANB COMMON TRUST FUNDS	P		

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 )
408 14 SH PERSONAL TRST INTERMEDIAT	P	2013-06-14	2013-12-09
1665 64 SH PERSONAL TRST	P	2008-03-19	2013-03-05
685 57 SH PT LARGE GROWTH	P	2006-06-20	2013-09-13
934 50 SH PT MID VALUE	P	2011-12-20	2013-08-15
ANB COMMON TRUST FUNDS	P		
904 85 SH PERSONAL TRST INTERMEDIAT	P	2013-09-13	2013-12-09
8423 56 SH PERSONAL TRST	P	2008-06-17	2013-03-05
671 110 SH PT LARGE GROWTH	P	2006-06-20	2013-12-13
5375 98 SH SCHRODER NORTH AMERICAN	P	2010-06-09	2013-06-18
220 72 SH PT MID VALUE	P	2013-04-30	2013-08-15
7799 33 SH PERSONAL TRST	P	2008-10-03	2013-03-05
822 07 SH PT LARGE GROWTH	P	2007-09-19	2013-12-13
3213 SH SCHRODER NORTH AMERICAN	P	2010-06-09	2013-12-17
506 92 SH TIAA CREF	P	2012-06-15	2013-03-04
7568 19 SH PERSONAL TRST	P	2009-06-19	2013-03-05
3464 46 SH PT LARGE GROWTH	P	2008-03-19	2013-12-13
3455 68 SH SCHRODER NORTH AMERICAN	P	2010-06-09	2013-03-04
1100 96 SH COLUMBIA ACORN Z	P	2010-08-12	2013-03-04
586 76 SH PERSONAL TRST	P	2009-06-19	2013-12-09
323 06 SH PT LARGE GROWTH	P	2008-10-23	2013-12-13
1860 29 SH SCHRODER NORTH AMERICAN	P	2010-06-09	2013-09-17
513 31 SH COLUMBIA ACORN Z	P	2010-08-12	2013-06-18
1536 67 SH PERSONAL TRST	P	2009-08-05	2013-12-09
2726 04 SH PT LARGE VALUE	P	2007-12-20	2013-03-05
1340 48 SH THRONBURG INTL	P	2008-10-22	2013-09-17
1154 28 SH COLUMBIA ACORN Z	P	2010-08-12	2013-09-17
2578 98 SH PERSONAL TRST	P	2009-09-02	2013-12-09
1302 42 SH PT LARGE VALUE	P	2008-03-19	2013-06-14
432 60 SH THORNBURG INTL	P	2008-10-22	2013-06-18
2910 21 SH FEDERATED STRATEGIC	P	2010-06-09	2013-12-17



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 )
3764 84 SH PERSONAL TRST	P	2009-12-18	2013-12-09
1749 47 SH PT LARGE VALUE	P	2008-03-19	2013-03-05
147 34 SH THORNBURG INTL	P	2008-10-22	2013-03-04
5199 11 SH FEDERATED STRATEGIC	P	2010-06-09	2013-06-18
4025 99 SH PERSONAL TRST	P	2010-05-19	2013-12-09
6594 08 SH PT LARGE VALUE	P	2008-10-23	2013-12-13
340 72 SH THORNBURG INTL	P	2008-10-22	2013-12-17

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)
544,317		564,128	-19,811
8,201		5,906	2,295
373,883		376,049	-2,166
30,936		20,217	10,719
1,493		831	662
9,946		9,431	515
10,987		7,271	3,716
97,257		99,325	-2,068
89,530		84,268	5,262
7,482		6,059	1,423
7,294		7,127	167
3,815		2,035	1,780
161,050		163,326	-2,276
14,685		8,524	6,161
13,177		11,035	2,142
6,696		6,592	104
6,635		3,382	3,253
20,966		19,756	1,210
17,768		10,679	7,089
14,537		11,249	3,288
19,680		19,246	434
18,433		8,744	9,689
24,488		23,788	700
56,340		69,346	-13,006
7,393		6,378	1,015
32,178		32,643	-465
114,314		114,852	-538
32,172		29,016	3,156
40,317		49,920	-9,603
		93,380	-93,380

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)
39,609		39,095	514
171,854		175,436	-3,582
10,812		9,652	1,160
15,585		18,092	-2,507
276,919			276,919
87,813		84,131	3,682
869,112		865,832	3,280
11,258		10,073	1,185
68,275		43,814	24,461
3,681		4,846	-1,165
804,706		797,580	7,126
13,791		13,495	296
43,504		26,186	17,318
10,620		9,713	907
780,858		779,464	1,394
58,119		52,507	5,612
40,155		28,164	11,991
35,737		27,139	8,598
56,943		57,276	-333
5,420		3,939	1,481
24,500		15,161	9,339
17,427		12,653	4,774
149,129		151,412	-2,283
32,484		32,478	6
41,059		25,389	15,670
42,316		28,453	13,863
250,282		255,392	-5,110
16,522		14,620	1,902
12,580		8,193	4,387
16,530		11,088	5,442

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)
365,366		373,046	-7,680
20,847		18,874	1,973
4,211		2,791	1,420
29,219		19,809	9,410
390,710		400,200	-9,490
91,405		57,421	33,984
10,443		6,453	3,990

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	
			-19,811
			2,295
			-2,166
			10,719
			662
			515
			3,716
			-2,068
			5,262
			1,423
			167
			1,780
			-2,276
			6,161
			2,142
			104
			3,253
			1,210
			7,089
			3,288
			434
			9,689
			700
			-13,006
			1,015
			-465
			-538
			3,156
			-9,603
			-93,380

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	
			514
			-3,582
			1,160
			-2,507
			276,919
			3,682
			3,280
			1,185
			24,461
			-1,165
			7,126
			296
			17,318
			907
			1,394
			5,612
			11,991
			8,598
			-333
			1,481
			9,339
			4,774
			-2,283
			6
			15,670
			13,863
			-5,110
			1,902
			4,387
			5,442

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	
			-7,680
			1,973
			1,420
			9,410
			-9,490
			33,984
			3,990

TY 2013 Accounting Fees Schedule

**Name:** RG & CLAUDINE POPE PEELER  
CHARITABLE TRUST  
**EIN:** 75-6599973

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	3,590	3,590		



TY 2013 Compensation Explanation

**Name:** RG & CLAUDINE POPE PEELER  
CHARITABLE TRUST  
**EIN:** 75-6599973

Person Name	Explanation
AMARILLO NATIONAL BANK	

**TY 2013 Investments Corporate  
Bonds Schedule**

**Name:** RG & CLAUDINE POPE PEELER  
CHARITABLE TRUST

**EIN:** 75-6599973

Name of Bond	End of Year Book Value	End of Year Fair Market Value
TAXABLE BONDS SEE STATEMENT 11	4,002,915	3,932,796

**TY 2013 Investments Corporate  
Stock Schedule**

**Name:** RG & CLAUDINE POPE PEELER  
CHARITABLE TRUST

**EIN:** 75-6599973

Name of Stock	End of Year Book Value	End of Year Fair Market Value
COMMON STOCK SEE STATEMENT 11	4,643,844	6,102,033

## TY 2013 Investments - Land Schedule

**Name:** RG & CLAUDINE POPE PEELER  
CHARITABLE TRUST

**EIN:** 75-6599973

Category/ Item	Cost/Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
LAND SEE STATEMENT 11	81,088		81,088	123,124

TY 2013 Investments - Other Schedule

**Name:** RG & CLAUDINE POPE PEELER  
CHARITABLE TRUST  
**EIN:** 75-6599973

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
COOP STOCK SEE STATEMENT 11		3	3

TY 2013 Legal Fees Schedule

**Name:** RG & CLAUDINE POPE PEELER  
CHARITABLE TRUST  
**EIN:** 75-6599973

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL	494	494		

TY 2013 Other Decreases Schedule

**Name:** RG & CLAUDINE POPE PEELER  
CHARITABLE TRUST  
**EIN:** 75-6599973

Description	Amount
TIMING DIFFERENCE	35,162

**TY 2013 Other Income Schedule**

**Name:** RG & CLAUDINE POPE PEELER  
CHARITABLE TRUST

**EIN:** 75-6599973

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
SETTLEMENT PROCEEDS	23	23	
COOP CREDITS	62	62	
OIL & GAS ROYALTIES	50,330	50,330	



TY 2013 Other Professional Fees Schedule

**Name:** RG & CLAUDINE POPE PEELER  
CHARITABLE TRUST  
**EIN:** 75-6599973

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT EXPENSE	10,461	10,461		

**TY 2013 Taxes Schedule**

**Name:** RG & CLAUDINE POPE PEELER  
CHARITABLE TRUST

**EIN:** 75-6599973

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
AD VALOREM TAXES	5,428	5,428		
SEVERENCE TAXES	1,892	1,892		
2013 ESTIMATED TAX PAYMENTS	5,636			
2012 TAX	741			

**Statement 11 - Balance Sheet Attachment, Line 10B Investments-corporate stock, Line 10c Investments-corporate bonds,  
and Line 11 Investments-land, buildings and equipment**

January 01, 2013 To December 31, 2013

Account Name : Peeler Charitable Trust

Account No : 20437000

### Summary Of Investment Holdings

Shares or Par Value	Investment Category	Tax Cost	Unit Value	Market Value	Estimated Ann Inc	Curr Yield	Accrued Income
<b><u>Money Market Funds</u></b>							
218,681.6	Money Market-Invesco/AIM Prime	218,681.60	100.00	218,681.60	263.40	0.12%	32.50
	<b>Totals</b>	<b>218,681.60</b>		<b>218,681.60</b>	<b>263.40</b>	<b>0.12%</b>	<b>32.50</b>
<b><u>CTF - Equity</u></b>							
40,575.775	PT Large Growth	526,598.16	17.46	708,606.72	6,880.36	0.97%	0.00
59,826.015	PT Large Value	565,971.17	14.47	867,338.02	16,313.03	1.88%	0.00
	<b>Totals</b>	<b>1,092,569.33</b>		<b>1,575,944.74</b>	<b>23,193.39</b>	<b>1.47%</b>	<b>0.00</b>
<b><u>Mineral Interest</u></b>							
1	Carson Co TX HGN Blk B2 Sec 239	1,405.00	1.00	1.00	0.00	0.00%	0.00
1	Carson Co TX HGN Blk B2 Sec 239,240	2,101.26	590.00	590.00	0.00	0.00%	0.00
1	Carson Co TX HGN Blk B2 Sec 240,241,242	2,462.44	350.00	350.00	0.00	0.00%	0.00
1	Carson Co TX HGN Blk B2 Sec 242	1.00	1.00	1.00	0.00	0.00%	0.00
1	Carson Co TX HGN Blk B2 Sec 243,242	3,483.23	13,350.00	13,350.00	0.00	0.00%	0.00
1	Carson Co TX IGN Blk 7 Sec 66	13,758.00	1.00	1.00	0.00	0.00%	0.00
1	Castro Co TX BSF Blk M7 Sec 140	1.00	1.00	1.00	0.00	0.00%	0.00
1	Castro Co TX BSF Blk M7 Sec 146	1.00	1.00	1.00	0.00	0.00%	0.00
1	Castro Co TX BSF Blk M7 Sec 147	1.00	1.00	1.00	0.00	0.00%	0.00
1	Gray Co TX Chaney Blk S Sec 17	1,691.37	577.38	577.38	0.00	0.00%	0.00
1	Gray Co TX HGN Blk B2 Sec 239,240	264.00	800.00	800.00	0.00	0.00%	0.00
1	Gray Co TX IGN Blk 3 Sec 173	1.00	1.00	1.00	0.00	0.00%	0.00
1	Harrison Co TX Husband/Vardeman/Smith Svy	1,303.50	1,690.00	1,690.00	0.00	0.00%	0.00
1	Hockley Co TX IGN Blk 42 Sec 12	48,116.48	99,860.00	99,860.00	0.00	0.00%	0.00
1	Howard & Mitchell Co TX TP Blk 29 Sec 42	228.64	130.95	130.95	0.00	0.00%	0.00
1	Howard Co TX TP Blk 29 Sec 42	66.74	1.00	1.00	0.00	0.00%	0.00
1	Leon Co TX Whitaker BF	1.00	1.00	1.00	0.00	0.00%	0.00
1	Roberts Co TX H Ledrick Blk H Sec 3	1.00	1.00	1.00	0.00	0.00%	0.00
1	Roberts Co TX BSF Blk M2 Sec 156	1.00	1.00	1.00	0.00	0.00%	0.00
1	Roberts Co TX BSF Blk M2 Sec 157	1.00	1.00	1.00	0.00	0.00%	0.00

Port Sum and Hold w Accruals - HLDACR

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**Statement 11 - Balance Sheet Attachment, Line 10B Investments-corporate stock, Line 10c Investments-corporate bonds,  
and Line 11 Investments-land, buildings and equipment**

January 01, 2013 To December 31, 2013

Account Name : Peeler Charitable Trust

Account No : 20437000

**Summary Of Investment Holdings**

Shares or Par Value	Investment Category	Tax Cost	Unit Value	Market Value	Estimated Ann Inc	Curr Yield	Accrued Income
1	Roberts Co TX ELRR-A5-1	1.00	1.00	1.00	0.00	0.00%	0.00
1	Roberts Co TX ELRR-A5-3	1.00	1.00	1.00	0.00	0.00%	0.00
1	Roberts Co TX ELRR-A5-4	1.00	1.00	1.00	0.00	0.00%	0.00
1	Roberts Co TX ELRR-A5-5	1.00	1.00	1.00	0.00	0.00%	0.00
1	Roberts Co TX GM Blk C Sec 34	100.00	1.00	1.00	0.00	0.00%	0.00
1	Roberts Co TX GM Blk C Sec 59	100.00	1.00	1.00	0.00	0.00%	0.00
1	Roberts Co TX GM-C-24	1.00	1.00	1.00	0.00	0.00%	0.00
1	Roberts Co TX GM-C-25	1.00	1.00	1.00	0.00	0.00%	0.00
1	Roberts Co TX GM-C-28	1.00	1.00	1.00	0.00	0.00%	0.00
1	Roberts Co TX GM-C-33	1.00	1.00	1.00	0.00	0.00%	0.00
1	Roberts Co TX GM-C-52	1.00	1.00	1.00	0.00	0.00%	0.00
1	Roberts Co TX GM-C-56	1.00	1.00	1.00	0.00	0.00%	0.00
1	Roberts Co TX HGN Blk B Sec 10	4,122.52	760.00	760.00	0.00	0.00%	0.00
1	Roberts Co TX HGN Blk B Sec 5	1.00	2,130.00	2,130.00	0.00	0.00%	0.00
1	Roberts Co TX HGN Blk B Sec 7	1,861.81	2,300.00	2,300.00	0.00	0.00%	0.00
1	Roberts Co TX HGN Blk B Sec 8	1.00	560.00	560.00	0.00	0.00%	0.00
1	Roberts Co TX HGN Blk B Sec 9	1.00	1.00	1.00	0.00	0.00%	0.00
1	Roberts Co TX IGN Blk 2 Sec 16	1.00	1.00	1.00	0.00	0.00%	0.00
<b>Totals</b>		<b>81,088.17</b>		<b>123,124.33</b>	<b>0.00</b>	<b>0.00%</b>	<b>0.00</b>
<b><u>Large Cap Blend</u></b>							
62,221.912	Schroder North American Equity Inv	549,138.89	14.07	875,462.30	15,748.37	1.80%	0.00
<b>Totals</b>		<b>549,138.89</b>		<b>875,462.30</b>	<b>15,748.37</b>	<b>1.80%</b>	<b>0.00</b>
<b><u>Small &amp; Mid Cap Value</u></b>							
78,436.235	Federated Strategic Value-In	303,042.76	5.84	458,067.61	15,546.06	3.39%	0.00
8,528.751	Janus Perkins Mid Cap Value Fund Class I	209,464.23	23.36	199,231.62	3,369.91	1.69%	0.00
9,276.865	Northern Small Cap Value Fund	108,059.77	20.79	192,868.02	1,468.46	0.76%	0.00
<b>Totals</b>		<b>618,566.76</b>		<b>850,166.25</b>	<b>20,384.43</b>	<b>2.40%</b>	<b>0.00</b>

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and Line 11 Investments-land, buildings and equipment**

January 01, 2013 To December 31, 2013

Account Name : Peeler Charitable Trust

Account No : 20437000

## Summary Of Investment Holdings

Shares or Par Value	Investment Category	Tax Cost	Unit Value	Market Value	Estimated Ann Inc	Curr Yield	Accrued Income
<u>Small &amp; Mid Cap Blend</u>							
16,895.863	Columbia Acorn Z Fund #492	458,070.22	37.32	630,553.81	1,311.46	0.21%	0.00
<b>Totals</b>		458,070.22		630,553.81	1,311.46	0.21%	0.00
<u>Small &amp; Mid Cap Growth</u>							
6,864.384	TIAA Cref INSTL Midcap Growth	131,972.50	23.14	158,842.08	420.38	0.26%	0.00
<b>Totals</b>		131,972.50		158,842.08	420.38	0.26%	0.00
<u>Intl Foreign (no US holdings)</u>							
32,301.402	Thornburg Intl Value Fd-I	824,480.86	32.06	1,035,582.95	13,252.94	1.28%	0.00
<b>Totals</b>		824,480.86		1,035,582.95	13,252.94	1.28%	0.00
<u>Taxable, Interim-Term</u>							
83,053.572	Baird Aggregate Bond Inst	871,232.00	10.41	864,587.68	28,644.35	3.31%	0.00
63,664.447	Dodge & Cox Income Fund #147	883,607.00	13.53	864,065.97	26,503.75	3.07%	0.00
79,382.459	Federated Total Return BD-IN	901,625.85	10.89	864,583.88	28,591.32	3.42%	889.20
<b>Totals</b>		2,656,464.65		2,593,267.53	84,739.42	3.27%	889.20
<u>Taxable, Short-Term</u>							
138,239.219	Baird Short-Term Bond Inst	1,348,450.00	9.69	1,339,538.03	23,484.49	1.75%	0.00
<b>Totals</b>		1,348,450.00		1,339,538.03	23,484.49	1.75%	0.00
<u>Miscellaneous Assets</u>							
1	Central Texas Electric Cooperative	1.00	1.00	1.00	0.00	0.00%	0.00
1	Consumers Fuel Cooperative Assn Inc	1.00	1.00	1.00	0.00	0.00%	0.00
1	West Texas Rural Telephone	1.00	1.00	1.00	0.00	0.00%	0.00
<b>Totals</b>		3.00		3.00	0.00	0.00%	0.00
<u>Alternative Assets</u>							
66,224.158	John Hancock Alternative Asset I Shares	969,045.75	14.73	975,481.85	0.00	0.00%	0.00
<b>Totals</b>		969,045.75		975,481.85	0.00	0.00%	0.00

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