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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

Do not enter Social Security numbers on this form as it may be made public.
Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning SEP 1, 2013, and ending AUG 31, 2014

Name of foundation
PATTI JOHNSON WILSON FOUNDATION
C/O TRUST COMPANY OF OKLAHOMA

Number and street (or P.O. box number if mail is not delivered to street address) Room/suite
1924 SOUTH UTICA SUITE 500

City or town, state or province, country, and ZIP or foreign postal code
TULSA, OK 74104

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name change

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) **\$ 13,951,205.** (Part I, column (d) must be on cash basis.)

J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify) _____

A Employer identification number
73-6156280

B Telephone number

C If exemption application is pending, check here ☐

D 1. Foreign organizations, check here ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received				
	2 Check <input checked="" type="checkbox"/> If the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	12,980.	12,980.	12,980.	STATEMENT 1
	4 Dividends and interest from securities	128,570.	128,570.	128,570.	STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	51,092.			
	b Gross sales price for all assets on line 6a	530,245.			
	7 Capital gain net income (from Part IV, line 2)		51,092.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income	1,142,469.	1,142,469.	1,142,469.	STATEMENT 3	
12 Total. Add lines 1 through 11	1,335,111.	1,335,111.	1,285,519.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	55,311.	32,751.	0.	22,561.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 4	33.	33.	0.	0.
	b Accounting fees STMT 5	6,230.	3,115.	0.	3,115.
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 6	19,609.	1,825.	0.	0.
	19 Depreciation and depletion	198,086.	198,086.	198,086.	
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 7	133,674.	132,377.	132,377.	1,297.
	24 Total operating and administrative expenses. Add lines 13 through 23	412,943.	368,187.	330,463.	26,973.
25 Contributions, gifts, grants paid	536,500.			536,500.	
26 Total expenses and disbursements. Add lines 24 and 25	949,443.	368,187.	330,463.	563,473.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	385,668.				
b Net investment income (if negative, enter -0-)		966,924.			
c Adjusted net income (if negative, enter -0-)			955,056.		

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LHA For Paperwork Reduction Act Notice, see instructions.

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value	
Assets	1 Cash - non-interest-bearing	5,109.	8,562.	8,562.
	2 Savings and temporary cash investments	365,900.	397,734.	397,734.
	3 Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶ Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 9	4,251,148.	4,664,995.	6,238,518.
	c Investments - corporate bonds STMT 10	2,072,300.	2,211,634.	2,205,847.
	11 Investments - land, buildings, and equipment: basis ▶ Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶ Less: accumulated depreciation ▶			
15 Other assets (describe ▶ STATEMENT 11)	355,420.	157,333.	5,100,544.	
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)	7,049,877.	7,440,258.	13,951,205.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	7,049,877.	7,440,258.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
30 Total net assets or fund balances	7,049,877.	7,440,258.		
31 Total liabilities and net assets/fund balances	7,049,877.	7,440,258.		

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	7,049,877.
2 Enter amount from Part I, line 27a	2	385,668.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 8	3	4,713.
4 Add lines 1, 2, and 3	4	7,440,258.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	7,440,258.

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 VARIOUS SHORT TERM SECURITIES - SEE			
b ATTACHMENT B	P	VARIOUS	VARIOUS
c VARIOUS LONG TERM SECURITIES - SEE			
d ATTACHMENT B	P	VARIOUS	VARIOUS
e CAPITAL GAINS DIVIDENDS			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b 113,105.		113,682.	<577.>
c			
d 386,447.		365,471.	20,976.
e 30,693.			30,693.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			<577.>
c			
d			20,976.
e			30,693.

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	51,092.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	<div> <div>If gain, also enter in Part I, line 8, column (c)</div> <div>If (loss), enter -0- in Part I, line 8</div> </div>	3	<577.>

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	417,738.	11,294,631.	.036986
2011	349,322.	10,011,750.	.034891
2010	326,500.	3,244,977.	.100617
2009	305,725.	845,884.	.361427
2008	316,454.	946,440.	.334362

2 Total of line 1, column (d)	2	.868283
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	.173657
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	13,129,481.
5 Multiply line 4 by line 3	5	2,280,026.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	9,669.
7 Add lines 5 and 6	7	2,289,695.
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	563,473.

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Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	19,338.
b 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	0.
3 Add lines 1 and 2		3	19,338.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	19,338.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	14,720.	
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	14,720.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" 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	4,618.	
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 checked="" type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year? N/A		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> OK		
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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	X	
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address N/A				
14	The books are in care of PAUL E. KALLENBERGER Telephone no. 918-745-2400 Located at 1924 S. UTICA, STE 500, TULSA, OK ZIP+4 74104			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country	16	Yes	No
				X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <div style="border: 1px solid black; height: 15px; width: 100%;"></div>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input checked="" type="checkbox"/> Yes <input 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	X
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

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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)?	<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)?		N/A	5b	
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?		N/A <input type="checkbox"/> Yes <input type="checkbox"/> 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?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b	X
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?				
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?		<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?		N/A	7b	

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 12		55,311.	0.	0.

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

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

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

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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	8,215,901.
b	Average of monthly cash balances	1b	12,978.
c	Fair market value of all other assets	1c	5,100,543.
d	Total (add lines 1a, b, and c)	1d	13,329,422.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	13,329,422.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	199,941.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	13,129,481.
6	Minimum investment return. Enter 5% of line 5	6	656,474.

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	656,474.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	19,338.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	19,338.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	637,136.
4	Recoveries of amounts treated as qualifying distributions	4	1,500.
5	Add lines 3 and 4	5	638,636.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	638,636.

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	563,473.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	563,473.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	563,473.

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				638,636.
2 Undistributed income, if any, as of the end of 2013.				
a Enter amount for 2012 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008	217,335.			
b From 2009	263,981.			
c From 2010	165,499.			
d From 2011				
e From 2012				
f Total of lines 3a through e	646,815.			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$	563,473.			
a Applied to 2012, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount	0.			563,473.
e Remaining amount distributed out of corpus	75,163.			75,163.
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:	571,652.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
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)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	142,172.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	429,480.			
10 Analysis of line 9:				
a Excess from 2009	263,981.			
b Excess from 2010	165,499.			
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SCHEDULE A				536,500.
Total			3a	536,500.
b Approved for future payment				
NONE				
Total			3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion 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			14	12,980.	
4 Dividends and interest from securities			14	128,570.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			01	1,142,469.	
8 Gain or (loss) from sales of assets other than inventory			18	51,092.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		1,335,111.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13 1,335,111.	

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

NOT APPLICABLE

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and
its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2013

Name of the organization

PATTI JOHNSON WILSON FOUNDATION
C/O TRUST COMPANY OF OKLAHOMA

Employer identification number

73-6156280

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐

501(c)() (enter number) organization

☐

4947(a)(1) nonexempt charitable trust not treated as a private foundation

☐

527 political organization

Form 990-PF

☒

501(c)(3) exempt private foundation

☐

4947(a)(1) nonexempt charitable trust treated as a private foundation

☐

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☐

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

☐

For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions of \$5,000 or more during the year ▶ \$

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2013)

Name of organization

PATTI JOHNSON WILSON FOUNDATION
C/O TRUST COMPANY OF OKLAHOMA

Employer identification number

73-6156280

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	PATTI JOHNSON WILSON REVOCABLE TRUST C/O TRUST CO. OF OKLAHOMA, 1924 S. UTICA, SUITE 500 TULSA, OK 74104	\$ _____	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization

Employer identification number

PATTI JOHNSON WILSON FOUNDATION
C/O TRUST COMPANY OF OKLAHOMA

73-6156280**Part II Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization

Employer identification number

PATTI JOHNSON WILSON FOUNDATION
C/O TRUST COMPANY OF OKLAHOMA

73-6156280

Part III

Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once) ▶ \$ _____

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
CORPORATE BONDS	10,627.	10,627.	10,627.
GOLDMAN SACHS FEDERAL PORTFOLIO	2,353.	2,353.	2,353.
TOTAL TO PART I, LINE 3	12,980.	12,980.	12,980.

FORM 990-PF

DIVIDENDS AND INTEREST FROM SECURITIES

STATEMENT

2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
CORPORATE STOCK	138,670.	30,693.	107,977.	107,977.	107,977.
CORPORATE STOCK-FOREIGN	20,593.	0.	20,593.	20,593.	20,593.
TO PART I, LINE 4	159,263.	30,693.	128,570.	128,570.	128,570.

FORM 990-PF

OTHER INCOME

STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OIL AND GAS ROYALTY REVENUE	1,134,928.	1,134,928.	1,134,928.
LEASE BONUS INCOME	7,541.	7,541.	7,541.
TOTAL TO FORM 990-PF, PART I, LINE 11	1,142,469.	1,142,469.	1,142,469.

FORM 990-PF

LEGAL FEES

STATEMENT

4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	33.	33.	0.	0.
TO FM 990-PF, PG 1, LN 16A	33.	33.	0.	0.

FORM 990-PF

ACCOUNTING FEES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX RETURN PREPARATION FEES	6,230.	3,115.	0.	3,115.
TO FORM 990-PF, PG 1, LN 16B	6,230.	3,115.	0.	3,115.

FORM 990-PF

TAXES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	1,825.	1,825.	0.	0.
EXCISE TAXES	3,064.	0.	0.	0.
ESTIMATED TAXES PAID	14,720.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 18	19,609.	1,825.	0.	0.

FORM 990-PF

OTHER EXPENSES

STATEMENT

7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TRAVEL REIMBURSEMENT -				
KATHLEEN L. CHILDS	255.	0.	0.	255.
POSTAGE AND PRINTING	907.	0.	0.	907.
PJW MINERALS LLC FILING FEE	25.	25.	25.	0.
PJW MINERALS LLC OIL & GAS				
FEES	132,352.	132,352.	132,352.	0.
OTHER MISCELLANEOUS EXPENSES	135.	0.	0.	135.
TO FORM 990-PF, PG 1, LN 23	133,674.	132,377.	132,377.	1,297.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	8
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DESCRIPTIONAMOUNT

PRIOR PERIOD ADJUSTMENT	3,213.
RECOVERY OF AMOUNT PREVIOUSLY ACCOUNTED FOR AS A QUALIFYING DISTRIBUTION	1,500.
TOTAL TO FORM 990-PF, PART III, LINE 3	4,713.

FORM 990-PF

CORPORATE STOCK

STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
ABBOTT LABORATORIES	97,419.	125,664.
ACCENTURE LTD BERMUDA CL A	48,410.	71,333.
AMERICAN BEACON SMALL CAP	89,206.	116,607.
APACHE	61,617.	61,098.
APPLE COMPUTER	60,104.	107,625.
BARD CR	72,630.	74,220.
BG GROUP PLC ADR	79,682.	76,114.
CAPITAL ONC FINL CORP	64,215.	73,854.
CHEVRON CORPORATION	92,061.	103,560.
CHUBB	80,353.	109,880.
CITIGROUP INC	25,145.	25,825.
COACH INC	60,928.	55,245.
COHEN & STEERS INSTL REALTY SHS	237,276.	272,527.
COSTCO	73,457.	96,864.
COVIDIEN PLC	77,625.	130,419.
CVS CAREMARK CORP	36,714.	47,670.
DANAHER CORPORATION	59,168.	85,420.
DODGE & COX INTERNATIONAL STOCK	140,366.	179,072.
EXPRESS SCRIPTS INC	80,124.	103,502.
EXXON MOBIL	76,764.	103,936.
FRANKLIN RES INC	88,692.	101,736.
GENERAL ELECTRIC	99,859.	116,390.
HARBOR INTL FUND	251,622.	296,031.
HONEYWELL INTL	89,968.	99,039.
INTEL	74,073.	114,188.
INTERNATIONAL BUSINESS MACHINIES	84,794.	97,112.
ITT INDUSTRIES	74,879.	156,550.
JM SMUCKER CO	48,345.	70,794.
LAZARD EMERGING MARKETS INST SHS	124,257.	129,029.
MATERIALS SELECT SECTOR SPDRF	66,714.	90,954.
MC CORMICK AND CO	50,960.	69,690.
NIKE INC	8,723.	23,565.
NOBLE ENERGY	38,796.	72,140.
NORFOLK SOUTHERN	72,523.	108,070.
NOVARTIS AG	79,272.	89,840.
ONEOK	20,863.	57,564.
ONE GAS INC	2,956.	7,673.
PEPSICO	67,446.	100,352.
PPL	76,370.	90,038.
QUALCOMM INC	46,050.	57,075.
SCHLUMBERGER LTD	83,558.	123,893.
TARGET	44,429.	56,466.
THERMO FISHER SCIENTIFIC	41,176.	84,147.
UNITED PARCEL SERVICE	45,552.	58,398.
UNITED TECHNOLOGIES	73,631.	105,820.
VANGUARD ADMIRAL INTL GROWTH	289,655.	355,856.
VANGUARD CONSUMER DISCRETIONARY	196,316.	299,517.

PATTI JOHNSON WILSON FOUNDATION C/O TRUS

73-6156280

VANGUARD INFO TECHNOLOGY ETF	207,508.	321,026.
VANGUARD SIGNAL SMALL CAP INDEX	105,131.	161,621.
VANGUARD TELECOMMUNICATIONS	76,281.	82,319.
VANGUARD WORLD FINANCIALS ETF	223,724.	339,901.
VISA INC.	55,719.	92,446.
WAL-MART	59,310.	60,400.
WALT DISNEY	53,487.	98,868.
XILINK INC	29,092.	29,575.
TOTAL TO FORM 990-PF, PART II, LINE 10B	<u>4,664,995.</u>	<u>6,238,518.</u>

FORM 990-PF

CORPORATE BONDS

STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
PIMCO SHORT TERM FUND	101,125.	101,833.
PIMCO TOTAL RETURN INSTITUTION	861,455.	857,946.
TEMPLETON GLOBAL BOND ADVISOR CL	134,704.	132,729.
VANGUARD ADM INFLATION PROTECTED SEC	66,900.	67,385.
VANGUARD ADMIRAL SHORT TRM	973,562.	972,301.
VANGUARD SHORT TERM TREASURY ADMIRAL	73,888.	73,653.
TOTAL TO FORM 990-PF, PART II, LINE 10C	2,211,634.	2,205,847.

FORM 990-PF

OTHER ASSETS

STATEMENT 11

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
INVESTMENT IN PJW MINERALS LLC	2,930,541.	2,930,541.	5,100,543.
PJW MINERALS LLC ACCUMULATED COST DEPLETION	<2,575,122.>	<2,773,209.>	0.
FOUNDATION COMMITTEE MINUTES	1.	1.	1.
TO FORM 990-PF, PART II, LINE 15	355,420.	157,333.	5,100,544.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 12

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
THE TRUST COMPANY OF OKLAHOMA P. O. BOX 3348 TULSA, OK 74101	TRUSTEE 0.00	45,811.	0.	0.
JAMES M. STURDIVANT GABLE & GOTWALS 100 WEST 5TH STREET SUITE 1100 TULSA, OK 74103	TRUSTEE 0.00	1,000.	0.	0.
MARY ANN MECKFESSEL 3763 EAST 48TH TULSA, OK 74135	TRUSTEE 0.00	1,500.	0.	0.
BARBARA ANN GLASS 3612 SOUTH BRADEN PLACE TULSA, OK 74135	TRUSTEE 0.00	1,500.	0.	0.
KATHLEEN L. CHILDS 4440 SOUTHWEST 53RD STREET TOPEKA, KS 66610	TRUSTEE 0.00	1,500.	0.	0.
FREDERICK P. KOONTZ 2160 SOUTH NORFOLK TERRACE TULSA, OK 74114	TRUSTEE 0.00	1,000.	0.	0.
NANCY JOHNSON LEAKE 24 WANDSWORTH DRIVE BELLA VISTA, AR 72712	TRUSTEE 0.00	1,500.	0.	0.
PAUL KALLENBERGER C/O THE TRUST CO. OF OKLAHOMA, P.O. BOX 3348 TULSA, OK 74101	TRUSTEE 0.00	0.	0.	0.
FRANK X. HENKE III AMERICAN BANK & TRUST, P.O. DRAWER 3339 TULSA, OK 74101	TRUSTEE 0.00	1,500.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		55,311.	0.	0.

1) SCHOLARSHIP GRANT APPLICANTS

Applicants should be students that are hard-working, motivated individuals who are pursuing majors in Music, Engineering, or Liberal Arts.

• Guidelines

- Scholarship applications are only accepted in the following majors:
 - Music, Engineering or Liberal Arts and
 - Only from selected universities (see below)
- To be eligible for scholarship consideration, the student must:
 - Maintain at least a 3.5 GPA
 - Be working to help pay for their education
 - Demonstrate financial need

• Application Process

- Contact the financial aid office to procure a scholarship application and follow their submission procedures.

• Timeline

- The deadline to submit applications for scholarships to the Foundation is April 1st for the following academic year. Applications are submitted through the student's university Financial Aid Office. The Financial Aid Office typically requires the scholarship applications to be submitted to them two weeks prior to the April 1st deadline.

The Foundation trustees meet in May of each year to consider student scholarships. Successful applicants are notified within 30 days of the Trustee meeting.

Scholarship applications are accepted from the following universities:

The University of Tulsa, Oklahoma State University, The University of Oklahoma, Oklahoma City University, Kansas State University, The University of Kansas, The University of Arkansas

2) ARTS AND COMMUNITY ORGANIZATIONS GRANT APPLICANTS

• Guidelines

- The Arts applicants should be Tulsa organizations that reflect the founder's love of music, the performing arts and the visual arts. The Foundation is primarily interested in encouraging the classical arts to grow and thrive in Tulsa.
- The Community Organization applicants should enhance the community of Tulsa. The Foundation is especially interested in programs that focus on women's economic independence and well-being.
- The Foundation funds only 501(c)(3) organizations.
- The Foundation focuses its community funding in the Tulsa Oklahoma geographic area.

- **Application Process**

- To apply for a grant, the applicant must submit a brief proposal or letter containing background information about their organization, the specific dollar amount, and the purpose of their request.
- **If the request is chosen for further consideration, the applicant for the organization will be asked to submit a detailed proposal.** Using the Foundation's Grant Application Format, the proposal must include:
 - Copy of the organization's 501(c)(3) status letter
 - Detailed description of the purpose or program for which the funds are being requested
 - Copy of the organization's current year proposed budget
 - Copy of the prior year financials compared to budget
 - Copy of the organization's most recent audited financial statement
 - Copy of the most recent 990

- **Submitting Requests and Proposals**

- Applicants are welcome to apply by e-mail or regular mail.
- E-mail (in pdf format) to the following address: paul.kallenberger@trustok.com
- Mail to:

The Patti Johnson Wilson Foundation
c/o Mr. Paul E. Kallenberger
The Trust Company of Oklahoma
P.O. Box 3348
Tulsa, Oklahoma 74101-3348

- **Timeline**

- The Foundation trustees meet twice a year (May and November). Scholarship applications and routine matters are considered in the May meeting. Applications for grants (to be made in the following year) and special proposals are considered in the November meeting.
- **The deadline to submit grant applications is October 1st.**
- Applicants will be notified of the status of their request as soon as possible following the Trustee meetings.

PATTI JOHNSON WILSON FOUNDATION
FORM 990PF, PART VII-A - LINE 11

73-6156280

During the taxable year the Patti Johnson Wilson Foundation controlled the following entity:

PJW Minerals LLC

EIN: 45-2899367

Asset No	Description	Date Acquired	Method	Life	Line No.	Unadjusted Cost Or Basis	Bus % Excl	Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
1	COST DEPLETION OF 1PJW MINERALS LLC * TOTAL 990-PF PG 1 DEPR	030107	SL	7.00	16	2,773,208.			2,773,208.	792,346.		198,086.
						2,773,208.		0.	2,773,208.	792,346.	0.	198,086.

SCHEDULE A

Page 1

PATTI JOHNSON WILSON FOUNDATION 2014-2015 SCHOLARSHIPS

<u>Student Name</u>	<u>Major</u>	<u>Class</u>	<u>(2013-2014) GPA</u>	<u>Amount Awarded</u>
<u>UNIVERSITY OF ARKANSAS</u>				
*and**Ashleigh E. Hegwood	Engineering	Junior	3.85	\$4,000 Outstanding
* John K. George	Engineering	Junior	4.0	\$3,000
Matthew P. Watters	Engineering	Senior	4.0	\$3,000
* Michael A. Reinisch	Engineering	Senior	3.964	\$3,000
Timothy Schlenger	Engineering	Junior	3.93	\$3,000
* Steven C. Chisholm	Engineering	Junior	3.94	\$3,000
Holly M. Holmes-Smith	Engineering	Junior	3.813	\$3,000
* Rachel A. Distefano	Engineering	Senior	3.65	\$3,000
* Cody A. Walter	Music	Senior	3.810	\$3,000
* Koura Sall	Engineering	Senior	3.75	\$3,000
* Dustin R. Resz	Engineering	Senior	3.71	\$3,000
Seth Q. Washispack	Engineering	Junior	3.723	\$3,000
Colby T. Weishaar	Engineering	Junior	3.71	\$3,000
<u>UNIVERSITY OF KANSAS</u>				
* Garrett M. Jones	Music	Senior	3.63	\$3,000
Rosaleen Amante	Music	Senior	3.63	\$3,000
Shelbi L. Polasik	Music	Junior	3.72	\$3,000
**Jason S. Stetler	Music	Sophomore	3.93	\$4,000 Outstanding
Kai A. Ono	Music	Sophomore	3.75	\$3,000
**Stefanie R. Carlisle	Engineering	Sophomore	3.94	\$4,000 Outstanding
Megan T. McCluskey	Music	Senior	4.0	\$3,000

SCHEDULE A

Page 2

PATTI JOHNSON WILSON FOUNDATION 2014-2015 SCHOLARSHIPS

<u>Student Name</u>	<u>Major</u>	<u>Class</u>	<u>(2013-2014) GPA</u>	<u>Amount Awarded</u>
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KANSAS STATE UNIVERSITY

Hannah M.E. Rogers	Liberal Arts	Senior	3.9	\$3,000
Elizabeth L. Jennings	Engineering	Senior	4.0	\$3,000
Victoria E. Lehmann	Liberal Arts	Junior	4.0	\$3,000
Stephen M. Kucera	Music	Sophomore	4.0	\$3,000

UNIVERSITY OF OKLAHOMA

*Skye N. Singleton	Music	Senior	4.0	\$3,000
* Erika A. Cummings	Music	Senior	3.77	\$3,000
Ryann B. Gordon	Liberal Arts	Senior	3.6	\$3,000
Kara M. Hull	Music	Senior	3.92	\$3,000
Kelsey J. Hicks	Liberal Arts	Sophomore	4.0	\$3,000
Rosemary Pope	Liberal Arts	Junior	4.0	\$3,000
Melissa M. Byars	Music	Senior	3.74	\$3,000
Chase A. Ward	Music	Junior	3.6	\$3,000

OKLAHOMA CITY UNIVERSITY

*Linda E. Dowell	Music	Junior	3.907	\$4,000
*Lydia C. Wagner	Music	Junior	3.917	\$4,000
* Janey K. Illgen	Music	Senior	3.890	\$4,000
*Amber M. Mattfield	Music	Senior	3.797	\$2,000 Early Graduation
Emma Foroutan	Music	Junior	3.78	\$4,000
*Jeanne M. Lynn	Music	Senior	3.779	\$4,000

SCHEDULE A

Page 3

PATTI JOHNSON WILSON FOUNDATION 2014-2015 SCHOLARSHIPS

<u>Student Name</u>	<u>Major</u>	<u>Class</u>	<u>(2013-2014) GPA</u>	<u>Amount Awarded</u>
<u>OKLAHOMA CITY UNIVERSITY - Continued</u>				
*Olivia N. Brien	Music	Senior	3.911	\$2,000 Early Graduation
*Matthew G. Gallear	Music	Junior	3.7	\$4,000
Patience Ann Williams	Liberal Arts	Sophomore	3.85	\$4,000
*Summer C. Williams	Music	Junior	3.633	\$4,000
Colin M. Ferguson	Liberal Arts	Senior	3.923	\$4,000
Erin N. Langer	Liberal Arts	Junior	3.9	\$4,000
Kylan L. Durant	Music	Junior	3.67	\$4,000

UNIVERSITY OF TULSA

Avery C. Miller	Liberal Arts	Senior	3.98	\$4,000
Nicole E. Graham	Music	Junior	3.932	\$4,000

SUMMARY

47 SCHOLARSHIPS AWARDED FOR 2014-2015 \$155,000

		Music	24
Male	17	Liberal Arts	9
Female	<u>30</u>	Engineering	<u>14</u>
	47		47

* 2013-2014 Scholarship Award Recipients (19)

** 2014-2015 Outstanding Applicant (3)

A total of 80 applications were received with 55 submitted to Trustees:

		Music	26
Male	22	Liberal Arts	11
Female	<u>33</u>	Engineering	<u>18</u>
	55		55

**SCHEDULE A
ATTACHMENT
PATTI JOHNSON WILSON FOUNDATION
2013-2014 NON-SCHOLARSHIP GRANTS**

NON-SCHOLARSHIP GRANTS: (fiscal year 09/01/13 through 08/31/14)

Tulsa Symphony Orchestra (Sponsor All Brahms Concert)	Paid 09/03/13	\$50,000
Tulsa Area United Way (Annual Gift)	Paid 09/16/13	\$ 1,000
The University of Tulsa (Piano Scholar Award)	Paid 09/27/13	\$40,000
Monc-Midwest Region (Midwest Region Auditions)	Paid 01/17/14	\$ 1,500
Tulsa Opera, Inc. (Underwriting Mozart's The Marriage of Figaro)	Paid 01/21/14	\$50,000
Children's Museum of NWA Amazeum (Exhibit)	Paid 02/10/14	\$25,000
Tulsa Honors Orchestra (Orchestra Coaching Fees)	Paid 02/18/14	\$ 3,000
Tulsa Youth Symphony (General Operating Fund)	Paid 02/18/14	\$10,000
Arts & Humanities Council of Tulsa (Math & Music Program)	Paid 02/18/14	\$ 5,000
YWCA (Restricted Gift-Facility Maintenance-PJW Center)	Paid 02/18/14	\$50,000
Tulsa Library Trust (Restricted Gift for Operations)	Paid 02/18/14	\$25,000
Philbrook Museum of Art (Operating Expenses; PJW Hall)	Paid 02/18/14	\$15,000
Tulsa Ballet Theatre, Inc. (Operating Cost)	Paid 02/18/14	\$30,000
Light Opera Oklahoma (Orchestra Personel)	Paid 02/18/14	\$20,000
Animal Aid of Tulsa, Inc. (Annual Gift)	Paid 02/18/14	\$ 500
Hyeckha Club of Tulsa, Inc. (Annual Gift)	Paid 05/01/14	\$ 1,000
Monc-Tulsa Region (Auditions)	Paid 05/08/14	\$ 2,500
Children's Museum of NWA Amazeum (In Honor of Nancy J. Leake)	Paid 05/20/14	\$25,000
OSU Foundation (Restricted Gift)	Paid 07/18/14	\$27,000

TOTAL NON-SCHOLARSHIP GRANTS

\$381,500

Patti Johnson Wilson Foundation
73-6156280
Part IV Attachment
Summary of Capital Gains and Losses
For the Year Ending 8/31/2014

Page One Totals

Proceeds - Long Term	=	121,661.77
Basis - Long Term	=	<u>117,874.37</u>
Gain/(Loss)	=	3,787.40

Proceeds - Short Term	=	110,939.40
Basis - Short Term	=	<u>111,505.54</u>
Gain/(Loss)	=	-566.14

Page Two Totals

Proceeds - Long Term	=	264,785.14
Basis - Long Term	=	<u>247,596.95</u>
Gain/(Loss)	=	17,188.19

Proceeds - Short Term	=	2,165.96
Basis - Short Term	=	<u>2,176.46</u>
Gain/(Loss)	=	-10.50

Page One and Two Combined Totals

Proceeds - Long Term	=	386,446.91
Basis - Long Term	=	<u>365,471.32</u>
Gain/(Loss)	=	20,975.59

Proceeds - Short Term	=	113,105.36
Basis - Short Term	=	<u>113,682.00</u>
Gain/(Loss)	=	-576.64

ACCT F16W 09590
FROM 09/01/2013
TO 12/31/2013

THE TRUST COMPANY OF OKLAHOMA
STATEMENT OF CAPITAL GAINS AND LOSSES
WILSON, PATTI JOHNSON FOUNDATION

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TRUST YEAR ENDING 12/31/2013

TAX PREPARER: 59
TRUST ADMINISTRATOR: 2
INVESTMENT OFFICER: 8

LEGEND: F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
2300.0000 ABB LTD ADR - 000375204 - MINOR = 96							
SOLD		10/17/2013	53460.04				
ACQ	1500.0000	06/20/2013	34865.24	32271.75	2593.49	ST	
	800.0000	08/08/2013	18594.80	18095.92	498.88	ST	
1400.0000 CENTURYTEL INC - 156700106 - MINOR = 42							
SOLD		12/23/2013	43587.12				
ACQ	400.0000	05/06/2011	12453.46	16312.00	-3858.54	LT	
	1000.0000	06/20/2013	31133.66	34199.90	-3066.24	ST	
2000.0000 ORACLE CORPORATION - 68389X105 - MINOR = 42							
SOLD		10/17/2013	65864.26				
ACQ	600.0000	05/06/2011	19759.28	21209.94	-1450.66	LT	
	300.0000	05/11/2011	9879.64	10637.85	-758.21	LT	
	300.0000	05/31/2011	9879.64	10178.73	-299.09	LT	
	500.0000	05/24/2013	16466.06	16930.00	-463.94	ST	
	300.0000	06/06/2013	9879.64	10007.97	-128.33	ST	
3039.5140 PIMCO SHORT TERM FUND INSTITUTIONAL - 693390601 - MINOR = 34							
SOLD		11/05/2013	30000.00				
ACQ	34.0570	08/31/2012	336.14	336.14	0.00	LT	
	13.4162	09/28/2012	132.42	132.69	-0.27	LT-W	
	15.4038	09/28/2012	152.03	152.34	-0.31	LT	
	.2348	10/31/2012	2.32	2.32	0.00	LT-W	
	31.3042	10/31/2012	308.97	309.60	-0.63	LT	
	23.7890	05/14/2010	234.80	235.76	-0.96	LT-W	Y
	2921.3090	05/28/2010	28833.32	28774.89	58.43	LT	Y
CHANGED 02/05/14 KES ***FOUND UPDATE*** 01/02/14							
500.0000 PROCTER & GAMBLE - 742718109 - MINOR = 42							
SOLD		10/18/2013	39689.75				
ACQ	120.0000	01/28/2002	9525.54	4702.63	4822.91	LT	Y
	200.0000	02/24/2003	15875.90	12986.50	2889.40	LT	Y
	55.0000	05/06/2011	4365.87	3649.25	716.62	LT	
	125.0000	05/11/2011	9922.44	8253.73	1668.71	LT	
TOTALS			232601.17	229379.91			

SUMMARY OF CAPITAL GAINS/LOSSES

FEDERAL	SHORT TERM	LONG TERM 28%	LONG TERM	ST WASH SALE	LT WASH SALE	1250 GAIN
NONCOVERED FROM ABOVE	0.00	0.00	7770.74	0.00	-0.96	0.00*
COVERED FROM ABOVE	-566.14	0.00	-3982.11	0.00	-0.27	
COMMON TRUST FUND	0.00	0.00	0.00			0.00
CAPITAL GAIN DIV/DIST	5175.06	0.00	23547.99			407.23
	4608.92	0.00	27336.62	0.00	-1.23	407.23
STATE						
NONCOVERED FROM ABOVE	0.00	0.00	7770.74	0.00	-0.96	0.00*
COVERED FROM ABOVE	-566.14	0.00	-3982.11	0.00	-0.27	
COMMON TRUST FUND	0.00	0.00	0.00			0.00
CAPITAL GAIN DIV/DIST	5175.06	0.00	23547.99			407.23
	4608.92	0.00	27336.62	0.00	-1.23	407.23

* - 1250 GAIN DETAILED ON TRANS PAGES, NOT ABOVE

CAPITAL LOSS CARRYOVER

FEDERAL	0.00	0.00
OKLAHOMA	N/A	N/A

ACCT F36W 09590
FROM 01/01/2014
TO 08/31/2014

THE TRUST COMPANY OF OKLAHOMA
STATEMENT OF CAPITAL GAINS AND LOSSES
WILSON, PATTI JOHNSON FOUNDATION

PAGE 38

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TRUST YEAR ENDING 12/31/2014

TAX PREPARER: 59
TRUST ADMINISTRATOR: 2
INVESTMENT OFFICER: 8

LEGEND: F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
1345.0000 BAXTER INTL INC - 071813109 - MINOR = 42							
SOLD		02/18/2014	93042.91				
ACQ	645.0000	08/20/2012	44619.09	38067.51	6551.58	LT	
	600.0000	08/20/2012	41506.13	35340.00	6166.13	LT	
	100.0000	10/01/2012	6917.69	6064.39	853.30	LT	
115.0000 KELLOGG - 487836108 - MINOR = 42							
SOLD		02/18/2014	6905.79				
ACQ	115.0000	05/31/2005	6905.79	5223.20	1682.59	LT	Y
10111.2230 PIMCO SHORT TERM FUND INSTITUTIONAL - 693390601 - MINOR = 34							
SOLD		05/15/2014	99999.99				
ACQ	32.0540	11/30/2012	317.01	317.66	-0.65	LT	
	94.6020	12/12/2012	935.61	934.67	0.94	LT	
	29.8490	12/31/2012	295.21	294.91	0.30	LT	
	29.7840	01/31/2013	294.56	294.27	0.29	LT	
	31.5460	02/28/2013	311.99	311.99	0.00	LT	
	29.5180	03/28/2013	291.93	291.93	0.00	LT	
	29.6340	04/30/2013	293.08	293.38	-0.30	LT	
	11.4173	05/09/2010	112.92	113.15	-0.23	LT-W	Y
	6.9497	05/09/2010	68.73	68.87	-0.14	LT	Y
	10.9797	10/22/2012	108.59	108.69	-0.10	LT-W	
	2.6713	10/22/2012	26.42	26.45	-0.03	LT	
	5.4220	06/07/2010	53.62	53.79	-0.17	LT-W	Y
	13.1910	12/11/2013	130.46	130.06	0.40	ST	
	16.6620	01/31/2014	164.79	164.45	0.34	ST	
	17.3440	02/28/2014	171.53	171.19	0.34	ST	
	14.8610	03/31/2014	146.98	146.83	0.15	ST	
	16.1790	04/30/2014	160.01	159.85	0.16	ST	
	9718.5590	05/28/2010	96116.55	95727.81	388.74	LT	Y
CHANGED 09/09/14 #CJ ***FOUND UPDATE*** 07/01/14							
2570.0950 VANGUARD ADM INFLATION PROTECTED SEC - 922031737 - MINOR = 4							
SOLD		02/10/2014	67002.41				
ACQ	780.6240	01/30/2009	20350.87	17837.26	2513.61	LT	Y
	19.4210	12/23/2009	506.31	478.34	27.97	LT	Y
	6.1480	03/30/2010	160.28	150.39	9.89	LT	Y
	4.5760	06/28/2010	119.30	116.50	2.80	LT	Y
	2.2070	09/27/2010	57.54	57.56	-0.02	LT	Y
	11.0160	12/29/2010	287.19	278.04	9.15	LT	Y
	5.2290	03/30/2011	136.32	135.13	1.19	LT	Y
	1507.7280	05/06/2011	39306.47	40000.00	-693.53	LT	Y
	33.3850	06/29/2011	870.35	881.03	-10.68	LT	Y
	15.6240	09/29/2011	407.32	429.03	-21.71	LT	Y
	38.8170	12/27/2011	1011.96	1073.68	-61.72	LT	Y
	6.6780	03/29/2012	174.10	186.71	-12.61	LT	
	5.5780	06/28/2012	145.42	160.48	-15.06	LT	
	11.0170	09/27/2012	287.21	321.69	-34.48	LT	
	68.6450	12/19/2012	1789.58	1958.44	-168.86	LT	
	9.1400	03/27/2013	238.28	259.22	-20.94	ST	
	4.3400	06/27/2013	113.14	113.66	-0.52	ST	
	18.1280	09/26/2013	472.60	475.67	-3.07	ST	
	21.7940	12/26/2013	568.17	555.53	12.64	ST	
TOTALS			266951.10	249773.41			

SUMMARY OF CAPITAL GAINS/LOSSES

FEDERAL	SHORT TERM	LONG TERM 28%	LONG TERM	ST WASH SALE	LT WASH SALE	1250 GAIN
NONCOVERED FROM ABOVE	0.00	0.00	3848.14	0.00	-0.40	0.00*
COVERED FROM ABOVE	-10.50	0.00	13340.55	0.00	-0.10	
COMMON TRUST FUND	0.00	0.00	0.00			0.00
CAPITAL GAIN DIV/DIST	0.00	0.00	1562.95			0.00
	-10.50	0.00	18751.64	0.00	-0.50	0.00
STATE						
NONCOVERED FROM ABOVE	0.00	0.00	3848.14	0.00	-0.40	0.00*
COVERED FROM ABOVE	-10.50	0.00	13340.55	0.00	-0.10	
COMMON TRUST FUND	0.00	0.00	0.00			0.00
CAPITAL GAIN DIV/DIST	0.00	0.00	1562.95			0.00
	-10.50	0.00	18751.64	0.00	-0.50	0.00
* - 1250 GAIN DETAILED ON TRANS PAGES, NOT ABOVE						

CAPITAL LOSS CARRYOVER

FEDERAL	0.00	0.00
OKLAHOMA	N/A	N/A