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Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

OMB No 1545-0052

2009

Department of the Treasury
Internal Revenue Service

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2009, or tax year beginning

, 2009, and ending

, 20

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name changeUse the IRS
label.
Otherwise,
print
or type.
See Specific
Instructions.

Name of foundation

CPS Foundation Inc

Number and street (or P O box number if mail is not delivered to street address)

9905 W 144th Street

Room/suite

City or town, state, and ZIP code

Overland Park, KS 66221

A Employer identification number

26-2219593

B Telephone number (see page 10 of the instructions)

(913) 681-8265

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 ☐

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) ▶ \$

2,972,582

J Accounting method.

☒ Cash☐ Accrual☐ Other (specify)

(Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses

(The total of

amounts in columns (b), (c), and (d) may not necessarily equal

the amounts in column (a) (see page 11 of the instructions))

(a) Revenue and
expenses per
books(b) Net investment
income(c) Adjusted net
income(d) Disbursements
for charitable
purposes
(cash basis only)

1 Contributions, gifts, grants, etc., received (attach schedule)

2 Check ☒ if the foundation is not required to attach Sch. B

3 Interest on savings and temporary cash investments

4 Dividends and interest from securities

5a Gross rents

b Net rental income or (loss)

6a Net gain or (loss) from sale of assets not on line 10

b Gross sales price for all assets on line 6a

7 Capital gain net income (from Part IV, line 2)

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) STM106

12 Total. Add lines 1 through 11

13 Compensation of officers, directors, trustees, etc

14 Other employee salaries and wages

15 Pension plans, employee benefits STM107

16a Legal fees (attach schedule) STM108

b Accounting fees (attach schedule) STM109

c Other professional fees (attach schedule)

17 Interest STM110

18 Taxes (attach schedule) (see page 14 of the instructions)

19 Depreciation (attach schedule) and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications STM103

23 Other expenses (attach schedule)

24 Total operating and administrative expenses.

Add lines 13 through 23

25 Contributions, gifts, grants paid

26 Total expenses and disbursements. Add lines 24 and 25

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

b Net investment income (if negative, enter -0-)

c Adjusted net income (if negative, enter -0-)

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
A s s e t s	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	904,729	373,775	373,775
	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 page 16 of the 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	576	36,575	36,575
	10a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule)	2,122,612	2,533,886	2,480,980
	c Investments - corporate bonds (attach schedule)	48,773	48,773	53,496
	11 Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule)	23,264	19,426	26,982
	14 Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
15 Other assets (describe ▶ STMI20)		774	774	
16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	3,099,954	3,013,209	2,972,582	
L i a b i l i t i e s	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	
N e t A s s e t B a l a n c e s o r F u n d s	Foundations that follow SFAS 117, check here 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 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	3,099,954	3,013,209	
	30 Total net assets or fund balances (see page 17 of the instructions)	3,099,954	3,013,209	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	3,099,954	3,013,209	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	3,099,954
2 Enter amount from Part I, line 27a	2	(86,413)
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	3,013,541
5 Decreases not included in line 2 (itemize) ▶ STMI16	5	332
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,013,209

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 (yr, mo, day)	(d) Date sold (yr, mo, day)
1a Publicly Traded Securities				
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 195,224		134,805	60,419
b			
c			
d			
e			

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			60,419
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	60,419
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 pages 13 and 17 of the instructions) . . . } If (loss), enter -0- in Part I, line 8 }		3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	38,758	1,748,455	0.022167
2007			
2006			
2005			
2004			

2 Total of line 1, column (d)	2	0.022167
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	0.011083
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	2,847,476
5 Multiply line 4 by line 3	5	31,559
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,185
7 Add lines 5 and 6	7	32,744
8 Enter qualifying distributions from Part XII, line 4	8	148,645

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 on page 18.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 18 of the instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter. _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	1,185
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	1,185
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	1,185
6 Credits/Payments.			
a 2009 estimated tax payments and 2008 overpayment credited to 2009 . .	6a	36,000	
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	36,000	
8 Enter any penalty for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	34,815	
11 Enter the amount of line 10 to be. Credited to 2010 estimated tax ☒ 34,815 Refunded ☐ ☐	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 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		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 ☒ \$ _____ (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.		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?		
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 page 19 of the instructions) ☒ KS		
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 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? 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

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 page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	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 ▶ Penny Boles Telephone no ▶ 913-681-8265
 Located at ▶ 9905 W 144th Street Overland Park, KS ZIP+4 ▶ 66221

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

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☒ Yes ☐ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? ☐ Organizations relying on a current notice regarding disaster assistance check here ▶ ☐	1b	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 2009? ☐	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 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ Yes ☒ 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 page 20 of the instructions) ☐	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b If "Yes," did it have excess business holdings in 2009 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 2009) ☐	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? ☐	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009? ☐	4b	X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the 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 page 22 of the instructions)? ☐ Yes ☒ No
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? ☐ Yes ☒ 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? ☐ Yes ☒ No**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the 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
Penny Boles 9905 W 144th Street, KS 66221	President 10	STMA01 15,000	7,839	0
Clay Terry 9905 W 144th Street, KS 66221	Treasurer 10	STMA02 15,000	0	0
Claire Terry 9905 W 144th Street, KS 66221	Administrator 10	STMA03 15,000	0	0

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the 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 ☐

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 page 23 of the 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 page 24 of the instructions)

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

	Amount
1	
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 page 24 of the 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	2,196,298
b	Average of monthly cash balances	1b	645,532
c	Fair market value of all other assets (see page 24 of the instructions)	1c	49,009
d	Total (add lines 1a, b, and c)	1d	2,890,839
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	2,890,839
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	43,363
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,847,476
6	Minimum investment return. Enter 5% of line 5	6	142,374

Part XI Distributable Amount (see page 25 of the 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	142,374
2a	Tax on investment income for 2009 from Part VI, line 5	2a	1,185
b	Income tax for 2009. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	1,185
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	141,189
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	141,189
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	141,189

Part XII Qualifying Distributions (see page 25 of the 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	148,645
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	148,645
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 page 26 of the instructions)	5	1,185
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	147,460

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 page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				141,189
2 Undistributed income, if any, as of the end of 2009:				
a Enter amount for 2008 only			47,439	
b Total for prior years.				
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e				
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 148,645				
a Applied to 2008, but not more than line 2a . . .			47,439	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required - see page 26 of the instructions) . . .				
d Applied to 2009 distributable amount				101,206
e Remaining amount distributed out of corpus . . .				
5 Excess distributions carryover applied to 2009 (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 .				
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 page 27 of the instructions				
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions				
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				39,983
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

Part XIV Private Operating Foundations (see page 27 of the 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 2009, enter the date of the ruling					
b Check box to indicate whether the foundation is a private operating foundation described in section		☐ 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) 2009	(b) 2008	(c) 2007	(d) 2006	
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 XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see page 28 of the 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 page 28 of the 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	
990APP	
b The form in which applications should be submitted and information and materials they should include	
c Any submission deadlines:	
d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors.	

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

Recipient 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				
Harry S Truman Library Inst 500 W US Hwy 24 Independence MO 64050	none	501(c)(3)	Educational grant for the teaching of history	15,000
United Church of the Resurrect 13720 Roe Avenue Leawood KS 66224	none	501(c)(3)	Ministry programs for special needs individuals	20,000
Heartland Habitat for Humanity 1401 Fairfax Tfwy Ste 323D Kansas City KS 66115	none	501(c)(3)	To build homes for the less fortunate	40,000
Wayside Waifs 3901 Martha Truman Road Kansas City MO 64137	none	501(c)(3)	To purchase vet equipment for the animal shelter	19,705
First Christian Church 3701 Taft Blvd Wichita Falls TX 76308-2315	none	501(c)(3)	To purchase the furnishings for a church library	20,940
Johnson Cnty Christmas Bureau PO Box 14786 Shawnee Mission KS 66285-4786	none	501(c)(3)	To assist Johnson County KS low- income families	13,000
Blue Valley Educational Fdn 15020 Metcalf Overland Park KS 66223-2200	none	501(c)(3)	Educational grant to build a center for career study	20,000
Total			3a	148,645
b Approved for future payment				
Total			3b	

Part XVI-A	Analysis of Income-Producing Activities
-------------------	--

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See page 28 of the instructions)
1	Program service revenue:					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies . . .					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments .					
4	Dividends and interest from securities					
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					
8	Gain or (loss) from sales of assets other than inventory .					
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)					
13	Total. Add line 12, columns (b), (d), and (e)					

(See worksheet in line 13 instructions on page 28 to verify calculations)

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

[illegible]

Form 990-PF (2009)

Federal Supporting Statements

2009 PG 01

Name(s) as shown on return

FEIN

CPS Foundation Inc

26-2219593

Form 990PF, Part III, Line 5

Statement #116

Other Decreases Schedule

Misc decreases	<u>332</u>
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Total	<u><u>332</u></u>
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Form 990PF, Part II, Line 13

**PG 01
Statement #118**

Investments: Other Schedule

<u>Category</u>	<u>Book value (BOY)</u>	<u>Book value (EOY)</u>	<u>FMV (EOY)</u>
Energy Transfer Partners LP	<u>23,264</u>	<u>19,426</u>	<u>26,982</u>
Total	<u><u>23,264</u></u>	<u><u>19,426</u></u>	<u><u>26,982</u></u>

Form 990PF, Part II, Line 15

**PG 01
Statement #120**

Other Assets Schedule

<u>Description</u>	<u>BOY Book</u>	<u>EOY Book</u>	<u>FMV</u>
Federal tax refund receivable		<u>774</u>	<u>774</u>
Total		<u><u>774</u></u>	<u><u>774</u></u>

**Form 990PF, Part II, Line 10(b)
Investments: Corporate Stock Schedule**

**PG 01
Statement #137**

<u>Category</u>	<u>BOY</u>	<u>Book Value</u>	<u>EOY FMV</u>
Merrill Lynch Corp Stk See Att	811,550	1,065,986	1,099,724
Merrill Lymch Mut Fnds See Att	251,112	407,950	383,656
AmeriBank shares	<u>1,059,950</u>	<u>1,059,950</u>	<u>997,600</u>
Totals	<u><u>2,122,612</u></u>	<u><u>2,533,886</u></u>	<u><u>2,480,980</u></u>

Federal Supporting Statements

2009 PG 01

Name(s) as shown on return

FEIN

CPS Foundation Inc

26-2219593

Form 990PF, Part II, Line 10(c) Investments: Corporate Bond Schedule

Statement #138

<u>Category</u>	<u>BOY</u>	<u>Book Value</u>	<u>EOY FMV</u>
Merrill Lynch See Att	48,773	48,773	53,496
Totals	48,773	48,773	53,496

Penny Boles

Explanation

Officer received \$ 1250 per month compensation (total \$ 15,000) and \$ 7,839 health insurance benefits for the year.

Clay Terry

Explanation

Officer received \$1,250 per month compensation.

Federal Supporting Statements**2009**

Name(s) as shown on return

FEIN

Claire Terry

Explanation

Officer received \$1,250 per month compensation.

Federal Supporting Statements

2009 PG 01

Your Social Security Number

26-2219593

Statement #103

Form 990PF, Part I, Line 23 - Other Expenses Schedule

Description	Revenue and expenses	Net investment	Adjusted net income	Charitable purpose
From K1	22	22	0	0
Education and research	10	10	0	0
Totals	32	32	0	0

PG 01

Statement #106

Form 990PF, Part I, Line 11 - Other Income Schedule

Description	Revenue and expenses	Net investment	Adjusted net income
Loss From Energy Partners K1	(1,710)	(1,710)	0
Totals	(1,710)	(1,710)	0

Federal Supporting Statements

2009 PG 01

Your Social Security Number

26-2219593

Name(s) as shown on return

CPS Foundation Inc

Form 990PF, Part I, Line 16(a) - Legal Fees Schedule

Statement #107

Description	Revenue and expenses	Net investment	Adjusted net income	Charitable purpose
Legal fees	245	0	0	0
Totals	245	0	0	0

Form 990PF, Part I, Line 16(b) - Accounting Fees Schedule

PG 01

Statement #108

Description	Revenue and expenses	Net investment	Adjusted net income	Charitable purpose
Accounting fees	1,917	0	0	0
Totals	1,917	0	0	0

Federal Supporting Statements

2009 PG 01

Your Social Security Number
26-2219593

Name(s) as shown on return
CPS Foundation Inc

Statement #109

Form 990PF, Part I, Line 16(c) - Other Professional Fees Schedule

Description	Revenue and expenses	Net investment	Adjusted net income	Charitable purpose
Merrill Lynch investment fees	6,369	6,369	0	0
Bank fees	125	125	0	0
Totals	6,494	6,494	0	0

PG 01
Statement #110

Form 990PF, Part I, Line 18 - Taxes Schedule

Description	Revenue and expenses	Net investment	Adjusted net income	Charitable purpose
2008 Excise Tax on net investm	1,226	0	0	0
Foreign taxes pd on investment	373	373	0	0
Totals	1,599	373	0	0

Federal Supporting Statements

2009 PG 01

Your Social Security Number

26-2219593

Subsidiary Statement

Form 990Pr, Part I, Line 4 - Subsidiary Schedule

Name(s) as shown on return

CPS Foundation Inc

Description	Revenue and expenses	Net investment	Adjusted net income
Energy Transfer Partners LP K1	40	40	0
Ameribancshares Inc	28,993	28,993	0
Merrill Lynch Divs & Interest	37,633	37,633	0
Totals	66,666	66,666	0

Federal Supporting Statements**2009 PG 01**

Name(s) as shown on return

Your Social Security Number

CPS Foundation Inc

26-2219593

**Form 990PF, Part XV, Line 2
Application Submission Information**

990APP

Grant Program**Applicant Name**

Penny Boles

Address

9905 W 144th St

Overland Park KS 66221

Telephone

913-681-8265

Form & Content

All grant applications must contain the following: (1) letter of application (2) description of organization, including brief history, brief biographies of the principals of the organization, and a brief description of previous charitable activities (3) organization tax status (4) purpose of grant, with explicit indication of how and when funds are to be spent and how the expenditure of these funds will advance charitable purposes (5) four references, with addresses and telephone numbers

Submission Deadline

None

Restrictions on Award

All grants are subject to use solely for charitable, scientific or educational purposes as allowed by the charter of the foundation, and are subject to the approval of the Board. All grantees must account for the funds expended and results obtained.



CPS FOUNDATION INC

EMA Fiscal Statement

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/09	Unrealized Gain or (Loss)	Est Accrued Interest	Est Annual Income
Cash and Money Funds							
	CASH		2.08	2.08			
250,021	FFI INSTITUTIONAL FUND		250,021.00	250,021.00			400.03
61,863	ML BANK DEPOSIT PROGRAM	12/08/09	61,863.00	61,863.00			154.65
	Total Cash and Money Funds		311,886.08	311,886.08			554.68
Corporate Bonds							
2,795	BANK OF AMERICA CORP NEW MONEY SER D 06.204% PERPETUAL	10/15/08	48,772.75	53,496.30	4,723.55		4,336.00
	Total Corporate Bonds		48,772.75	53,496.30	4,723.55	0.00	4,336.00

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Account No. 593-04017





CPS FOUNDATION INC

EMA Fiscal Statement

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/09	Unrealized Gain or (Loss)	Est Annual Income
Equities						
900	ALTRIA GROUP INC	06/19/09	14,812.29	17,667.00	2,854.71	1,225.0
1,955	ALTRIA GROUP INC	11/25/09	37,516.45	38,376.65	860.20	2,659.0
500	AMERICAN TOWER CORP CL A	11/25/09	20,650.00	21,605.00	955.00	
400	AMERICAN TOWER CORP CL A	11/25/09	16,519.24	17,284.00	764.76	
800	AT&T INC	07/28/08	24,551.60	22,424.00	(2,127.60)	1,344.0
100	BP PLC SPON ADR	09/11/08	5,291.00	5,797.00	506.00	336.0
200	BP PLC SPON ADR	09/11/08	10,584.00	11,594.00	1,010.00	672.0
100	BP PLC SPON ADR	09/11/08	5,294.00	5,797.00	503.00	336.0
100	BP PLC SPON ADR	09/11/08	5,293.90	5,797.00	503.10	336.0
400	BEST BUY CO INC	07/28/08	15,451.20	15,784.00	332.80	225.0
450	CSX CORP	06/19/09	15,358.28	21,820.50	6,462.22	396.0
700	CVS CAREMARK CORP	09/11/08	26,201.00	22,547.00	(3,654.00)	214.0
125	CNOOC LTD ADR	06/19/09	15,458.75	19,431.25	3,972.50	291.0
500	CHINA MOBILE LTD SPN ADR	06/19/09	24,509.55	23,215.00	(1,294.55)	798.0
400	CATERPILLAR INC DEL	06/19/09	13,400.00	22,796.00	9,396.00	672.0
50	CATERPILLAR INC DEL	06/19/09	1,674.98	2,849.50	1,174.52	84.0
1,400	CISCO SYSTEMS INC COM	10/15/08	24,836.00	33,516.00	8,680.00	

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CPS FOUNDATION INC



Fiscal Statement

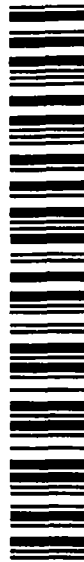
CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/09	Unrealized Gain or (Loss)	Est Annual Income
Equities						
500	COCA COLA COM	07/28/08	25,639.75	28,500.00	2,860.25	820.00
500	COCA COLA COM	09/11/08	27,179.95	28,500.00	1,320.05	820.00
300	DU PONT E I DE NEMOURS	09/11/08	13,548.00	10,101.00	(3,447.00)	492.00
200	DU PONT E I DE NEMOURS	09/11/08	9,034.00	6,734.00	(2,300.00)	328.00
1,000	EBAY INC COM	09/11/08	23,289.90	23,530.00	240.10	
300	ENERGY CONVERSION DEVICE	10/15/08	12,276.00	3,171.00	(9,105.00)	
65	ENERGY CONVERSION DEVICE	10/15/08	2,659.27	687.05	(1,972.22)	
415	GENL DYNAMICS CORP COM	10/15/08	24,838.33	28,290.55	3,452.22	631.00
1,100	GREAT PLAINS ENERGY INC	09/11/08	25,245.00	21,329.00	(3,916.00)	914.00
50	GOOGLE INC CL A	07/28/08	23,868.50	30,999.00	7,130.50	
400	HALLIBURTON COMPANY	09/11/08	14,192.00	12,036.00	(2,156.00)	144.00
200	HALLIBURTON COMPANY	09/11/08	7,095.98	6,018.00	(1,077.98)	72.00
100	HALLIBURTON COMPANY	06/19/09	2,117.00	3,009.00	892.00	36.00
600	HALLIBURTON COMPANY	06/19/09	12,701.52	18,054.00	5,352.48	216.00
500	HONEYWELL INTL INC DEL	09/11/08	23,633.05	19,600.00	(4,033.05)	605.00
250	INTL BUSINESS MACHINES CORP IBM	09/11/08	29,462.98	32,725.00	3,262.02	551.00

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CPS FOUNDATION INC

EMA Fiscal Statement

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/09	Unrealized Gain or (Loss)	Est Annual Income
300	KIMBERLY CLARK	06/19/09	15,197.19	19,113.00	3,915.81	721.0
500	MARATHON OIL CORP	06/19/09	15,174.75	15,610.00	435.25	481.0
492	MERCK AND CO INC SHS	11/25/09	17,982.60	17,977.68	(4.92)	748.0
533	MERCK AND CO INC SHS	11/25/09	19,480.88	19,475.82	(5.06)	811.0
600	NATIONAL-OILWELL VARCO INC	09/11/08	33,059.40	26,454.00	(6,605.40)	
450	NIKE INC CL B	07/28/08	25,838.50	29,731.50	3,843.00	486.0
1,530	NOKIA CORP SPON ADR	10/15/08	25,061.40	19,660.50	(5,400.90)	602.0
400	NORFOLK SOUTHERN CORP	06/19/09	15,227.80	20,968.00	5,740.20	544.0
1,200	ORACLE CORP \$0.01 DEL	09/11/08	22,932.00	29,436.00	6,504.00	240.0
400	PROGRESS ENERGY INC	07/28/08	16,268.00	16,404.00	136.00	992.0
100	PROGRESS ENERGY INC	07/28/08	4,065.50	4,101.00	35.50	248.0
100	PROGRESS ENERGY INC	07/28/08	4,065.92	4,101.00	35.08	248.0
1,016	PFIZER INC	10/15/08	17,292.32	18,481.04	1,188.72	732.0
454	PFIZER INC	10/15/08	7,726.85	8,258.26	531.41	327.0
748	PFIZER INC	10/19/09	13,101.22	13,606.12	504.90	539.0
300	PROCTER & GAMBLE CO	06/19/09	15,093.00	18,189.00	3,096.00	529.0

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CPS FOUNDATION INC

EMA Fiscal Statement

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/09	Unrealized Gain or (Loss)	Est Annual Income
Equities						
700	TEVA PHARMACTCL INDS ADR	11/25/09	37,232.02	39,326.00	2,093.98	338.00
300	TARGET CORP COM	07/28/08	13,194.00	14,511.00	1,317.00	204.00
50	TARGET CORP COM	07/28/08	2,199.50	2,418.50	219.00	34.00
100	TRANSOCEAN LTD	07/28/08	13,456.00	8,280.00	(5,176.00)	
100	TRANSOCEAN LTD	07/28/08	13,456.95	8,280.00	(5,176.95)	
200	TRANSOCEAN LTD	09/11/08	23,744.00	16,560.00	(7,184.00)	
300	TOYOTA MOTOR CORP ADR	07/28/08	26,538.00	25,248.00	(1,290.00)	329.00
100	VERIZON COMMUNICATNS COM	11/25/09	3,207.00	3,313.00	106.00	190.00
1,070	VERIZON COMMUNICATNS COM	11/25/09	34,314.37	35,449.10	1,134.73	2,034.00
300	ENERGY TRANSFER PTNRS LP	09/11/08	12,025.50	13,491.00	1,465.50	1,073.00
300	ENERGY TRANSFER PTNRS LP	09/11/08	12,029.97	13,491.00	1,461.03	1,073.00
400	XTO ENERGY INC	09/11/08	19,420.00	18,612.00	(808.00)	200.00
100	XTO ENERGY INC	09/11/08	4,856.00	4,653.00	(203.00)	50.00
300	WAL-MART STORES INC	06/19/09	14,456.85	16,035.00	1,578.15	327.00
200	WASTE MANAGEMENT INC NEW	06/19/09	5,622.00	6,762.00	1,140.00	232.00

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CPS FOUNDATION INC

EMA Fiscal Statement

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/09	Unrealized Gain or (Loss)	Est Annual Income
300	WASTE MANAGEMENT INC NEW	06/19/09	8,432.94	10,143.00	1,710.06	348.00
	Total Equities		1,065,985.90	1,099,724.02	33,738.12	29,897.00

Mutual Funds/Closed End Funds/UIT

1,100	POWERSHARES ETF TR II	09/11/08	20,358.36	16,973.00	(3,385.36)	630.00
2,221	EATON VANCE WORLDWIDE HEALTH SCI FUND CL I .7140 Fractional Share	07/28/08	22,552.11	19,922.37	(2,629.74)	1.00
4,564	BLACKROCK INFLATION PROTECTED BD FD INST CL .0860 Fractional Share	07/28/08	50,155.66	49,199.92	(955.74)	1,285.00
3,390	EATON VANCE DIVIDEND BUILDER FUND CL I .8680 Fractional Share	11/25/09	41,576.71	32,476.20	(9,100.51)	1.00
9,597	PIMCO REAL RETURN FUND CL P .6350 Fractional Share	07/28/08	102,157.32	103,551.63	1,394.31	2,764.00
1,628	AMERICAN CAPITAL WORLD GROWTH AND INCOME CL F2 .6650 Fractional Share	06/19/09	61,697.89	55,465.96	(6,231.93)	1,438.00
914	CALAMOS GROWTH FUND CL A .6340 Fractional Share	07/28/08	44,968.79	40,636.44	(4,332.35)	1.00
		07/28/08		28.18		

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CPS FOUNDATION INC

EMA Fiscal Statement

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/09	Unrealized Gain or (Loss)	Est Annual Income
Mutual Funds/Closed End Funds/UIT						
744	CALAMOS GROWTH AND INCOME FD CL A .1210 Fractional Share	07/28/08	20,594.82	21,345.36	750.54	408.00
		07/28/08		3.47		1.00
3,191	LOOMIS SAYLES STRATEGIC INC FD CL Y .3210 Fractional Share	07/28/08	43,888.12	44,003.89	115.77	2,560.00
		07/28/08		4.42		1.00
Total Mutual Funds/Closed End Funds/UIT			407,949.78	383,655.97	(24,375.01)	9,091.00

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