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

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

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

Use the IRS label. Otherwise, print or type. See Specific Instructions	Name of foundation Willard Family Foundation		A Employer identification number 43-1393780
	Number and street (or P.O. box number if mail is not delivered to street address)	Room/suite	B Telephone number (see the instructions) (816) 374-0666
	1000 WALNUT	900	C If exemption application is pending, check here <input type="checkbox"/>
	City or town KANSAS CITY	State ZIP code MO 64106	D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, column (c), line 16) \$ 530,219.	(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 the instructions).)

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE				
1 Contributions, gifts, grants, etc., received (att sch)	19,129.			
2 <input type="checkbox"/> if the foundn is not req to att Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	8,964.	8,964.		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain/(loss) from sale of assets not on line 10	33,250.			
b Gross sales price for all assets on line 6a	733,661.			
7 Capital gain net income (from Part IV, line 2)		33,250.		
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 (loss) (att sch)				
11 Other income (attach schedule) See Line 11 Stmt	91.	91.		
12 Total. Add lines 1 through 11	61,434.	42,305.		
ADMINISTRATIVE AND OPERATING EXPENSES				
13 Compensation of officers, directors, trustees, etc				
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach sch) L-16b Stmt	3,500.	1,750.		1,750.
c Other prof fees (attach sch) L-16c Stmt	1,184.	1,184.		
17 Interest				
18 Taxes (attach schedule)(see instr) FOREIGN TAXES	21.	21.		
19 Depreciation (attach sch) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) See Line 23 Stmt	15,938.	24.		52.
24 Total operating and administrative expenses. Add lines 13 through 23	20,643.	2,979.		1,802.
25 Contributions, gifts, grants paid	66,000.			66,000.
26 Total expenses and disbursements. Add lines 24 and 25	86,643.	2,979.		67,802.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-25,209.			
b Net investment income (if negative, enter -0-)		39,326.		
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	51,375.	324,547.	324,547.
	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 the instructions)			
	7	Other notes and loans receivable (attach sch)			
		Less allowance for doubtful accounts			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments — U.S. and state government obligations (attach schedule)			
	b	Investments — corporate stock (attach schedule) L-10b Stmt	247,817.	3,257.	18,731.
	c	Investments — corporate bonds (attach schedule) L-10c Stmt	30,198.	15,192.	15,383.
	11	Investments — land, buildings, and equipment basis			
L I A B I L I T I E S		Less accumulated depreciation (attach schedule)			
	12	Investments — mortgage loans			
	13	Investments — other (attach schedule) L-13 Stmt	202,453.	163,638.	171,558.
	14	Land, buildings, and equipment basis			
		Less accumulated depreciation (attach schedule)			
	15	Other assets (describe)			
	16	Total assets (to be completed by all filers — see instructions Also, see page 1, item I)	531,843.	506,634.	530,219.
	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
N E T A S S E T S O R F U N D B A L A N C E S	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe)			
	23	Total liabilities (add lines 17 through 22)			
		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	531,843.	506,634.	
	28	Paid-in or capital surplus, or land, building, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see the instructions)	531,843.	506,634.	
	31	Total liabilities and net assets/fund balances (see the instructions)	531,843.	506,634.	

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	531,843.
2	Enter amount from Part I, line 27a	2	-25,209.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	506,634.
5	Decreases not included in line 2 (itemize)	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	506,634.

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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a	SEE ACCT 46156 STMT A-2	P	Various	12/31/09
b	SEE ACCT 46156 STMT A-2	P	Various	12/31/09
c	SEE ACCT 11680 STMT B	P	Various	12/31/09
d	SEE ACCT 11680 STMT B	P	Various	12/31/09
e	See Columns (a) thru (d)			

(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 123,256.		117,681.	5,575.
b 3,956.		6,107.	-2,151.
c 1,159.		1,168.	-9.
d 20,579.		31,855.	-11,276.
e See Columns (e) thru (h)		543,600.	41,111.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a 0.		0.	5,575.
b			-2,151.
c			-9.
d			-11,276.
e See Columns (i) thru (l)			41,111.

2 Capital gain net income or (net capital loss)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>		2	33,250.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 8, column (c) (see the instructions) If (loss), enter -0- in Part I, line 8 </div>		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 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 (column (b) divided by column (c))
2008	36,515.	771,276.	0.047344
2007	69,604.	1,014,523.	0.068608
2006	34,965.	946,482.	0.036942
2005	37,665.	845,968.	0.044523
2004	44,207.	871,363.	0.050733

2 Total of line 1, column (d)	2	0.248150
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	0.049630
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	509,773.
5 Multiply line 4 by line 3	5	25,300.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	393.
7 Add lines 5 and 6	7	25,693.
8 Enter qualifying distributions from Part XII, line 4	8	67,802.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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

1 a 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 instr.)		1	393.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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	393.
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	393.
6 Credits/Payments			
a 2009 estimated tax pmts and 2008 overpayment credited to 2009	6 a	1,451.	
b Exempt foreign organizations – tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c	0.	
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d	7	1,451.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,058.	
11 Enter the amount of line 10 to be Credited to 2010 estimated tax	11	1,058.	Refunded

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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 the instructions for definition)? <i>If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		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"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i>		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? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a 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? <i>If 'Yes,' attach the statement required by General Instruction T</i>		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? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see the instructions) <u>MO - Missouri</u>		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If 'No,' attach explanation</i>	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)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		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 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 NONE				
14	The books are in care of Thomas R. Willard Telephone no (816) 374-0666			
Located at 1000 Walnut, Suite 900, Kansas City, MO ZIP + 4 64106				
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
1 a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see the instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1 b	
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?	1 c	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? If 'Yes,' list the years 20__ , 20__ , 20__ , 20__	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
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 the instructions)	2 b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20__ , 20__ , 20__ , 20__		
3 a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If 'Yes,' did it have excess business holdings in 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)	3 b	
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	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?	4 b	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))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5b

Organizations relying on a current notice regarding disaster assistance check here

☐

c If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

☐ Yes ☐ No

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

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

6b

X

If 'Yes' to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

7b

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Thomas R. Willard 2001 WEST 69 STREET SHAWNEE MISSION KS 66208	President/Secretary 1.00	0.	0.	0.
Pamela Willard 2001 WEST 69 STREET SHAWNEE MISSION KS 66208	Director 0.02	0.	0.	0.
Donna S. Thurman 2100 SHELTON RD LEXINGTON KY 40515	Director 0.02	0.	0.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
None				
0				
0				
0				
0				

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

None

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
None		

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

None

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 None	
	0.
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 None	
	0.
2	
All other program-related investments See instructions	
3 None	
	0.
Total. Add lines 1 through 3	None

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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	304,258.
b	Average of monthly cash balances	1b	213,278.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	517,536.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	517,536.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	7,763.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	509,773.
6	Minimum investment return. Enter 5% of line 5	6	25,489.

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	25,489.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	393.
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	393.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	25,096.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	25,096.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	25,096.

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	67,802.
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	67,802.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	393.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	67,409.

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 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				25,096.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2009				
a From 2004	44,944.			
b From 2005	0.			
c From 2006	0.			
d From 2007	20,774.			
e From 2008	0.			
f Total of lines 3a through e	65,718.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 67,802.				
a Applied to 2008, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required — see instructions)				
c Treated as distributions out of corpus (Election required — see instructions)				
d Applied to 2009 distributable amount				25,096.
e Remaining amount distributed out of corpus	42,706.			
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	108,424.			
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				
d Subtract line 6c from line 6b Taxable amount — see instructions		0.		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount — see instructions			0.	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)	44,944.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	63,480.			
10 Analysis of line 9				
a Excess from 2005	0.			
b Excess from 2006	0.			
c Excess from 2007	20,774.			
d Excess from 2008	0.			
e Excess from 2009	42,706.			

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
<i>a</i> Paid during the year STATEMENT E	N/A	Public	General charitable purposes	66,000.
Total			3a	66,000.
<i>b</i> Approved for future payment STATEMENT E	N/A	Public	GENERAL CHARITABLE PURPOSES	92,000.
Total			3b	92,000.

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) Related or exempt function income (see the instructions)
		(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					
4	Dividends and interest from securities			14	8,964.	
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			14	58.	
8	Gain or (loss) from sales of assets other than inventory			18	33,250.	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue					
a	OTHER INCOME					33.
b						
c						
d						
e						
12	Subtotal Add columns (b), (d), and (e)				42,272.	33.
13	Total. Add line 12, columns (b), (d), and (e)				13	42,305.

(See worksheet in the instructions for line 13 to verify calculations)

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

[illegible]

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

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

► Attach to Form 990, 990-EZ, or 990-PF

OMB No 1545-0047

2009

Name of the organization

Willard Family Foundation

Employer identification number

43-1393780

Organization type (check one)

Filers of:

Form 990 or 990-EZ

Section:

- ☐ 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)/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, aggregate 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 aggregate 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 their Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

BAA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2009)

Name of organization

Employer identification number

Willard Family Foundation

43-1393780

Part I Contributors (see instructions)

(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	THOMAS R WILLARD 2001 W 69TH ST SHAWNEE MISSION KS 66208	\$ 9,346.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
2	THOMAS R WILLARD 2001 W 69TH ST SHAWNEE MISSION KS 66208	\$ 9,773.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Employer identification number

43-1393780

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	160 SH AMGEN		
		\$ 9,346.	07/09/09
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	250 SH COMMERCE BANCSHARES		
		\$ 9,773.	12/30/09
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	NO GOODS OR SERVICES WERE RECEIVED IN		
	EXCHANGE FOR THE ABOVE GIFTS.		
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

Form 990-PF, Page 1, Part I, Line 11

Line 11 Stmt

Other income	Rev/Exp Book	Net Inv Inc	Adj Net Inc
FOREIGN TAX REFUND FROM PRIOR YEAR	33.	33.	
INVESTMENT INCOME	58.	58.	
Total	91.	91.	

Form 990-PF, Page 1, Part I, Line 23

Line 23 Stmt

Other expenses	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
Secretary of State	10.			10.
INTEREST CHARGES	24.	24.		
CHECK ORDER	42.			42.
To reduce gifts of stock to carryover basis	15,862.			
Total	15,938.	24.		52.

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income

Columns (a) thru (d)

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shares MLC Company)	(b) How acquired P-Purchase D-Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
SEE ACCT 13794 STMT C-2	P	Various	12/31/09
SEE ACCT 13794 STMT C-2	P	Various	12/31/09
HENDERSON JAPAN ASIA FOCUS FD CL A	P	Various	09/16/09
UBS STATEMENT D-3	P	Various	12/31/09

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income

Columns (e) thru (h)

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
92,830.		88,458.	4,372.
2,346.		3,964.	-1,618.
15,178.		20,791.	-5,613.
474,357.		430,387.	43,970.
Total		543,600.	41,111.

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income

Columns (i) thru (l)

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

(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (column (h) gain minus column (k), but not less than -0-) or losses (from column (h))
			4,372.
			-1,618.
			-5,613.
			43,970.
Total			41,111.

Form 990-PF, Page 1, Part I

Line 16b - Accounting Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Commerce Trust Compa	Tax preparation	3,500.	1,750.		1,750.
Total		3,500.	1,750.		1,750.

Form 990-PF, Page 1, Part I

Line 16c - Other Professional Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Smith Barney	Investment Management	1,184.	1,184.		
Total		1,184.	1,184.		

Form 990-PF, Page 2, Part II, Line 10b

L-10b Stmt

Line 10b - Investments - Corporate Stock:	End of Year	
	Book Value	Fair Market Value
160 SH AMGEN	1,895.	9,051.
250 SH COMMERCE BANCSHARES	1,362.	9,680.
Total	3,257.	18,731.

Form 990-PF, Page 2, Part II, Line 10c

L- 10c Stmt

Line 10c - Investments - Corporate Bonds:	End of Year	
	Book Value	Fair Market Value
COCA-COLA 4.25% DTD9/29/03 MATY 9/15/10	15,192.	15,383.
Total	<u>15,192.</u>	<u>15,383.</u>

Form 990-PF, Page 2, Part II, Line 13

L-13 Stmt

Line 13 - Investments - Other:	End of Year	
	Book Value	Fair Market Value
FIRST EAGLE GLOBAL FUND	129,298.	139,389.
JANUS OVERSEAS FUND	34,340.	32,169.
Total	<u>163,638.</u>	<u>171,558.</u>

Supporting Statement of:

Form 990-PF, p1/Line 1(a)

Description	Amount
THOMAS R WILLARD	
2001 W 69TH STREET	
SHAWNEE MISSION, KS	
160 SH AMGEN	
FMV \$9,346 BASIS \$1,895	9,346.
250 SH COMMERCE BANCSHARES	
FMV \$9,773 BASIS \$1,362	9,773.
\$10 CASH DONATION	10.
Total	19,129.

Ref: 00001376 00038591

WILLARD FAMILY FOUNDATION
Account Number 183-46156-17 608

Details of Earnings 2009 - continued

Dividends and Distributions, Section 2

Amounts displayed for dividends include dividend reinvestments, money fund earnings, accrued dividends received and dividends exempt from Federal income tax.

Reference number	Description	Nondividend distributions	Foreign tax paid	Cash liquidation distributions	Non cash liquidation distributions	Investment expense	NRA Withholding
160001400	*** ROYAL DUTCH SHELL PLC ADR CL A		\$ 12.12				
THIS AMOUNT INCLUDES TAXES PAID TO A FOREIGN GOVERNMENT							
Totals			\$ 12.12				

Details of Short Term Gain (Loss) 2009

This section shows your sales of securities during the year. The "Sale Proceeds" column excludes any accrued income you may have received. In addition, although cash in lieu less than \$20 is not included on Form 1099-B (if applicable), it is included in this section. Please note, this material is being prepared for informational purposes only and should not be used for tax preparation without the assistance of your tax advisor.

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000010	175	AT&T INC	11/20/08	02/05/09	\$ 4,406.47	\$ 4,500.09	(\$ 93.62)	
125000020	605	ALCOA INC	11/20/08	02/05/09	4,876.27	4,482.08		394.19
125000030	232	ALLSTATE CORP	11/20/08	02/05/09	5,018.15	4,508.27		509.88
125000040	247	AMERICAN EXPRESS CO	11/20/08	02/05/09	4,216.26	4,490.29	(274.03)	
125000050	133	AUTOMATIC DATA PROCESSING INC.	11/20/08	02/05/09	5,140.09	4,491.88		648.21
125000060	1	BERKSHIRE HATHAWAY INC CL B	11/20/08	02/05/09	2,853.98	2,733.95		120.03
125000070	129	CATERPILLAR INC	11/20/08	02/05/09	4,078.96	4,481.42	(402.46)	
125000080	137	CERNER CORP	11/20/08	02/05/09	4,682.95	4,502.53		180.42
125000100	1	CONOCOPHILLIPS	03/31/08	02/05/09	46.97	75.61	(28.64)	
	23		11/20/08		1,080.30	1,027.41		52.89
125000110	87	DIAGEO PLC SPON ADR-NEW	11/20/08	02/05/09	4,842.39	4,493.05		349.34
125000120	189	E I DU PONT DE NEMOURS & CO	11/20/08	02/05/09	4,500.44	4,496.48		3.96
125000130	142	EMERSON ELECTRIC CO	11/20/08	02/05/09	4,724.59	4,482.47		242.12
125000140	135	FORTUNE BRANDS INC	11/20/08	02/05/09	4,355.75	4,504.49	(148.74)	
125000150	332	GENERAL ELECTRIC CO	11/20/08	02/05/09	3,592.74	4,491.96	(899.22)	

SYMT A-1



MorganStanley
SmithBarney

Reserved
Client Statement
2009 Year End Summary

Ref: 00001376 00038592

WILLARD FAMILY FOUNDATION
Account Number 183-46156-17 608

Details of Short Term Gain (Loss) 2009 - continued

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000160	235	HOME DEPOT INC	11/20/08	02/05/09	\$ 5,259.90	\$ 4,529.34		\$ 730.56
125000170	184	HONEYWELL INTL INC	11/20/08	02/05/09	5,991.00	4,500.53		1,490.47
125000180	351	INTEL CORP	11/20/08	02/05/09	4,943.00	4,501.43		441.57
125000190	59	INTL BUSINESS MACHINES CORP	11/20/08	02/06/09	5,532.39	4,482.83		1,049.56
125000200	79	JOHNSON & JOHNSON	11/20/08	02/05/09	4,593.03	4,509.42		83.61
125000210	108	ELI LILLY & CO	10/31/08	02/05/09	4,121.41	3,721.66		399.75
	37		11/20/08		1,411.97	1,150.12		261.85
125000220	65	LOCKHEED MARTIN CORP	11/20/08	02/05/09	5,303.97	4,505.43		798.54
125000230	146	MEDTRONIC INC	11/20/08	02/05/09	4,984.41	4,486.87		497.54
125000240	245	MICROSOFT CORP	11/20/08	02/05/09	4,650.56	4,496.17		154.39
125000250	99	NIKE INC CL B	11/20/08	02/05/09	4,672.77	4,508.48		164.29
125000260	85	OVERSEAS SHIPHOLDING GROUP INC	01/31/08	01/30/09	3,146.68	5,517.85	(2,371.17)	
125000270	101	ROYAL DUTCH SHELL PLC ADR CL A	11/20/08	02/05/09	5,123.90	4,475.84		648.06
125000280	256	SONOSITE INC	11/20/08	02/05/09	5,104.64	4,533.40		571.24
Total					\$ 123,255.94	\$ 117,681.35	(\$ 4,217.88)	\$ 9,792.47

5574.59

Details of Long Term Gain (Loss) 2009

This section shows your sales of securities during the year. The "Sale Proceeds" column excludes any accrued income you may have received. In addition, although cash in lieu less than \$20 is not included on Form 1099-B (if applicable), it is included in this section. Please note, this material is being prepared for informational purposes only and should not be used for tax preparation without the assistance of your tax advisor.

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000090	11	COMMERCE BANCSHARES INC	04/28/89	02/05/09	\$ 385.87	\$ 64.81		\$ 321.06 c
125000100	76	CONOCOPHILLIPS	01/31/08	02/05/09	3,569.70	6,041.95	(2,472.25)	
Total					\$ 3,955.57	\$ 6,106.76	(\$ 2,472.25)	\$ 321.06

c Based on information supplied by Client or other financial institution, not verified by us.

<2151.19>
STMT A-2



Ref: 00001376 00038580

WILLARD FAMILY FOUNDATION
Account Number 183-11680-16 608

Details of Short Term Gain (Loss) 2009

This section shows your sales of securities during the year. The "Sale Proceeds" column excludes any accrued income you may have received. In addition, although cash in lieu less than \$20 is not included on Form 1099-B (if applicable), it is included in this section. Please note, this material is being prepared for informational purposes only and should not be used for tax preparation without the assistance of your tax advisor. For additional information regarding this section see enclosed brochure.

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Original Cost Adjusted Cost	Original Gain/(Loss) Adjusted Gain/(Loss)	Ordinary Income Capital Gain/(Loss)
125000020	27.103	HENDERSON EUROPEAN FOCUS FUND CLASS A SHARES	12/08/08	03/09/09	\$ 298.95	\$ 301.39	(\$ 2.44)	\$ 0.00
	.247	CONFIRM #500090680271778	12/09/08		2.72	\$ 301.39	(\$ 2.44)	\$ 0.00
	77.714		12/09/08		857.19	2.75	(.03)	0.00
					864.18	2.75	(.03)	0.00
					864.18	(6.99)	(6.99)	0.00
Total					\$ 1,158.86	\$ 1,168.32	(\$ 9.46)	\$ 0.00

Details of Long Term Gain (Loss) 2009

This section shows your sales of securities during the year. The "Sale Proceeds" column excludes any accrued income you may have received. In addition, although cash in lieu less than \$20 is not included on Form 1099-B (if applicable), it is included in this section. Please note, this material is being prepared for informational purposes only and should not be used for tax preparation without the assistance of your tax advisor. For additional information regarding this section see enclosed brochure.

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Original Cost Adjusted Cost	Original Gain/(Loss) Adjusted Gain/(Loss)	Ordinary Income Capital Gain/(Loss)
125000010	15.000	BANKAMERICA CORP DTD 01/29/2004	03/11/04	02/17/09	\$ 15,000.00	\$ 15,237.90	(\$ 237.90)	\$ 0.00
		DUE 02/17/2009 RATE 3.375			\$ 15,000.00	\$ 0.00	\$ 0.00	\$ 0.00
125000020	449.91	HENDERSON EUROPEAN FOCUS FUND CLASS A SHARES	03/15/07	03/09/09	4,962.51	15,000.00	(10,037.49)	0.00
	11.808	CONFIRM #500090680271778	12/10/07		130.24	15,000.00	(10,037.49)	0.00
	21.928		12/10/07		391.78	391.78	(261.54)	0.00
	22.179		12/10/07		727.58	727.58	(485.71)	0.00
					727.58	727.58	(485.71)	0.00
					735.90	735.90	(491.27)	0.00
					735.90	(491.27)	(491.27)	0.00
Total					\$ 20,579.25	\$ 32,093.16	(\$ 11,513.91)	\$ 0.00
					\$ 31,855.26	\$ 11,276.01	(\$ 11,276.01)	\$ 0.00

STMT-8



MorganStanley SmithBarney

Reserved Client Statement 2009 Year End Summary

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Ref: 00001376 00038585

WILLARD FAMILY FOUNDATION INC.
Account Number 183-13794-15 608

Details of Earnings 2009 - continued

Dividends and Distributions, Section 2

Amounts displayed for dividends include dividend reinvestments, money fund earnings, accrued dividends received and dividends exempt from Federal income tax.

Reference number	Description	Nondividend distributions	Foreign tax paid	Cash liquidation distributions	Non cash liquidation distributions	Investment expense	NRA Withholding
160001400	*** ROYAL DUTCH SHELL PLC ADR CL A THIS AMOUNT INCLUDES TAXES PAID TO A FOREIGN GOVERNMENT		\$ 9.24				
Totals			\$ 9.24				

Details of Short Term Gain (Loss) 2009

This section shows your sales of securities during the year. The "Sale Proceeds" column excludes any accrued income you may have received. In addition, although cash in lieu less than \$20 is not included on Form 1099-B (if applicable), it is included in this section. Please note, this material is being prepared for informational purposes only and should not be used for tax preparation without the assistance of your tax advisor.

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000010	134	AT&T INC	11/20/08	02/05/09	\$ 3,362.04	\$ 3,445.78	(\$ 83.74)	
125000020	460	ALCOA INC	11/20/08	02/05/09	3,702.97	3,407.86		295.11
125000030	177	ALLSTATE CORP	10/31/08	02/05/09	3,820.11	4,584.28	(744.17)	
125000040	189	AMERICAN EXPRESS CO	11/20/08	02/05/09	3,219.03	3,435.89	(216.86)	
125000050	101	AUTOMATIC DATA PROCESSING INC.	11/20/08	02/05/09	3,897.56	3,411.12		486.44
125000060	1	BERKSHIRE HATHAWAY INC CL B	11/20/08	02/05/09	2,859.98	2,733.95		126.03
125000070	98	CATERPILLAR INC	11/20/08	02/05/09	3,094.82	3,404.49	(309.67)	
125000080	104	CERNER CORP	11/20/08	02/05/09	3,551.21	3,417.98		133.23
125000090	2	CONOCOPHILLIPS	03/31/08	02/05/09	93.84	151.23	(57.39)	
	16		08/04/08		750.71	1,265.92	(515.21)	
	6		09/02/08		281.52	474.89	(193.37)	
	3		10/31/08		140.75	159.57	(18.82)	
125000100	67	DIAGEO PLC SPON ADR-NEW	11/20/08	02/05/09	3,725.84	3,460.17		265.67
125000110	145	E I DU PONT DE NEMOURS & CO	11/20/08	02/05/09	3,445.40	3,449.68	(4.28)	
125000120	109	EMERSON ELECTRIC CO	11/20/08	02/05/09	3,620.95	3,440.77		180.18

STMT-C-1



MorganStanley
SmithBarney

Reserved
Client Statement
2009 Year End Summary

Ref: 00001376 00038586

WILLARD FAMILY FOUNDATION INC.
Account Number 183-13794-15 608

Details of Short Term Gain (Loss) 2009 - continued

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000130	103	FORTUNE BRANDS INC	11/20/08	02/05/09	\$ 3,325.13	\$ 3,436.76	(\$ 111.63)	
125000140	253	GENERAL ELECTRIC CO	11/20/08	02/05/09	2,738.12	3,423.09	(684.97)	
125000150	180	HOME DEPOT INC	11/20/08	02/05/09	4,028.86	3,469.28		559.58
125000160	140	HONEYWELL INTL INC	11/20/08	02/05/09	4,547.17	3,424.32		1,122.85
125000170	269	INTEL CORP	11/20/08	02/05/09	3,792.87	3,449.82		343.05
125000180	45	INTL BUSINESS MACHINES CORP	11/20/08	02/06/09	4,221.42	3,419.10		802.32
125000190	60	JOHNSON & JOHNSON	11/20/08	02/05/09	3,481.78	3,424.88		56.90
125000200	111	ELI LILLY & CO	11/20/08	02/05/09	4,231.79	3,450.37		781.42
125000210	50	LOCKHEED MARTIN CORP	11/20/08	02/05/09	4,078.47	3,465.72		612.75
125000220	112	MEDTRONIC INC	11/20/08	02/05/09	3,819.17	3,441.98		377.19
125000230	187	MICROSOFT CORP	11/20/08	02/05/09	3,552.98	3,431.77		121.21
125000240	76	NIKE INC CL B	11/20/08	02/05/09	3,581.85	3,461.06		120.79
125000250	77	ROYAL DUTCH SHELL PLC ADR CL A	11/20/08	02/05/09	3,898.48	3,412.27		486.21
125000260	199	SONOSITE INC	11/20/08	02/05/09	3,965.24	3,524.01		441.23
Total					\$ 92,830.06	\$ 88,458.01	(\$ 2,940.11)	\$ 7,312.16

4372.05

Details of Long Term Gain (Loss) 2009

This section shows your sales of securities during the year. The "Sale Proceeds" column excludes any accrued income you may have received. In addition, although cash in lieu less than \$20 is not included on Form 1099-B (if applicable), it is included in this section. Please note, this material is being prepared for informational purposes only and should not be used for tax preparation without the assistance of your tax advisor.

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000090	31	CONOCOPHILLIPS	06/05/07	02/05/09	\$ 1,454.51	\$ 2,458.30	(\$ 1,003.79)	
	6		06/29/07		281.52	468.60	(187.08)	
	1		10/30/07		46.92	82.71	(35.79)	
	12		01/31/08		563.04	953.99	(390.95)	
Total					\$ 2,345.99	\$ 3,863.60	(\$ 1,617.61)	

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UBS Financial Services Inc
700 WEST 47TH STREET
SUITE 500
KANSAS CITY MO 64112-1805

APZ3000012691 1209 X15 EI 0

2009 Year End Summary

Account name: WILLARD FAMILY FOUNDATION INC

THOMAS R WILLARD

Account number: EI 05887 NF

Your Financial Advisor:

THE DOUTHAT GROUP

Phone 816-751-5200/800-877-8200

WILLARD FAMILY FOUNDATION INC
THOMAS R WILLARD
TOWER PROPERTIES COMPANY
1000 WALNUT, STE 900
KANSAS CITY MO 64106-2161

Summary of gains and losses

	Amount (\$)
Short term	43,970 15

Realized gains and losses

Estimated 2009 gains and losses for transactions with trade dates through 12/31/09 have been incorporated into this statement. To calculate gains and losses, we liquidate the oldest security lot first. This is known as the first-in, first-out or FIFO accounting method. We use this method unless you specified which tax lot to close when you placed your order. This is known as a versus purchases or VSP order. See Important information about your statement on the last page of this statement for more information.

We may not adjust gains and losses for all capital changes. Cost basis for coupon tax-exempt municipal securities, include securities subject to AMT, has been adjusted for mandatory amortization of bond premium. Estimates in the Unclassified section can not be classified as short term or long term because information is missing, or the product is one in which the gain/loss calculation is not provided.

Short-term capital gains and losses

Security description	Method	Quantity or face value (\$)	Purchase date	Sale date	Purchase amount (\$)	Sale amount (\$)	Loss (\$)	Gain (\$)	Net gain or loss (\$)
BHP BILLITON LTD SPON									
ADR	FIFO	800,000	Feb 06, 09	Jun 05, 09	35,975 64	47,892 21		11,916 57	1
BRISTOL MYERS SQUIBB CO	FIFO	1,500,000	Feb 06, 09	Jun 05, 09	35,347 24	29,585 61	-5,761 63		1
CATERPILLAR INC	FIFO	1,000,000	Feb 06, 09	Jun 05, 09	33,682 45	38,160 30		4,477 85	1
CISCO SYSTEMS INC	FIFO	509,000	Nov 20, 08	Jun 05, 09	7,890 82	10,037 94		2,147 12	1
	FIFO	1,492,000	Feb 06, 09	Jun 05, 09	25,279 28	29,423 57		4,144 29	1

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Member SIPC

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Account name: WILLARD FAMILY FOUNDATION INC
Account number: EI 05887 NF

Realized gains and losses (continued)

Short-term capital gains and losses (continued)

Security description	Method	Quantity or face value (\$)	Purchase date	Sale date	Sale amount (\$)	Purchase amount (\$)	Loss (\$)	Gain (\$)	Net gain or loss (\$)
HEWLETT PACKARD CO	FIFO	1,100 000	Feb 06, 09	Jun 05, 09	40,635 20	39,582 33		1,052 87	1
NIKE INC CL B	FIFO	1,000 000	Feb 06, 09	Jun 05, 09	57,799 78	48,513 90		9,285 88	1
PEPSICO INC	FIFO	152 000	Nov 20, 08	Jun 05, 09	8,252 88	7,940 46		312 42	1
	FIFO	448 000	Feb 06, 09	Jun 05, 09	24,324 27	24,129 81		194 46	1
PROCTER & GAMBLE CO	FIFO	500 000	Feb 06, 09	Jun 05, 09	26,256 76	27,275 08	-1,018 32		1
SCHLUMBERGER LTD									
NETHERLANDS ANTILLES	FIFO	187 000	Nov 20, 08	Jun 05, 09	10,618 33	7,895 81		2,722 52	1
	FIFO	713 000	Feb 06, 09	Jun 05, 09	40,485 92	31,950 35		8,535 57	1
VERIZON COMMUNICATIONS									
INC	FIFO	286 000	Nov 20, 08	Jun 05, 09	8,265 94	7,945 34		320 60	1
	FIFO	814 000	Feb 06, 09	Jun 05, 09	23,526 12	26,169 04	-2,642 92		1
CALL BHP BILLITON LTD SP	Adjustment	-8 000	Jun 05, 09	Feb 06, 09	4,225 28	9,674 34	-5,449 06		1
DUE 01/16/10 55 000									
CALL BRISTOL MYERS SQUIB	Adjustment	-15 000	Jun 05, 09	Feb 06, 09	2,950 59	576 21		2,374 38	1
DUE 01/16/10 25 000									
CALL CATERPILLAR INC	Adjustment	-10 000	Jun 05, 09	Feb 06, 09	5,253 15	7,547 14	-2,293 99		1
DUE 01/16/10 35 000									
CALL CISCO SYSTEMS INC	Adjustment	-20 000	Jun 05, 09	Feb 06, 09	2,942 74	4,796 32	-1,853 58		1
DUE 01/16/10 20 000									
CALL HEWLETT PACKARD CO	Adjustment	-11 000	Jun 05, 09	Feb 06, 09	4,657 71	3,302 56		1,355 15	1
DUE 01/16/10 40 000									
CALL NIKE INC CL B	Adjustment	-10 000	Jun 05, 09	Feb 06, 09	4,592 30	8,858 44	-4,266 14		1
DUE 01/16/10 55 000									
CALL PEPSICO INC	Adjustment	-6 000	Jun 05, 09	Feb 06, 09	1,509 09	1,264 93		244 16	1
DUE 01/16/10 60 000									
CALL PROCTER & GAMBLE CO	Adjustment	-5 000	Jun 05, 09	Feb 06, 09	1,675 05	854 43		820 62	1
DUE 01/16/10 60 000									
CALL SCHLUMBERGER LTD	Adjustment	-2 000	Jun 05, 09	Feb 06, 09	1,302 54	2,538 88	-1,236 34		1
DUE 01/16/10 50 000	Adjustment	-5 000	Jun 05, 09	Feb 06, 09	3,278 53	6,347 21	-3,068 68		1
	Adjustment	-2 000	Jun 05, 09	Feb 06, 09	1,317 22	2,538 88	-1,221 66		1
CALL VERIZON COMMUNICATIONS	Adjustment	-11 000	Jun 05, 09	Feb 06, 09	2,737 98	744 72		1,993 26	1
DUE 01/16/10 35 000									

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Business Services Account

Account name:
Account number:WILLARD FAMILY FOUNDATION INC
EI 05887 NFYour Financial Advisor:
THE DOUTHAT GROUP
816-751-5200/800-877-8200Realized gains and losses (continued)
Short-term capital gains and losses (continued)

Security description	Method	Quantity or face value (\$)	Purchase date	Sale date	Purchase amount (\$)	Loss (\$)	Gain (\$)	Net gain or loss (\$)
PUT BHP BILLITON LTD SP								
DUE 01/16/10 40 000	Adjustment	-8 000	Jun 05, 09	Feb 06, 09	6,452 51		4,488 07	1
PUT BRISTOL MYERS SQUIB								
DUE 01/16/10 20 000	Adjustment	-15 000	Jun 05, 09	Feb 06, 09	2,980 17	-734 74		1
PUT CATERPILLAR INC								
DUE 01/16/10 30 000	Adjustment	-10 000	Jun 05, 09	Feb 06, 09	4,956 70		2,252 62	1
PUT CISCO SYSTEMS INC								
DUE 01/16/10 15 000	Adjustment	-20 000	Jun 05, 09	Feb 06, 09	3,849 85		2,363 94	1
PUT HEWLETT PACKARD CO								
DUE 01/16/10 30 000	Adjustment	-11 000	Jun 05, 09	Feb 06, 09	3,681 57		1,879 54	1
PUT NIKE INC CL B								
DUE 01/16/10 45 000	Adjustment	-10 000	Jun 05, 09	Feb 06, 09	6,508 16		4,056 75	1
PUT PEPSICO INC								
DUE 01/16/10 50 000	Adjustment	-6 000	Jun 05, 09	Feb 06, 09	3,051 73		1,331 32	1
PUT PROCTER & GAMBLE CO								
DUE 01/16/10 50 000	Adjustment	-5 000	Jun 05, 09	Feb 06, 09	2,407 75		541 12	1
PUT SCHLUMBERGER LTD								
DUE 01/16/10 40 000	Adjustment	-2 000	Jun 05, 09	Feb 06, 09	1,420 95		920 19	1
	Adjustment	-2 000	Jun 05, 09	Feb 06, 09	1,416 25		915 49	1
	Adjustment	-5 000	Jun 05, 09	Feb 06, 09	3,555 19		2,303 27	1
PUT VERIZON COMMUNICATI								
DUE 01/16/10 25 000	Adjustment	-11 000	Jun 05, 09	Feb 06, 09	2,369 21		567 18	1
Total					\$474,357.05	-\$29,547.06	\$73,517.21	\$43,970.15
Net capital gains/losses:					\$430,386.90			\$43,970.15

1 Indicates that the cost basis information has been provided by a source other than UBS Financial Services Inc



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2009 Willard Family Foundation:1

1/1/09 through 12/31/09

Date	Payee	Memo	Category	Amount
Income/Expenses				
Expenses				
Contribution				
6/1/09	WILLIAM JEWELL COLLEGE	5th yr. of \$100K pledge, annual fund, retreat	Contribution	-25,000.00
12/28/09	ST. LUKE'S HOSPITAL FND.	5th year of \$25,000 pledge	Contribution	-5,000.00
12/28/09	HORIZON ACADEMY	3rd year of a \$15,000 pledge	Contribution	-3,000.00
12/28/09	BAPTIST THEOLOGICAL SEMINARY AT RICHMOND	3rd year of 4 year pledge	Contribution	-5,000.00
12/28/09	ST. PAUL'S EPISCOPAL DAY SCHOOL	3rd year of \$15,000 pledge	Contribution	-3,000.00
12/28/09	WILLIAM JEWELL COLLEGE	1st yr. of \$100K pledge, annual fund, Harriman Arts	Contribution	-25,000.00
Total Contribution				-66,000.00

ALL ABOVE ARE PUBLIC CHARITIES
IN THE KANSAS CITY AREA.

OUTSTANDING PLEDGES:

HORIZON ACADEMY	6,000
BAPTIST THEOLOGICAL	5,000
ST. PAUL'S SCHOOL	6,000
WILLIAM JEWELL COLL	75,000
	<hr/>
	92,000
	<hr/>

STMT E