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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 JUL 1, 2009, and ending JUN 30, 2010

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 FRANK L CARNEY CHARITABLE TRUST		A Employer identification number 48-0894862
	Number and street (or P O box number if mail is not delivered to street address) Room/suite 1607 N ROCKY CREEK CT		B Telephone number (316) 733-1937
	City or town, state, and ZIP code WICHITA, KS 67230		C If exemption application is pending, check here <input type="checkbox"/>
	H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 355,261. (Part I, column (d) must be on cash basis)		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"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	11,951.	11,951.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	<2,400.>			
	b Gross sales price for all assets on line 6a	629,122.			
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total Add lines 1 through 11	9,551.	11,951.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees				
	c Other professional fees				
	17 Interest	51.	51.		0.
	18 Taxes	125.	0.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses				
	24 Total operating and administrative expenses Add lines 13 through 23	176.	51.		0.
	25 Contributions, gifts, grants paid	48,825.			48,825.
26 Total expenses and disbursements. Add lines 24 and 25	49,001.	51.		48,825.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	<39,450.>				
b Net investment income (if negative, enter -0-)		11,900.			
c Adjusted net income (if negative, enter -0-)			N/A		

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	271.	<49,479.>	<49,479.>
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 3	395,719.	345,591.	339,324.
	c Investments - corporate bonds STMT 4	0.	15,000.	14,719.
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 5	0.	45,553.	50,512.
	14 Land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation ▶			
	15 Other assets (describe ▶ STATEMENT 6)	310.	185.	185.
	16 Total assets (to be completed by all filers)	396,300.	356,850.	355,261.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds	343,917.	343,917.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	52,383.	12,933.	
	30 Total net assets or fund balances	396,300.	356,850.	
	31 Total liabilities and net assets/fund balances	396,300.	356,850.	

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	396,300.
2 Enter amount from Part I, line 27a	2	<39,450.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	356,850.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	356,850.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b SEE ATTACHED STATEMENTS				
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				
b				
c				
d				
e 629,122.		631,522.	<2,400.>	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				
b				
c				
d				
e			<2,400.>	
2 Capital gain net income or (net capital loss)		2		<2,400.>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3		N/A

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 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	56,956.	386,937.	.147197
2007	70,122.	534,366.	.131225
2006	59,117.	602,335.	.098146
2005	38,375.	571,132.	.067191
2004	28,500.	366,697.	.077721
2 Total of line 1, column (d)			.521480
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			.104296
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			391,338.
5 Multiply line 4 by line 3			40,815.
6 Enter 1% of net investment income (1% of Part I, line 27b)			119.
7 Add lines 5 and 6			40,934.
8 Enter qualifying distributions from Part XII, line 4			48,825.

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 instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
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		1	119.
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	119.
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	119.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	185.	
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	185.	
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	66.	
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax <input checked="" type="checkbox"/> 66. Refunded <input type="checkbox"/>	11	0.	

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
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see 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. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> 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)? 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

N/A

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 **▶ N/A**

14 The books are in care of **▶ FRANK L CARNEY** Telephone no. **▶ (316) 733-1937**
 Located at **▶ 1607 N ROCKY CREEK CT, WICHITA, KS** ZIP+4 **▶ 67230**

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here **▶** ☐
 and enter the amount of tax-exempt interest received or accrued during the year **▶ 15** **N/A**

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	N/A	1b
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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? ▶ <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) ▶ <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ▶ <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 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.) ▶ <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	N/A	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

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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)?

☐ 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)?

N/A

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?

N/A

☐ 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?

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
FRANK L CARNEY	TRUSTEE			
1607 N ROCKY CREEK CT				
WICHITA, KS 67230	0.00	0.	0.	0.
ZENDA E CARNEY	TRUSTEE			
9654A NORTH KING'S HWY				
MYRTLE BEACH, SC 29672	0.00	0.	0.	0.
DANIEL M CARNEY	TRUSTEE			
8100 E 22ND ST N				
WICHITA, KS 67226	0.00	0.	0.	0.

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

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

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

0

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***3** Five highest-paid independent contractors for professional services. 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

0

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 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	392,180.
b	Average of monthly cash balances	1b	5,117.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	397,297.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	397,297.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	5,959.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	391,338.
6	Minimum investment return. Enter 5% of line 5	6	19,567.

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	19,567.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	119.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	119.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	19,448.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	19,448.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	19,448.

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	48,825.
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	48,825.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	119.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	48,706.

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				19,448.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004	7,563.			
b From 2005	10,145.			
c From 2006	33,316.			
d From 2007	43,784.			
e From 2008	37,859.			
f Total of lines 3a through e	132,667.			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$	48,825.			
a Applied to 2008, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				19,448.
e Remaining amount distributed out of corpus	29,377.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	162,044.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			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)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	7,563.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	154,481.			
10 Analysis of line 9:				
a Excess from 2005	10,145.			
b Excess from 2006	33,316.			
c Excess from 2007	43,784.			
d Excess from 2008	37,859.			
e Excess from 2009	29,377.			

N/A

- ☐ 4942(j)(3) or ☐ 4942(j)(5)

- [illegible]

Form **990-PF** (2009)

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

Total

Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- | | | Yes | No |
|----------|--|-------|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | 1a(1) | X |
| | (2) Other assets | 1a(2) | X |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]


- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule		
(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.

Sign Here

Signature of officer or trustee [Signature] Date 11/12/10 Title TRUSTEE

Paid Preparer's Use Only	Preparer's signature 	Date 11/11/11	Check if self-employed <input checked="" type="checkbox"/>	Preparer's identifying number 509-52-4716
	Firm's name (or yours if self-employed), address, and ZIP code DAVID E JABARA 5920 E CENTRAL, STE 100 WICHITA, KS 67208	EIN	Phone no. 316-687-1888	

Form **990-PF** (2009)

FRANK L CARNEY CHARITABLE TRUST

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	3000SH HSBC USA INC AOS-CP	P	03/26/09	07/30/09
b	3000SH UBS AG AOS-CP XLE	P	06/26/09	07/31/09
c	6000SH HSBC USA INC	P	07/28/09	08/31/09
d	7088SH FRANKLIN TEMPLETON FOUNDING FUND	P	VARIOUS	08/25/09
e	750SH UBS RTN OPTMZ SEC	P	02/06/09	11/11/09
f	3000SH JP MORGAN CHASE AOS-CP GPX	P	06/05/09	09/09/09
g	6000SH UBS AG AOS-CP XLE	P	08/26/09	09/30/09
h	6000SH BARCLAYS BANK PLC AOS-CP XLE	P	09/25/09	10/30/09
i	2252SH UBS YLD OPTMZ NOTE CP GE	P	02/06/09	11/11/09
j	3000SH UBS-AG AOS-CP XLK	P	10/27/09	11/30/09
k	3000SH JP MORGAN CHASE AOS-CP GPX	P	09/15/09	12/21/09
l	7500SH HSBC PERFM SEC-PP INTL	P	05/24/07	12/14/09
m	893SH BARCLAYS BANK PLC YON-CP GE	P	11/13/09	02/23/10
n	77SH BARCLAYS BANK PLC YON-CP FCS	P	08/27/09	02/26/10
o	325SH MV OIL TRUST TR UNIT	P	09/08/09	04/26/10

(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 30,945.		30,000.	945.
b 30,523.		30,000.	523.
c 60,888.		60,000.	888.
d 63,042.		81,111.	<18,069.>
e 5,582.		7,500.	<1,918.>
f 31,913.		30,000.	1,913.
g 60,810.		60,000.	810.
h 60,875.		60,000.	875.
i 27,987.		24,997.	2,990.
j 30,275.		30,000.	275.
k 31,875.		30,000.	1,875.
l 66,970.		75,000.	<8,030.>
m 14,023.		13,984.	39.
n 4,948.		4,948.	0.
o 8,503.		4,899.	3,604.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			945.
b			523.
c			888.
d			<18,069.>
e			<1,918.>
f			1,913.
g			810.
h			875.
i			2,990.
j			275.
k			1,875.
l			<8,030.>
m			39.
n			0.
o			3,604.

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

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter "-0-" in Part I, line 8

3

FRANK L CARNEY CHARITABLE TRUST

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a 263SH MV OIL TRUST TR UNIT	P	12/14/09	04/26/10
b 3000SH UBS AG AOS-CP XLE	P	10/27/09	04/30/10
c 455SH BARCLAYS BANK PLC YON-CP HAL	P	11/13/09	05/19/10
d 1500SH JP MORGAN CHASE AOS-CP GDX	P	04/27/10	06/30/10
e 2500SH HSBC USA INC BOS-PP S&P 500	P	06/12/09	06/16/10
f CAPITAL GAINS DIVIDENDS			
g			
h			
i			
j			
k			
l			
m			
n			
o			

(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 6,880.		5,110.	1,770.
b 32,793.		30,000.	2,793.
c 13,973.		13,973.	0.
d 15,475.		15,000.	475.
e 28,970.		25,000.	3,970.
f 1,872.			1,872.
g			
h			
i			
j			
k			
l			
m			
n			
o			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			1,770.
b			2,793.
c			0.
d			475.
e			3,970.
f			1,872.
g			
h			
i			
j			
k			
l			
m			
n			
o			

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	<2,400.>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES		STATEMENT 1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
UBS FINANCIAL SERVICES INC.	13,823.	1,872.	11,951.
TOTAL TO FM 990-PF, PART I, LN 4	13,823.	1,872.	11,951.

FORM 990-PF	TAXES			STATEMENT	2
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
PRIOR YR TAX ON INVESTMENT INCOME	125.	0.			0.
TO FORM 990-PF, PG 1, LN 18	125.	0.			0.

FORM 990-PF	CORPORATE STOCK		STATEMENT 3
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
PAPA JOHNS INTL., INC.	10,153.	36,992.	
FRANKLIN TEMPLETON FOUNDING FUND CL C	0.	0.	
CALAMOS STRATEGIC TOTAL RETURN FUND	48,064.	47,740.	
HSBC PERFM SEC-PP INTL INDEX	0.	0.	
LB 100% PPN-ABS RTN BAR RUSSELL	22,500.	3,375.	
UBS RTN OPTMZ SEC S&P 500	0.	0.	
HSBC USA INC AOS-CP SPDR	0.	0.	
UBS AG AOS-CP XLE	0.	0.	
HSBC USA INC BOS-PP S&P 500	0.	0.	
JP MORGAN CHASE AOS-CP GDX	0.	0.	
UBS YLD OPTMZ NOTE-CP GE	0.	0.	
BARCLAYS BANK PLC YON-CP MON	9,985.	6,823.	
JP MORGAN CHASE YON-CP HAL	9,993.	9,054.	
DEUTSCHE BANK AG YON-CP JPM	19,972.	19,638.	
RBC AOS-CP XLK	30,000.	28,920.	
JP MORGAN CHASE YON-CP METLIFE	14,975.	14,975.	
HSBC USA INC YLD OPTMZ NOTE-CP FCX	9,957.	8,627.	
UBS AG YLD OPTMZ NOTE YON-CP FCX	14,992.	13,430.	
UBS AG AOS-CP HAL	15,000.	12,300.	
UBS AG AOS-CP GDX	30,000.	33,780.	
HSBC USA INC AOS-CP XLF	15,000.	15,000.	

FRANK L CARNEY CHARITABLE TRUST

48-0894862

ROYAL BANK OF CANADA AOS-CP XLE	15,000.	15,000.
HSBC USA INC ROS-CP GLBL FD BSKT	30,000.	29,370.
HSBC USA INC ROS-CP GLBL FD BSKT	50,000.	44,300.
TOTAL TO FORM 990-PF, PART II, LINE 10B	345,591.	339,324.

FORM 990-PF	CORPORATE BONDS	STATEMENT	4
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MORG STAN STEP-UP MED TERM NTS	15,000.	14,719.
TOTAL TO FORM 990-PF, PART II, LINE 10C	15,000.	14,719.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	5
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MV OIL TRUST TR UNIT	COST	11,406.	15,133.
FT-FRANKLIN INCOME C	COST	34,147.	35,379.
TOTAL TO FORM 990-PF, PART II, LINE 13		45,553.	50,512.

FORM 990-PF	OTHER ASSETS	STATEMENT	6
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DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ESTIMATED TAXES PAID	310.	185.	185.
TO FORM 990-PF, PART II, LINE 15	310.	185.	185.

Frank L. Carney Charitable Trust
CASH CONTRIBUTIONS JULY 2009 - JUNE 2010
WT - 02113-8

<u>Name of Organization</u>	<u>Contribution Status</u>
ALZHEIMER'S ASSOCIATION OF THE GREAT PLAINS 347 SOUTH LAURA WICHITA, KANSAS 67211-1518	\$2,000.00
AMERICAN DIABETES ASSOCIATION 837 S HILLSIDE WICHITA, KANSAS 76211 ATTN: BILL DYER	\$1,000 00
CATHOLIC CHARITIES, INC 437 NORTH TOPEKA WICHITA, KANSAS 67202 ATTN. JANET VALENTE-PAPE	\$2,000 00
CEREBRAL PALSY FOUNDATION 5111 E 21ST ST. NORTH P O. BOX 8217 WICHITA, KANSAS 67208	\$1,000 00
CSJ "DEAR NEIGHBOR" MINISTRIES, INC CSJ PROJECT PAYBACK PAYBACK, 1956 C/O MOUNT ST. MARY'S CONVENT 3700M EAST LINCOLN ST WICHITA, KANSAS 67218	\$1,500.00
FUNDAMENTAL LEARNING CENTER 917 S GLENDALE WICHITA, KANSAS 67218	\$500 00
GUADALUPE HEALTH FOUNDATION ATTN SR. KATHLEEN REGAN 940 S ST FRANCIS WICHITA, KANSAS 67211	\$1,000 00
HEARTSPRING	\$500.00

8700 EAST 29TH ST. NORTH
WICHITA, KANSAS 67226

JUNIOR ACHIEVEMENT OF WICHITA
505 S. BROADWAY, SUITE 205
WICHITA, KANSAS 67202

\$500 00

KANSAS HUMANE SOCIETY
ATTN DANA STEFFEE
4218 SOUTHEAST BLVD
WICHITA, KANSAS 67210

\$500.00

LEGATUS
2640 GOLDEN GATE PARKWAY
SUITE 118
NAPLES, FLORIDA 34105

\$2,550 00 PAID 4/10

THE LORD'S DINER
ATTN: WENDY GLICK
424 N BROADWAY
WICHITA, KANSAS 67202

\$1,500.00

MAYO CLINIC FOUNDATION
DEPARTMENT OF DEVELOPMENT
200 FIRST STREET SW
ROCHESTER, MN 55905

\$3,000.00

MUSIC THEATRE OF WICHITA, INC
CENTURY II
225 WEST DOUGLAS, SUITE 202
WICHITA, KANSAS 67202

\$1,000.00

ORPHEUM PERFORMING ARTS CENTRE, LTD
200 N BROADWAY
WICHITA, KANSAS 67202
ATTN MARY EAVES CAREY

\$500.00

ST PAUL'S PARISH
NEWMAN CENTER - WSU CAMPUS
1810 N ROOSEVELT

\$1,000 00

WICHITA, KANSAS 67208
ATTN FR JOHN HAY

ST THOMAS AQUINAS CATHOLIC CHURCH 1215 N STRATFORD WICHITA, KANSAS 67206 ATTN FR MATT MC GUINNESS	\$2,500 00
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SENIOR SERVICES, INC. 200 S. WALNUT WICHITA, KANSAS 67213-4777	\$1,000.00
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UNITED WAY OF THE PLAINS 245 N. WATER WICHITA, KANSAS 67202	\$3,000 00
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VICTORY IN THE VALLEY ATTN DIANA THOMI 3755 E. DOUGLAS AVE WICHITA, KANSAS 67218-1002	\$500 00
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WICHITA METRO CHAMBER OF COMMERCE 350 WEST DOUGLAS WICHITA, KANSAS 67202-2970	\$5,000 00	PAID 4/10 2nd INSTALLME 5 YEAR PLEDGE
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WICHITA STATE UNIVERSITY ATHLETIC DEVELOPMENT OFFICE/SASO 1845 FAIRMOUNT WICHITA, KANSAS 67260-0002	\$2,510 00	PAID 5/10
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THE WICHITA STATE UNIVERSITY FOUNDATION JAMES P SCHWARTZ ENDOWED LECTURE SERIES ATTN DANIEL M CARNEY TALLGRASS EXECUTIVE PARK 8100 E 22ND ST N , BLDG. 1900 WICHITA, KANSAS 67226	\$1,000.00
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WICHITA STATE UNIVERSITY ALUMNI ASSOCIATION 1845 N FAIRMOUNT WICHITA, KANSAS 67260-0054	\$1,000 00
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WICHITA STATE UNIVERSITY NATIONAL ADVISORY COUNCIL 1845 N FAIRMOUNT WICHITA, KANSAS 67208-9988 (NATIONAL ADVISORY COUNCIL - UNRESTRICTED)	\$1,000 00
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YOUTH ENTREPRENEURS OF KANSAS ATTN: ELIZABETH B KOCH P.O. BOX 2256 WICHITA, KANSAS 67201	\$1,500 00
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ZENDA MARTIN CARNEY'S 20% ALLOWED DISBURSEMENT	\$9,765 00
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SCHNEIDER CHARITIES
9654 NORTH KING'S HWY #334
MYRTLE BEACH, SC 29572

TOTAL CONTRIBUTIONS

TOTAL CONTRIBUTIONS FOR 2009-2010	\$48,825.00
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