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

OMB No. 1545-0052

2010

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

For calendar year 2010, or tax year beginning , 2010, and ending , 20

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

Name of foundation **R C KEMPER CHARITABLE TRUST 100178** A Employer identification number **44-6010318**

Number and street (or P.O. box number if mail is not delivered to street address) Room/suite B Telephone number (see page 10 of the instructions)

UMB BANK, P. O. BOX 419692 M/S 1020305 (816) 860-7711

City or town, state, and ZIP code C If exemption application is pending, check here ☐

KANSAS CITY, MO 64141-6692 D 1. Foreign organizations, check here ☐

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation 2. Foreign organizations meeting the 85% test, check here and attach computation ☐

☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

Fair market value of all assets at end of year (from Part II, col. (c), line 16) J Accounting method: ☒ Cash ☐ Accrual F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

27,473,315. (Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions).)

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

Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	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	622,996.	622,997.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	587,012.			
	b Gross sales price for all assets on line 6a	646,308.			
	7 Capital gain net income (from Part IV, line 2)		587,012.		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less: Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	1,210,008.	1,210,009.		
	13 Compensation of officers, directors, trustees, etc.	124,317.	62,158.		62,158.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT. 1	800.	NONE	NONE	800.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) STMT. 2	20,029.			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) STMT. 3	6,588.	6,588.		
	24 Total operating and administrative expenses. Add lines 13 through 23	151,734.	68,746.	NONE	62,958.
	25 Contributions, gifts, grants paid	847,650.			847,650.
	26 Total expenses and disbursements. Add lines 24 and 25	999,384.	68,746.	NONE	910,608.
	27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements		210,624.			
b Net investment income (if negative, enter -0-)			1,141,263.		
c Adjusted net income (if negative, enter -0-)					

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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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing					
	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 (attach schedule) (see page 15 of the instructions)					
	7 Other notes and loans receivable (attach schedule) ▶					
	Less: allowance for doubtful accounts ▶					
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges					
	10 a Investments - U.S. and state government obligations (attach schedule)					
	b Investments - corporate stock (attach schedule)					
	11 c Investments - corporate bonds (attach schedule)					
	Investments - land, buildings, and equipment, basis					
Less: accumulated depreciation (attach schedule) ▶						
12 Investments - mortgage loans						
13 Investments - other (attach schedule)			165,970.	376,594.	27,393,315.	
14 Land, buildings, and equipment basis						
Less: accumulated depreciation (attach schedule) ▶						
15 Other assets (describe ▶)			80,000.	80,000.	80,000.	
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)			245,970.	456,594.	27,473,315.	
Liabilities	17 Accounts payable and accrued expenses					
	18 Grants payable					
	19 Deferred revenue					
	20 Loans from officers, directors, trustees, and other disqualified persons					
	21 Mortgages and other notes payable (attach schedule)					
	22 Other liabilities (describe ▶)					
23 Total liabilities (add lines 17 through 22)						
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.					
	24 Unrestricted					
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>					
	27 Capital stock, trust principal, or current funds			245,970.	456,594.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund					
	29 Retained earnings, accumulated income, endowment, or other funds					
30 Total net assets or fund balances (see page 17 of the instructions)			245,970.	456,594.		
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)			245,970.	456,594.		

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	245,970.
2 Enter amount from Part I, line 27a	2	210,624.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	456,594.
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	456,594.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV DETAIL					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	587,012.	
If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7					
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):			3		
If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8.					

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	1,358,899.	27,386,076.	0.04962006970
2008	1,672,762.	33,576,240.	0.04981981306
2007	1,606,020.	28,988,728.	0.05540153400
2006	1,426,763.	26,727,629.	0.05338157754
2005	1,316,458.	23,730,152.	0.05547617226
2 Total of line 1, column (d)			2 0.26369916656
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 0.05273983331
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4 25,088,630.
5 Multiply line 4 by line 3			5 1,323,170.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 11,413.
7 Add lines 5 and 6			7 1,334,583.
8 Enter qualifying distributions from Part XII, line 4			8 910,608.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1			
Date of ruling or determination letter _____ (attach copy of ruling letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	22,825.
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	
3 Add lines 1 and 2		3	22,825.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	22,825.
6 Credits/Payments:			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	20,814.	
b Exempt foreign organizations-tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	20,814.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	2,011.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2011 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?		X
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.		
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ► \$ _____ (2) On foundation managers. ► \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?		X
If "Yes," attach a detailed description of the activities.		
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?		X
If "Yes," attach the statement required by General Instruction T.		
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV		X
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ► _____ STMT 4		
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 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address <u>N/A</u>				
14	The books are in care of <u>UMB BANK, N.A.</u> Telephone no. <u>(816) 860-7711</u>			
	Located at <u>1010 GRAND, KANSAS CITY, MO</u> ZIP + 4 <u>64106</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here	15		
and enter the amount of tax-exempt interest received or accrued during the year				
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country <u></u>				X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	1b	X
Organizations relying on a current notice regarding disaster assistance check here		
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 2010?	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 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
If "Yes," list the years <u></u>		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 22 of the instructions)	2b	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <u></u>		
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 2010 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 2010.)	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 2010?	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)? (see page 22 of the instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? ☐ Yes ☒ No

Organizations relying on a current notice regarding disaster assistance check here ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 5		124,317.	-0-	-0-

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the instructions). If none, enter "NONE."

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

Total number of other employees paid over \$50,000 ☐ NONE

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		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	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

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

	Amount
1 NONE	
2	
All other program-related investments See page 24 of the instructions	
3 NONE	
Total. Add lines 1 through 3	

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	25,300,264.
b	Average of monthly cash balances	1b	90,426.
c	Fair market value of all other assets (see page 25 of the instructions)	1c	80,000.
d	Total (add lines 1a, b, and c)	1d	25,470,690.
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	NONE
3	Subtract line 2 from line 1d	3	25,470,690.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	382,060.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	25,088,630.
6	Minimum investment return. Enter 5% of line 5	6	1,254,432.

Part XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	1,254,432.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	22,825.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	22,825.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,231,607.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	1,231,607.
6	Deduction from distributable amount (see page 25 of the instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,231,607.

Part XII Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	910,608.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	910,608.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	910,608.

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				1,231,607.
2 Undistributed income, if any, as of the end of 2010:				
a Enter amount for 2009 only			NONE	
b Total for prior years: 20____, 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2010:				
a From 2005	118,895.			
b From 2006	112,557.			
c From 2007	189,054.			
d From 2008	4,083.			
e From 2009	NONE			
f Total of lines 3a through e	424,589.			
4 Qualifying distributions for 2010 from Part XII, line 4: ► \$ 910,608.				
a Applied to 2009, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d Applied to 2010 distributable amount				910,608.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)	320,999.			320,999.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	103,590.			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions		NONE		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions			NONE	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011.				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	NONE			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	NONE			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	103,590.			
10 Analysis of line 9:				
a Excess from 2006	NONE			
b Excess from 2007	99,507.			
c Excess from 2008	4,083.			
d Excess from 2009	NONE			
e Excess from 2010	NONE			

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) **NOT APPLICABLE**

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or

4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i).					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see page 28 of the instructions.)**1 Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number of the person to whom applications should be addressed:

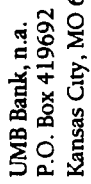
b The form in which applications should be submitted and information and materials they should include:

c Any submission deadlines:

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE STATEMENT 11				
Total			3a	847,650.
b Approved for future payment				
Total			3b	



2

Units	Original Face	Asset Description
		Equity Securities

653602	UMB Financial Corp UMBF 902788108	70,484.65	0.11	27,085,266.88	41.44	98.59%	509,809.56	1.88
Total Common Stock		70,484.65		27,085,266.88		98.59%	509,809.56	1.88
Total Equity Securities		70,484.65		27,085,266.88		98.59%	509,809.56	1.88

JMR -09400-0456278050 14007 14007 E01UMRP1 CUSTUMBSTMT00000000000608UMBSTMT 100178 MSETINC



UMB Bank, n.a.
P.O. Box 419692
Kansas City, MO 64141-7014

Account Title
Account Number

R C Kemper Charitable Trust
100178

3

Statement of Investment Position (continued)

Units	Original Face	Asset Description	Cost Basis		Market Value		% of Account	Estimated Annual Income	Market Yield
			Total	Unit	Total	Price			
Fixed Income Securities									
Gov't & Agency Bonds									
3359.975 125000	Govt National Mtg Assn DTD 1/1/1998 6 5000% 1/15/2013 36208TS27 Pool # 460537	3,269.17	0.97	3,668.15	109.17	0.01%	218.40	5.95	
1879.7069 105000	Govt National Mtg Assn DTD 1/1/2000 7 0000% 6/15/2013 36225BHA9 Pool # 781125	1,866.79	0.99	1,988.38	105.78	0.01%	131.58	6.62	
3365.1185 15000	Govt National Mtg Assn DTD 5/1/2003 4 5000% 5/15/2018 36213FSQ7 Pool # 553227	3,428.21	1.02	3,581.22	106.42	0.01%	151.43	4.23	
3330.6832 130000	Govt National Mtg Assn DTD 6/1/1998 6 5000% 6/15/2013 36209QJB2 Pool # 478258	3,240.66	0.97	3,636.17	109.17	0.01%	216.49	5.95	
6456.702 60000	Govt National Mtg Assn DTD 8/1/1999 6 0000% 8/15/2014 36211CBC5 Pool # 508635	6,444.58	1.00	7,027.72	108.84	0.03%	387.40	5.51	
3065.7308 225000	Govt National Mtg Assn DTD 8/1/1999 7 0000% 8/15/2014 36211D2H2 Pool # 510276	3,035.08	0.99	3,321.05	108.33	0.01%	214.60	6.46	
Total Gov't & Agency Bonds		21,284.49		23,222.69		0.08%	1,319.90	5.68	
Total Fixed Income Securities		21,284.49		23,222.69		0.08%	1,319.90	5.68	



UMB Bank, n.a.
P O Box 419692
Kansas City, MO 64141-7014

Account Title
Account Number
R C Kemper Charitable Trust
100178

Statement of Investment Position (continued)

Units	Original Face Asset Description	Cost Basis		Market Value		% of Account	Estimated Annual Income	Market Yield
		Total	Unit	Total	Price			
Cash & Equivalents								
Money Market Funds								
284825 19	Fidelity Treasury Only Fund #680 233809300	284,825 19	1 00	284,825 19	1 00	1 04%	28.10	0 01
Total Money Market Funds		284,825.19		284,825.19		1.04%	28.10	0.01
Cash								
	Cash USD			1 00		0.00%		
Total Cash								
Total Cash & Equivalents		284,825 19		284,825 19		0.00%	28 10	0 01
Miscellaneous								
Miscellaneous - Other								
1	Abstract on Newsprint By William de Kooning Inscribed "To Frederick From Bill de Kooning" On Loan to KMCA MAN017843	75,000 00	75,000 00	75,000 00	75,000 00	0 27%		
1	Man Looking Out Window In New York By Fred Brown 80" x 80" on Canvas Currently In Possession of Russ Gerlach Framing In New York On Loan to KMCA MAN017844	5,000 00	5,000 00	5,000 00	5,000 00	0 02%		
-								
Total Miscellaneous - Other		80,000.00		80,000.00		0.29%		
Total Miscellaneous		80,000 00		80,000 00		0 29%		
Total Assets		456,594 33		27,473,314 76		100 00%	511,157 56	1 86



UMB Bank, n a
P O. Box 419692
Kansas City, MO 64141-7014

Account Title
Account Number

R C Kemper Charitable Trust

100178

Statement of Investment Position (continued)

Units	Original Face	Asset Description	Cost Basis		Market Value		% of Account	Estimated Annual Income	Market Yield
			Total	Unit	Total	Price			
Account Total			456,594 33		27,473,314 76				

}

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
		TOTAL SHORT-TERM CAPITAL GAIN DIVIDENDS				5.	
50,008.00		50000. FEDERAL FARM CREDIT BANK DTD 1/4/ PROPERTY TYPE: SECURITIES 50,046.00				02/23/2010 -38.00	12/09/2010
123.00		4740.0613 GOVT NATIONAL MTG ASSN POOL# 4 PROPERTY TYPE: SECURITIES 119.00				04/18/2000 4.00	01/15/2010
122.00		4618.215 GOVT NATIONAL MTG ASSN POOL# 46 PROPERTY TYPE: SECURITIES 119.00				04/18/2000 3.00	02/16/2010
123.00		4495.6588 GOVT NATIONAL MTG ASSN POOL# 4 PROPERTY TYPE: SECURITIES 119.00				04/18/2000 4.00	03/15/2010
123.00		4372.3875 GOVT NATIONAL MTG ASSN POOL# 4 PROPERTY TYPE: SECURITIES 120.00				04/18/2000 3.00	04/15/2010
124.00		4248.3975 GOVT NATIONAL MTG ASSN POOL# 4 PROPERTY TYPE: SECURITIES 121.00				04/18/2000 3.00	05/17/2010
125.00		4123.6838 GOVT NATIONAL MTG ASSN POOL# 4 PROPERTY TYPE: SECURITIES 121.00				04/18/2000 4.00	06/15/2010
125.00		3998.2425 GOVT NATIONAL MTG ASSN POOL# 4 PROPERTY TYPE: SECURITIES 122.00				04/18/2000 3.00	07/15/2010
126.00		3872.07 GOVT NATIONAL MTG ASSN POOL# 460 PROPERTY TYPE: SECURITIES 123.00				04/18/2000 3.00	08/16/2010
127.00		3745.1613 GOVT NATIONAL MTG ASSN POOL# 4 PROPERTY TYPE: SECURITIES 123.00				04/18/2000 4.00	09/15/2010

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
128.00		3617.5125 GOVT NATIONAL MTG ASSN POOL# 4 PROPERTY TYPE: SECURITIES 124.00					04/18/2000 4.00	10/15/2010
128.00		3489.1175 GOVT NATIONAL MTG ASSN POOL# 4 PROPERTY TYPE: SECURITIES 125.00					04/18/2000 3.00	11/15/2010
129.00		3359.975 GOVT NATIONAL MTG ASSN POOL# 46 PROPERTY TYPE: SECURITIES 126.00					04/18/2000 3.00	12/15/2010
96.00		4422.9796 GOVT NATIONAL MTG ASSN POOL# 4 PROPERTY TYPE: SECURITIES 93.00					04/18/2000 3.00	01/15/2010
96.00		4326.8264 GOVT NATIONAL MTG ASSN POOL# 4 PROPERTY TYPE: SECURITIES 94.00					04/18/2000 2.00	02/16/2010
98.00		4229.0235 GOVT NATIONAL MTG ASSN POOL# 4 PROPERTY TYPE: SECURITIES 95.00					04/18/2000 3.00	03/15/2010
97.00		4131.7666 GOVT NATIONAL MTG ASSN POOL# 4 PROPERTY TYPE: SECURITIES 95.00					04/18/2000 2.00	04/15/2010
98.00		4033.9364 GOVT NATIONAL MTG ASSN POOL# 4 PROPERTY TYPE: SECURITIES 95.00					04/18/2000 3.00	05/17/2010
99.00		3934.4851 GOVT NATIONAL MTG ASSN POOL# 4 PROPERTY TYPE: SECURITIES 97.00					04/18/2000 2.00	06/15/2010
99.00		3835.4745 GOVT NATIONAL MTG ASSN POOL# 4 PROPERTY TYPE: SECURITIES 96.00					04/18/2000 3.00	07/15/2010
100.00		3735.8841 GOVT NATIONAL MTG ASSN POOL# 4 PROPERTY TYPE: SECURITIES 97.00					04/18/2000 3.00	08/16/2010

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
100.00		3635.7139 GOVT NATIONAL MTG ASSN POOL# 4 PROPERTY TYPE: SECURITIES 97.00				04/18/2000 3.00	09/15/2010
101.00		3534.9899 GOVT NATIONAL MTG ASSN POOL# 4 PROPERTY TYPE: SECURITIES 98.00				04/18/2000 3.00	10/15/2010
102.00		3432.5889 GOVT NATIONAL MTG ASSN POOL# 4 PROPERTY TYPE: SECURITIES 100.00				04/18/2000 2.00	11/15/2010
102.00		3330.6832 GOVT NATIONAL MTG ASSN POOL# 4 PROPERTY TYPE: SECURITIES 99.00				04/18/2000 3.00	12/15/2010
140.00		8051.349 GOVT NATIONAL MTG ASSN POOL# 50 PROPERTY TYPE: SECURITIES 140.00				01/11/2001 01/15/2010	
141.00		7910.265 GOVT NATIONAL MTG ASSN POOL# 50 PROPERTY TYPE: SECURITIES 141.00				01/11/2001 02/16/2010	
142.00		7768.4166 GOVT NATIONAL MTG ASSN POOL# 5 PROPERTY TYPE: SECURITIES 142.00				01/11/2001 03/15/2010	
143.00		7625.8002 GOVT NATIONAL MTG ASSN POOL# 5 PROPERTY TYPE: SECURITIES 142.00				01/11/2001 04/15/2010 1.00	
143.00		7482.4104 GOVT NATIONAL MTG ASSN POOL# 5 PROPERTY TYPE: SECURITIES 143.00				01/11/2001 05/17/2010	
144.00		7338.2448 GOVT NATIONAL MTG ASSN POOL# 5 PROPERTY TYPE: SECURITIES 144.00				01/11/2001 06/15/2010	
145.00		7193.298 GOVT NATIONAL MTG ASSN POOL# 50 PROPERTY TYPE: SECURITIES 145.00				01/11/2001 07/15/2010	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
146.00		7047.5664 GOVT NATIONAL MTG ASSN POOL# 5 PROPERTY TYPE: SECURITIES 145.00				01/11/2001 1.00	08/16/2010
147.00		6901.0452 GOVT NATIONAL MTG ASSN POOL# 5 PROPERTY TYPE: SECURITIES 146.00				01/11/2001 1.00	09/15/2010
147.00		6753.7302 GOVT NATIONAL MTG ASSN POOL# 5 PROPERTY TYPE: SECURITIES 147.00				01/11/2001	10/15/2010
148.00		6605.6172 GOVT NATIONAL MTG ASSN POOL# 5 PROPERTY TYPE: SECURITIES 148.00				01/11/2001	11/15/2010
149.00		6456.702 GOVT NATIONAL MTG ASSN POOL# 50 PROPERTY TYPE: SECURITIES 149.00				01/11/2001	12/15/2010
66.00		3790.044 GOVT NATIONAL MTG ASSN POOL# 51 PROPERTY TYPE: SECURITIES 65.00				04/19/2000 1.00	01/15/2010
66.00		3723.5948 GOVT NATIONAL MTG ASSN POOL# 5 PROPERTY TYPE: SECURITIES 66.00				04/19/2000	02/16/2010
64.00		3659.6385 GOVT NATIONAL MTG ASSN POOL# 5 PROPERTY TYPE: SECURITIES 63.00				04/19/2000 1.00	03/15/2010
64.00		3595.2795 GOVT NATIONAL MTG ASSN POOL# 5 PROPERTY TYPE: SECURITIES 64.00				04/19/2000	04/15/2010
65.00		3530.5223 GOVT NATIONAL MTG ASSN POOL# 5 PROPERTY TYPE: SECURITIES 64.00				04/19/2000 1.00	05/17/2010
65.00		3465.3578 GOVT NATIONAL MTG ASSN POOL# 5 PROPERTY TYPE: SECURITIES 65.00				04/19/2000	06/15/2010

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
66.00		3399.786 GOVT NATIONAL MTG ASSN POOL# 51 PROPERTY TYPE: SECURITIES 65.00				04/19/2000 1.00	07/15/2010
66.00		3333.8048 GOVT NATIONAL MTG ASSN POOL# 5 PROPERTY TYPE: SECURITIES 65.00				04/19/2000 1.00	08/16/2010
66.00		3267.4118 GOVT NATIONAL MTG ASSN POOL# 5 PROPERTY TYPE: SECURITIES 66.00				04/19/2000	09/15/2010
67.00		3200.6025 GOVT NATIONAL MTG ASSN POOL# 5 PROPERTY TYPE: SECURITIES 66.00				04/19/2000 1.00	10/15/2010
67.00		3133.377 GOVT NATIONAL MTG ASSN POOL# 51 PROPERTY TYPE: SECURITIES 67.00				04/19/2000	11/15/2010
68.00		3065.7308 GOVT NATIONAL MTG ASSN POOL# 5 PROPERTY TYPE: SECURITIES 67.00				04/19/2000 1.00	12/15/2010
112.00		4228.7988 GOVT NATIONAL MTG ASSN DTD 5/1 PROPERTY TYPE: SECURITIES 114.00				05/06/2003 -2.00	01/15/2010
108.00		4121.3025 GOVT NATIONAL MTG ASSN DTD 5/1 PROPERTY TYPE: SECURITIES 110.00				05/06/2003 -2.00	02/16/2010
48.00		4073.3231 GOVT NATIONAL MTG ASSN DTD 5/1 PROPERTY TYPE: SECURITIES 49.00				05/06/2003 -1.00	03/15/2010
91.00		3982.6604 GOVT NATIONAL MTG ASSN DTD 5/1 PROPERTY TYPE: SECURITIES 92.00				05/06/2003 -1.00	04/15/2010
74.00		3908.1711 GOVT NATIONAL MTG ASSN DTD 5/1 PROPERTY TYPE: SECURITIES 76.00				05/06/2003 -2.00	05/17/2010

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
148.00		3760.0133 GOVT NATIONAL MTG ASSN DTD 5/1 PROPERTY TYPE: SECURITIES 151.00				05/06/2003 -3.00	06/15/2010
41.00		3718.5998 GOVT NATIONAL MTG ASSN DTD 5/1 PROPERTY TYPE: SECURITIES 42.00				05/06/2003 -1.00	07/15/2010
74.00		3644.3144 GOVT NATIONAL MTG ASSN DTD 5/1 PROPERTY TYPE: SECURITIES 76.00				05/06/2003 -2.00	08/16/2010
86.00		3558.1358 GOVT NATIONAL MTG ASSN DTD 5/1 PROPERTY TYPE: SECURITIES 88.00				05/06/2003 -2.00	09/15/2010
39.00		3519.5823 GOVT NATIONAL MTG ASSN DTD 5/1 PROPERTY TYPE: SECURITIES 39.00				05/06/2003	10/15/2010
53.00		3466.3649 GOVT NATIONAL MTG ASSN DTD 5/1 PROPERTY TYPE: SECURITIES 54.00				05/06/2003 -1.00	11/15/2010
101.00		3365.1185 GOVT NATIONAL MTG ASSN DTD 5/1 PROPERTY TYPE: SECURITIES 103.00				05/06/2003 -2.00	12/15/2010
90.00		3155.0621 GOVT NATIONAL MTG ASSN POOL# 7 PROPERTY TYPE: SECURITIES 89.00				07/06/2000 1.00	01/15/2010
162.00		2992.8402 GOVT NATIONAL MTG ASSN POOL# 7 PROPERTY TYPE: SECURITIES 161.00				07/06/2000 1.00	02/16/2010
121.00		2871.9233 GOVT NATIONAL MTG ASSN POOL# 7 PROPERTY TYPE: SECURITIES 120.00				07/06/2000 1.00	03/15/2010
86.00		2786.2611 GOVT NATIONAL MTG ASSN POOL# 7 PROPERTY TYPE: SECURITIES 85.00				07/06/2000 1.00	04/15/2010

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
127.00		2659.4684 GOVT NATIONAL MTG ASSN POOL# 7 PROPERTY TYPE: SECURITIES 126.00				07/06/2000 1.00	05/17/2010
109.00		2550.7083 GOVT NATIONAL MTG ASSN POOL# 7 PROPERTY TYPE: SECURITIES 108.00				07/06/2000 1.00	06/15/2010
96.00		2454.5315 GOVT NATIONAL MTG ASSN POOL# 7 PROPERTY TYPE: SECURITIES 96.00				07/06/2000	07/15/2010
115.00		2339.8368 GOVT NATIONAL MTG ASSN POOL# 7 PROPERTY TYPE: SECURITIES 114.00				07/06/2000 1.00	08/16/2010
78.00		2261.9216 GOVT NATIONAL MTG ASSN POOL# 7 PROPERTY TYPE: SECURITIES 77.00				07/06/2000 1.00	09/15/2010
136.00		2125.8815 GOVT NATIONAL MTG ASSN POOL# 7 PROPERTY TYPE: SECURITIES 135.00				07/06/2000 1.00	10/15/2010
158.00		1968.2345 GOVT NATIONAL MTG ASSN POOL# 7 PROPERTY TYPE: SECURITIES 157.00				07/06/2000 1.00	11/15/2010
89.00		1879.7069 GOVT NATIONAL MTG ASSN POOL# 7 PROPERTY TYPE: SECURITIES 88.00				07/06/2000 1.00	12/15/2010
188,706.00		5000. UMB FINANCIAL CORP PROPERTY TYPE: SECURITIES 549.00				12/31/1971 188,157.00	08/04/2010
274,604.00		8000. UMB FINANCIAL CORP PROPERTY TYPE: SECURITIES 878.00				12/31/1971 273,726.00	08/20/2010
125,427.00		3100. UMB FINANCIAL CORP PROPERTY TYPE: SECURITIES 340.00				12/31/1971 125,087.00	12/09/2010

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
TOTAL GAIN (LOSS)							----- 587,012. =====	

FORM 990PF, PART I - ACCOUNTING FEES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE (NON-ALLOC	800.			800.
TOTALS	800.	NONE	NONE	800.
	=====	=====	=====	=====

FORM 990PF, PART I - TAXES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
FEDERAL ESTIMATES - INCOME	20,029.

TOTALS	20,029.
	=====

R C KEMPER CHARITABLE TRUST 100178

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
OTHER NON-ALLOCABLE EXPENSE -	5,088.	5,088.
OTHER NON-ALLOCABLE EXPENSE -	1,500.	1,500.
TOTALS	----- 6,588. =====	----- 6,588. =====

STATE(S) WHERE THE FOUNDATION IS REGISTERED
=====

MO

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

=====

OFFICER NAME:

UMB BANK

ADDRESS:

P. O. BOX 419692

KANSAS CITY, MO 64141-6692

TITLE:

CO-TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 20

COMPENSATION 57,407.

OFFICER NAME:

SHEILA KEMPER DIETRICH

ADDRESS:

2336 SPRUCE ST. UNIT A

BOULDER, CO 80302

TITLE:

CO-TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 20

COMPENSATION 17,470.

OFFICER NAME:

R. CROSBY KEMPER, JR.

ADDRESS:

P. O. BOX 419692

KANSAS CITY, MO 64141-6692

TITLE:

CO-TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 20

COMPENSATION 31,970.

OFFICER NAME:

JOHN MARINER KEMPER

ADDRESS:

P. O. BOX 419692

KANSAS CITY, MO 64141

TITLE:

CO-TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 20

COMPENSATION 17,470.

TOTAL COMPENSATION:

124,317.

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RECIPIENT NAME:

KEMPER MUSEUM OF
CONTEMPORARY ART

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CHARITABLE

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 543,150.

RECIPIENT NAME:

PARK UNIVERSITY

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

WOUNDED WARRIORS PROGRAM

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 25,000.

RECIPIENT NAME:

ROCKHURST UNIVERSITY

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 40,000.

RECIPIENT NAME:

PARK UNIVERSITY

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

FOUNDERS DAY 2010

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

METROPOLITAN STATE
COLLEGE OF DENVER

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

PACESETTER SCHOLARSHIPS

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

HEART OF AMERICA
SHAKESPEARE FESTIVAL

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CHARITABLE

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

KANSAS CITY BALLET

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CHARITABLE

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 50,000.

RECIPIENT NAME:

WOMEN'S INTERSPORT NETWORK

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

WOMEN'S SPORTS AWARDS

FOUNDATION STATUS OF RECIPIENT:

TAX EXEMPT

AMOUNT OF GRANT PAID 10,000.

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RECIPIENT NAME:

UNIVERSITY ACADEMY CHARTER SCHOOL

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

JEWELL BALL

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 500.

RECIPIENT NAME:

NATIONAL WESTERN STOCK SHOW

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CHARITABLE

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:

BILL OF RIGHTS INSTITUTE

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CHARITABLE

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 50,000.

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RECIPIENT NAME:

BUZZARDS BAY MUSICFEST

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CHARITABLE

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

DIFFA/KANSAS CITY

ADDRESS:

PO BOX 10406

KANSAS CITY, MO 64171

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CHARITABLE

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

NATIONAL SPORTS CENTER

FOR THE DISABLED

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 50,000.

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RECIPIENT NAME:

BOY SCOUTS HEART OF AMERICA

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CHARITABLE

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

FARNSWORTH MUSEUM

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

ANDREW WYETH MEMORIAL ENDOWMENT

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 25,000.

RECIPIENT NAME:

LAND INSTITUTE

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CAPITAL CAMPAIGN

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

MASS MOCA

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 10,000.

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

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RECIPIENT NAME:

COLORADO CONSERVATION TRUST

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

ARTS INCUBATOR

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 5,000.

TOTAL GRANTS PAID:

847,650.

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