Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No. 1545-0052

2010

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: WILLIAM T & FRANCES D GRANT FOUNDATION TR 100184

A Employer identification number: 44-6010325

Number and street (or P.O. box number if mail is not delivered to street address): UMB BANK, P. O. BOX 419692 M/S 1020305

Room/suite:

B Telephone number (see page 10 of the instructions): (816) 860-7711

City or town, state, and ZIP code: KANSAS CITY, MO 64141-6692

C If exemption application is pending, check here ▶ [ ]

D 1 Foreign organizations, check here ▶ [ ]

2 Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 2,287,989.

J Accounting method: [X] Cash [ ] Accrual
[ ] Other (specify) ________
(Part I, column (d) must be on cash basis.)

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ▶ [X] if the foundation is **not** required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	72,271.	72,353.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	991.			
	b Gross sales price for all assets on line 6a 247,411.				
	7 Capital gain net income (from Part IV, line 2)		991.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less: Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	783.			STMT 1
	12 **Total.** Add lines 1 through 11	74,045.	73,344.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	23,512.	11,756.		11,756.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 2	800.	NONE	NONE	800.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) STMT 3	616.	302.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) STMT 4	35.	35.		
	24 **Total operating and administrative expenses.** Add lines 13 through 23	24,963.	12,093.	NONE	12,556.
	25 Contributions, gifts, grants paid	50,287.			50,287.
	26 **Total expenses and disbursements.** Add lines 24 and 25	75,250.	12,093.	NONE	62,843.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	-1,205.			
	b **Net investment income** (if negative, enter -0-)		61,251.		
	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	End of year	
			(a) Book Value	(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)			
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment: basis ▶			
		Less: accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)	2,138,754.	2,137,545.	2,287,989.
	14	Land, buildings, and equipment: basis ▶			
		Less: accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	2,138,754.	2,137,545.	2,287,989.
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 ▶ ☐ 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. ▶ X			
	27	Capital stock, trust principal, or current funds	2,138,754.	2,137,545.	
	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)	2,138,754.	2,137,545.	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	2,138,754.	2,137,545.	

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	2,138,754.
2	Enter amount from Part I, line 27a	2	-1,205.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	2,137,549.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 5	5	4.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,137,545.

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			(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 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	991.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8		3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	206,081.	2,096,674.	0.09828948134
2008	116,004.	2,325,866.	0.04987561622
2007	224,992.	2,519,855.	0.08928767727
2006	158,912.	2,427,378.	0.06546652396
2005	86,806.	2,348,349.	0.03696469307

2	**Total** of line 1, column (d)	2	0.33988399186
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	0.06797679837
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	2,187,529.
5	Multiply line 4 by line 3	5	148,701.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	613.
7	Add lines 5 and 6	7	149,314.
8	Enter qualifying distributions from Part XII, line 4	8	62,843.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ____________ (attach copy of ruling letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	1,225.
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	1,225.
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	1,225.
6	Credits/Payments:		
a	2010 estimated tax payments and 2009 overpayment credited to 2010 — 6a: 628.		
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	628.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	597.
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** ▶ **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶$ ________ (2) On foundation managers. ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		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?	6	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*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ STMT 6			
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*	8b	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*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ UMB BANK, N.A. Telephone no. ▶ (816)860-7711

Located at ▶ 1010 GRAND, KANSAS CITY, MO ZIP + 4 ▶ 64106

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

			Yes	No
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		X
	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 ▶			

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 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? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see page 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. ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 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

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)?		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? *If "Yes," attach the statement required by Regulations section 53.4945-5(d).*	☐ Yes ☐ No			
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? *If "Yes" to 6b, file Form 8870.*		6b		X
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		7b		

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

1 List all officers, directors, trustees, foundation managers and their compensation (see 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 7		23,512.	-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

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 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	2,083,611.
b	Average of monthly cash balances	1b	137,231.
c	Fair market value of all other assets (see page 25 of the instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	2,220,842.
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	2,220,842.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	33,313.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,187,529.
6	**Minimum investment return.** Enter 5% of line 5	6	109,376.

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	109,376.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	1,225.		
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	1,225.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	108,151.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	108,151.
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	108,151.

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	62,843.
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	62,843.
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	62,843.

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					108,151.
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	NONE				
b From 2006	39,187.				
c From 2007	103,417.				
d From 2008	1,435.				
e From 2009	102,501.				
f **Total** of lines 3a through e		246,540.			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ $ 62,843.					
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					62,843.
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).)*		45,308.			45,308.
6 Enter the net total of each column as indicated below:					
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5		201,232.			
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		201,232.			
10 Analysis of line 9:					
a Excess from 2006	NONE				
b Excess from 2007	97,296.				
c Excess from 2008	1,435.				
d Excess from 2009	102,501.				
e Excess from 2010					

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			
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	(e) Total
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).)

WILLIAM T. GRANT II

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.

WILLIAM T. GRANT II

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

Check here ▶ [X] 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				50,287.
b *Approved for future payment*				
Total ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income (See page 28 of the instructions.)
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	72,271.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	991.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b TAX REFUND			1	783.	
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				74,045.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 74,045.

(See worksheet in line 13 instructions on page 29 to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See page 29 of the instructions.)
	NOT APPLICABLE

Part XVII 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.

(a) Line no.	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

Sign Here

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.

Kelley Laner | 05/04/2011 |
Signature of officer or trustee | Date | Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
WESLEY HIRSCHBERG	Wesley Hirschberg	05/04/2011		P00162244
Firm's name ▶ THOMSON REUTERS (TAX & ACCOUNTING)			Firm's EIN ▶ 75-1297386	
Firm's address ▶ ONE NORTH DEARBORN ST., 5TH FLOOR CHICAGO, IL 60602			Phone no. 312-873-6900	

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 SHORT-TERM CAPITAL GAIN DIVIDENDS					404.	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					3,458.	
		100000. FEDERAL HOME LOAN BANK DTD 4/29/ PROPERTY TYPE: SECURITIES					12/14/2007	04/29/2010
100,000.00		102,346.00					-2,346.00	
		50000. FEDERAL HOME LOAN BANK DTD 3/17/2 PROPERTY TYPE: SECURITIES					03/15/2005	03/17/2010
50,000.00		49,811.00					189.00	
		50000. FEDERAL HOME LOAN BANK DTD 8/27/2 PROPERTY TYPE: SECURITIES					09/18/2007	08/27/2010
50,000.00		50,500.00					-500.00	
		9093.979 GOVT NATIONAL MTG ASSN POOL# 57 PROPERTY TYPE: SECURITIES					01/24/2002	01/15/2010
113.00		114.00					-1.00	
		8980.646 GOVT NATIONAL MTG ASSN POOL# 57 PROPERTY TYPE: SECURITIES					01/24/2002	02/16/2010
113.00		115.00					-2.00	
		8866.699 GOVT NATIONAL MTG ASSN POOL# 57 PROPERTY TYPE: SECURITIES					01/24/2002	03/15/2010
114.00		115.00					-1.00	
		8751.984 GOVT NATIONAL MTG ASSN POOL# 57 PROPERTY TYPE: SECURITIES					01/24/2002	04/15/2010
115.00		116.00					-1.00	
		8626.877 GOVT NATIONAL MTG ASSN POOL# 57 PROPERTY TYPE: SECURITIES					01/24/2002	05/17/2010
125.00		127.00					-2.00	
		8519.015 GOVT NATIONAL MTG ASSN POOL# 57 PROPERTY TYPE: SECURITIES					01/24/2002	06/15/2010
108.00		109.00					-1.00	
		7414.174 GOVT NATIONAL MTG ASSN POOL# 57 PROPERTY TYPE: SECURITIES					01/24/2002	07/15/2010
1,105.00		1,119.00					-14.00	

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)	
		7308.421 GOVT NATIONAL MTG ASSN POOL# 57 PROPERTY TYPE: SECURITIES					01/24/2002	08/16/2010
106.00		107.00					-1.00	
		6618.169 GOVT NATIONAL MTG ASSN POOL# 57 PROPERTY TYPE: SECURITIES					01/24/2002	09/15/2010
690.00		699.00					-9.00	
		6523.97 GOVT NATIONAL MTG ASSN POOL# 573 PROPERTY TYPE: SECURITIES					01/24/2002	10/15/2010
94.00		95.00					-1.00	
		6429.261 GOVT NATIONAL MTG ASSN POOL# 57 PROPERTY TYPE: SECURITIES					01/24/2002	11/15/2010
95.00		96.00					-1.00	
		6334.039 GOVT NATIONAL MTG ASSN POOL# 57 PROPERTY TYPE: SECURITIES					01/24/2002	12/15/2010
95.00		96.00					-1.00	
		23138.756 GOVT NATIONAL MTG ASSN DTD 12/ PROPERTY TYPE: SECURITIES					12/27/2002	01/20/2010
458.00		473.00					-15.00	
		22660.062 GOVT NATIONAL MTG ASSN DTD 12/ PROPERTY TYPE: SECURITIES					12/27/2002	02/22/2010
479.00		494.00					-15.00	
		21967.547 GOVT NATIONAL MTG ASSN DTD 12/ PROPERTY TYPE: SECURITIES					12/27/2002	03/22/2010
693.00		715.00					-22.00	
		21737.663 GOVT NATIONAL MTG ASSN DTD 12/ PROPERTY TYPE: SECURITIES					12/27/2002	04/20/2010
230.00		237.00					-7.00	
		21185.427 GOVT NATIONAL MTG ASSN DTD 12/ PROPERTY TYPE: SECURITIES					12/27/2002	05/20/2010
552.00		570.00					-18.00	
		20659.005 GOVT NATIONAL MTG ASSN DTD 12/ PROPERTY TYPE: SECURITIES					12/27/2002	06/21/2010
526.00		543.00					-17.00	

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)	
		20133.676 GOVT NATIONAL MTG ASSN DTD 12/ PROPERTY TYPE: SECURITIES					12/27/2002	07/20/2010
525.00		542.00					-17.00	
		19653.156 GOVT NATIONAL MTG ASSN DTD 12/ PROPERTY TYPE: SECURITIES					12/27/2002	08/20/2010
481.00		496.00					-15.00	
		19330.999 GOVT NATIONAL MTG ASSN DTD 12/ PROPERTY TYPE: SECURITIES					12/27/2002	09/20/2010
322.00		332.00					-10.00	
		19108.215 GOVT NATIONAL MTG ASSN DTD 12/ PROPERTY TYPE: SECURITIES					12/27/2002	10/20/2010
223.00		230.00					-7.00	
		18728.025 GOVT NATIONAL MTG ASSN DTD 12/ PROPERTY TYPE: SECURITIES					12/27/2002	11/22/2010
380.00		392.00					-12.00	
		18215.174 GOVT NATIONAL MTG ASSN DTD 12/ PROPERTY TYPE: SECURITIES					12/27/2002	12/20/2010
513.00		529.00					-16.00	
		67786.616 GOVT NATIONAL MTG ASSN II DTD PROPERTY TYPE: SECURITIES					05/09/2006	01/20/2010
377.00		373.00					4.00	
		67406.039 GOVT NATIONAL MTG ASSN II DTD PROPERTY TYPE: SECURITIES					05/09/2006	02/22/2010
381.00		377.00					4.00	
		67018.678 GOVT NATIONAL MTG ASSN II DTD PROPERTY TYPE: SECURITIES					05/09/2006	03/22/2010
387.00		384.00					3.00	
		66636.56 GOVT NATIONAL MTG ASSN II DTD 5 PROPERTY TYPE: SECURITIES					05/09/2006	04/20/2010
382.00		379.00					3.00	
		63974.413 GOVT NATIONAL MTG ASSN II DTD PROPERTY TYPE: SECURITIES					05/09/2006	05/20/2010
2,662.00		2,640.00					22.00	

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)	
		54624.369 GOVT NATIONAL MTG ASSN II DTD PROPERTY TYPE: SECURITIES					05/09/2006	06/21/2010
9,350.00		9,271.00					79.00	
		49967.326 GOVT NATIONAL MTG ASSN II DTD PROPERTY TYPE: SECURITIES					05/09/2006	07/20/2010
4,657.00		4,618.00					39.00	
		49662.377 GOVT NATIONAL MTG ASSN II DTD PROPERTY TYPE: SECURITIES					05/09/2006	08/20/2010
305.00		302.00					3.00	
		43445.277 GOVT NATIONAL MTG ASSN II DTD PROPERTY TYPE: SECURITIES					05/09/2006	09/20/2010
6,217.00		6,165.00					52.00	
		43171.1 GOVT NATIONAL MTG ASSN II DTD 5/ PROPERTY TYPE: SECURITIES					05/09/2006	10/20/2010
274.00		272.00					2.00	
		42896.863 GOVT NATIONAL MTG ASSN II DTD PROPERTY TYPE: SECURITIES					05/09/2006	11/22/2010
274.00		272.00					2.00	
		40029.49 GOVT NATIONAL MTG ASSN II DTD 5 PROPERTY TYPE: SECURITIES					05/09/2006	12/20/2010
2,867.00		2,843.00					24.00	
		1121.9895 GOVT NATIONAL MTG ASSN POOL# 4 PROPERTY TYPE: SECURITIES					06/28/1999	01/15/2010
45.00		45.00						
		1078.2814 GOVT NATIONAL MTG ASSN POOL# 4 PROPERTY TYPE: SECURITIES					06/28/1999	02/16/2010
44.00		43.00					1.00	
		952.6106 GOVT NATIONAL MTG ASSN POOL# 42 PROPERTY TYPE: SECURITIES					06/28/1999	03/15/2010
126.00		124.00					2.00	
		916.565 GOVT NATIONAL MTG ASSN POOL# 427 PROPERTY TYPE: SECURITIES					06/28/1999	04/15/2010
36.00		36.00						

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)	
		881.7085 GOVT NATIONAL MTG ASSN POOL# 42 PROPERTY TYPE: SECURITIES					06/28/1999	05/17/2010
35.00		34.00					1.00	
		845.2408 GOVT NATIONAL MTG ASSN POOL# 42 PROPERTY TYPE: SECURITIES					06/28/1999	06/15/2010
36.00		36.00						
		808.5604 GOVT NATIONAL MTG ASSN POOL# 42 PROPERTY TYPE: SECURITIES					06/28/1999	07/15/2010
37.00		36.00					1.00	
		771.6661 GOVT NATIONAL MTG ASSN POOL# 42 PROPERTY TYPE: SECURITIES					06/28/1999	08/16/2010
37.00		36.00					1.00	
		734.5568 GOVT NATIONAL MTG ASSN POOL# 42 PROPERTY TYPE: SECURITIES					06/28/1999	09/15/2010
37.00		37.00						
		697.2312 GOVT NATIONAL MTG ASSN POOL# 42 PROPERTY TYPE: SECURITIES					06/28/1999	10/15/2010
37.00		37.00						
		659.2881 GOVT NATIONAL MTG ASSN POOL# 42 PROPERTY TYPE: SECURITIES					06/28/1999	11/15/2010
38.00		37.00					1.00	
		632.1205 GOVT NATIONAL MTG ASSN POOL# 42 PROPERTY TYPE: SECURITIES					06/28/1999	12/15/2010
27.00		27.00						
		26750.7203 GOVT NATIONAL MTG ASSN DTD 3/ PROPERTY TYPE: SECURITIES					04/27/2005	01/15/2010
1,138.00		1,160.00					-22.00	
		25960.9838 GOVT NATIONAL MTG ASSN DTD 3/ PROPERTY TYPE: SECURITIES					04/27/2005	02/16/2010
790.00		805.00					-15.00	
		25788.4313 GOVT NATIONAL MTG ASSN DTD 3/ PROPERTY TYPE: SECURITIES					04/27/2005	03/15/2010
173.00		176.00					-3.00	

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)	
		25614.6885 GOVT NATIONAL MTG ASSN DTD 3/ PROPERTY TYPE: SECURITIES					04/27/2005	04/15/2010
174.00		177.00					-3.00	
		25436.4255 GOVT NATIONAL MTG ASSN DTD 3/ PROPERTY TYPE: SECURITIES					04/27/2005	05/17/2010
178.00		182.00					-4.00	
		25252.596 GOVT NATIONAL MTG ASSN DTD 3/1 PROPERTY TYPE: SECURITIES					04/27/2005	06/15/2010
184.00		187.00					-3.00	
		25056.081 GOVT NATIONAL MTG ASSN DTD 3/1 PROPERTY TYPE: SECURITIES					04/27/2005	07/15/2010
197.00		200.00					-3.00	
		24871.2495 GOVT NATIONAL MTG ASSN DTD 3/ PROPERTY TYPE: SECURITIES					04/27/2005	08/16/2010
185.00		188.00					-3.00	
		24693.3735 GOVT NATIONAL MTG ASSN DTD 3/ PROPERTY TYPE: SECURITIES					04/27/2005	09/15/2010
178.00		181.00					-3.00	
		24515.9798 GOVT NATIONAL MTG ASSN DTD 3/ PROPERTY TYPE: SECURITIES					04/27/2005	10/15/2010
177.00		181.00					-4.00	
		24331.5593 GOVT NATIONAL MTG ASSN DTD 3/ PROPERTY TYPE: SECURITIES					04/27/2005	11/15/2010
184.00		188.00					-4.00	
		24130.6373 GOVT NATIONAL MTG ASSN DTD 3/ PROPERTY TYPE: SECURITIES					04/27/2005	12/15/2010
201.00		205.00					-4.00	
		100. GARMIN LTD PROPERTY TYPE: SECURITIES					11/23/2005	11/22/2010
2,867.00		3,048.00					-181.00	

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)							991.	

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS
FEDERAL TAX REFUND		783.
	TOTALS	783.

STATEMENT 1

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	NET INVESTMENT INCOME
FOREIGN TAXES	78.	78.
FEDERAL ESTIMATES - INCOME	314.	
FOREIGN TAXES ON QUALIFIED FOR	224.	224.
TOTALS	616.	302.

WILLIAM T & FRANCES D GRANT FOUNDATION TR 44-6010325

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER NON-ALLOCABLE EXPENSE -	35.	35.
TOTALS	35.	35.

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION		AMOUNT
ROUNDING		4.
	TOTAL	4.

STATE(S) WHERE THE FOUNDATION IS REGISTERED

MO

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

OFFICER NAME:
UMB BANK, N.A.
ADDRESS:
P.O. BOX 419692
KANSAS CITY, MO 64141
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2
COMPENSATION .... 23,512.

OFFICER NAME:
WILLIAM T. GRANT II
ADDRESS:
PO BOX 419458
KANSAS CITY, MO 64141
TITLE:
ADVISORY TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

TOTAL COMPENSATION: 23,512.

RECIPIENT NAME:
UNIVERSITY OF MISSOURI
KANSAS CITY
ADDRESS:
4949 CHERRY STREET
KANSAS CITY, MO 64110
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
UMKC CONSERVATORY
OF MUSIC
ADDRESS:
4949 CHERRY STREET
KANSAS CITY, MO 64110
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 7,357.

RECIPIENT NAME:
NELSON GALLERY FOUNDATION
ADDRESS:
4525 OAK STREET
KANSAS CITY, MO 64111
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 9,047.

RECIPIENT NAME:
CHILDREN'S MERCY HOSPITAL
ADDRESS:
24TH & GILLHAM ROAD
KANSAS CITY, MO 64108
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 3,883.

RECIPIENT NAME:
BOYS & GIRLS CLUB OF GREATER KANSAS
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
ST. ANDREWS CHURCH
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 2,000.

RECIPIENT NAME:
CROSSPOINT MINISTRIES OF
KCK
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 2,000.

RECIPIENT NAME:
WAYSIDE WAIFS
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 3,000.

RECIPIENT NAME:
YMCA
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
JEWISH COMMUNITY CENTER
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
KANSAS CITY ZOO
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 3,000.

RECIPIENT NAME:
AMERICAN RED CROSS
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
Ozanam
ADDRESS:
3549 BROADWAY STREET
Kansas City, MO 64111-250
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 2,000.

RECIPIENT NAME:
National MS Society
ADDRESS:
PO BOX 4527
New York, NY 10163
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 1,000.

TOTAL GRANTS PAID: 50,287.

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Account Title Wm T & Frances D Grant Char Tr

Account Number 100184

Statement of Investment Position

Units Original Face	Asset Description	Cost Basis Total	Cost Basis Unit	Market Value Total	Market Value Price	% of Account	Estimated Annual Income	Market Yield
Equity Securities								
Common Stock								
125	Abbott Laboratories ABT 002824100	5,510.00	44 08	5,988.75	47 91	0.26%	220.00	3 67
250	Adobe Systems Inc ADBE 00724F101	9,575.29	38.30	7,695 00	30 78	0.34%		
225	AFLAC Inc AFL 001055102	9,306 00	41.36	12,696.75	56.43	0 55%	270 00	2 13
75	Apache Corp APA 037411105	6,523.00	86.97	8,942 25	119 23	0 39%	45.00	0 50

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Account Title Wm T & Frances D Grant Char Tr

Account Number 100184

Statement of Investment Position (continued)

Units		Cost Basis		Market Value		% of	Estimated	Market
Original Face	Asset Description	Total	Unit	Total	Price	Account	Annual Income	Yield
75	Apple Inc AAPL 037833100	12,502.50	166 70	24,192 00	322 56	1 06%		
365	AT & T Inc T 00206R102	10,964 42	30 04	10,723 70	29 38	0 47%	627 80	5 85
150	Baxter International Inc BAX 071813109	8,491 89	56.61	7,593 00	50 62	0 33%	186 00	2 45
100	Becton Dickinson & Co BDX 075887109	6,378 00	63.78	8,452 00	84 52	0 37%	164 00	1 94
100	BHP Billiton Ltd One ADR Represents 2 Ord Shrs BHP 088606108	6,978 00	69 78	9,292 00	92 92	0 41%	174 00	1 87
150	Caterpillar Inc Del CAT 149123101	7,764 33	51 76	14,049.00	93 66	0 61%	264 00	1 88
125	Cerner Corp CERN 156782104	8,036 25	64 29	11,842 50	94 74	0 52%		
100	Chevron Corp CVX 166764100	6,973 06	69 73	9,125 00	91 25	0 40%	288 00	3 16
175	Chubb Corp CB 171232101	8,442 00	48 24	10,437 00	59 64	0 46%	259 00	2 48
450	Cisco Systems Inc CSCO 17275R102	12,759 12	28 35	9,103.50	20 23	0 40%		
150	Coca Cola Co KO 191216100	9,425 04	62 83	9,865 50	65 77	0 43%	264 00	2 68

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Account Title **Wm T & Frances D Grant Char Tr**

Account Number **100184**

Statement of Investment Position (continued)

Units		Cost Basis		Market Value		% of	Estimated	Market
Original Face	Asset Description	Total	Unit	Total	Price	Account	Annual Income	Yield
250	CVS Caremark Corporation CVS 126650100	10,266.25	41 07	8,692 50	34 77	0 38%	87 50	1 01
300	Danaher Corp Del DHR 235851102	8,371 08	27 90	14,151 00	47 17	0 62%	24 00	0 17
75	Deere & Company DE 244199105	3,500.04	46 67	6,228 75	83 05	0 27%	105 00	1 69
375	Disney Walt Co DIS 254687106	10,188.86	27 17	14,066 25	37 51	0 61%	150 00	1 07
50	EOG Resources Inc EOG 26875P101	3,796 00	75.92	4,570 50	91 41	0 20%	31 00	0 68
725	Ericsson LM Telephone Co ADR Sponsored ADR repstg 10 Ser B shs ERIC 294821608	7,047 00	9 72	8,359 25	11.53	0 37%	140 65	1 68
100	Exelon Corp EXC 30161N101	8,064.58	80 65	4,164 00	41.64	0.18%	210 00	5 04
150	ExxonMobil Corp XOM 30231G102	10,495 00	69 97	10,968 00	73 12	0 48%	264 00	2 41
100	Franklin Res Inc BEN 354613101	11,508 12	115.08	11,121.00	111 21	0 49%	100 00	0 90
175	Gilead Sciences Inc GILD 375558103	7,692 29	43 96	6,342 00	36 24	0 28%		
50	Goldman Sachs Group Inc GS 38141G104	8,321 50	166 43	8,408 00	168 16	0 37%	70 00	0 83

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Account Title Wm T & Frances D Grant Char Tr

Account Number 100184

Statement of Investment Position (continued)

Units		Cost Basis		Market Value		% of	Estimated	Market
Original Face	Asset Description	Total	Unit	Total	Price	Account	Annual Income	Yield
275	Home Depot Inc HD 437076102	7,518.50	27 34	9,641 50	35 06	0 42%	259 88	2 70
200	Illinois Tool Works Inc ITW 452308109	8,212.00	41 06	10,680 00	53 40	0 47%	272 00	2 55
525	Intel Corp INTC 458140100	9,822 70	18 71	11,040.75	21 03	0 48%	330 75	3 00
75	International Business Machines IBM 459200101	8,961.25	119.48	11,007 00	146.76	0 48%	195 00	1 77
150	Lincoln National Corp LNC 534187109	7,839 00	52 26	4,171.50	27.81	0 18%	30 00	0 72
225	McCormick & Co Inc MKC 579780206	7,150 50	31 78	10,469 25	46 53	0 46%	252 00	2 41
150	McDonalds Corp MCD 580135101	8,676.79	57 85	11,514 00	76 76	0.50%	366 00	3 18
175	Microsoft Corp MSFT 594918104	7,705 47	44 03	4,884 25	27.91	0 21%	112 00	2 29
200	NextEra Energy Inc NEE 65339F101	8,930 00	44 65	10,398 00	51 99	0 45%	400 00	3 85
150	Northern Trust Corp NTRS 665859104	10,079 93	67.20	8,311 50	55 41	0.36%	168 00	2 02
45	Occidental Petroleum Corp OXY 674599105	667.23	14.83	4,414 50	98 10	0 19%	68 40	1 55
400	Oracle Corp	8,600 00	21 50	12 520 00	31 30	0 55%	80 00	

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Account Title **Wm T & Frances D Grant Char Tr**

Account Number **100184**

Statement of Investment Position (continued)

Units		Cost Basis		Market Value		% of	Estimated	Market
Original Face	Asset Description	Total	Unit	Total	Price	Account	Annual Income	Yield
125	Procter & Gamble Co PG 742718109	6,883 57	55 07	8,041 25	64 33	0 35%	240 88	3 00
175	Qualcomm Inc QCOM 747525103	8,089 75	46.23	8,660.75	49.49	0 38%	133 00	1 54
175	Raytheon Co RTN 755111507	8,306 75	47 47	8,109 50	46 34	0 35%	262 50	3 24
100	Schlumberger Ltd SLB 806857108	9,322 44	93.22	8,350 00	83 50	0 36%	84 00	1 01
300	Schwab Charles Corp SCHW 808513105	6,844 47	22 81	5,133 00	17 11	0 22%	72 00	1.40
300	TJX Cos Inc TJX 872540109	10,533 00	35.11	13,317 00	44 39	0 58%	180 00	1 35
50	Toronto Dominion Bank TD 891160509	2,541.00	50 82	3,715 50	74 31	0 16%	120 10	3 23
400	US Bancorp Del USB 902973304	9,340 00	23 35	10,788 00	26 97	0 47%	80 00	0 74
275	Valero Energy Corp New VLO 91913Y100	5,156 25	18.75	6,358.00	23 12	0.28%	55 00	0 87
	Total Common Stock	**425,508.19**		**484,878.85**		**21.19%**	**8,056.46**	**1.66**

Equity Funds

500	iShares Gold Trust IAU 464285105	4,554 33	9 11	6,950 00	13 90	0 30%		

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Account Title: Wm T & Frances D Grant Char Tr

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Statement of Investment Position (continued)

Units Original Face	Asset Description	Cost Basis Total	Cost Basis Unit	Market Value Total	Market Value Price	% of Account	Estimated Annual Income	Market Yield
3450.206	Scout Small Cap Fund UMBHX 81063U305	53,044 40	15 37	53,202 18	15 42	2 33%		
	Total Equity Funds	**255,249.18**		**272,222.82**		**11.90%**	**2,274.44**	**0.84**
Total Equity Securities		680,757.37		757,101.67		33 09%	10,330 90	1 36
Fixed Income Securities								
Gov't & Agency Bonds								
100000	Federal Home Loan Bank DTD 5/3/2006 5 250% 6/10/2011 AAA 3133XFJY3	101,540 90	1 02	102,106 00	102 11	4 46%	5,250 00	5 14
150000	Federal Home Loan Mortgage Corp DTD 4/13/2006 5 250% 4/18/2016 AAA 3137EAAD1	153,525 00	1 02	171,582 00	114 39	7 50%	7,875 00	4 59
100000	Federal National Mortgage Assn DTD 9/23/2002 4.375% 9/15/2012 AAA 31359MPF4	100,406 50	1 00	106,352 00	106 35	4.65%	4,375 00	4 11
50000	Federal National Mortgage Assn DTD 9/30/2010 2.000% Ser 1 9/30/2015 Call 3/30/11 @ 100 AAA 31398A3S9	49,965.00	1.00	48,987 00	97 97	2 14%	1,000 00	2 04
59999.9994 60000	Government National Mortgage Assn DTD 8/1/2003 5 1380% 12/16/2036 38374BQQ9	59,104 69	0 99	63,978 60	106 63	2 80%	3,082 80	4 82
6334 039 [illegible]	Govt National Mtg Assn [illegible]	6,413 22	1 01	6,905.09	109 02	0 30%	380.04	

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Statement of Investment Position (continued)

Units Original Face	Asset Description	Cost Basis Total	Cost Basis Unit	Market Value Total	Market Value Price	% of Account	Estimated Annual Income	Market Yield
	36207CFK9 Pool # 427770							
18215 174 100000	Govt National Mtg Assn DTD 12/1/2002 5.0000% 12/20/2017 36202DVE8 Pool # 003313	18,798 62	1 03	19,410 54	106 56	0.85%	910 76	4 69
24130.6373 75000	Govt National Mtg Assn DTD 3/1/2005 5 0000% 3/15/2020 36210A6T9 Pool # 486982	24,605.73	1.02	25,831 09	107 05	1 13%	1,206 53	4 67
40029.49 100000	Govt National Mtg Assn II DTD 5/1/2006 5.5000% 5/20/2021 36202EHX0 Pool # 3846	39,691 76	0 99	43,175.56	107 86	1 89%	2,201 62	5 10
175000	United States Treasury Notes DTD 2/15/2004 4 000% 2/15/2014 AAA 912828CA6	171,260.74	0.98	190,641 50	108.94	8 33%	7,000 00	3 67
	Total Gov't & Agency Bonds	**725,935.39**		**779,659.48**		**34.08%**	**33,322.84**	**4.27**
Corporate Bonds								
50000	AT&T Inc DTD 7/30/2010 2.500% 8/15/2015 A- 00206RAV4	50,404 50	1 01	49,824 50	99 65	2 18%	1,250.00	2 51
50000	BP Capital Markets Plc DTD 5/8/2009 3.625% 5/8/2014 A 05565QBL1	49,890 00	1 00	51,541 50	103 08	2 25%	1,812 50	3 52

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Statement of Investment Position (continued)

Units Original Face	Asset Description	Cost Basis Total	Cost Basis Unit	Market Value Total	Market Value Price	% of Account	Estimated Annual Income	Market Yield
	A+ 46625HHP8							
50000	Oracle Corp DTD 7/8/2009 3.750% 7/8/2014 Sr Unsecured Notes A 68389XAF2	50,163 00	1 00	53,144 00	106 29	2.32%	1,875 00	3.53
50000	Shell International Fin DTD 3/25/2010 1 875% 3/25/2013 AA 822582AL6	50,982 00	1 02	50,754.00	101 51	2 22%	937 50	1 85
50000	U S Bancorp Mtns DTD 7/27/2010 2 450% 7/27/2015 A+ 91159HGX2	50,803 00	1.02	49,679 00	99 36	2 17%	1,225 00	2 47
50000	Wachovia Corporation DTD 4/25/2008 5.500% 5/1/2013 Senior Unsecured Notes AA- 92976WBJ4	50,498 00	1 01	54,410 00	108 82	2.38%	2,750 00	5 05
50000	Wal Mart Stores Inc DTD 1/23/2009 3 000% 2/3/2014 Sr Unsecured Notes AA 931142CN1	50,695.50	1.01	51,966 50	103 93	2 27%	1,500 00	2 89
	Total Corporate Bonds	**452,164.50**		**467,056.00**		**20.41%**	**15,500.00**	**3.32**
Fixed Income Funds								
1898	iShares iBoxx $ Investment Grade Corp Bd LQD 464287242	200,335 03	105 55	205,819 12	108 44	9 00%	10,023 34	4 87
	Total Fixed Income Funds	**200,335.03**		**205,819.12**		**9.00%**	**10,023.34**	**4.87**
Total Fixed Income Securities		1,378,434 92		1,452,534 60		63 49%	58,846 18	4.05

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Account Title **Wm T & Frances D Grant Char Tr**

Account Number **100184**

Statement of Investment Position (continued)

Units Original Face	Asset Description	Cost Basis Total	Cost Basis Unit	Market Value Total	Market Value Price	% of Account	Estimated Annual Income	Market Yield
Cash & Equivalents								
Money Market Funds								
78352 77	Fidelity Money Market Fund #59 FMPXX 316175207	78,352 77	1 00	78,352 77	1.00	3.42%	167 86	0 21
	Total Money Market Funds	**78,352.77**		**78,352.77**		**3.42%**	**167.86**	**0.21**
Total Cash & Equivalents		78,352.77		78,352.77		3.42%	167.86	0 21
Total Assets		2,137,545.06		2,287,989.04		100 00%	69,344.94	3.03
Account Total		2,137,545.06		2,287,989.04				