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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Nonexempt Charitable Trust

OMB No 1545-0052

Treated as a Private Foundation

2011

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

For calendar year 2011 or tax year beginning

, 2011, and ending

, 20

Name of foundation

NORMA J AND WILLIAM J KENNEY CHARITABLE

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

P.O. BOX 387

City or town, state, and ZIP code

ST. LOUIS, MO 63166

A Employer identification number

20-4704256

B Telephone number (see instructions)

(314) 418-2643

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 ☐

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name change

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation

I Fair market value of all assets at end

of year (from Part II, col. (c), line

16) ▶ \$ 3,528,263.

J Accounting method: ☒ Cash ☐ Accrual☐ Other (specify) _____

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

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

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

1	Contributions, gifts, grants, etc., received (attach schedule)	767,271.			
2	Check <input 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	85,284.	85,250.	35.	
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	260,868.			
b	Gross sales price for all assets on line 6a	1,889,804.			
7	Capital gain net income (from Part IV, line 2)		260,868.		
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)	19,024.	19,024.		
12	Total. Add lines 1 through 11	1,132,447.	365,142.	35.	
13	Compensation of officers, directors, trustees, etc.	34,543.	31,089.		3,454.
14	Other employee salaries and wages		NONE	NONE	
15	Pension plans, employee benefits		NONE	NONE	
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule) STMT. 1	2,500.	NONE	NONE	2,500.
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions) STMT. 2	8,272.	968.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings		NONE	NONE	
22	Printing and publications		NONE	NONE	
23	Other expenses (attach schedule) STMT. 3	11,262.			11,262.
24	Total operating and administrative expenses. Add lines 13 through 23	56,577.	32,057.	NONE	17,216.
25	Contributions, gifts, grants paid	175,000.			175,000.
26	Total expenses and disbursements. Add lines 24 and 25	231,577.	32,057.	NONE	192,216.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	900,870.			
b	Net investment income (if negative, enter -0-)		333,085.		
c	Adjusted net income (if negative, enter -0-)			35.	

For Paperwork Reduction Act Notice, see instructions.

JSA

Form 990-PF (2011)

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ENVELOPE
POSTMARK DATE MAY 09 2012

SCANNED MAY 16 2012

Revenue

Operating and Administrative Expenses

RECEIVED
MAY 14 2012
OGDEN, UT

Part II Balance Sheets		Beginning of year (a) Book Value	End of year	
			(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	269.	2,063.	2,063.
	2 Savings and temporary cash investments	35,712.	111,905.	111,905.
	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 instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶	NONE		
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U.S. and state government obligations (attach schedule)	295,755.	123,428.	128,709.
	b Investments - corporate stock (attach schedule)	1,758,199.	2,518,700.	2,586,695.
	c Investments - corporate bonds (attach schedule)	453,640.	678,039.	698,891.
	11 Investments - land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule)	1.		
	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)	2,543,576.	3,434,135.	3,528,263.
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	2,543,576.	3,434,135.	
	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 instructions)	2,543,576.	3,434,135.	
	31 Total liabilities and net assets/fund balances (see instructions)	2,543,576.	3,434,135.	

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	2,543,576.
2 Enter amount from Part I, line 27a	2	900,870.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	3,444,446.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 12	5	10,311.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,434,135.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a					
b					
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) 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)	<div style="display: inline-block; vertical-align: middle;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>	2	260,868.
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 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 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))
2010	91,805.	2,648,708.	0.03466029476
2009	92,805.	2,455,050.	0.03780167410
2008	150,675.	2,753,864.	0.05471403090
2007			
2006			

2 Total of line 1, column (d)	2	0.12717599976
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	0.04239199992
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	2,906,553.
5 Multiply line 4 by line 3	5	123,215.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,331.
7 Add lines 5 and 6	7	126,546.
8 Enter qualifying distributions from Part XII, line 4 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	8	192,216.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1		
	Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	3,331.
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	3,331.
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	3,331.
6	Credits/Payments:		
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	6,755.
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	6,755.
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	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	3,424.
11	Enter the amount of line 10 to be: Credited to 2012 estimated tax ▶ 3,332. Refunded ▶	11	92.

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ \$ (2) On foundation managers ▶ \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MO		
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 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	X	

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	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 **US BANK NA** Telephone no **(314) 418-2643**
 Located at **PO BOX 387, ST LOUIS, MO** ZIP + 4 **63166**

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**

16 At any time during calendar year 2011, 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 **X**
 See 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?	<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 instructions)?		1b <input checked="" type="checkbox"/>
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 2011?		1c <input checked="" type="checkbox"/>
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 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
If "Yes," list the years ▶		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)		2b <input checked="" type="checkbox"/>
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If "Yes," did it have excess business holdings in 2011 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 2011)		3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a <input checked="" type="checkbox"/>
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 2011?		4b <input checked="" type="checkbox"/>

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

- 5a During the year did the foundation pay or incur any amount to
- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No
- b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ 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 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 14		34,543.	-0-	-0-

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE		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 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 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 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 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	2,950,815.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	2,950,815.
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	2,950,815.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	44,262.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,906,553.
6	Minimum investment return. Enter 5% of line 5	6	145,328.

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

1	Minimum investment return from Part X, line 6	1	145,328.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	3,331.
b	Income tax for 2011 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	3,331.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	141,997.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	141,997.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	141,997.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	192,216.
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	192,216.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	3,331.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	188,885.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				141,997.
2 Undistributed income, if any, as of the end of 2011:				
a Enter amount for 2010 only			47,613.	
b Total for prior years 20 09, 20 , 20		NONE		
3 Excess distributions carryover, if any, to 2011:				
a From 2006	NONE			
b From 2007	NONE			
c From 2008	NONE			
d From 2009	NONE			
e From 2010	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2011 from Part XII, line 4: ► \$ 192,216.				
a Applied to 2010, but not more than line 2a			47,613.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2011 distributable amount				141,997.
e Remaining amount distributed out of corpus	2,606.			
5 Excess distributions carryover applied to 2011. (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	2,606.			
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 instructions		NONE		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instructions				
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	2,606.			
10 Analysis of line 9:				
a Excess from 2007	NONE			
b Excess from 2008	NONE			
c Excess from 2009	NONE			
d Excess from 2010	NONE			
e Excess from 2011	2,606.			

Part XIV Private Operating Foundations (see 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 2011, 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) 2011	(b) 2010	(c) 2009	(d) 2008	
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 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 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 17				
Total			3a	175,000.
b Approved for future payment				
Total			3b	

27

Schedule of Contributors

OMB No 1545-0047

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

2011

Name of the organization

Employer identification number

NORMA J AND WILLIAM J KENNEY CHARITABLE

20-4704256

Organization type (check one).

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year ► \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on Part I, line 2, of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization

NORMA J AND WILLIAM J KENNEY CHARITABLE

Employer identification number

20-4704256

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	WILLIAM KENNEY TRUST # 040009298230 EIN 43-6931757 ST LOUIS, MO 63166	\$ 767,271.	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

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	2,500.			2,500.
	-----	-----	-----	-----
TOTALS	2,500.	NONE	NONE	2,500.
	=====	=====	=====	=====

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FEDERAL EXCISE TAXES	6,763.	
FOREIGN TAXES PAID	968.	968.
REAL ESTATE TAXES	541.	
	-----	-----
TOTALS	8,272.	968.
	=====	=====

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

REVENUE
AND
EXPENSES
PER BOOKS

CHARITABLE
PURPOSES

DESCRIPTION

OTHER ALLOCABLE EXPENSE-PRINCI

11,262.

11,262.

TOTALS

11,262.
=====

11,262.
=====

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
FHLB 3.375% 6/24/11		77,646.
FHLB 3.375% 2/27/13	73,962.	25,959.
FNMA MTN 3.250% 4/9/13	24,431.	25,104.
MISSOURI ST HWYS & TRANS 5%	25,035.	
	-----	-----
TOTALS	123,428.	128,709.
	=====	=====

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	---
ABBOTT LABS		
ALLSTATE CORP		
ATT INC	27,707.	30,240.
EXXON MOBIL CORP	27,083.	33,650.
GENERAL MILLS INC	10,968.	12,123.
HEWLETT PACKARD CO		
IBM CORP		
MCDONALDS CORP		
MICROSOFT CORP		
PFIZER INC	26,556.	26,617.
TARGET CORPORATION		
TEXAS INSTRUMENTS INC	5,433.	9,461.
ING GROUP NV 7.05% PFD		
APACHE CORP	18,850.	23,551.
BARD CR INC		
CH ROBINSON WORLDWIDE INC		
CVS CAREMARK CORP		
EMERSON ELEC CO		
FREEMPORT MCMORAN COPPER		
HALLIBURTON CO		
JOHNSON & JOHNSON	27,210.	27,872.
NIKE INC	12,498.	14,456.
NORFOLK SOUTHN CORP	11,037.	12,751.
NUCOR CORP		
ORACLE CORPORATION	10,987.	12,645.
PEPSICO INC		
QUALCOMM INC	19,092.	21,771.
SCHWAB CHARLES CORP		
THERMO FISHER SCIENTIFIC INC	26,767.	24,734.

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	---
WELLS FARGO & CO	9,690.	11,024.
WEATHERFORD INTL LTD		
FIRST AMER MID CAP GWTH OPP FD		
FIRST AMER REAL ESTATE SEC FD		
IPATH DOW JONES UBS COMMOD	64,991.	58,587.
ISHARES MSCI EMERGING MKTS	105,576.	84,682.
ABERCROMBIE & FITCH CO	2,921.	6,105.
ALTRIA GROUP INC		
BB&T CORP		
BEST BUY CO INC		
DISNEY WALT CO		
DUPONT E I DE NEMOURS & CO		
EXELON CORPORATION	23,773.	21,685.
FIRST ENERGY CORP		
GENERAL ELECTRIC CO	7,675.	10,746.
HJ HEINZ CO		
HOME DEPOT INC		
INTEL CORP	7,352.	11,131.
JOHNSON CTLS INC		
MARATHON OIL CORPORATION	4,363.	7,318.
MONSANTO CO		
RAYTHEON COMPANY		
VERIZON COMMUNICATIONS INC	8,982.	11,635.
WASTE MGMT INC		
ACCENTURE PLC	6,673.	13,308.
NEUBERGER BERMAN GENESIS INSTL		
SCOUT INTERNATIONAL FUND		
FIRST AMER INTERMD GOVT BD	265,940.	259,952.
PIMCO TOTAL RETURN FUND INSTL		

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	---
AMERICAN ELECTRIC POWER CO INC	10,833.	12,393.
CHEVRON CORPORATION	27,184.	35,644.
JP MORGAN CHASE CO	17,429.	14,963.
MCKESSON CORPORATION	10,095.	9,739.
PROCTER & GAMBLE CO	10,940.	13,342.
ROWE T PRICE MID CAP VALUE FD	40,000.	37,543.
DRIEHAUS ACTIVE INCOME FUND	81,525.	75,144.
NUVEEN HIGH INCOME BOND FD	89,032.	85,803.
NUVEEN INFLATION PRO SEC	104,902.	105,300.
NUVEEN INTERMEDIATE GOVT BD FD	25,000.	25,084.
OPPENHEIMER COM STR TR FD	87,411.	81,923.
T ROWE PRICE INTL BOND FUND	64,192.	59,376.
ALLERGAN INC	22,673.	25,796.
ALTERA CORP	9,728.	9,423.
AMAZON COM INC	14,299.	12,117.
AMERICAN EXPRESS CO	9,635.	9,670.
AMERICAN TOWER CORP	10,309.	12,002.
AMPHENOL CORP	9,538.	9,668.
APPLE INC	53,402.	56,295.
BRISTOL MYERS SQUIBB CO	7,465.	12,334.
CAMERON INTL CORP	9,565.	9,346.
CAPITAL ONE FINANCIAL CORP	10,393.	11,249.
CBS CORP CLASS B NON VOTING	11,003.	12,756.
CENTERPOINT ENERGY INC	10,697.	12,054.
CITIGROUP INC	15,308.	11,840.
CLIFFS NATURAL RESOURCES INC	13,720.	12,470.
COACH INC	15,089.	16,786.
COMERICA INC	11,539.	10,320.
CSX CORP	14,998.	14,742.

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	----
CUMMINS INC	13,874.	13,203.
DEERE & CO	3,673.	7,580.
DISCOVERY COMMUNICATIONS INC	10,503.	11,799.
DISNEY WALT CO	13,933.	26,550.
DOLLAR TREE INC	9,743.	12,633.
DU PONT E I DE NEMOURS & CO	7,639.	12,590.
EMC CORPORATION	17,766.	15,918.
GOLDMAN SACHS GROUP INC	11,713.	8,320.
GOOGLE INC	9,918.	10,980.
GRAINGER WW INC	9,795.	13,290.
JABIL CIRCUIT INC	5,510.	13,271.
KELLOGG CO	14,451.	13,907.
LAUDER ESTEE COS INC	10,380.	12,131.
LIFE TECHNOLOGIES CORP	14,117.	13,619.
LINCOLN NATL CORP IND	16,723.	15,536.
LULULEMON ATHLETICA INC	9,369.	7,746.
MACYS INC	10,217.	13,355.
MASTERCARD INC	14,099.	16,031.
MEADWESTVACO CORP	10,056.	11,710.
MEDCO HEALTH SOLUTIONS INC	15,318.	15,373.
MOSAIC CO	12,781.	11,347.
NATIONAL OIWELL VARCO INC	13,449.	15,298.
OCCIDENTAL PETROLEUM CORP	9,528.	10,026.
PPG INDS INC	9,575.	10,186.
PERRIGO CO	9,674.	11,092.
PHILIP MORRIS INTL	31,819.	36,807.
PIONEER NAT RES CO	11,652.	13,422.
PRICELINE COM INC	23,553.	22,450.
RALPH LAUREN CORP	10,315.	11,737.

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	---
ROCKWELL COLLINS INC	15,024.	16,057.
SALESFORCE COM INC	9,652.	7,102.
STARBUCKS CORP	18,795.	22,959.
UNITED HEALTH GROUP INC	17,922.	20,272.
UNITED TECHNOLOGIES CORP	15,660.	15,130.
VF CORP	4,371.	8,381.
VISA INC	9,814.	11,676.
WAL MART STORES INC	19,819.	23,904.
WALGREEN CO	29,106.	28,101.
WHITING PETROLEUM CORP	9,514.	8,264.
WILLIAMS COS INC	10,608.	13,736.
WYNN RESORTS LTD	13,329.	11,049.
ACE LTD	27,535.	30,362.
SCHLUMBERGER LTD	22,042.	19,605.
HIGHLAND LONG SHORT EQUITY Z	82,967.	84,038.
I SHARES MSCI EAFE INDEX FUND	22,845.	26,499.
ISHARES DJ US REAL ESTATE ETF	106,471.	108,791.
ISHARES RUSSELL MIDCAP VALUE	24,178.	23,870.
LAUDUS INTL MARKETMASTERS FUND	40,000.	38,390.
NEUBERGER BERMAN GENESIS INSTL	41,283.	42,651.
SPDR DJ WILSHIRE INTERNATIONAL	66,594.	56,785.
	-----	-----
TOTALS	2,518,700.	2,586,695.
	=====	=====

FORM 990PF, PART II - CORPORATE BONDS

=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	---
MORGAN ST DEAN W 6.60% 4/1/12	51,793.	50,416.
GOLDMAN SACHS 5.250% 10/15/13	49,743.	51,017.
BEAR STEARNS 5.70% 11/15/14	49,642.	54,377.
GE MONEY BANK 0.75% 2/6/12	75,000.	75,022.
GENL ELEC CAP 3.750% 11/14/14	50,906.	52,704.
EI DU PONT 3.250% 1/15/15	75,548.	79,983.
NOVARTIS CAP 2.90% 4/24/15	49,766.	52,917.
MICROSOFT CORP 4.2% 6/1/19	51,242.	57,639.
GEN ELEC CAP CORP 5% 4/10/12	26,090.	25,308.
BBVA US SENIOR SA UNIPER	49,675.	47,362.
MORGAN STANLEY 4.200% 11/20/14	24,862.	24,111.
DOVER CORP 4.875% 10/15/15	24,425.	28,249.
PITNEY BOWES 4.750% 1/15/16	23,544.	25,703.
BANK OF AMERICA 3.625% 3/17/16	25,303.	23,045.
JPMORGAN CHASE 4.250% 10/15/20	25,281.	25,176.
BECTON DICKINSON 3.125%	25,219.	25,862.
	-----	-----
TOTALS	678,039.	698,891.
	=====	=====

NORMA J AND WILLIAM J KENNEY CHARITABLE

20-4704256

FORM 990PF, PART II - OTHER INVESTMENTS

=====

COST/

FMV

C OR F

DESCRIPTION

REAL ESTATE

C

TOTALS

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

=====

DESCRIPTION

AMOUNT

COST ADJ

10,311.

TOTAL

10,311.

=====

FORM 990PF, PART VII-A - NEW SUBSTANTIAL CONTRIBUTORS

NAME AND ADDRESS

WILLIAM KENNEY TRUST # 040009298230
EIN 43-6931757
ST LOUIS, MO 63166

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

=====

OFFICER NAME:

US BANK NA

ADDRESS:

PO BOX 387

ST LOUIS, MO 63166

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 0

COMPENSATION 34,543.

TOTAL COMPENSATION:

34,543.

=====

RECIPIENT NAME:
COMMUNITY FOUNDATION OF
NORTHWEST MO
ADDRESS:
1014 WEST ST MAARTENS DRIVE
ST JOSEPH, MO 64506
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 20,000.

RECIPIENT NAME:
THE INTERSERV FOUNDATION
ATTN BRIDGET SUPPLE
ADDRESS:
PO BOX 4038
ST JOSEPH, MO 64504
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 25,000.

RECIPIENT NAME:
YOUTH ALLIANCE CENTER
ADDRESS:
3308 S LEONARD RD
ST JOSEPH, MO 64503
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 50,000.

RECIPIENT NAME:
FRIENDS OF THE PARK
FBO FT SMITH PROJECT
ADDRESS:
1920 GRAND
ST JOSEPH, MO 64505
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 15,000.

RECIPIENT NAME:
AGRI BUSINESS EXPO CENTER
ADDRESS:
4810 S LAKEWOOD DRIVE
ST JOSEPH, MO 64506
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 25,000.

RECIPIENT NAME:
HEARTLAND FOUNDATION
ADDRESS:
518 S 6TH
ST JOSEPH, MO 64501
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 15,000.

RECIPIENT NAME:

YWCA

ADDRESS:

304 NORTH 8TH

ST JOSEPH, MO 64501

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

EXEMPT PURPOSE

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 25,000.

TOTAL GRANTS PAID:

175,000.

=====

**SCHEDULE D
(Form 1041)**

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

► Attach to Form 1041, Form 5227, or Form 990-T. See the instructions for
Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).

OMB No 1545-0092

2011

Name of estate or trust

NORMA J AND WILLIAM J KENNEY CHARITABLE

Employer identification number

20-4704256

Note: Form 5227 filers need to complete *only* Parts I and II

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	-2,466.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2010 Capital Loss Carryover Worksheet	4	()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ►	5	-2,466.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					
LONG-TERM CAPITAL GAIN DIVIDENDS					3,097.

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	260,195.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	42.
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2010 Capital Loss Carryover Worksheet	11	()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ►	12	263,334.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2011

Part III Summary of Parts I and II**Caution:** Read the instructions before completing this part.

		(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
13	Net short-term gain or (loss)	13		-2,466.
14	Net long-term gain or (loss):			
a	Total for year	14a		263,334.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a ▶	15		260,868.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

Part IV Capital Loss Limitation

16	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of: a The loss on line 15, column (3) or b \$3,000	16	()
-----------	---	-----------	-----

Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part only if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution: Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if:

- Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.

Form 990-T trusts. Complete this part only if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17	
18	Enter the smaller of line 14a or 15 in column (2) but not less than zero	18	
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19	
20	Add lines 18 and 19	20	
21	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- ▶	21	
22	Subtract line 21 from line 20. If zero or less, enter -0-	22	
23	Subtract line 22 from line 17. If zero or less, enter -0-	23	
24	Enter the smaller of the amount on line 17 or \$2,300	24	
25	Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> Yes. Skip lines 25 and 26; go to line 27 and check the "No" box <input type="checkbox"/> No. Enter the amount from line 23	25	
26	Subtract line 25 from line 24	26	
27	Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> Yes Skip lines 27 thru 30, go to line 31 <input type="checkbox"/> No. Enter the smaller of line 17 or line 22	27	
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28	
29	Subtract line 28 from line 27	29	
30	Multiply line 29 by 15% (.15)	30	
31	Figure the tax on the amount on line 23. Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31	
32	Add lines 30 and 31	32	
33	Figure the tax on the amount on line 17. Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33	
34	Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34	

Schedule D (Form 1041) 2011

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

Employer identification number

NORMA J AND WILLIAM J KENNEY CHARITABLE

20-4704256

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 200. ALLSTATE CORP	01/26/2006	02/25/2011	6,252.00	10,564.00	-4,312.00
500. BEST BUY CO INC	05/12/2009	02/25/2011	16,010.00	18,464.00	-2,454.00
75. DISNEY WALT CO	04/09/2009	02/25/2011	3,211.00	1,498.00	1,713.00
75. DU PONT E I DE NEMOURS	04/09/2009	02/25/2011	4,033.00	1,962.00	2,071.00
26. EXXON MOBIL CORP	07/21/2008	02/25/2011	2,239.00	2,079.00	160.00
50. HALLIBURTON CO	05/02/2008	02/25/2011	2,324.00	2,263.00	61.00
100. HOME DEPOT INC	04/20/2009	02/25/2011	3,690.00	2,539.00	1,151.00
75. JOHNSON CONTROLS INC	04/09/2009	02/25/2011	3,030.00	1,225.00	1,805.00
75. NUCOR CORP	04/09/2009	02/25/2011	3,494.00	3,196.00	298.00
200. SCHWAB CHARLES CORP	04/14/2009	02/25/2011	3,750.00	3,362.00	388.00
100. CVS CAREMARK CORP	05/02/2008	06/22/2011	3,773.00	4,131.00	-358.00
25. DU PONT E I DE NEMOURS	04/09/2009	06/22/2011	1,293.00	654.00	639.00
50. EXXON MOBIL CORP	07/21/2008	06/22/2011	4,002.00	3,997.00	5.00
50. FREEPORT MCMORAN COPPE	10/21/2008	06/22/2011	2,478.00	863.00	1,615.00
75. HALLIBURTON CO	05/02/2008	06/22/2011	3,541.00	3,395.00	146.00
75. HJ HEINZ CO	04/09/2009	06/22/2011	4,007.00	2,555.00	1,452.00
25. INTERNATIONAL BUSINESS CORP	02/28/2006	06/22/2011	4,153.00	2,010.00	2,143.00
50. MCDONALDS CORP	05/02/2008	06/22/2011	4,137.00	3,056.00	1,081.00
150. VERIZON COMMUNICATION	04/09/2009	06/22/2011	5,394.00	4,530.00	864.00
75. ACCENTURE PLC CL A	04/09/2009	06/22/2011	4,131.00	2,083.00	2,048.00
100000. F H L B DEB 6/24/11	07/02/2008	06/24/2011	100,000.00	100,000.00	
200. ING GROUP NV 7.05% PF	05/03/2005	06/30/2011	4,738.00	5,224.00	-486.00
1050. ATT INC	04/12/2010	08/04/2011	30,481.00	25,816.00	4,665.00
400. ABBOTT LABORATORIES	06/04/2009	08/04/2011	19,755.00	17,840.00	1,915.00
700. ALLSTATE CORP	11/10/2009	08/04/2011	18,704.00	28,812.00	-10,108.00

6b Total Combine the amounts in column (f) Enter here and on Schedule D, line 6b

Schedule D-1 (Form 1041) 2011

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Employer identification number

NORMA J AND WILLIAM J KENNEY CHARITABLE

20-4704256

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr.)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 1000. ALTRIA GROUP INC	04/09/2009	08/04/2011	25,960.00	16,208.00	9,752.00
450. AMERICAN ELECTRIC POW	04/12/2010	08/04/2011	16,269.00	15,426.00	843.00
300. APACHE CORP	04/14/2009	08/04/2011	33,154.00	21,100.00	12,054.00
800. BBT CORP	04/09/2009	08/04/2011	19,257.00	14,752.00	4,505.00
300. BARD C R INC	05/23/2008	08/04/2011	27,659.00	27,816.00	-157.00
165. C H ROBINSON WORLDWID	06/23/2008	08/04/2011	11,442.00	9,586.00	1,856.00
800. CVS CAREMARK CORP	05/14/2010	08/04/2011	27,656.00	31,819.00	-4,163.00
300. CHEVRON CORPORATION	04/12/2010	08/04/2011	29,294.00	22,254.00	7,040.00
267. DISNEY WALT CO	04/09/2009	08/04/2011	9,549.00	5,334.00	4,215.00
475. DU PONT E I DE NEMOUR	04/09/2009	08/04/2011	22,711.00	12,425.00	10,286.00
395. EMERSON ELEC CO	12/29/2008	08/04/2011	18,451.00	12,924.00	5,527.00
249.99991 EXELON CORPORATI	04/09/2009	08/04/2011	10,590.00	11,857.00	-1,267.00
325.00009 EXELON CORPORATI	04/09/2009	08/04/2011	13,767.00	15,414.00	-1,647.00
321. EXXON MOBIL CORP	04/14/2009	08/04/2011	23,998.00	21,530.00	2,468.00
469. FIRST ENERGY CORP	04/09/2009	08/04/2011	19,401.00	18,689.00	712.00
500. FREEPORT MCMORAN COPP	02/02/2009	08/04/2011	23,585.00	5,697.00	17,888.00
2000. GENERAL ELECTRIC CO	04/09/2009	08/04/2011	33,259.00	23,059.00	10,200.00
800. GENERAL MILLS INC	02/28/2006	08/04/2011	28,904.00	19,736.00	9,168.00
636. HALLIBURTON CO	02/25/2010	08/04/2011	31,087.00	19,783.00	11,304.00
550. HJ HEINZ CO	04/09/2009	08/04/2011	27,799.00	18,738.00	9,061.00
625. HEWLETT PACKARD CO	04/09/2009	08/04/2011	20,756.00	21,430.00	-674.00
800. HOME DEPOT INC	04/20/2009	08/04/2011	25,627.00	20,312.00	5,315.00
641. INTEL CORP	04/09/2009	08/04/2011	13,546.00	10,268.00	3,278.00
200. INTERNATIONAL BUSINES	02/28/2006	08/04/2011	34,727.00	16,078.00	18,649.00
400. JOHNSON JOHNSON	06/04/2009	08/04/2011	24,999.00	24,215.00	784.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b

Schedule D-1 (Form 1041) 2011

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Employer identification number

NORMA J AND WILLIAM J KENNEY CHARITABLE

20-4704256

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 675. JOHNSON CONTROLS INC	04/09/2009	08/04/2011	23,288.00	11,023.00	12,265.00
800. MARATHON OIL CORPORAT	04/09/2009	08/04/2011	20,496.00	13,867.00	6,629.00
400. MARATHON PETROLEUM CO	04/09/2009	08/04/2011	15,252.00	9,380.00	5,872.00
200. MCDONALDS CORP	10/16/2006	08/04/2011	16,985.00	8,404.00	8,581.00
33. MCDONALDS CORP	05/02/2008	08/04/2011	2,802.00	2,017.00	785.00
900. MICROSOFT CORP	02/02/2006	08/04/2011	23,769.00	24,329.00	-560.00
275. MONSANTO CO	04/09/2009	08/04/2011	18,514.00	22,791.00	-4,277.00
230. NORFOLK SOUTHN CORP	05/02/2008	08/04/2011	16,025.00	13,955.00	2,070.00
325. NUCOR CORP	04/09/2009	08/04/2011	11,482.00	13,763.00	-2,281.00
4845.226 NUVEEN REAL ESTAT I	05/02/2008	08/04/2011	88,183.00	96,420.00	-8,237.00
6251.697 NUVEEN INTERMEDIA FD CL I	05/19/2010	08/04/2011	56,015.00	54,327.00	1,688.00
1472.042 NUVEEN MID CAP GR CL I	11/10/2009	08/04/2011	63,136.00	53,925.00	9,211.00
607. ORACLE CORPORATION	05/02/2008	08/04/2011	17,712.00	13,141.00	4,571.00
1465.857 PIMCO TOTAL RETUR	03/17/2010	08/04/2011	16,300.00	16,198.00	102.00
400. PEPSICO INC	06/04/2009	08/04/2011	25,657.00	24,740.00	917.00
571. PFIZER INC	03/06/2006	08/04/2011	10,030.00	15,081.00	-5,051.00
500. PFIZER INC	04/09/2009	08/04/2011	8,783.00	6,739.00	2,044.00
300. PROCTER & GAMBLE CO	05/14/2010	08/04/2011	18,050.00	18,716.00	-666.00
242. QUALCOMM INC	05/02/2008	08/04/2011	12,610.00	10,796.00	1,814.00
550. RAYTHEON COMPANY	04/09/2009	08/04/2011	23,075.00	23,308.00	-233.00
800. SCHWAB CHARLES CORP	04/14/2009	08/04/2011	11,592.00	13,337.00	-1,745.00
298. TARGET CORPORATION	02/28/2006	08/04/2011	14,438.00	16,453.00	-2,015.00
400. THERMO FISHER SCIENTI	04/09/2009	08/04/2011	22,066.00	21,283.00	783.00
1300. VERIZON COMMUNICATIO	04/12/2010	08/04/2011	45,732.00	38,248.00	7,484.00
700. WASTE MGMT INC	04/09/2009	08/04/2011	21,343.00	18,248.00	3,095.00

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b

Schedule D-1 (Form 1041) 2011

Employer identification number

20-4704256

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* INDICATES WASH SALE

Schedule D-1 (Form 1041) 2011