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

2011

For calendar year 2011 or tax year beginning , 2011, and ending , 20

Name of foundation: KEARNEY WORNALL FOUNDATION 100179

A Employer identification number: 44-6013874

Number and street (or P O box number if mail is not delivered to street address): UMB BANK, P. O. BOX 415044 M/S 1020307

Room/suite:

B Telephone number (see instructions): (816) 861-1933

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 ▶ ☐

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: [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)* ▶ $ 12,588,291.

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 instructions).)*

	Line	Description	(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 ▶ ☐ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	382,161.	393,107.		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	-16,758.			
	b	Gross sales price for all assets on line 6a 5,220,542.				
	7	Capital gain net income (from Part IV, line 2)				
	8	Net short-term capital gain				
	9	Income modifications				
	10 a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	39.	39.		
	12	**Total.** Add lines 1 through 11	365,442.	393,146.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	78,774.	39,387.		39,387.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule) STMT 1	800.	NONE	NONE	800.
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions) STMT 2	10,978.	885.		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule) STMT 3	40.	40.		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	90,592.	40,312.	NONE	40,187.
	25	Contributions, gifts, grants paid	667,600.			667,600.
	26	**Total expenses and disbursements** Add lines 24 and 25	758,192.	40,312.	NONE	707,787.
	27	Subtract line 26 from line 12				
	a	Excess of revenue over expenses and disbursements	-392,750.			
	b	**Net investment income** (if negative, enter -0-)		352,834.		
	c	**Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets — Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets			
1 Cash - non-interest-bearing			
2 Savings and temporary cash investments			
3 Accounts receivable ▶			
Less allowance for doubtful accounts ▶			
4 Pledges receivable ▶			
Less allowance for doubtful accounts ▶			
5 Grants receivable			
6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see 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)	9,872,991.	9,628,418.	12,588,291.
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)	9,872,991.	9,628,418.	12,588,291.
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	9,872,991.	9,628,418.	
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)	9,872,991.	9,628,418.	
31 **Total liabilities and net assets/fund balances** (see instructions)	9,872,991.	9,628,418.	

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	9,872,991.
2 Enter amount from Part I, line 27a	2	-392,750.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 4	3	150,000.
4 Add lines 1, 2, and 3	4	9,630,241.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 5	5	1,823.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	9,628,418.

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	PUBLICLY TRADED SECURITIES			
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	5,220,542.		5,237,300.	-16,758.
b				
c				
d				
e				

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				-16,758.
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	-16,758.
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	643,824.	12,492,935.	0.051535
2009	730,878.	12,838,001.	0.056931
2008	765,862.	13,975,329.	0.054801
2007	687,428.	13,248,199.	0.051888
2006	663,338.	12,829,555.	0.051704

2	**Total** of line 1, column (d)	2	0.266859
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	0.053372
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	12,612,145.
5	Multiply line 4 by line 3	5	673,135.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	3,528.
7	Add lines 5 and 6	7	676,663.
8	Enter qualifying distributions from Part XII, line 4	8	707,787.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ 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 ▶ [X] and enter 1% of Part I, line 27b		1	3,528.
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	3,528.
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	3,528.
6	Credits/Payments			
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a 10,287.		
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	10,287.
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	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	6,759.
11	Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ▶ 1,764. **Refunded** ▶		11	4,995.

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 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*	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 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? *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)*

		Line	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 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 ▶ UMB BANK, N.A. Telephone no ▶ (816)861-1933

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

		Line	Yes	No
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		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

		Line	Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
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 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 2011?	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 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ 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 instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ______ , ______ , ______ , ______			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ 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		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 2011?	4b		X

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

		Yes	No
5a	During the year did the foundation pay or incur any amount to		
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No		
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No		
b	If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No		
	If "Yes," attach the statement required by Regulations section 53.4945-5(d)		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b**		X
	If "Yes" to 6b, file Form 8870		
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**		

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 6		78,774.	-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

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 . . . . ▶	

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	12,201,356.
b	Average of monthly cash balances	1b	602,852.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	12,804,208.
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	12,804,208.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	192,063.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	12,612,145.
6	**Minimum investment return.** Enter 5% of line 5	6	630,607.

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	630,607.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	3,528.		
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	3,528.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	627,079.
4	Recoveries of amounts treated as qualifying distributions			4	150,000.
5	Add lines 3 and 4			5	777,079.
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	777,079.

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	707,787.
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	707,787.
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	3,528.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	704,259.

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				777,079.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			NONE	
b Total for prior years 20 09 ,20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2011				
a From 2006 . . . 34,541.				
b From 2007 . . . 61,114.				
c From 2008 . . . 86,562.				
d From 2009 . . . 102,604.				
e From 2010 . . . 32,891.				
f Total of lines 3a through e	317,712.			
4 Qualifying distributions for 2011 from Part XII, line 4. ▶ $ 707,787.				
a Applied to 2010, but not more than line 2a			NONE	
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				707,787.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2011 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	69,292.			69,292.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	248,420.			
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			NONE	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				
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	248,420.			
10 Analysis of line 9				
a Excess from 2007 . . . 26,363.				
b Excess from 2008 . . . 86,562.				
c Excess from 2009 . . . 102,604.				
d Excess from 2010 . . . 32,891.				
e Excess from 2011 . . .				

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 ▶ [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 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 10				
Total . . . . . . ▶ **3a**				667,600.
b *Approved for future payment*				
Total . . . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	382,161.	
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	-16,758.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b OTHER REVENUE			1	39.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				365,442.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 365,442.

(See worksheet in line 13 instructions 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 instructions.)
	NOT APPLICABLE

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

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?

		Yes	No
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) is based on all information of which preparer has any knowledge

Susan B. Jean | 05/03/2012 ▶

Signature of officer or trustee | Date | Title

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
WESLEY HIRSCHBERG	Wesley Hirschberg	05/03/2012		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	

Statement of Investment Position

Units	Description	Symbol Cusip	Cost Basis Unit	Cost Basis Total	Market Value Unit	Market Value Total	Unrealized Gain / (Loss)	Estimated Annual Income	Yield %
	Equity Securities								
	Common Stock								
1,800	Abbott Laboratories	ABT 002824100	47.75	85,958 79	56.23	101,214.00	15,255 21	3,456	3 41
1,800	Alexander & Baldwin Inc	ALEX 014482103	35 71	64,280 52	40.82	73,476 00	9,195 48	2,268	3 09
4,100	Alliant Energy Corp	LNT 018802108	30 75	126,072 58	44 11	180,851 00	54,778 42	6,970	3.85
2,750	Ameren Corp	AEE 023608102	40.59	111,629 18	33 13	91,107.50	(20,521 68)	4,400	4 83
3,700	American Electric Power Inc	AEP 025537101	32.16	118,984 60	41 31	152,847 00	33,862 40	6,956	4 55
1,275	Arch Coal Inc	ACI 039380100	24.26	30,931 50	14 51	18,500.25	(12,431.25)	561	3.03
3,250	AT & T Inc	T 00206R102	28 33	92,068 50	30 24	98,280.00	6,211 50	5,720	5 82
1,400	Barrick Gold Corp	ABX 067901108	36 50	51,100 00	45.25	63,350.00	12,250.00	840	1 33
1,795	Chevron Corp	CVX 166764100	45.29	81,301 31	106 40	190,988 00	109,686.69	5,816	3 05
1,000	Coca Cola Co	KO 191216100	62.64	62,637 90	69.97	69,970.00	7,332.10	1,880	2.69
300	Colgate Palmolive Co	CL 194162103	84 57	25,369 98	92 39	27,717.00	2,347 02	696	2 51
2,579	ConocoPhillips	COP 20825C104	30 84	79,529 06	72 87	187,931 73	108,402.67	6,809	3 62
1,000	Dominion Resources Inc	D 25746U109	46.15	46,145 60	53 08	53,080 00	6,934 40	1,970	3 71
1,500	Du Pont E I De Nemours & Co	DD 263534109	45 75	68,625 00	45.78	68,670.00	45.00	2,460	3 58
5,195	Duke Energy Hldg Corp	DUK 26441C105	16.10	83,615.96	22 00	114,290 00	30,674 04	5,195	4 55
1,100	Empire District Electric Co	EDE 291641108	17.48	19,228.99	21.09	23,199.00	3,970.01	0	
3,300	Firstenergy Corp	FE 337932107	35 64	117,611 01	44.30	146,190.00	28,578 99	7,260	4 97
1,650	GlaxoSmithKline Plc One ADR rpstg 2 Ord Shares	GSK 37733W105	37 63	62,097.40	45 63	75,289 50	13,192 10	3,640	4 83
1,900	Great Plains Energy Inc	GXP 391164100	32 07	60,933.00	21 78	41,382.00	(19,551.00)	1,615	3 90

Statement of Investment Position (continued)

Units	Description	Symbol / Cusip	Cost Basis Unit	Cost Basis Total	Market Value Unit	Market Value Total	Unrealized Gain / (Loss)	Estimated Annual Income	Yield %
	Equity Securities (continued)								
	Common Stock *(continued)*								
1,550	Heinz H J Co	HNZ 423074103	45.58	70,656 60	54 04	83,762 00	13,105 40	2,976	3.55
1,430	Illinois Tool Works Inc	ITW 452308109	41.21	58,929.40	46 71	66,795 30	7,865.90	2,059	3 08
3,300	Intel Corp	INTC 458140100	21.18	69,883.14	24.25	80,025 00	10,141.86	2,772	3 46
1,250	Kraft Foods Inc	KFT 50075N104	36.36	45,450 00	37.36	46,700 00	1,250 00	1,450	3 10
4,835	Marathon Oil Corp	MRO 565849106	8 00	38,659 98	29 27	141,520 45	102,860 47	2,901	2 05
2,417	Marathon Petroleum Corp	MPC 56585A102	10 82	26,145 53	33 29	80,461.93	54,316 40	2,417	3 00
760	McDonalds Corp	MCD 580135101	68 97	52,418.76	100 33	76,250 80	23,832.04	2,128	2 79
1,800	Merck & Co Inc	MRK 58933Y105	34 76	62,567 46	37 70	67,860 00	5,292 54	3,024	4 46
1,100	Newmont Mining Corp	NEM 651639106	44 90	49,390 00	60 01	66,011 00	16,621 00	1,540	2.33
2,415	NextEra Energy Inc	NEE 65339F101	51 91	125,351 96	60 88	147,025 20	21,673 24	5,313	3 61
1,860	Nucor Corp	NUE 670346105	29 62	55,099 23	39 57	73,600 20	18,500 97	2,716	3.69
4,645	Occidental Petroleum Corp	OXY 674599105	14.17	65,816 72	93 70	435,236.50	369,419 78	8,547	1 96
3,270	PG&E Corporation	PCG 69331C108	41 99	137,310 64	41 22	134,789 40	(2,521 24)	5,951	4 42
1,600	Progress Energy Inc	PGN 743263105	42 30	67,685.55	56 02	89,632 00	21,946 45	3,968	4.43
1,500	Raytheon Co	RTN 755111507	46 35	69,525 00	48 38	72,570 00	3,045.00	2,580	3 56
720	Rio Tinto Plc One Spon ADR Represents 4 Ord Shrs	RIO 767204100	61 37	44,188 20	48 92	35,222 40	(8,965 80)	841	2 39
1,335	Spectra Energy Corp	SE 847560109	21 92	29,269 36	30 75	41,051 25	11,781 89	1,495	3 64
1,180	Total S A Sponsored ADR repstg 5 ord shs	TOT 89151E109	52 20	61,599.44	51 11	60,309 80	(1,289 64)	3,180	5 27
49,886	UMB Financial Corp	UMBF 902788108	0 73	36,512 13	37 25	1,858,253 50	1,821,741 37	40,907	2 20

Statement of Investment Position (continued)

Units	Description	Symbol Cusip	Cost Basis Unit	Cost Basis Total	Market Value Unit	Market Value Total	Unrealized Gain / (Loss)	Estimated Annual Income	Yield %
	Equity Securities (continued)								
	Common Stock (continued)								
906	Unilever N V	UN 904784709	23 33	21,136.98	34 37	31,139 22	10,002 24	955	3 07
800	V F Corp	VFC 918204108	66.27	53,015.52	126.99	101,592 00	48,576.48	2,304	2 27
	Total Common Stock			**2,628,732.48**		**5,568,140.93**	**2,939,408.45**	**168,535**	
	Total Equity Securities			**2,628,732.48**		**5,568,140.93**	**2,939,408.45**	**168,535**	
	Fixed Income Securities								
	Government & Agency Bonds								
300,000	Federal Farm Credit Bank DTD 4/20/2010 4.330% 4/20/2020 Call 4/20/12 @ 100 AA+	31331JLA9	1.04	312,885 00	101 14	303,429 00	(9,456.00)	12,990	3 80
250,000	Federal Home Loan Mortgage Corp DTD 2/4/2011 0.750% Ser 1 3/28/2013 AA+	3137EACS6	1 00	249,579.50	100.56	251,392.50	1,813.00	1,875	0 83
300,000	Federal National Mortgage Assn DTD 3/28/2011 1 500% Ser 2 3/28/2014 Call 3/28/12 @ 100 AA+	3135G0BF9	1.00	300,990.00	100.26	300,780.00	(210 00)	4,500	1.38
100,000	Federal National Mortgage Assn DTD 5/18/2007 4.875% 5/18/2012 AA+	31398ABX9	1.01	101,074.00	101 84	101,843 00	769 00	4,875	4 61
550,000	Federal National Mortgage Assn DTD 5/21/2009 2 000% 5/21/2012 AA+	3136FHQY4	1.02	559,685.50	100.73	554,026 00	(5,659.50)	11,000	1 13
58,614 2246	Government National Mortgage Assn DTD 2/1/2004 5.0000% 2/15/2019 Pool # 612364	36202XJH1	1.03	60,592.46	109 14	63,971.93	3,379 47	2,931	4 58
233,604.9105	Government National Mtg Assn Pool DTD 8/1/2008 5 0000% 8/15/2023 Pool # 687811	36296DDQ8	1.00	233,385.91	108 80	254,154 84	20,768.93	11,680	4 60
844 937	Govt National Mtg Assn DTD 1/1/2000 7.5000% 1/20/2015 Pool # 002875	36202DFQ9	1.01	854 25	101.22	855 23	0 98	63	7 41

Statement of Investment Position (continued)

Units	Description	Symbol Cusip	Cost Basis Unit	Cost Basis Total	Market Value Unit	Market Value Total	Unrealized Gain / (Loss)	Estimated Annual Income	Yield %
Fixed Income Securities *(continued)*									
Government & Agency Bonds *(continued)*									
55,170.77	Govt National Mtg Assn DTD 1/1/2004 5.0000% 1/15/2019 Pool# 520162 Pool # 520162	36211QZ38	1.04	57,360.37	109 11	60,196.48	2,836.11	2,759	4 58
33,941 7475	Govt National Mtg Assn DTD 12/1/2002 5.0000% 12/20/2017 Pool # 003313	36202DVE8	1.02	34,662 98	108.86	36,948 77	2,285.79	1,697	4 59
96,357.24	Govt National Mtg Assn DTD 2/1/2004 5 0000% 2/15/2019 Pool # 616274	36290ST76	1 03	99,383 47	109.14	105,164.89	5,781 42	4,818	4 58
55,672 1523	Govt National Mtg Assn DTD 2/1/2004 5.0000% 2/15/2019 Platinum Pool Pool # 781708	36225B3R7	1 01	56,246.25	107 70	59,960 65	3,714.40	2,784	4 64
32,295 5375	Govt National Mtg Assn DTD 3/1/2003 5.0000% 3/15/2018 Pool # 602200	36200H7M0	1 04	33,496.52	109 05	35,217.27	1,720.75	1,615	4 59
39,174 6925	Govt National Mtg Assn DTD 3/1/2003 5 0000% 3/15/2018 Pool # 591972	36201ST58	1.04	40,631.50	109 11	42,743 26	2,111 76	1,959	4 58
1,419 605	Govt National Mtg Assn DTD 5/1/1999 7.0000% 5/15/2014 Pool # 510930	36211EST6	1.00	1,422 71	106 52	1,512 10	89 39	99	6.57
4,140 24	Govt National Mtg Assn DTD 5/1/2001 6.0000% 5/15/2016 Pool # 485442	36209YHT8	0 99	4,114.35	109 38	4,528 39	414 04	248	5 49
7,148 1525	Govt National Mtg Assn DTD 5/1/2001 6.0000% 5/15/2016 Pool # 554844	36213HLZ0	1.00	7,116 91	109.38	7,818 29	701 38	429	5 49
4,003.954	Govt National Mtg Assn DTD 5/1/2001 6.0000% 5/20/2016 Pool # 003087	36202DNC1	1 00	3,993 32	109 00	4,364 31	370.99	240	5 50
22,145 5488	Govt National Mtg Assn DTD 5/1/2003 4 5000% 5/15/2018 Pool # 553227	36213FSQ7	1.02	22,560 77	108.77	24,086 74	1,525 97	997	4 14
1,989 5232	Govt National Mtg Assn DTD 8/1/1999 7.0000% 8/15/2014 Pool # 496254	36210MH79	1 00	1,998 83	106.52	2,119 15	120 32	139	6 57

Statement of Investment Position (continued)

Units	Description	Symbol Cusip	Cost Basis Unit	Cost Basis Total	Market Value Unit	Market Value Total	Unrealized Gain / (Loss)	Estimated Annual Income	Yield %
	Fixed Income Securities *(continued)*								
	Government & Agency Bonds *(continued)*								
9,380 129	Govt National Mtg Assn DTD 8/1/2004 5 0000% 8/15/2019 Pool # 633538	36291NZB0	1 03	9,626 38	109.14	10,237 53	611 15	469	4 58
20,841.657	Govt National Mtg Assn DTD 9/1/2002 5 0000% 9/15/2017 Pool # 563631	36213TEC3	1 03	21,440 84	109 11	22,740.20	1,299 36	1,042	4 58
54,055 722	Govt National Mtg Assn II DTD 8/1/2004 5.0000% 8/20/2019 Pool # 003589	36202D7A3	1 02	55,170 63	109 08	58,962 97	3,792.34	2,703	4 58
48,710 0048	Govt National Mtg Assn Platinum Pool DTD 2/1/2004 5.5000% 2/15/2019 Pool # 781710	36225B3T3	1 02	49,790 74	108.34	52,774 25	2,983.51	2,679	5 08
200,000	United States Treasury Notes DTD 3/31/2007 4 500% 3/31/2012 AAA	912828GM6	1 01	201,257 81	101.07	202,140.00	882 19	9,000	4 35
	Total Government & Agency Bonds			**2,519,321.00**		**2,561,967.75**	**42,646.75**	**83,591**	
	Corporate Bonds								
250,000	AT&T Inc DTD 12/6/2007 4.950% 1/15/2013 Senior Unsecured Notes A-	00206RAF9	1.07	266,882 50	104.22	260,555 00	(6,327 50)	12,375	2 85
250,000	Bhp Billiton Finance DTD 4/17/2003 4.800% 4/15/2013 A+	055451AA6	1.06	265,520 00	105.35	263,370 00	(2,150.00)	12,000	2 99
250,000	Boeing Cap Corp DTD 10/27/2009 3.250% 10/27/2014 Sr Notes A	097014AK0	1 07	266,900 00	106.48	266,200.00	(700 00)	8,125	0.86
200,000	Caterpillar Inc DTD 5/27/2011 1.375% 5/27/2014 Sr Unsecured Notes A	149123BU4	1.01	201,688.00	101.17	202,338.00	650 00	2,750	1.08
200,000	Chevron Corporation DTD 3/3/2009 3 950% 3/3/2014 Senior Notes AA	166751AH0	1.08	215,314 00	106 94	213,880 00	(1,434.00)	7,900	0 71

Statement of Investment Position (continued)

Units	Description	Symbol Cusip	Cost Basis Unit	Cost Basis Total	Market Value Unit	Market Value Total	Unrealized Gain / (Loss)	Estimated Annual Income	Yield %
Fixed Income Securities *(continued)*									
Corporate Bonds *(continued)*									
150,000	E I Du Pont De Nemours Co DTD 9/23/2010 1.950% 1/15/2016 Sr Unsecured Notes A	263534CD9	1 02	153,072.00	102 75	154,126.50	1,054 50	2,925	1 45
200,000	Hewlett Packard Co DTD 5/31/2011 1 550% 5/30/2014 Sr Unsecured Notes BBB+	428236BK8	1 01	201,758 00	98.34	196,682 00	(5,076.00)	3,100	1 25
200,000	IBM Corp DTD 11/6/2009 2 100% 5/6/2013 Sr Unsecured Notes A+	459200GR6	1 00	200,512 00	102 06	204,126.00	3,614.00	4,200	2 02
150,000	Intel Corp DTD 9/19/2011 1.950% 10/1/2016 Sr Unsecured Notes A+	458140AH3	1.01	151,828.50	102 80	154,203.00	2,374 50	2,925	1 69
200,000	John Deere Capital Corp DTD 3/30/2009 5 250% Ser MTN 10/1/2012 A	24422EQW2	1 08	216,066 00	103.48	206,962 00	(9,104 00)	10,500	2 55
200,000	Occidental Petroleum Corp DTD 12/16/2010 1 450% 12/13/2013 Sr Unsecured Notes A	674599CA1	1 02	203,290.00	101 73	203,468 00	178 00	2,900	0 70
250,000	Oracle Corp DTD 7/8/2009 3 750% 7/8/2014 Sr Unsecured Notes A	68389XAF2	1 08	269,112 50	107 55	268,870 00	(242 50)	9,375	0 74
250,000	Shell International Fin DTD 3/23/2009 4 000% 3/21/2014 Sr Unsecured Notes AA	822582AF9	1 08	269,290.00	107 48	268,710 00	(580.00)	10,000	1 10
200,000	Target Corp DTD 7/18/2011 1.125% 7/18/2014 Sr Unsecured Notes A+	87612EAW6	1 01	202,808 00	100 73	201,468 00	(1,340 00)	2,250	0 63

Statement of Investment Position (continued)

Units	Description	Symbol Cusip	Cost Basis Unit	Cost Basis Total	Market Value Unit	Market Value Total	Unrealized Gain / (Loss)	Estimated Annual Income	Yield %
	Fixed Income Securities *(continued)*								
	Corporate Bonds *(continued)*								
250,000	Teva Pharma Fin IV LLC		1.01	251,565 00	100 77	251,932 50	367.50	4,250	1 48
	DTD 11/10/2011 1 700% 11/10/2014	88166HAA5							
	A-								
200,000	Texas Instruments Inc		1 02	203,798 00	101 25	202,490 00	(1,308 00)	2,750	0 66
	DTD 5/23/2011 1 375% 5/15/2014	882508AQ7							
	Sr Unsecured Notes								
	A+								
200,000	Verizon Communications Inc		1.03	205,130 00	102 07	204,132 00	(998 00)	3,900	0.91
	DTD 3/28/2011 1.950% 3/28/2014	92343VBA1							
	Sr Unsecured Notes								
	A-								
200,000	Wal Mart Stores Inc		1 02	203,516.00	102.20	204,398 00	882 00	3,250	0.99
	DTD 4/18/2011 1 625% 4/15/2014	931142DA8							
	Sr Unsecured Notes								
	AA								
250,000	Walgreen Co		1 07	267,000 00	106.69	266,722 50	(277 50)	12,188	0 67
	DTD 7/17/2008 4 875% 8/1/2013	931422AD1							
	Senior Notes								
	A								
200,000	Walt Disney Company		1.09	217,042 00	107 64	215,276 00	(1,766 00)	9,000	0.64
	DTD 12/22/2008 4.500% 12/15/2013	254687AW6							
	A								
	Total Corporate Bonds			**4,432,092.50**		**4,409,909.50**	**(22,183.00)**	**126,663**	
	Total Fixed Income Securities			**6,951,413.50**		**6,971,877.25**	**20,463.75**	**210,253**	
	Money Markets and Cash								
	Money Market Funds								
48,272 44	Fidelity Treasury Only Fund #680		1.00	48,272 44	1 00	48,272 44		5	0 01
		233809300							
	Total Money Market Funds			**48,272.44**		**48,272.44**	**0.00**	**5**	

Statement of Investment Position (continued)

Units	Description	Symbol Cusip	Cost Basis Unit	Cost Basis Total	Market Value Unit	Market Value Total	Unrealized Gain / (Loss)	Estimated Annual Income	Yield %
	Money Markets and Cash *(continued)*								
	Cash								
0	Cash		0 00	0.00	1 00	0 00		0	
	Total Cash			**0.00**		**0.00**	**0.00**	**0**	
	Total Money Markets and Cash			**48,272.44**		**48,272.44**	**0.00**	**5**	
	Account Total			**9,628,418.42**		**12,588,290.62**	**2,959,872.20**	**378,793**	

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	885.	885.
FEDERAL ESTIMATES - INCOME	10,093.	
TOTALS	10,978.	885.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER NON-ALLOCABLE EXPENSE -	35.	35.
OTHER NON-ALLOCABLE EXPENSE -	5.	5.
TOTALS	40.	40.

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

DESCRIPTION		AMOUNT
RECOVERY OF QUALIFYING DISTRIBUTION		150,000.
	TOTAL	150,000.

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

DESCRIPTION		AMOUNT
ACCRUED INTEREST		1,821.
ROUNDING		2.
	TOTAL	1,823.

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

OFFICER NAME:
UMB BANK
ADDRESS:
1010 GRAND
KANSAS CITY, MO 64106
TITLE:
CO-TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 20
COMPENSATION .... 78,774.

OFFICER NAME:
PAUL L. SKAHAN
ADDRESS:
5931 BALLENTINE
SHAWNEE, KS 66203
TITLE:
CO-TRUSTEE

TOTAL COMPENSATION: 78,774.

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

RECIPIENT NAME:
HARVESTERS COMMUNITY
FOOD NETWORK
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 32,000.

RECIPIENT NAME:
AGRICULTURE FUTURE OF
AMERICA INC
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 346,000.

RECIPIENT NAME:
KANSAS CITY SYMPHONY FOUNDATION
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 110,000.

RECIPIENT NAME:
KEMPER MUSEUM OF
CONTEMPORARY ART
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 92,600.

RECIPIENT NAME:
JOHN WORNALL HOUSE MUSEUM
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
SALUTE TO VETERANS
CORPORATION
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
MS SOCIETY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
ALPHAPOINTE ASSOCIATION FOR THE
BLIND
ADDRESS:
7501 PROSPECT AVE.
KANSAS CITY, MO 64132
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 5,000.

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

RECIPIENT NAME:
ARTHRITIS FOUNDATION
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
PARK UNIVERSITY
ADDRESS:
8700 NW RIVER PARK DRIVE
PARKVILLE, MO 64152
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
AMERICAN ROYAL ASSOCIATION
ADDRESS:
1701 AMERICAN ROYAL COURT
KANSAS CITY, MO 64102
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 10,000.

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

RECIPIENT NAME:
DWIGHT D. EISENHOWER MEMORIAL
COMMISSION
ADDRESS:
1629 K ST NW # 801
WASHINGTON, DC 20006
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 25,000.

TOTAL GRANTS PAID: 667,600.

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