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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
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

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

Name of foundation J. B. REYNOLDS FOUNDATION		EXTENSION ATTACHED		A Employer identification number 44-6014359
Number and street (or P O box number if mail is not delivered to street address) P.O. BOX 219139		Room/suite		B Telephone number (see instructions) (816) 753-7000
City or town, state, and ZIP code KANSAS CITY, MO 64121-9139				C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply	<input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change	<input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation				E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 16,406,227.		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (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)							
2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B							
3	Interest on savings and temporary cash investments				2,617.	2,617.		ATCH 1
4	Dividends and interest from securities				760,172.	760,172.		ATCH 2
5a	Gross rents							
b	Net rental income or (loss)							
6a	Net gain or (loss) from sale of assets not on line 10				-28,508.			
b	Gross sales price for all assets on line 6a				5,029,415.			
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)							
12	Total. Add lines 1 through 11				734,281.	762,789.		
13	Compensation of officers, directors, trustees, etc.				0			
14	Other employee salaries and wages							
15	Pension plans; employee benefits							
16a	Legal fees (attach schedule)							
b	Accounting fees (attach schedule) ATCH 3				1,145.			1,145.
c	Other professional fees (attach schedule)							
17	Interest							
18	Taxes (attach schedule) (see instructions) *				20,000.			
19	Depreciation (attach schedule) and depletion							
20	Occupancy							
21	Travel, conferences, and meetings							
22	Printing and publications							
23	Other expenses (attach schedule) ATCH 5				614.	614.		
24	Total operating and administrative expenses. Add lines 13 through 23				21,759.	614.		1,145.
25	Contributions, gifts, grants paid				785,000.			785,000.
26	Total expenses and disbursements. Add lines 24 and 25				806,759.	614.	0	786,145.
27	Subtract line 26 from line 12				-72,478.			
a	Excess of revenue over expenses and disbursements					762,175.		
b	Net investment income (if negative, enter -0-)							
c	Adjusted net income (if negative, enter -0-)							

For Paperwork Reduction Act Notice, see instructions.

JSA ** ATCH 4

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	59,701.	90,594.	90,594.
	2 Savings and temporary cash investments	836,037.	1,109,971.	1,109,971.
	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) **	1,233,384.	418,312.	453,001.
	b Investments - corporate stock (attach schedule)			
	c Investments - corporate bonds (attach schedule) ATCH 7	13,227,625.	13,665,393.	14,752,661.
	11 Investments - land, buildings, and equipment basis ▶			
Less accumulated depreciation (attach schedule) ▶				
12 Investments - mortgage loans				
13 Investments - other (attach schedule)				
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)	15,356,747.	15,284,270.	16,406,227.	
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)	0	0	
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	5,943,911.	5,943,911.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	9,412,836.	9,340,359.	
	30 Total net assets or fund balances (see instructions)	15,356,747.	15,284,270.	
	31 Total liabilities and net assets/fund balances (see instructions)	15,356,747.	15,284,270.	

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	15,356,747.
2 Enter amount from Part I, line 27a	2	-72,478.
3 Other increases not included in line 2 (itemize) ▶ ATTACHMENT 8	3	1.
4 Add lines 1, 2, and 3	4	15,284,270.
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	15,284,270.

**ATCH 6

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV SCHEDULE					
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	-28,508.	
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	0	

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	770,000.	16,100,474.	0.047825
2009	750,000.	15,836,488.	0.047359
2008	745,000.	15,360,272.	0.048502
2007	742,808.	15,159,814.	0.048998
2006	768,931.	15,142,176.	0.050781
2 Total of line 1, column (d)			2 0.243465
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 0.048693
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			4 16,194,559.
5 Multiply line 4 by line 3			5 788,562.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 7,622.
7 Add lines 5 and 6			7 796,184.
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			8 786,145.

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

1 a	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 type="checkbox"/> and enter 1% of Part I, line 27b	1	15,244.
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	15,244.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	15,244.
6	Credits/Payments		
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	22,805.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	8,500.
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	31,305.
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	41.
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	16,020.
11	Enter the amount of line 10 to be Credited to 2012 estimated tax <input type="checkbox"/> 16,020. Refunded <input type="checkbox"/> <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

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

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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 R. PHILIP BIXBY	Telephone no	816-753-7000	
	Located at 3520 BROADWAY KANSAS CITY, MO	ZIP + 4	64111	
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
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country			X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		
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?		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?	<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)		X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<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)		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		X

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

5a During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see 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

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

6b

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

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
ATTACHMENT 9		0	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				

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

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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
N/A		0
Total number of others receiving over \$50,000 for professional services		

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A	
2	
3	
4	

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

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

	Amount
1 N/A	
2	
All other program-related investments See instructions	
3 N/A	
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	14,529,539.
b	Average of monthly cash balances	1b	1,911,638.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	16,441,177.
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	
3	Subtract line 2 from line 1d	3	16,441,177.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	246,618.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	16,194,559.
6	Minimum investment return. Enter 5% of line 5	6	809,728.

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	809,728.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	15,244.
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	15,244.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	794,484.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	794,484.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	794,484.

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	786,145.
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	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	786,145.
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	786,145.

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

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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				794,484.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			782,168.	
b Total for prior years 20 09 20 08 20 07				
3 Excess distributions carryover, if any, to 2011				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f Total of lines 3a through e				
4 Qualifying distributions for 2011 from Part XII, line 4. ► \$ 786,145.				
a Applied to 2010, but not more than line 2a			782,168.	
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2011 distributable amount				3,977.
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
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				
d Subtract line 6c from line 6b Taxable amount - see instructions				
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				790,507.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

Form 990-PF (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)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years				(e) Total
(a) 2011	(b) 2010	(c) 2009	(d) 2008		
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)(ii)					
(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**

<div>Recipient</div> <div>Name and address (home or business)</div>	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 <i>Paid during the year</i> ATTACHMENT 11				785,000.
Total			▶ 3a	785,000.
b <i>Approved for future payment</i>				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

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			14	2,617.		
4 Dividends and interest from securities			14	760,172.		
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	-28,508.		
9 Net income or (loss) from special events . . .						
10 Gross profit or (loss) from sales of inventory . .						
11 Other revenue a _____						
b _____						
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)				734,281.		
13 Total. Add line 12, columns (b), (d), and (e)				734,281.		

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

[illegible]

PAGE 17

ATTACHMENT 1

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
MONEY-MARKET INTEREST	2,617.	2,617.
TOTAL	<u>2,617.</u>	<u>2,617.</u>

ATTACHMENT 2FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
BOND INTEREST	760,172.	760,172.
TOTAL	<u>760,172.</u>	<u>760,172.</u>

ATTACHMENT 3

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ACCOUNTING FEES	1,145.			1,145.
TOTALS	<u>1,145.</u>			<u>1,145.</u>

ATTACHMENT 4FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
2011 990-PF ESTIMATED TAXES	20,000.
TOTALS	<u>20,000.</u>

ATTACHMENT 5FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
BANK CHARGES & SAFEKEEPING FEES	614.	614.
TOTALS	<u>614.</u>	<u>614.</u>

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

<u>DESCRIPTION</u>	<u>ATTACHMENT 6</u>	
	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
ATTACHMENT 10	418,312.	453,001.
US OBLIGATIONS TOTAL	<u>418,312.</u>	<u>453,001.</u>

FORM 990PF, PART II - CORPORATE BONDS

ATTACHMENT 7

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
ATTACHMENT 10	13,665,393.	14,752,661.
TOTALS	<u>13,665,393.</u>	<u>14,752,661.</u>

ATTACHMENT 8FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCESDESCRIPTIONAMOUNT

ROUNDING

1.

TOTAL

1.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 9

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
R. PHILIP BIXBY 810 W. 52ND ST. KANSAS CITY, MO 64112	PRES., TREASURER, & DIRECTOR 1.00	0	0	0
NANCY BIXBY HUDSON 425 BALDWIN CREEK ROAD LANDER, WY 82520	VICE PRESIDENT 1.00	0	0	0
WALTER E. BIXBY III 3800 N.W. MULBERRY DR., APT. #402 KANSAS CITY, MO 64116-1685	SECRETARY & DIRECTOR 1.00	0	0	0
LEE M. VOGEL 3810 N.W. MULBERRY DR., APT. #202 KANSAS CITY, MO 64116	DIRECTOR 1.00	0	0	0
GRAND TOTALS		0	0	0

J.B. Reynolds Foundation
Notes To Financial Statements
December 31, 2011

NOTE 1:	Money Market Funds	Cost	Fair Value
	Fidelity Government Port	\$ 1,109,971	\$ 1,109,971
	Total Money Market	<u>\$ 1,109,971</u>	<u>\$ 1,109,971</u>

NOTE 2:	Bonds Owned—U.S. Government	Par Value	Coupon	Maturity	Cost	Fair Value
	24,319 GNMA MOBILE D 401906		7.25	8/15/2015	\$ 24,403	\$ 26,747
	385,831 SBAP 2009-20F 1		4.95	6/1/2029	393,909	426,254
	<u>410,151</u> Total U.S. Government				<u>\$ 418,313</u>	<u>\$ 453,001</u>

	Bonds Owned—Corporate	Par Value	Coupon	Maturity	Cost	Fair Value
	233,000 ABBOTT LABORATORIES		5.88	5/15/2016	\$ 275,884	\$ 273,334
	250,000 ADOBE SYSTEMS INC		4.75	2/1/2020	254,315	271,389
	50,000 ALLTEL GA COMMUN CORP DEB		6.50	11/15/2013	49,625	50,131
	250,000 AMGEN INC		4.10	6/15/2021	250,207	256,442
	250,000 BANK OF NOVA SCOTIA		4.38	1/13/2021	272,582	272,805
	500,000 BOEING CO		4.88	2/15/2020	502,680	583,789
	250,000 BOTTLING GROUP LLC		5.50	4/1/2016	289,807	289,623
	500,000 BURLINGTON NORTHERN CORP DEB		6.88	2/15/2016	481,375	581,423
	350,000 CAMPBELL SOUP CO		4.25	4/15/2021	348,215	390,515
	200,000 CATERPILLAR FINANCIAL SE		7.15	2/15/2019	250,760	256,157
	250,000 CINTAS CORPORATION NO. 2		4.30	6/1/2021	255,222	268,544
	500,000 COCA COLA ENTERPRISES INC DEB		8.50	2/1/2012	574,310	502,935
	500,000 CONNECTICUT LIGHT & POWER		5.38	3/1/2017	491,945	570,759
	500,000 DISNEY WALT CO MTN TR 49		6.20	6/20/2014	498,620	566,312
	250,000 DOVER CORP		4.30	3/1/2021	249,855	281,759
	250,000 E.I. DU PONT DE NEMOURS		3.63	1/15/2021	264,045	271,281
	500,000 GE CAP CORP		8.13	5/15/2012	549,730	511,848
	191,000 HARRIS CORP		6.38	6/15/2019	218,913	217,679
	250,000 HERSHEY CO		4.13	12/1/2020	249,480	279,653
	500,000 HEWLETT PACKARD CO GLOBAL NT		6.50	7/1/2012	499,775	513,602
	250,000 HOME DEPOT INC		3.95	9/15/2020	243,082	272,391
	390,000 HONEYWELL INTERNATIONAL		5.00	2/15/2019	406,165	453,917
	250,000 HORMEL FOODS CORP		4.13	4/15/2021	249,287	275,759
	500,000 ILLINOIS TOOL WORKS INC		6.25	4/1/2019	569,145	617,020
	250,000 INTEL CORP		3.30	10/1/2021	249,405	263,357
	350,000 IBM CORP		5.70	9/14/2017	409,993	423,807
	260,000 JPMORGAN CHASE & CO		6.00	1/15/2018	286,497	290,077
	250,000 KELLOGG CO		4.45	5/30/2016	276,967	277,509
	250,000 LOWE'S COMPANIES INC		4.63	4/15/2020	261,240	279,135
	500,000 PECO ENERGY CO		5.35	3/1/2018	498,895	590,453
	350,000 PRIVATE EXPORT FUNDING		4.30	12/15/2021	347,616	406,111
	250,000 PUBLIC SERVICE COLORADO		5.13	6/1/2019	270,805	295,552
	250,000 RAYTHEON COMPANY		3.13	10/15/2020	228,152	251,947
	250,000 RIO TINTO FIN USA LTD		4.13	5/20/2021	256,525	268,747
	250,000 TARGET CORP		4.88	5/15/2018	249,307	280,767
	250,000 THERMO FISHER SCIENTIFIC		4.50	3/1/2021	248,383	279,339
	250,000 U S BANCORP		4.13	5/24/2021	254,300	277,766

ATTACHMENT 10

280,000 UNITED TECHNOLOGIES CORP	5.38	12/15/2017	283,923	331,219
500,000 VIRGINIA ELEC & PWR CO	5.40	4/30/2018	480,865	596,445
250,000 WESTPAC BANKING CORP	3.00	8/4/2015	248,850	252,901
250,000 WISCONSIN POWER & LIGHT	5.00	7/15/2019	258,823	290,367
250,000 WOOLWORTHS LIMITED	4.55	4/12/2021	259,825	268,101
<u>13,154,000</u> Total Corporate			<u>13,665,393</u>	<u>14,752,661</u>
<u>13,564,151</u> Total All Bonds			<u>\$ 14,083,705</u>	<u>\$ 15,205,663</u>

J. B. Reynolds Foundation
Notes To Financial Statements
December 31, 2011

NOTE 3: Contributions (1)

	<u>Amount</u>
American Royal	2,700
University of Missouri - Columbia	28,206
Boys & Girls Clubs of Central Wyoming	5,000
Alzheimer's Associations	25,000
American Red Cross, Greater KC Chapter	20,000
Avila University	10,000
The Barstow School	10,000
Boy Scouts of America - Heart of America	25,000
Boys & Girls Clubs of Greater KC	5,000
Camp Fire USA National Headquarters	5,000
Cancer Research Center	2,500
CASA	10,000
CATO Institute	1,000
Changing Leads Equine Rescue	10,000
KCPT	25,000
Children's Mercy Hospital & Clinics	10,000
Christ the King Parish	6,000
Church of the Resurrection	10,000
City Union Mission	10,000
Columbia College	50,000
Conservation Federation of Missouri	10,000
Dare 2 Share	10,000
Folly Theater	5,000
Genesis	10,000
Habitat for Humanity	5,000
Harry S. Truman Library Institute	10,000
Harvesters	15,000
Kansas City Art Institute	35,000
Kansas City Ballet	10,000
Kansas City Policy Care Team	7,500
Kansas City Public Library	5,000
Kansas City Repertory Theatre	10,000
Kansas City Rescue Mission	5,000
Kansas City Rose Society	10,000
KC Sports Commission & Foundation	10,000
Kansas City Symphony	25,000
Kansas City Zoo	5,000
Linda Hall Library	5,000
Literacy Kansas City	5,000
Lyric Opera of Kansas City	25,000
Maison de Naissance	10,000
Marillac	5,000
Mattie Rhodes Center	2,500

ATTACHMENT II

Missouri Colleges Fund, Inc.	2,000
Missouri Hunting Heritage Federation	10,000
MOSCA	5,000
Mounted Patrol of KC Police Department	5,000
NAIA	10,000
Pembroke Hill School	10,000
Police Athletic League of Kansas City	10,000
Quality Hill Playhouse	5,000
Redemptorist Social Services Center	15,000
ReDiscover	10,000
The Research Foundation	25,000
ReStart, Inc.	2,500
Riverside Fire & Police Athletic League	5,000
The Salvation Army	20,000
Shadow Buddies	5,000
Sons of the Revolution, State of NY, Inc	5,000
St. Luke's Hospice	5,000
Synergy Services	5,000
Truman Medical Center Charitable Foundation	10,000
Unicorn Theatre	5,000
The University of Kansas Cancer Center	5,000
UMKC Foundation - Scholarship Support	5,000
Urban Ranger Corps	10,000
U.S. Squash	10,000
VFW Unmet Needs	45,094
Victory Junction Gang	10,000
YMCA of Greater Kansas City	15,000
Youth Symphony of Kansas City	5,000

\$ 785,000

To retain the Foundation's tax exempt status, contributions required for 2011 were \$ 782,168

ATTACHMENT 11

<u>Organization</u>	<u>Address</u>	<u>City, State, Zip</u>	<u>2011</u>
Alzheimer's Association	3846 W 75th Street	Prairie Village, KS 66208	25,000 00
American Red Cross, Greater KC Chapter	211 W Armour Boulevard	Kansas City, MO 64111	20,000 00
American Royal	3520 Broadway	Kansas City, MO 64111	2,700 00
Avila University	11901 Wornall Road	Kansas City, MO 64145	10,000 00
Barstow School	11511 State Line Road	Kansas City, MO 64114	10,000 00
Boys & Girls Clubs of Greater Kansas City	6301 Rockhill Road #303	Kansas City, MO 64131	5,000 00
Boys & Girls Club of Central Wyoming	P O Box 1762	Glenrock, WY 82637	5,000 00
Boy Scouts of America	6201 College Blvd , Suite 500	Overland Park, KS 66211-2423	25,000 00
Camp Fire USA	1100 Walnut Street, Suite 1900	Kansas City, MO 64106-2197	5,000 00
Cancer Research Center	3501 Berrywood Drive	Columbia, MO 65201	2,500 00
CASA	625 E 26th Street	Kansas City, MO 64108	10,000.00
CATO Institute	1000 Massachusetts Avenue, NW	Washington, DC 20001	1,000 00
Changing Leads Equine Resque	P O Box 901343	Kansas City, MO 64190	10,000 00
Channel 19 - KCPT	125 East 31st Street	Kansas City, MO 64108	25,000 00
Children's Mercy Hospitals and Clinics	2401 Gillham Road	Kansas City, MO 64108	10,000 00
Christ the King Parish	8510 Wornall Road	Kansas City, MO 64114-2997	6,000 00
Church of the Resurrection	13720 Roe Avenue	Leawood, KS 66224	10,000 00
City Union Mission	1100 East 11th Street	Kansas City, MO 64106-3095	10,000 00
Columbia College	3520 Broadway	Kansas City, MO 64111	50,000 00
Conservation Federation of MO	728 West Main Street	Jefferson City, MO 65101-1559	10,000 00
Dare 2 Share	P O Box 745323	Arvada, CO 80006-5323	10,000 00
Folly Theater	P O Box 26505	Kansas City, MO 64196	5,000 00
Genesis	3800 E 44th Street	Kansas City, MO 64130	10,000 00
Habitat for Humanity	1423 East Linwood	Kansas City, MO 64111	5,000 00
Harry S Truman Library Institute - Wild About	500 W US Highway 24	Independence, MO 64050	10,000 00
Harvesters	3801 Topping	Kansas City, MO 64129	15,000 00
Kansas City Art Institute	4415 Warwick Boulevard	Kansas City, MO 64111-1874	35,000 00
Kansas City Ballet	1616 Broadway St	Kansas City, MO 64108	10,000 00
Kansas City Police Care Team	3520 Broadway	Kansas City, MO 64111	7,500 00
Kansas City Public Library	14 West 10th Street	Kansas City, MO 64105	5,000 00
Kansas City Repertory Theatre	4949 Cherry Street	Kansas City, MO 64110	10,000.00
Kansas City Rescue Mission, Inc	1520 Cherry Street	Kansas City, MO 64108	5,000 00
Kansas City Rose Society	8209 Roe Avenue	Prairie Village, KS 66208	10,000 00
Kansas City Sports Commission & Foundation	1308 Pennsylvania Ave	Kansas City, MO 64105	10,000 00
Kansas City Symphony	1020 Central, Suite 300	Kansas City, MO 64105-1672	25,000 00
Kansas City Zoo	6800 Zoo Drive	Kansas City, MO 64132	5,000 00
Linda Hall Library	5109 Cherry Street	Kansas City, MO 64110	5,000 00
Literacy Kansas City	211 West Armour Boulevard	Kansas City, MO 64111	5,000 00
Lyric Opera of Kansas City	1029 Central	Kansas City, MO 64105-1677	25,000 00
Maison de Naissance	5000 West 134th Street	Leawood, KS 66209	10,000 00
Marillac	8000 W 127th Street	Overland Park, KS 66213-2714	5,000 00
Mattie Rhodes Center	1740 Jefferson Street	Kansas City, MO 64108	2,500 00
Missouri Colleges Fund	3401 West Truman Blvd, Ste 202	Jefferson City, MO 65109	2,000 00
Missouri Hunting Heritage Federation	24801 E 219th Street	Pleasant Hill, MO 64080	10,000 00

ATTACHMENT 11

MOCSA	3100 Broadway, Suite 400	Kansas City, MO 64111	5,000 00
Mounted Patrol of Kansas City Police	1125 Locust Street	Kansas City, MO 64106	5,000 00
National Association of Intercollegiate Athletics	1200 Grand Boulevard	Kansas City, MO 64106	10,000 00
Pembroke Hill School	400 West 51st Street	Kansas City, MO 64112	10,000 00
Police Athletic League of Kansas City, MO	1328 Agnes	Kansas City, MO 64127	10,000 00
Quality Hill Playhouse	303 W 10th Street	Kansas City, MO 64105	5,000 00
Redemptorist Social Services Center	207 W Linwood	Kansas City, MO 64111	15,000 00
ReDiscover	901 NE Independence Ave	Lee's Summit, MO 64086	10,000 00
Research Foundation	2316 East Meyer Blvd	Kansas City, MO 64132	25,000 00
ReStart, Inc	918 East 9th Street	Kansas City, MO 64106-3072	2,500 00
Riverside Fire and Police Athletic League	2990 NW Vivion Road	Riverside, MO 64150	5,000 00
Salvation Army - Kansas City, MO	3637 Broadway	Kansas City, MO 64111	20,000 00
Shadow Buddies	14700 W 107th Street Suite 100	Lenexa, KS 66215	5,000 00
Synergy Services	400 E Sixth Street	Parkville, MO 64152	5,000 00
Sons of the Revolution in the State of New York	Fraunces Tavern, 54 Pearl Street	New York, NY 10004	5,000 00
St. Luke's Hospice	4225 Baltimore Avenue	Kansas City, MO 64111	5,000 00
Truman Medical Center Charitable Foundation	2310 Holmes, Suite 735	Kansas City, MO 64108	10,000 00
Unicorn Theatre	3828 Main Street	Kansas City, MO 64111	5,000 00
University of Kansas Cancer Center	3901 Rainbow Boulevard	Kansas City, KS 66160	5,000 00
University of Missouri-Columbia	3520 Broadway	Kansas City, MO 64111	28,206 00
University of Missouri-Kansas City	5100 Rockhill Road	Kansas City, MO 64110	5,000 00
Urban Rangers	5908 Swope Parkway	Kansas City, MO 64130	10,000 00
USRAA, Squash	555 Eighth Avenue, Suite 1102	New York, NY 10018-4311	10,000 00
VFW Unmet Needs	406 West 34th St , Suite 514	Kansas City, MO 64111	45,094 00
Victory Junction Gang Camp	4500 Adams Way	Randleman, NC 27317	10,000 00
YMCA of Greater Kansas City	3100 Broadway, Suite 1020	Kansas City, MO 64111	15,000 00
Youth Symphony of Kansas City	5960 Dearborn St , #206	Mission, KS 66202	5,000 00
Total			785,000.00
Amount Required for 2011 Payout			785,000.00

ATTACHMENT 11

SCHEDULE D¹
(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

J. B. REYNOLDS FOUNDATION

Employer identification number

44-6014359

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 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	

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					

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	-28,508.
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	
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	-28,508.

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		
14	Net long-term gain or (loss):			
a	Total for year	14a		-28,508.
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 14	15		-28,508.

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	16	(3,000)
a	The loss on line 15, column (3) or b \$3,000		

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

Employer identification number

44-6014359

[illegible]

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b	-28,508.
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J.B. Reynolds Foundation
2011 Capital Gains Reconciliation

<u>Asset Sold</u>	<u>Date Sold</u>	<u>Consideration</u>	<u>Cost</u>	<u>Gain/(Loss)</u>	<u>Short Term Gain/(Loss)</u>
Alltel Ga Commun Corp Deb	11/15/2011	25,000	24,813	187	-
Clorox Co Del	2/1/11	500,000	548,920	(48,920)	-
Countrywide Home Loan	3/22/11	500,000	474,120	25,880	-
Dover Corp Nts	2/15/11	500,000	561,565	(61,565)	-
Fl Pwr Corp	7/15/11	415,000	465,244	(50,244)	-
Federal Home Loan Bank	12/22/11	750,000	750,000	-	-
GNMA	Various	13,272	13,317	(45)	-
Leavenworth Ks IDR	3/1/2011	225,000	225,000	-	-
Marathon Oil	2/10/11	536,100	495,870	40,230	-
National Oilwell	3/15/11	500,000	487,880	12,120	-
SBAP	Various	50,693	51,754	(1,061)	-
Verizon PA	4/27/11	514,350	470,265	44,085	-
WalMart	2/15/11	500,000	489,175	10,825	-
		<u>\$ 5,029,415</u>	<u>\$ 5,057,923</u>	<u>\$ (28,508)</u>	<u>-</u>

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
5,029,415.		SCHEDULE ATTACHED PROPERTY TYPE: SECURITIES 5,057,923.				P	VAR -28,508.	VAR
TOTAL GAIN (LOSS)							<u>-28,508.</u>	

• If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box. ☒ **X**

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

• If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions		Enter filer's identifying number, see instructions	
	J. B. REYNOLDS FOUNDATION		Employer identification number (EIN) or	
	Number, street, and room or suite no. If a P.O. box, see instructions.		<input checked="" type="checkbox"/> 44-6014359	
	P.O. BOX 219139		Social security number (SSN)	
		City, town or post office, state, and ZIP code. For a foreign address, see instructions.		
		KANSAS CITY, MO 64121-9139		

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

• The books are in the care of **R. PHILIP BIXBY**

Telephone No **816 753-7000**

FAX No **816 753-1354**

• If the organization does not have an office or place of business in the United States, check this box. ☐

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) If this is for the whole group, check this box ☐ . If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until **11/15, 2012**

5 For calendar year **2011**, or other tax year beginning, 20, and ending, 20

6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

7 State in detail why you need the extension **ADDITIONAL TIME IS REQUIRED TO OBTAIN ALL THE INFORMATION NEEDED FOR THE PREPARATION OF A COMPLETE AND ACCURATE RETURN.**

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a \$	31,305.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b \$	31,305.
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	8c \$	0

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature **Sam Hume**

Title **CPA**

Date **8/10/12**

Form 8868 (Rev 1-2012)