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: L.D. T / C.D. TERRY SCHOLARSHIP FOUNDATION c/o BROTHERHOOD BANK & TRUST

Number and street (or P.O. box number if mail is not delivered to street address): 756 MINNESOTA AVENUE

Room/suite:

City or town, state, and ZIP code: KANSAS CITY KS 66101 - 2704

A Employer identification number: 48 - 6316064

B Telephone number (see instructions): 913 - 321 - 4242

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here . . ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation . . ▶ ☐

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

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

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

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

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

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

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

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
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	32	32		
	4	Dividends and interest from securities				
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10				
	b	Gross sales price for all assets on line 6a				
	7	Capital gain net income (from Part IV, line 2)				
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less: Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	849	-	-	
	12	**Total.** Add lines 1 through 11	881			
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.				
	14	Other employee salaries and wages		32		
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	100	100		100
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions)				
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)				
	24	**Total operating and administrative expenses.** Add lines 13 through 23				
	25	Contributions, gifts, grants paid	33732			3 732
	26	**Total expenses and disbursements.** Add lines 24 and 25	33832			33832
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	32951	<< 68>		
	b	**Net investment income** (if negative, enter -0-)	-6-	-0-		-0-
	c	**Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets

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

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	40086	7135	7135
	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			
	10a	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)			
	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)	40086	7135	7135
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.**			
	27	Capital stock, trust principal, or current funds			
	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)			
	31	**Total liabilities and net assets/fund balances** (see instructions)	40086	7135	

Part III Analysis of Changes in Net Assets or Fund Balances

40086

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	32951
2	Enter amount from Part I, line 27a	2	
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	
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	7135

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g , real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				
b				
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 } 2

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			
2009			
2008		N/A	
2007			
2006			

2 **Total** of line 1, column (d) 2

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

4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5 4

5 Multiply line 4 by line 3 5

6 Enter 1% of net investment income (1% of Part I, line 27b) 6

7 Add lines 5 and 6 7

8 Enter qualifying distributions from Part XII, line 4 8
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 ▶ ☐ and enter 1% of Part I, line 27b			1	
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	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	
6	Credits/Payments:				
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a			
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d			7	
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	
11	Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ▶		Refunded ▶	11	

Part VII-A Statements Regarding Activities

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

			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 ▶ SCH G.

14 The books are in care of ▶ BROTHERHOOD BANK & TRUST Telephone no. ▶ 913-341 4347

Located at ▶ 756 MINNESOTA AVENUE K.C KS ZIP+4 ▶ 66101-1704

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

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

			Yes	No
16	At any time during calendar year 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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies. Yes No

1a During the year did the foundation (either directly or indirectly):

(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No

(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No

(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No

(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No

(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No

(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No

			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	N/	A
	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 ▶ 20___ , 20___ , 20___ , 20___

			Yes	No
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		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.

▶ 20___ , 20___ , 20___ , 20___

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

			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	N/	A
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)*

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** N/A

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**

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** N/A

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
SCH-3				

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 . . . . ▶

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		
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	
2 NONE	
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	
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	23,611
b	Average of monthly cash balances	1b	—
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	23,611
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	23,611
4	Cash deemed held for charitable activities. Enter 1 ½ % of line 3 (for greater amount, see instructions)	4	35
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	23 576
6	**Minimum investment return.** Enter 5% of line 5	6	580

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	580
2a	Tax on investment income for 2011 from Part VI, line 5	2a	—		
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	—		
c	Add lines 2a and 2b			2c	—
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	5.
4	Recoveries of amounts treated as qualifying distributions			4	580
5	Add lines 3 and 4			5	
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	580

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	33 832
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	33 837
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	—
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	33,837

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					580
2	Undistributed income, if any, as of the end of 2011:					
a	Enter amount for 2010 only					
b	Total for prior years: 20____,20____,20____					
3	Excess distributions carryover, if any, to 2011:					
a	From 2006	37063				
b	From 2007	37527				
c	From 2008	37431				
d	From 2009	36429				
e	From 2010	20875				
f	**Total** of lines 3a through e		164640			
4	Qualifying distributions for 2011 from Part XII, line 4: ▶ $ ________					
a	Applied to 2010, but not more than line 2a					
b	Applied to undistributed income of prior years (Election required—see instructions)		73832			
c	Treated as distributions out of corpus (Election required—see instructions)		148472			
d	Applied to 2011 distributable amount					
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).)*					580
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					
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					
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					

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

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			
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon: a "Assets" alternative test—enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year—see 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:

SCH. 3

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

SCH 3

c Any submission deadlines: SCH 4

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors: SCH 4

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*				
	SCH - 5			
Total ▶ 3a				
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			14	32	
4 Dividends and interest from securities					
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					
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)				32	

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

(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.)

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		
	(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)		
	(3) Rental of facilities, equipment, or other assets	1b(3)		
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		
	(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

BROTHERHOOD BANK & TRUST

8/14/12

VICE PRES & SR TRUST OFF

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
LOUIS F. DREES		8/11/12		

Firm's name ▶ LOUIS F DREES +CO PC

Firm's EIN ▶ 43-1941001

Firm's address ▶ 8080 WARD PKWY K.C. MO 64114-2071

Phone no 816-941-4606

C D. TERRY SCHOLARSHIP FOUNDATION

2011

PREPARED BY DATE

REVIEWED BY WP NO

SCH-1

Part VII LINE 7 a + b

FOUNDATION IS LOCATED IN THE STATE OF KANSAS

KANSAS HAS NO FILING REQUIREMENTS FOR FOUNDATIONS WHICH DO NOT SOLICIT OUTSIDE FUNDS

THE FOUNDATION DOES NOT SOLICIT OUTSIDE FUNDS

SCHEDULE 6

INVESTMENTS	BOOK VALUE	MARKET VALUE
FED PRIME OBLIGATIONS		
	7,135	7,135

PART I OTHER INCOME

REFUND OF GRANTS PAID	849

C.D. TERRY, JR. SCHOLARSHIP FOUNDATION

48-6316064

Schedule 2

	Name & Address (Column A)	Title & Average Hours Per Week Devoted to Position (Column B)	Contributions To Employee Benefit Plan Deferred Comp. (Column C)	Expense Account Other Allowances (Column D)	Compensation (Column E)
1	James G. Butler, Jr. c/o Wallace Saunders Austin Brown P. O. Box 12290 10111 Santa Fe Drive Overland Park, KS 66212	Advisory 1-hour per Quarter	0	0	0
2	Gerald L. Miller, PhD. 3746 Birchwood Drive Kansas City, MO 64137-1528	Advisory 1-hour per Quarter	0	0	0
3	Robert J. Reintjes, Sr. c/o George P. Reintjes Co., Inc. P. O. Box 410856 Kansas City, MO 64141	Advisory 1-hour per Quarter	0	0	0
4	Paul A. Hustad 12513 Fairway Leawood, KS 66209	Advisory 1-hour per Quarter	0	0	0
5	Susie Roberts c/o Brotherhood Bank & Trust 756 Minnesota Avenue Kansas City, KS 66101	Trust Officer 0	0	0	0

This form for returning college student.

SCH 3

APPLICATION FOR C.D. TERRY, JR. SCHOLARSHIP FOUNDATION

F11

THE FOLLOWING THREE-(3) ITEMS MUST ACCOMPANY THIS APPLICATION:

1. **Copy of your grades from last semester. (Not required if you are a new student this semester.)**
2. **Copy of your class schedule for this semester of college.**
3. **Copy of college tuition fees due and/or paid for this semester of college.**

NAME OF BERKEL & COMPANY EMPLOYEE:

YOUR RELATIONSHIP TO THE EMPLOYEE:

YOUR NAME:

ADDRESS:

CITY/STATE/ZIP:

PHONE NO.:

BIRTHDATE:

NAME AND ADDRESS OF COLLEGE/UNIVERSITY YOU ARE ATTENDING:

WHAT WILL YOU BE MAJORING IN:

DATE THIS SEMESTER STARTS:

GRADE LEVEL FOR THIS SEMESTER: [check one]

Freshman ________
Sophomore ________
Junior ________
Senior ________
Post-Graduate ________
Weekend/Evening Classes ________

GPA last semester (not cumulative):_______

Number of credit hours last semester: ______

STUDENT SIGNATURE:

DATE OF THIS APPLICATION:

Return this application form to Susan Martley @ Berkel & Company Contractors, Inc.
P. O. Box 335, Bonner Springs, Kansas 66012 Questions: (913) 667-8022

This form for FIRST TIME college student right out of high school.

Sch

APPLICATION
FOR
C.D. TERRY, JR. SCHOLARSHIP FOUNDATION

THE FOLLOWING THREE-(3) ITEMS MUST ACCOMPANY THIS APPLICATION:

1. Copy of your high school transcript.
2. Copy of your class schedule for this first semester of college.
3. Copy of college tuition fees due and/or paid for this first semester of college.

NAME OF BERKEL & COMPANY EMPLOYEE:

YOUR RELATIONSHIP TO THE EMPLOYEE:

YOUR NAME:

ADDRESS:

CITY/STATE/ZIP:

PHONE NO.:

BIRTHDATE:

NAME AND ADDRESS OF COLLEGE/UNIVERSITY YOU WILL ATTEND:

WHAT WILL YOU BE MAJORING IN:

NUMBER OF CREDIT HOURS YOU ARE ENROLLED IN:

DATE THIS SEMESTER STARTS:

STUDENT SIGNATURE:

DATE OF THIS APPLICATION:

Return this application form to Susan Martley @ Berkel & Company Contractors, Inc.
P. O. Box 335, Bonner Springs, Kansas 66012 Questions: (913) 667-8022

SCHEDULE 4

PREPARED BY | DATE

REVIEWED BY | WP NO

C.D. TERRY SCHOLARSHIP FOUNDATION

48-6316064

FORM 990-PF, PAGE 10, PART XV

LINE 2c

APPLICATIONS ARE ACCEPTED AT ANY TIME. NOTICE OF APPROVALS, REJECTIONS, OR REQUESTS FOR ADDITIONAL INFORMATION USUALLY SENT IN TWO WEEKS

LINE 2d

THE INCOME FROM THE TRUST IS TO BE USED EXCLUSIVELY FOR COLLEGE OR VOCATIONAL SCHOOL TUITION AND BOOKS FOR FULL TIME EMPLOYEES AND THEIR SPOUSES, CHILDREN, AND STEPCHILDREN OF THE BERKEL AND COMPANY CONTRACTORS INC. AND THE CHILDREN/STEP-CHILDREN OF THE BOARD OF DIRECTORS OF BERKEL & COMPANY

SCHEDULE 4

SCH 5

C.D. TERRY, JR. SCHOLARSHIP FOUNDATION

SCHOLARSHIPS PAID DURING THE CALENDAR YEAR 2011

(January 1, 2011 through December 31, 2011)

Checks were issued January 2011 (Spring Term) and checks were issued September 2011 (Fall Term).

	RECIPIENT	RECIPIENT RELATIONSHIP	STATUS	PURPOSE	TOTAL AMOUNT
1	**University of Maryland &** **Andrew Schaeffer** 12908 Bluhill Road Wheaton, MD 20906	N/A	Individual	Tuition & Books	$1,000.00
2	**Florida State University &** **Lisa Ochs** 15210 Amberly Drive, Apt# 1316 Tampa, FL 33647	N/A	Individual	Tuition & Books	$500.00
3	**Emory & Henry College &** **Ragan L. Blankenship** 42 Darden Court Dallas, GA 30132	N/A	Individual	Tuition & Books	$500.00
4	**The University of Kansas &** **Alex J. Smith** 20620 - 163rd Street Basehor, KS 66007	N/A	Individual	Tuition & Books	$500.00
5	**Lycoming College &** **Samuel H. Rhodes** 23 2nd Street Highspire, PA 17034	N/A	Individual	Tuition & Books	$1,000.00
6	**Blinn College &** **Ashley A. Cruz** 1270 Frazer Road Sealy, TX 77474	N/A	Individual	Tuition & Books	$500.00
7	**Belmont University &** **Kaitlyn E. White** 7530 Pflumm Lenexa, KS 66216	N/A	Individual	Tuition & Books	$1,000.00
8	**Coppin State University** **John R. Bergwall** 13121 Estelle Road Wheaton, MD 20906	N/A	Individual	Tuition & Books	$1,000.00

Scholarship Tax Summary-2011
C.D. Terry, Jr. Scholarship Foundation

SCH-5

	RECIPIENT	RECIPIENT RELATIONSHIP	STATUS	PURPOSE	TOTAL AMOUNT
9	**Univ. of Maryland, Baltimore County &**	N/A	Individual	Tuition & Books	$1,500.00
	Michael T. Coughlin				
	8000 Long Hill Road				
	Pasadena, MD 21122				
10	**Clemson University &**	N/A	Individual	Tuition & Books	$750.00
	Taylor L. Schaeffer				
	12908 Bluhill Road				
	Wheaton, MD 20906				
11	**Longview Community College &**	N/A	Individual	Tuition & Books	$500.00
	Brandi Rowlan				
	506 W. Sunrise Drive				
	Belton, MD 64012				
12	**University of Kentucky &**	N/A	Individual	Tuition & Books	$1,000.00
	Andrew J. Huberty				
	2151 E. Highway 42				
	LaGrange, KY 40031				
13	**Laura CM Weatherer**	N/A	Individual	Tuition & Books	$1,000.00
	University of St. Andrews, Scotland				
	7827 Overhill Road				
	Bethesda, MD 20814				
14	**The University of Kansas &**	N/A	Individual	Tuition & Books	$1,000.00
	& Nikki N. Busch-Smith				
	210 South 6th Street				
	Edwardsville, KS 66111				
15	**University of Maryland &**	N/A	Individual	Tuition & Books	$750.00
	William L. Ford				
	125 Claiborne Fields Drive				
	Centreville, MD 21617				
16	**Emory University &**	N/A	Individual	Tuition & Books	$1,000.00
	Rebecca M. Wheeler				
	834 Dekalb Avenue, Unit B				
	Atlanta, GA 30307				
17	**Johnson County Community College &**	N/A	Individual	Tuition & Books	$732.13
	Angela A. Frolova				
	7713 Halsey, Apt. 6				
	Lenexa, KS 66216				
18	**GA Insititute of Technology &**	N/A	Individual	Tuition & Books	$1,500.00
	Randall R. Thomas, Jr.				
	4864 Brownsville Road				
	Powder Springs, GA 30127				

Scholarship Tax Summary-2011
C.D. Terry, Jr. Scholarship Foundation

SCH 5

	RECIPIENT	RECIPIENT RELATIONSHIP	STATUS	PURPOSE	TOTAL AMOUNT
19	**University of West Georgia &**	N/A	Individual	Tuition & Books	$500.00
	Rachel M. Thomas				
	4864 Brownsville Road				
	Powder Springs, GA 30127				
20	**University of Missouri &**	N/A	Individual	Tuition & Books	$1,000.00
	Charlotte A. Jones				
	12003 Highway 169				
	Grant City, MO 64456				
21	**Missouri Western State University &**	N/A	Individual	Tuition & Books	$500.00
	Sarah Jo Brown				
	20820 Woodruff Road				
	Weston, MO 64098				
22	**The University of Texas @ Austin &**	N/A	Individual	Tuition & Books	$1,000.00
	Lindsay K. Brettmann				
	22 Bridgeton Court				
	Sugar Land, TX 77479				
23	**Johnson County Community College &**	N/A	Individual	Tuition & Books	$500.00
	Erika L. Busch				
	210 South 6th				
	Edwardsville, KS 66111				
24	**Columbus Technical College &**	N/A	Individual	Tuition & Books	$1,250.00
	Forrest Charles Blankenship				
	1498 Satellite Circle				
	Fortson, GA 31808				
25	**Kennesaw State University &**	N/A	Individual	Tuition & Books	$1,000.00
	Darla D. Day				
	2497 Oakrill Road				
	Marietta, GA 30062				
26	**Southern Crescent Technical College &**	N/A	Individual	Tuition & Books	$500.00
	Linda W. Hilley				
	106 Fannin Road				
	Griffin, GA 30223				
27	**University of Virginia &**	N/A	Individual	Tuition & Books	$1,500.00
	Stephen R. Jakiel				
	5025 Signature Court				
	Haymarket, VA 20169				
28	**Hutchinson Community College &**	N/A	Individual	Tuition & Books	$1,000.00
	Kamalie O. Matthews				
	P. O. Box 453				
	Lithonia, GA 30058				

Scholarship Tax Summary-2011
C.D. Terry, Jr. Scholarship Foundation

	RECIPIENT	RECIPIENT RELATIONSHIP	STATUS	PURPOSE	TOTAL AMOUNT
29	**Emory Riddel Aeronautical University &**	N/A	Individual	Tuition & Books	$750.00
	Jonathan W. Williams				
	9491 Clocktower Lane				
	Columbia, MD 21046				
30	**Tiffin University &**	N/A	Individual	Tuition & Books	$1,000.00
	Karlie E. Snyder				
	227 N. Washington Street				
	Tiffin, OH 44883				
31	**Community College of Baltimore Cty &**	N/A	Individual	Tuition & Books	$500.00
	Paul E. Sullivan, Jr.				
	7305 Gunpowder Road				
	Baltimore, MD 21220				
32	**Maple Woods Community College &**	N/A	Individual	Tuition & Books	$1,000.00
	Corey Brown				
	20820 Woodruff Road				
	Weston, MO 64098				
33	**Georgia Highlands College &**	N/A	Individual	Tuition & Books	$500.00
	Ashleigh R. Craver				
	2798 E. Whisper Drive				
	Douglasville, GA 30135				
34	**West Central Technical College &**	N/A	Individual	Tuition & Books	$500.00
	Ashleigh R. Craver				
	2798 E. Whisper Drive				
	Douglasville, GA 30135				
35	**Georgia Southern University &**	N/A	Individual	Tuition & Books	$750.00
	Robert A. Craver				
	2798 E. Whisper Drive				
	Douglasville, GA 30135				
36	**Pennsylvania College of Art & Design &**	N/A	Individual	Tuition & Books	$1,000.00
	Chelsea J. Crossett				
	8 Starwood Court, Apt. E				
	Baltimore, MD 21220				
37	**University of Central Missouri &**	N/A	Individual	Tuition & Books	$500.00
	Alicia L. Kimmell				
	112 Grover Street				
	Warrensburg, MO 64093				
38	**Sam Houston State University &**	N/A	Individual	Tuition & Books	$500.00
	Amanda K. Smith				
	1727 Palace Green Court				
	Katy, TX 77449				

Scholarship Tax Summary-2011
C.D. Terry, Jr. Scholarship Foundation

SCH-5

	RECIPIENT	RECIPIENT RELATIONSHIP	STATUS	PURPOSE	TOTAL AMOUNT
39	**Blinn College &**	N/A	Individual	Tuition & Books	$500.00
	Rebecca B. Beaman				
	530 Walnut Drive				
	Bellville, Texas 77418				
40	**Emory University &**	N/A	Individual	Tuition & Books	$500.00
	Lori A. Griggs				
	240 Bonnie Sue Drive				
	Villa Rica, GA 30180				
41	**University of Wisconsin &**	N/A	Individual	Tuition & Books	$750.00
	Peter J. Weatherer				
	7827 Overhill Road				
	Bethesda, MD 20814				
42	**Washburn University &**	N/A	Individual	Tuition & Books	$500.00
	Cheyanne E. Weishaar				
	19818 Nemaha Road				
	Nortonville, KS 66060				
	Total Value of Scholarships Paid During the Calendar Year 2011				**$33,732.13**
	NOTE: Spring Semester Checks were dated January 24, 2011. Fall Semester Checks were dated September 13, 2011				

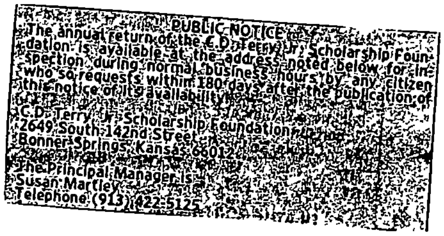
SCH-6

AFFIDAVIT OF PUBLICATION - C.D. Terry, Jr. Scholarship Foundation

THE McCLATCHY COMPANY, publishers of
THE KANSAS CITY STAR, a newspaper published in
the City of Kansas City, County of Jackson, State of
Missouri, confirms that the notice and/or advertisement of

BERKEL & CO. CONTRACTORS
SUSAN MARTLEY
P.O. BOX 335
BONNER SPRINGS KS 66012
25149433

4225125



PUBLIC NOTICE

The annual return of the C.D. Terry, Jr. Scholarship Foundation is available at the address noted below for inspection during normal business hours by any citizen who so requests within 180 days after the publication of this notice of its availability.

C.D. Terry, Jr. Scholarship Foundation
2649 South 142nd Street
Bonner Springs, Kansas 66012

The Principal Manager is
Susan Martley
Telephone (913) 422-5125

a true copy of which is hereto attached,
was duly published in the above said newspaper

FOR THE PERIOD OF: 1 Day (s)

COMMENCING: February 1,2012

ENDING: February 1,2012

STAR EDITION (S): 2/ 1/

STAR PAPER (S): 137

VOLUME: #132

Subscribed and sworn to before me,
this Wednesday, 01 February, 2012 .
I certify that I was duly qualified
as a Notary Public for the State of
Missouri, commissioned in Jackson
County, Missouri. My commission
expires September 10, 2014.

Laura S. Keeling

Laura S. Keeling, Notary

LAURA S. KEELING
Notary Public
Commissioned for Jackson County
My Commission Expires: September 10, 2014
Commission Number: 10429929