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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

**2012**

Open to Public Inspection

For calendar year 2012 or tax year beginning

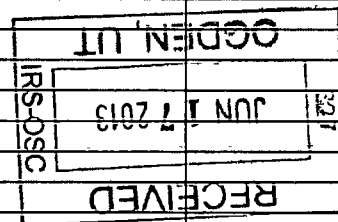
, 2012, and ending

, 20

Name of foundation <b>RALPH L SMITH FOUNDATION 139524</b>		<b>A Employer identification number</b> 44-6008508
Number and street (or P O box number if mail is not delivered to street address) <b>P. O. BOX 415044 M/S 1020307</b>		<b>B Telephone number (see instructions)</b> 816- 860-7711
City or town, state, and ZIP code <b>KANSAS CITY, MO 64141-6692</b>		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>
<b>G</b> Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input checked="" type="checkbox"/> Address change		<b>D</b> 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<b>H</b> 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		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
<b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16) <b>\$ 12,413,504.</b>		<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
<b>J</b> 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.)		

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)
<b>1</b> Contributions, gifts, grants, etc., received (attach schedule)					
<b>2</b> Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
<b>3</b> Interest on savings and temporary cash investments					
<b>4</b> Dividends and interest from securities		272,086.	270,902.		
<b>5a</b> Gross rents					
<b>b</b> Net rental income or (loss)					
<b>6a</b> Net gain or (loss) from sale of assets not on line 10		489,992.			
<b>b</b> Gross sales price for all assets on line 6a <b>2,774,365.</b>					
<b>7</b> Capital gain net income (from Part IV, line 2)			489,992.		
<b>8</b> Net short-term capital gain					
<b>9</b> Income modifications					
<b>10a</b> Gross sales less returns and allowances					
<b>b</b> Less Cost of goods sold					
<b>c</b> Gross profit or (loss) (attach schedule)					
<b>11</b> Other income (attach schedule)					
<b>12 Total.</b> Add lines 1 through 11		762,078.	760,894.		
<b>13</b> Compensation of officers, directors, trustees, etc.		34,455.	20,673.		13,782.
<b>14</b> Other employee salaries and wages					
<b>15</b> Pension plans, employee benefits					
<b>16a</b> Legal fees (attach schedule) STMT. 1		1,470.	NONE	NONE	1,470.
<b>b</b> Accounting fees (attach schedule) STMT. 2		3,100.	NONE	NONE	3,100.
<b>c</b> Other professional fees (attach schedule) STMT. 3		49,124.	49,124.		
<b>17</b> Interest					
<b>18</b> Taxes (attach schedule) (see instructions) STMT. 4		21,874.			
<b>19</b> Depreciation (attach schedule) and depletion					
<b>20</b> Occupancy					
<b>21</b> Travel, conferences, and meetings		1,300.			1,300.
<b>22</b> Printing and publications					
<b>23</b> Other expenses (attach schedule) STMT. 5		2,741.	1,296.		1,445.
<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23		114,064.	71,093.	NONE	21,097.
<b>25</b> Contributions, gifts, grants paid		599,768.			599,768.
<b>26 Total expenses and disbursements.</b> Add lines 24 and 25		713,832.	71,093.	NONE	620,865.
<b>27</b> Subtract line 26 from line 12.					
<b>a</b> Excess of revenue over expenses and disbursements		48,246.			
<b>b</b> Net investment income (if negative, enter -0-)			689,801.		
<b>c</b> 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 . . . . .	546,756.	961,405.	961,405.	
	3	Accounts receivable ▶ Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶ Less: allowance for doubtful accounts ▶				
	5	Grants receivable . . . . .				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . .				
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶				
	8	Inventories for sale or use . . . . .				
	9	Prepaid expenses and deferred charges . . . . .				
	10 a	Investments - U S and state government obligations (attach schedule) . .				
	b	Investments - corporate stock (attach schedule) . . . . .				
	c	Investments - corporate bonds (attach schedule) . . . . .				
	11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation ▶ (attach schedule)				
	12	Investments - mortgage loans . . . . .				
	13	Investments - other (attach schedule) . . . . .	8,653,848.	8,287,412.	11,452,099.	
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation ▶ (attach schedule)				
15	Other assets (describe ▶)					
16	<b>Total assets</b> (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .	9,200,604.	9,248,817.	12,413,504.		
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	<b>Total liabilities</b> (add lines 17 through 22) . . . . .			NONE		
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 . . . . .	9,200,604.	9,248,817.		
	28	Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .				
	29	Retained earnings, accumulated income, endowment, or other funds . .				
	30	<b>Total net assets or fund balances</b> (see instructions) . . . . .	9,200,604.	9,248,817.		
	31	<b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .	9,200,604.	9,248,817.		

## Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return) . . . . .	1	9,200,604.
2	Enter amount from Part I, line 27a . . . . .	2	48,246.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3 . . . . .	4	9,248,850.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 6	5	33.
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	9,248,817.

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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.)
<b>1a PUBLICLY TRADED SECURITIES</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
(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)		
<b>a</b> 2,774,365.		2,284,373.	489,992.		
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
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))		
<b>a</b>			489,992.		
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>2 Capital gain net income or (net capital loss)</b>			<b>2</b>	489,992.	
{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7					
<b>3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):</b>			<b>3</b>		
If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8					

**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))
2011	579,250.	12,049,173.	0.048074
2010	664,406.	11,689,745.	0.056837
2009	2,053,727.	11,356,577.	0.180840
2008	5,430,075.	14,295,238.	0.379852
2007	1,219,829.	20,398,053.	0.059801
<b>2 Total of line 1, column (d)</b>			<b>2</b> 0.725404
<b>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</b>			<b>3</b> 0.145081
<b>4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5</b>			<b>4</b> 12,539,709.
<b>5 Multiply line 4 by line 3</b>			<b>5</b> 1,819,274.
<b>6 Enter 1% of net investment income (1% of Part I, line 27b)</b>			<b>6</b> 6,898.
<b>7 Add lines 5 and 6</b>			<b>7</b> 1,826,172.
<b>8 Enter qualifying distributions from Part XII, line 4</b>			<b>8</b> 620,865.

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 <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	13,796.
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	13,796.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . . . .		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- . . . . .		5	13,796.
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012 . . . . .	6a	15,276.	
b Exempt foreign organizations - tax withheld at source . . . . .	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868) . . . . .	6c	3,471.	
d Backup withholding erroneously withheld . . . . .	6d		
7 Total credits and payments. Add lines 6a through 6d . . . . .	7	18,747.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached . . . . .	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . . . .	10	4,951.	
11 Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/> 4,951. Refunded <input type="checkbox"/> . . . . .	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? . . . . .		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? . . . . . If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year? . . . . .		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <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? . . . . . If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes . . . . .		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .		X
b If "Yes," has it filed a tax return on Form 990-T for this year? . . . . .		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . . . .	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <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 2012 or the taxable year beginning in 2012 (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 <u>N/A</u>				
14	The books are in care of <u>UMB BANK, N.A.</u> Telephone no <u>(816) 860-7711</u>			
	Located at <u>1010 GRAND, KANSAS CITY, MO</u> ZIP+4 <u>64106</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u>			
16	At any time during calendar year 2012, 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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country <u></u>	16	Yes	No 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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	X
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 2012?	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 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? If "Yes," list the years <u></u>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u></u>		
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 2012 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 2012.)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	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 ☒ NoOrganizations relying on a current notice regarding disaster assistance check here ☐ **5b****c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

**6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No **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? ☐ 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
SEE STATEMENT 7		34,455.	-0-	-0-

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE		NONE	NONE	NONE

**Total number of other employees paid over \$50,000** ☐ **NONE**

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**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)**3 Five highest-paid independent contractors for professional services** (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		NONE -
Total number of others receiving over \$50,000 for professional services . . . . .		NONE

**Part IX-A Summary of Direct Charitable Activities**

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

Expenses

1 NONE	
2	
3	
4	

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

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

Amount

1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3 . . . . .	

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	11,681,057.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	1,049,612.
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	NONE
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	12,730,669.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	NONE
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	12,730,669.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	190,960.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	12,539,709.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	626,985.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	626,985.
<b>2a</b>	Tax on investment income for 2012 from Part VI, line 5	<b>2a</b>	13,796.
<b>b</b>	Income tax for 2012. (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	13,796.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	613,189.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	NONE
<b>5</b>	Add lines 3 and 4	<b>5</b>	613,189.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	NONE
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	613,189.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	620,865.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	NONE
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	NONE
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	NONE
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	620,865.
<b>5</b>	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)	<b>5</b>	N/A
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	620,865.

**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 2011	(c) 2011	(d) 2012
<b>1</b> Distributable amount for 2012 from Part XI, line 7 . . . . .				613,189.
<b>2</b> Undistributed income, if any, as of the end of 2012				
<b>a</b> Enter amount for 2011 only . . . . .			NONE	
<b>b</b> Total for prior years 20____, 20____, 20____		NONE		
<b>3</b> Excess distributions carryover, if any, to 2012.				
<b>a</b> From 2007 . . . . .	232,838.			
<b>b</b> From 2008 . . . . .	4,717,029.			
<b>c</b> From 2009 . . . . .	1,491,634.			
<b>d</b> From 2010 . . . . .	88,593.			
<b>e</b> From 2011 . . . . .	6,740.			
<b>f</b> Total of lines 3a through e . . . . .	6,536,834.			
<b>4</b> Qualifying distributions for 2012 from Part XII, line 4: ► \$ 620,865.				
<b>a</b> Applied to 2011, but not more than line 2a . . . .			NONE	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions) . . . . .		NONE		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions) . . . . .	NONE			
<b>d</b> Applied to 2012 distributable amount . . . . .				613,189.
<b>e</b> Remaining amount distributed out of corpus . . . .	7,676.			
<b>5</b> Excess distributions carryover applied to 2012 . (If an amount appears in column (d), the same amount must be shown in column (a) )	NONE			NONE
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	6,544,510.			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b . . . . .		NONE		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section-4942(a)-tax has been previously assessed . . . . .		NONE		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions . . . . .		NONE		
<b>e</b> Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instructions . . . . .			NONE	
<b>f</b> Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013 . . . . .				NONE
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . . .	NONE			
<b>8</b> Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . . .	232,838.			
<b>9</b> Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a . . . . .	6,311,672.			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2008 . . . . .	4,717,029.			
<b>b</b> Excess from 2009 . . . . .	1,491,634.			
<b>c</b> Excess from 2010 . . . . .	88,593.			
<b>d</b> Excess from 2011 . . . . .	6,740.			
<b>e</b> Excess from 2012 . . . . .	7,676.			

**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 2012, 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) 2012	(b) 2011	(c) 2010	(d) 2009
<b>b</b> 85% of line 2a . . . . .				
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . .				
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .				
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c . . . . .				
<b>3</b> Complete 3a, b, or c for the alternative test relied upon				
<b>a</b> "Assets" alternative test - enter				
<b>(1)</b> Value of all assets . . . . .				
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i). . . . .				
<b>b</b> "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . .				
<b>c</b> "Support" alternative test - enter				
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . .				
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii) . . . . .				
<b>(3)</b> Largest amount of support from an exempt organization . . . . .				
<b>(4)</b> 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 or e-mail of the person to whom applications should be addressed:

SEE STATEMENT 9

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

SEE ATTACHED STATEMENT FOR LINE 2

**c** Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

**Part XV** Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	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
Name and address (home or business)				
<b>a Paid during the year</b>  SEE STATEMENT 24				599,768.
<b>Total</b> . . . . .			▶ <b>3a</b>	599,768.
<b>b Approved for future payment</b>				
<b>Total</b> . . . . .			▶ <b>3b</b>	

## 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)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions )
<b>1</b> Program service revenue						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
<b>2</b> Membership dues and assessments . . . . .						
<b>3</b> Interest on savings and temporary cash investments						
<b>4</b> Dividends and interest from securities . . . . .				14	272,086.	
<b>5</b> Net rental income or (loss) from real estate						
a Debt-financed property . . . . .						
b Not debt-financed property . . . . .						
<b>6</b> Net rental income or (loss) from personal property .						
<b>7</b> Other investment income . . . . .						
<b>8</b> Gain or (loss) from sales of assets other than inventory				18	489,992.	
<b>9</b> Net income or (loss) from special events . . . .						
<b>10</b> Gross profit or (loss) from sales of inventory . .						
<b>11</b> Other revenue a _____						
b _____						
c _____						
d _____						
e _____						
<b>12</b> Subtotal. Add columns (b), (d), and (e) . . . .					762,078.	
<b>13</b> Total. Add line 12, columns (b), (d), and (e) . . . . .						762,078.

(See worksheet in line 13 instructions to verify calculations )

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

[illegible]

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

- |  |  |     |    |
|--|--|-----|----|
| <p><b>1</b> 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?</p> <p><b>a</b> Transfers from the reporting foundation to a noncharitable exempt organization of:</p> <p>(1) Cash . . . . .</p> <p>(2) Other assets . . . . .</p> <p><b>b</b> Other transactions:</p> <p>(1) Sales of assets to a noncharitable exempt organization . . . . .</p> <p>(2) Purchases of assets from a noncharitable exempt organization . . . . .</p> <p>(3) Rental of facilities, equipment, or other assets . . . . .</p> <p>(4) Reimbursement arrangements . . . . .</p> <p>(5) Loans or loan guarantees . . . . .</p> <p>(6) Performance of services or membership or fundraising solicitations . . . . .</p> <p><b>c</b> Sharing of facilities, equipment, mailing lists, other assets, or paid employees . . . . .</p> <p><b>d</b> 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.</p> |  | Yes | No |
|  |  |     |    |
| <b>1a(1)</b>   |  |     | X  |
| <b>1a(2)</b>   |  |     | X  |
|  |  |     |    |
| <b>1b(1)</b>   |  |     | X  |
| <b>1b(2)</b>   |  |     | X  |
| <b>1b(3)</b>   |  |     | X  |
| <b>1b(4)</b>   |  |     | X  |
| <b>1b(5)</b>   |  |     | X  |
| <b>1b(6)</b>   |  |     | X  |
| <b>1c</b>  |  |     | X  |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

**Sign  
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

**Susan B. Ison**  
Signature of officer or trustee

05/31/2013  
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

WESLEY HIRSCHBERG

Preparer's Signature \_\_\_\_\_

RS (TAX & ACCOUNTING)

Date \_\_\_\_\_

05/31/2011

Check ☐ if self-employed

PTIN

P00162244

Firm's name ► THOMSON REUTERS (TAX & ACCOUNTING)

Firm's address ► ONE NORTH DEARBORN ST., 5TH FLOOR

CHICAGO, IL 60602

Phone no. 312-873-6900

Form 990-PF (2012)

FORM 990PF, PART I - LEGAL FEES  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
LEGAL FEES - PRINCIPAL	1,470.			1,470.
TOTALS	1,470.	NONE	NONE	1,470.
	=====	=====	=====	=====

FORM 990PF, PART I - ACCOUNTING FEES  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE (NON-ALLOC	3,100.			3,100.
TOTALS	3,100.	NONE	NONE	3,100.
	=====	=====	=====	=====



FORM 990PF, PART I - OTHER PROFESSIONAL FEES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
CUSTODIAN & MANAGEMENT FEES (A	49,124.	49,124.
TOTALS	49,124.	49,124.
	=====	=====

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
FEDERAL TAX PAYMENT - PRIOR YE	6,598.
FEDERAL ESTIMATES - INCOME	11,457.
FEDERAL ESTIMATES - PRINCIPAL	3,819.
	-----
TOTALS	21,874.
	=====

RALPH L SMITH FOUNDATION 139524

44-6008508

FORM 990PF, PART I - OTHER EXPENSES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
MEMBERSHIP DUES - ASSOC OF SMA	695.		695.
OTHER EXPENSES	750.		750.
INVESTMENT INTEREST EXPENSE	1,296.	1,296.	
TOTALS	2,741.	1,296.	1,445.
	=====	=====	=====

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

## =====

## DESCRIPTION

## AMOUNT

-----

-----

YEAR END SALES ADJUSTMENT - 2011

32.

ROUNDING

1.

TOTAL

-----

33.

=====

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

## =====

OFFICER NAME:

UMB BANK, N.A.

ADDRESS:

P.O. BOX 415044 M/S 1020307

KANSAS CITY, MO 64141

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 20

COMPENSATION ..... 34,455.

OFFICER NAME:

PAUL N. DOUTHAT; C/O UMB

ADDRESS:

P.O. BOX 415044 M/S 1020307

KANSAS CITY, MO 64141

TITLE:

MANAGER

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:

NEIL T. SMITH; C/O UMB

ADDRESS:

P.O. BOX 415044 M/S 1020307

KANSAS CITY, MO 64141

TITLE:

MANAGER

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:

ELIZABETH SMITH; C/O UMB

ADDRESS:

P.O. BOX 415044 M/S 1020307

KANSAS CITY, MO 64141

TITLE:

MANAGER

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

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

=====

OFFICER NAME:

NEIL T. DOUTHAT; C/O UMB

ADDRESS:

P.O. BOX 415044 M/S 1020307

KANSAS CITY, MO 64141

TITLE:

MANAGER

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:

SUZANNE D. BIRKANS; C/O UMB

ADDRESS:

P.O. BOX 415044 M/S 1020307

KANSAS CITY, MO 64141

TITLE:

MANAGER

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

TOTAL COMPENSATION:

34,455.

=====

RALPH L SMITH FOUNDATION 139524  
FORM 990PF, PART XV - LINES 2a - 2d  
=====

44-6008508

RECIPIENT NAME:

JAN B. LEONARD - UMB, N.A.

ADDRESS:

P.O. BOX 415044 M/S 1020307

KANSAS CITY, MO 64141-6692

RECIPIENT'S PHONE NUMBER: 816-860-1933

FORM, INFORMATION AND MATERIALS:

LETTER OF NO MORE THAN 3 PAGES WITH APPROPRIATE ATTACHMENTS-  
ATTACHMENTS TO BE DETERMINED UPON INITIAL TELEPHONE CALL

SUBMISSION DEADLINES:

NONE

RESTRICTIONS OR LIMITATIONS ON AWARDS:

RELIGIOUS, CHARITABLE, SCIENTIFIC, LITERARY, EDUCATIONAL, AND  
ELEEMOSYNARY PURPOSES FOR THE BENEFIT OF THE PUBLIC

STATEMENT 9

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

=====

## RECIPIENT NAME:

CLARE FOUNDATION

## ADDRESS:

909 PICO BOULEVARD

SANTA MONICA, CA 90404

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

PROGRAM SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID ..... 5,000.

## RECIPIENT NAME:

BIG BROTHERS OF GREATER LOS ANGELES

## ADDRESS:

800 S. FIGUEROA STREET, SUITE 620

LOS ANGELES, CA 90017

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

PROGRAM SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID ..... 20,000.

## RECIPIENT NAME:

ALZHEIMER'S ASSOCIATION

## ADDRESS:

4221 WILSHIRE BLVD #400

LOS ANGELES, CA 90010

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

PROGRAM SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID ..... 25,000.



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

=====

## RECIPIENT NAME:

CHILDREN'S HOSPITAL OF LOS ANGELES

## ADDRESS:

4650 SUNSET BLVD

LOS ANGELES, CA 90027

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

PROGRAM SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID ..... 10,000.

## RECIPIENT NAME:

TUTWILER CLINIC

## ADDRESS:

205 ALMA STREET

TUTWILER, MS 38963

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

PROGRAM SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID ..... 5,000.

## RECIPIENT NAME:

BOYS &amp; GIRLS CLUBS OF SANTA MONICA

## ADDRESS:

1238 LINCOLN BLVD

SANTA MONICA, CA 90401

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

PROGRAM SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID ..... 15,000.

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

=====

## RECIPIENT NAME:

ST. JOSEPH CENTER

## ADDRESS:

204 HAMPTON DRIVE

VENICE, CA 90291

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

PROGRAM SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID ..... 5,000.

## RECIPIENT NAME:

STUDENTS RUN LA

## ADDRESS:

5252 CREBS AVENUE

TARZANA, CA 91356

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

PROGRAM SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID ..... 10,000.

## RECIPIENT NAME:

SAINT ANNE SCHOOL

## ADDRESS:

2015 COLORADO AVENUE

SANTA MONICA, CA 90404

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

PROGRAM SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID ..... 15,000.

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

=====

## RECIPIENT NAME:

SAINT RAPHAEL CATHOLIC SCHOOL

## ADDRESS:

924 W 70TH STREET

LOS ANGELES, CA 90044

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

PROGRAM SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID ..... 15,000.

## RECIPIENT NAME:

UCLA UNICAMP

## ADDRESS:

900 HILGARD AVENUE, SUITE 301

LOS ANGELES, CA 90024

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

PROGRAM SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID ..... 10,000.

## RECIPIENT NAME:

THE SISTERS OF ST. LOUIS

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

PROGRAM SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID ..... 5,000.

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

=====

## RECIPIENT NAME:

CASA OF LOS ANGELES

## ADDRESS:

201 CENTRE PLAZA DRIVE, SUITE 1100

MONTEREY PARK, CA 91754

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

PROGRAM SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID ..... 5,000.

## RECIPIENT NAME:

ORME SCHOOL

## ADDRESS:

HC 63 BOX 3040

MAYER, AZ 8633

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

PROGRAM SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID ..... 125,000.

## RECIPIENT NAME:

CHRISTO REY KANSAS CITY

## ADDRESS:

211 W LINWOOD BLVD

KANSAS CITY, MO 64111

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

PROGRAM SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID ..... 5,000.

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

=====

## RECIPIENT NAME:

MULTIPLE SCLEROSIS SOCIETY  
MIDAMERICA CHAPTER

## ADDRESS:

7611 STATE LINE RD SUITE 100  
KANSAS CITY, MO 64114

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

PROGRAM SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID ..... 500.

## RECIPIENT NAME:

MENTAL HEALTH AMERICA OF THE  
HEARTLAND

## ADDRESS:

739 MINNESOTA AVE  
KANSAS CITY, KS 66101

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

PROGRAM SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID ..... 250.

## RECIPIENT NAME:

ALS ASSOCIATION  
KEITH WORTHINGTON CHAPTER

## ADDRESS:

8340 MISSION RD SUITE B-4  
PRAIRIE VILLAGE, KS 66206

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

PROGRAM SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID ..... 84,018.

## RECIPIENT NAME:

DRUID HILLS PRESBYTERIAN CHURCH

## ADDRESS:

1026 PONCE DE LEON AVE NE

ATLANTA, GA 30306

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

PROGRAM SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID ..... 10,000.

## RECIPIENT NAME:

GREATER KC COMMUNITY FOUNDATION

## ADDRESS:

1055 BROADWAY STE 130

KANSAS CITY, MO 64105

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

PROGRAM SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID ..... 100,000.

## RECIPIENT NAME:

TRUMAN MEDICAL CENTER CHAR\_FDN

## ADDRESS:

2310 HOLMES SUITE 735

KANSAS CITY, MO 64108

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

PROGRAM SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID ..... 25,000.

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

=====

## RECIPIENT NAME:

ROD DIXONS KIDSMARATHON FDN

## ADDRESS:

3607 W MAGNOLIA BLVD SUITE 6

BURBANK, CA 91505

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

PROGRAM SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID ..... 5,000.

## RECIPIENT NAME:

EMD ALS BIOMARKER RESEARC

## ADDRESS:

1275 K STREET NW, SUITE 1

WASHINGTON, DC 20005

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

PROGRAM SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID ..... 25,000.

## RECIPIENT NAME:

BISHOP MIEGE HIGH SCHOOL

## ADDRESS:

5041 REINHARDT DRIVE

ROELAND PARK, KS 66205

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

SCHOLARSHIP

## FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID ..... 5,000.

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

## RECIPIENT NAME:

BOYS & GIRLS CLUBS - GREATER KANSAS  
CITY

## ADDRESS:

2405 ELMWOOD AVENUE  
KANSAS CITY, MO 64127

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

PROGRAM SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID ..... 1,000.

## RECIPIENT NAME:

BRIDGE HOME FOR CHILDREN

## ADDRESS:

6033 SWOPE PKWY  
KANSAS CITY, MO 64130

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

PROGRAM SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID ..... 500.

## RECIPIENT NAME:

CHILDREN'S MERCY HOSPITAL

## ADDRESS:

2401 GILLHAM ROAD  
KANSAS CITY, MO 64108

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

PROGRAM SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID ..... 4,000.



## RECIPIENT NAME:

CRISTO REY KANSAS CITY

## ADDRESS:

211 W LINWOOD BLVD

KANSAS CITY, MO 64111

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

PROGRAM SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID ..... 5,000.

## RECIPIENT NAME:

EPISCOPAL COMMUNITY SERVICES

## ADDRESS:

750 PASEO BLVD

KANSAS CITY, MO 64106

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

PROGRAM SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID ..... 500.

## RECIPIENT NAME:

FRONT PORCH ALLIANCE

## ADDRESS:

3210 MICHIGAN AVENUE

KANSAS CITY, MO 64109

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

PROGRAM SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID ..... 2,000.

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

=====

## RECIPIENT NAME:

GREATER KANSAS CITY YMCA

## ADDRESS:

3100 BROADWAY STREET  
KANSAS CITY, MO 64111

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

PROGRAM SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID ..... 1,000.

## RECIPIENT NAME:

HABITAT FOR HUMANITY

## ADDRESS:

1423 E. LINWOOD BLVD  
KANSAS CITY, MO 64109

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

PROGRAM SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID ..... 1,000.

## RECIPIENT NAME:

HARVESTER'S  
THE COMMUNITY FOOD NETWORK

## ADDRESS:

3801 TOPPING AVENUE  
KANSAS CITY, MO 64129

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

PROGRAM SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID ..... 7,000.

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

=====

## RECIPIENT NAME:

KIDS TLC

## ADDRESS:

480 S ROGERS ROAD

OLATHE, KS 66062

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

PROGRAM SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID ..... 1,000.

## RECIPIENT NAME:

NELSON GALLERY FOUNDATION

## ADDRESS:

4525 OAK STREET

KANSAS CITY, MO 64111

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

PROGRAM SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID ..... 5,000.

## RECIPIENT NAME:

PEMBROKE HILL SCHOOL

## ADDRESS:

STATE LINE ROAD

KANSAS CITY, MO 64112

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

PROGRAM SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID ..... 2,000.

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

=====

## RECIPIENT NAME:

POWELL GARDENS

## ADDRESS:

1609 N.W. U.S. HIGHWAY 50

KINGSVILLE, MO 64061

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

PROGRAM SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID ..... 1,000.

## RECIPIENT NAME:

ST. LUKE'S FOUNDATION

## ADDRESS:

4225 BALTIMORE AVENUE

KANSAS CITY, MO 64111

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

PROGRAM SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID ..... 1,000.

## RECIPIENT NAME:

THE FAMILY CONSERVANCY

## ADDRESS:

444 MINNESOTA AVENUE

KANSAS CITY, KS 66101

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

PROGRAM SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID ..... 1,000.

=====

## RECIPIENT NAME:

THE PLAZA ACADEMY

## ADDRESS:

4050 PENNSYLVANIA AVENUE

KANSAS CITY, MO 64111

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

PROGRAM SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID ..... 1,000.

## RECIPIENT NAME:

UNIVERSITY OF DENVER

DANIELS COLLEGE OF BUSINESS

## ADDRESS:

2101 S UNIVERSITY BLVD

DENVER, CO 80210

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

SCHOLARSHIP

## FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID ..... 2,000.

## RECIPIENT NAME:

UNIVERSITY OF MISSOURI - COLUMBIA

COLLEGE OF BUSINESS

## ADDRESS:

104 CORNELL HALL

COLUMBIA, MO 65211

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

SCHOLARSHIP

## FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID ..... 1,000.

RALPH L SMITH FOUNDATION 139524

44-6008508

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

RECIPIENT NAME:

VILLAGE PRESBYTERIAN CHURCH

ADDRESS:

6641 MISSION ROAD

PRAIRIE VILLAGE, KS 66208

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

PROGRAM SUPPORT

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID ..... 8,000.

RECIPIENT NAME:

TRUMAN MEDICAL CENTER

ADDRESS:

2301 HOLMES STREET

KANSAS CITY, MO 64108

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

PROGRAM SUPPORT

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID ..... 25,000.

TOTAL GRANTS PAID:

599,768.  
=====

STATEMENT 24

**RALPH L. SMITH FOUNDATION**

**44-6008508**

**Balance Sheet**

**12/31/2012**

<b>CUSIP</b>	<b>ASSET</b>	<b>UNITS</b>	<b>BASIS</b>	<b>MARKET VALUE</b>
M85548101	STRATASYS LTD	2900.00	211,729.00	224,339.36
00724F101	ADOBE SYS INC	6550.00	199,155.50	245,952.50
31100100	AMETEK INC	7375.00	126,502.33	272,653.75
03662Q105	ANSYS INC	3750.00	94,140.82	254,137.50
37604105	APOLLO GROUP INC	3758.00	124,905.66	76,738.36
53015103	AUTOMATIC DATA PROCESING INC	3633.00	17,142.51	207,444.30
54937107	BB&T CORP	7000.00	190,657.93	204,470.00
57665200	BALCHEM CORP	5716.00	145,623.98	215,150.24
12541W209	C H ROBINSON WORLDWIDE INC	2900.00	147,603.95	182,671.00
156782104	CERNER CORP	2500.00	100,037.50	192,975.00
171340102	CHURCH & DWIGHT INC	3500.00	145,325.05	187,180.00
222816100	COVANCE INC	3200.00	196,456.54	184,672.00
235851102	DANAHER CORP DEL	5100.00	135,068.00	283,866.00
268648102	EMC CORP	7000.00	184,448.00	177,310.00
278642103	EBAY CORP	3000.00	142,286.10	150,720.00
278865100	ECOLAB INC	4300.00	157,028.10	201,096.00
302130109	EXPEDITORS INTL WASHINGTON INC	4250.00	140,164.05	167,832.50
311900104	FASTENAL CO	3300.00	114,279.00	151,734.00
3133XES91	FED HOME LN BKS	100000.00	98,320.00	100,964.00
337738108	FISERV INC	3967.00	87,335.01	313,154.98
38259P508	GOOGLE INC	300.00	162,011.50	212,661.00
452308109	ILLINOIS TOOL WORKS INC	3500.00	32,973.85	213,500.00
464288646	ISHARES BARCLAYS 1-3 YR CR BD	2000.00	208,940.00	210,620.00
469814107	JACOBS ENGR GROUP INC DEL	3500.00	146,202.00	149,135.00
494368103	KIMBERLY CLARK CORP	13900.00	16,324.03	920,430.26
594918104	MICROSOFT CORP	7432.00	120,933.97	199,623.52
67020Y100	NUANCE COMM	5250.00	126,445.20	116,340.00
68389X105	ORACLE CORP	6500.00	138,315.00	218,465.00
696429307	PALL CORP	3500.00	220,019.40	211,120.00
742651CY6	PRIVATE EXPT FDG CORP	400000.00	409,322.00	309,099.00
742962103	PRIVATE BANCORP	12750.00	234,911.75	196,605.00
747525103	QUALCOMM INC	3500.00	155,386.00	215,565.00
761152107	RESMED INC	5500.00	117,350.19	226,215.00
779376102	ROVI CORP	4750.00	190,350.90	73,815.00
806857108	SCHLUMBERGER LTD	2950.00	142,122.00	203,845.00
855244109	STARBUCKS CORP	4100.00	69,136.00	217,833.00
858912108	STERICYCLE INC	2500.00	80,314.42	228,675.00
863667101	STRYKER CORP	3250.00	186,908.50	180,147.50
872540109	TJX COS INC	4250.00	105,628.65	175,227.50
87612106	TARGET CORP	3400.00	156,515.30	142,104.00
902973304	US BANCORP DEL	7500.00	202,443.20	241,950.00
902973817	US BANCORP DEL 6%	13500.00	348,764.85	470,190.00
921937835	VANGUARD TOTAL BD MARKET	4000.00	331,850.00	336,058.40
92206C409	VANGAURD SHORT-TERM CORP	10000.00	786,540.00	801,300.00
931422109	WALGREEN CO	6317.00	203,044.24	257,795.22
941848103	WATERS CORP	2500.00	125,710.59	192,236.00
949746879	WELLS FARGO & CO NEW	5000.00	134,378.00	143,650.00
94985V202	WELLS FARGO CAP XII	4000.00	104,100.00	101,320.00
36296CCV0	GOVT NATL MTG ASSN 686884	266595.98	272,261.16	291,512.04
	CASH/CASH EQUIVALENT	961,405.59	961,405.59	961,405.59
<b>TOTALS</b>		<b>993043.98</b>	<b>9,248,817.32</b>	<b>12,413,504.52</b>