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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
KEARNEY WORNALL FOUNDATION 100179

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

City or town, state, and ZIP code
KANSAS CITY, MO 64141-6692

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) ▶ \$ **12,688,128.** **J** Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)

A Employer identification number
44-6013874

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

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 ☐

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 <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	413,618.	400,609.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	214,565.			
	b Gross sales price for all assets on line 6a 4,044,397.				
	7 Capital gain net income (from Part IV, line 2)		214,565.		
	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)	5,007.	12.		STMT 1	
12 Total. Add lines 1 through 11	633,190.	615,186.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	80,421.	40,211.		40,211.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT. 2	800.	NONE	NONE	800.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT. 3	2,619.	855.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) STMT. 4	44.	44.		
	24 Total operating and administrative expenses. Add lines 13 through 23	83,884.	41,110.	NONE	41,011.
	25 Contributions, gifts, grants paid	602,000.			602,000.
26 Total expenses and disbursements. Add lines 24 and 25	685,884.	41,110.	NONE	643,011.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-52,694.				
b Net investment income (if negative, enter -0-)		574,076.			
c Adjusted net income (if negative, enter -0-)					

For Paperwork Reduction Act Notice, see instructions.

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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	48,272.	305,086.	305,086.	
	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),				
	Liabilities	11	Investments - land, buildings, and equipment basis			
		Less: accumulated depreciation ▶ (attach schedule)				
12		Investments - mortgage loans				
13		Investments - other (attach schedule)	9,580,146.	9,270,682.	12,383,042.	
14		Land, buildings, and equipment basis				
		Less: accumulated depreciation ▶ (attach schedule)				
15		Other assets (describe ▶)				
16		Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	9,628,418.	9,575,768.	12,688,128.	
17		Accounts payable and accrued expenses				
18		Grants payable				
Net Assets or Fund Balances	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)		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	9,628,418.	9,575,768.		
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances (see instructions)	9,628,418.	9,575,768.			
31	Total liabilities and net assets/fund balances (see instructions)	9,628,418.	9,575,768.			

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	9,628,418.
2	Enter amount from Part I, line 27a	2	-52,694.
3	Other increases not included in line 2 (itemize) ▶ CORRECTION FOR EATON VANCE CAPITAL CHANGE POSTING	3	55.
4	Add lines 1, 2, and 3	4	9,575,779.
5	Decreases not included in line 2 (itemize) ▶ ROUNDING	5	11.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	9,575,768.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs MLC Co)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr.)	(d) Date sold (mo, day, yr.)
1a PUBLICLY TRADED SECURITIES					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a 4,044,397.		3,829,832.	214,565.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a			214,565.		
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	214,565.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):			3		
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	704,259.	12,612,145.	0.055840
2010	643,824.	12,492,935.	0.051535
2009	730,878.	12,838,001.	0.056931
2008	765,862.	13,975,329.	0.054801
2007	687,428.	13,248,199.	0.051888
2 Total of line 1, column (d)			2 0.270995
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.054199
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 12,762,460.
5 Multiply line 4 by line 3			5 691,713.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 5,741.
7 Add lines 5 and 6			7 697,454.
8 Enter qualifying distributions from Part XII, line 4			8 643,011.
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)		1	11,482.
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			
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	11,482.
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	11,482.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	3,528.	
b Exempt foreign organizations - tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	3,528.	
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	7,954.	
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 2013 estimated tax <input type="checkbox"/> 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 <input type="text"/> N/A				
14	The books are in care of <input type="text"/> UMB BANK, N.A. Telephone no <input type="text"/> (816) 861-1933			
	Located at <input type="text"/> 1010 GRAND, KANSAS CITY, MO ZIP+4 <input type="text"/> 64106			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year.	15		
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 <input type="text"/>	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 <input type="text"/>	<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 <input type="text"/>		
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 ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No
If "Yes" to 6b, file Form 8870.**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
UMB BANK	CO-TRUSTEE			
1010 GRAND, KANSAS CITY, MO 64106	20	80,421.	-0-	-0-
PAUL L. SKAHAN	CO-TRUSTEE	-0-	-0-	-0-
5931 BALLENTINE, SHAWNEE, KS 66203				

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

Expenses

1 NONE	
2	
3	
4	

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

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

Amount

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	12,660,656.
b	Average of monthly cash balances	1b	296,156.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	12,956,812.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	12,956,812.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	194,352.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	12,762,460.
6	Minimum investment return. Enter 5% of line 5	6	638,123.

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	638,123.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	11,482.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	11,482.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	626,641.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	626,641.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	626,641.

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	643,011.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	643,011.
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	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	643,011.

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
1 Distributable amount for 2012 from Part XI, line 7				626,641.
2 Undistributed income, if any, as of the end of 2012:				
a Enter amount for 2011 only			NONE	
b Total for prior years 20 <u>10</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2012:				
a From 2007	26,363.			
b From 2008	86,562.			
c From 2009	102,604.			
d From 2010	32,891.			
e From 2011	NONE			
f Total of lines 3a through e	248,420.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ <u>643,011.</u>				
a Applied to 2011, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2012 distributable amount				626,641.
e Remaining amount distributed out of corpus	16,370.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	264,790.			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instructions			NONE	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	26,363.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	238,427.			
10 Analysis of line 9:				
a Excess from 2008	86,562.			
b Excess from 2009	102,604.			
c Excess from 2010	32,891.			
d Excess from 2011	NONE			
e Excess from 2012	16,370.			

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 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 or e-mail of the person to whom applications should be addressed:

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

c Any submission deadlines:

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE STATEMENT 11				602,000.
Total			3a	602,000.
b Approved for future payment				
Total			3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue.						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments						
4 Dividends and interest from securities				14	413,618.	
5 Net rental income or (loss) from real estate:						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property .						
7 Other investment income						
8 Gain or (loss) from sales of assets other than inventory				18	214,565.	
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory . . .						
11 Other revenue a _____						
b OTHER REVENUE				1	5,007.	
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)					633,190.	
13 Total. Add line 12, columns (b), (d), and (e)						633,190.

(See worksheet in line 13 instructions to verify calculations.)

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

[illegible]

Statement of Investment Position

Units Description	Symbol Cusip	Cost Basis		Market Value		Unrealized Gain / (Loss)	Estimated Annual Yield Income %
		Unit	Total	Unit	Total		
Equity Securities							
Common Stock							
1,800 Abbott Laboratories	ABT 002824100	47.75	85,958.79	65.50	117,900.00	31,941.21	1,008 0.85
1,800 Alexander & Baldwin Inc	ALEX 014491104	17.86	32,140.26	29.37	52,866.00	20,725.74	0
4,100 Alliant Energy Corp	LNT 018802108	30.75	126,072.58	43.91	180,031.00	53,958.42	7,380 4.10
2,750 Ameren Corp	AEE 023608102	40.59	111,629.18	30.72	84,480.00	(27,149.18)	4,400 5.21
3,700 American Electric Power Inc	AEP 025537101	32.16	118,984.60	42.68	157,916.00	38,931.40	6,956 4.40
1,275 Arch Coal Inc	ACI 039380100	24.26	30,931.50	7.32	9,333.00	(21,598.50)	153 1.64
3,250 AT & T Inc	T 00206R102	28.33	92,068.50	33.71	109,557.50	17,489.00	5,850 5.34
1,400 Barrick Gold Corp	ABX 067901108	36.50	51,100.00	35.01	49,014.00	(2,086.00)	1,120 2.29
1,795 Chevron Corp	CVX 166764100	45.29	81,301.31	108.14	194,111.30	112,809.99	6,462 3.33
2,000 Coca Cola Co	KO 191216100	31.32	62,637.90	36.25	72,500.00	9,862.10	2,040 2.81
300 Colgate Palmolive Co	CL 194162103	84.57	25,369.98	104.54	31,362.00	5,992.02	744 2.37
2,579 ConocoPhillips	COP 20825C104	23.77	61,310.70	57.99	149,556.21	88,245.51	6,809 4.55
1,500 Digital Realty Trust Inc	DLR 253868103	74.43	111,640.56	67.89	101,835.00	(9,805.56)	4,380 4.30
1,000 Dominion Resources Inc	D 25746U109	46.15	46,145.60	51.80	51,800.00	5,654.40	2,110 4.07
1,500 Du Pont E I De Nemours & Co	DD 263534109	45.75	68,625.00	44.98	67,467.75	(1,157.25)	2,580 3.82
3,124 Duke Energy Hldg Corp	DUK 26441C204	48.41	151,236.41	63.80	199,311.20	48,074.79	9,559 4.80
1,400 Eaton Corp Plc Sedol B8KQ82	ETN G29183103	51.95	72,723.00	54.18	75,852.00	3,129.00	2,128 2.81
1,100 Empire District Electric Co	EDE 291641108	17.48	19,228.99	20.38	22,418.00	3,189.01	1,100 4.91
3,300 Firstenergy Corp	FE 337932107	35.64	117,611.01	41.76	137,808.00	20,196.99	7,260 5.27

Statement of Investment Position (continued)

Units Description		Symbol Cusip	Cost Basis		Market Value		Unrealized Gain / (Loss)	Estimated Annual Yield Income %
			Unit	Total	Unit	Total		
Equity Securities (continued)								
Common Stock (continued)								
1,650	GlaxoSmithKline Plc	GSK	37.63	62,097.40	43.47	71,725.50	9,628.10	3,826 5.33
	One ADR rpstg 2 Ord Shares	37733W105						
1,900	Great Plains Energy Inc	GXP	32.07	60,933.00	20.31	38,589.00	(22,344.00)	1,653 4.28
		391164100						
1,550	Heinz H J Co	HNZ	45.58	70,656.60	57.68	89,404.00	18,747.40	3,193 3.57
		423074103						
1,500	Home Depot Inc	HD	51.89	77,831.55	61.85	92,775.00	14,943.45	1,740 1.88
		437076102						
1,430	Illinois Tool Works Inc	ITW	41.21	58,929.40	60.81	86,958.30	28,028.90	2,174 2.50
		452308109						
3,300	Intel Corp	INTC	21.18	69,883.14	20.62	68,046.00	(1,837.14)	2,970 4.36
		458140100						
2,000	Johnson Controls Inc	JCI	33.03	66,055.40	30.67	61,340.00	(4,715.40)	1,520 2.48
		478366107						
1,416	Kraft Foods Group Inc	KRFT	43.98	62,275.48	45.47	64,385.52	2,110.04	2,832 4.40
		50076Q106						
4,835	Marathon Oil Corp	MRO	8.00	38,659.98	30.66	148,241.10	109,581.12	3,288 2.22
		565849106						
2,417	Marathon Petroleum Corp	MPC	10.82	26,145.53	63.00	152,271.00	126,125.47	3,384 2.22
		56585A102						
1,800	Matson Inc	MATX	17.86	32,140.26	24.72	44,496.00	12,355.74	1,080 2.43
		57686G105						
760	McDonalds Corp	MCD	68.97	52,418.76	88.21	67,039.60	14,620.84	2,341 3.49
		580135101						
1,800	Merck & Co Inc	MRK	34.76	62,567.46	40.94	73,692.00	11,124.54	3,096 4.20
		58933Y105						
1,100	Newmont Mining Corp	NEM	44.90	49,390.00	46.44	51,084.00	1,694.00	1,540 3.01
		651639106						
2,415	NextEra Energy Inc	NEE	51.91	125,351.96	69.19	167,093.85	41,741.89	5,796 3.47
		65339F101						
1,860	Nucor Corp	NUE	29.62	55,099.23	43.16	80,277.60	25,178.37	2,734 3.41
		670346105						
4,645	Occidental Petroleum Corp	OXY	14.17	65,816.72	76.61	355,853.45	290,036.73	10,033 2.82
		674599105						
2,200	Paychex Inc	PAYX	30.94	68,057.96	31.10	68,420.00	362.04	2,904 4.24
		704326107						
3,270	PG&E Corporation	PCG	41.99	137,310.64	40.18	131,388.60	(5,922.04)	5,951 4.53
		69331C108						





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Statement of Investment Position (continued)

Units Description	Symbol Cusip	Cost Basis		Market Value		Unrealized Gain / (Loss)	Estimated Annual Yield Income %
		Unit	Total	Unit	Total		
Equity Securities (continued)							
Common Stock (continued)							
1,289 Phillips 66	PSX 718546104	14.12	18,206.56	53.10	68,445.90	50,239.34	1,289 1.88
1,500 Raytheon Co	RTN 755111507	46.35	69,525.00	57.56	86,340.00	16,815.00	3,000 3.47
720 Rio Tinto Plc	RIO 767204100	61.37	44,188.20	58.09	41,824.80	(2,363.40)	1,192 2.85
One Spon ADR Represents 4 Ord Shrs	SE 847560109	24.22	44,439.36	27.38	50,242.30	5,802.94	2,239 4.46
1,835 Spectra Energy Corp	TOT 89151E109	52.20	61,599.44	52.01	61,371.80	(227.64)	2,958 4.82
Sponsored ADR repstg .5 ord shs	UMBF 902788108	0.73	32,112.63	43.82	1,923,084.52	1,890,971.89	37,742 1.96
43,886 UMB Financial Corp	UN 904784709	23.33	21,136.98	38.30	34,699.80	13,562.82	944 2.72
906 Unilever N V	UNP 907818108	111.99	89,590.80	125.72	100,576.00	10,985.20	2,208 2.20
800 Union Pacific Corp	VFC 918204108	66.27	53,015.52	150.97	120,776.00	67,760.48	2,784 2.31
800 V F Corp							
Total Common Stock			3,142,150.83		6,265,560.60	3,123,409.77	188,450
Total Equity Securities			3,142,150.83		6,265,560.60	3,123,409.77	188,450

Fixed Income Securities

Government & Agency Bonds

200,000 Federal Home Loan Mortgage Corp	3137EACS6	1.00	199,663.60	100.15	200,300.00	636.40	1,500 0.83
DTD 2/4/2011 0.750% Ser 1 3/28/2013							
AA+							
41,632.6191 Government National Mortgage Assn	36202XJH1	1.03	43,037.72	109.64	45,646.26	2,608.54	2,082 4.56
DTD 2/1/2004 5.0000% 2/15/2019							
Pool # 612364							
175,613.165 Government National Mtg Assn Pool	36296DDQ8	1.00	175,448.53	109.34	192,022.02	16,573.49	8,781 4.57
DTD 8/1/2008 5.0000% 8/15/2023							
Pool # 687811							
339.958 Govt National Mtg Assn	36202DFC9	1.01	343.70	100.22	340.70	(3.00)	26 7.48
DTD 1/1/2000 7.5000% 1/20/2015							
Pool # 002875							



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Statement of Investment Position (continued)

Units Description	Symbol Cusip	Cost Basis		Market Value		Unrealized Gain / (Loss)	Estimated Annual Income %
		Unit	Total	Unit	Total		
Fixed Income Securities (continued)							
Government & Agency Bonds (continued)							
46,553.5525 Govt National Mtg Assn DTD 1/1/2004 5.0000% 1/15/2019 Pool# 520162 Pool # 520162	36211QZ38	1.04	48,401.14	109.64	51,041.61	2,640.47	2,328 4.56
24,454.5825 Govt National Mtg Assn DTD 12/1/2002 5.0000% 12/20/2017 Pool # 003313	36202DVE8	1.02	24,974.22	109.63	26,808.34	1,834.12	1,223 4.56
72,883.795 Govt National Mtg Assn DTD 2/1/2004 5.0000% 2/15/2019 Pool # 616274	36290ST76	1.03	75,172.81	109.67	79,933.02	4,760.21	3,644 4.56
42,737.0818 Govt National Mtg Assn DTD 2/1/2004 5.0000% 2/15/2019 Platinum Pool Pool # 781708	36225B3R7	1.01	43,177.80	108.06	46,182.76	3,004.96	2,137 4.63
24,239.175 Govt National Mtg Assn DTD 3/1/2003 5.0000% 3/15/2018 Pool # 602200	36200H7M0	1.04	25,140.57	109.58	26,560.83	1,420.26	1,212 4.56
28,423.635 Govt National Mtg Assn DTD 3/1/2003 5.0000% 3/15/2018 Pool # 591972	36201ST58	1.04	29,480.63	107.48	30,550.97	1,070.34	1,421 4.65
561.4688 Govt National Mtg Assn DTD 5/1/1999 7.0000% 5/15/2014 Pool # 510930	36211EST6	1.00	562.70	104.30	585.59	22.89	39 6.71
3,159.4515 Govt National Mtg Assn DTD 5/1/2001 6.0000% 5/15/2016 Pool # 485442	36209YHT8	0.99	3,139.69	108.69	3,433.93	294.24	190 5.52
5,638.89 Govt National Mtg Assn DTD 5/1/2001 6.0000% 5/15/2016 Pool # 554844	36213HLZ0	1.00	5,614.23	108.69	6,128.77	514.54	338 5.52
2,752.11 Govt National Mtg Assn DTD 5/1/2001 6.0000% 5/20/2016 Pool # 003087	36202DNC1	1.00	2,744.80	109.11	3,002.81	258.01	165 5.50
15,847.3988 Govt National Mtg Assn DTD 5/1/2003 4.5000% 5/15/2018 Pool # 553227	36213FSQ7	1.02	16,144.55	109.58	17,365.28	1,220.73	713 4.11
702.8252 Govt National Mtg Assn DTD 8/1/1999 7.0000% 8/15/2014 Pool # 496254	36210MH79	1.00	706.11	104.30	733.02	26.91	49 6.71



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Statement of Investment Position (continued)

Units Description	Symbol Cusip	Cost Basis		Market Value		Unrealized Gain / (Loss)	Estimated Annual Yield Income %
		Unit	Total	Unit	Total		
Fixed Income Securities (continued)							
Government & Agency Bonds (continued)							
8,247.213 Govt National Mtg Assn DTD 8/1/2004 5.0000% 8/15/2019 Pool # 633538	36291NZB0	1.03	8,463.70	109.67	9,044.87	581.17	412 4.56
14,314.9575 Govt National Mtg Assn DTD 9/1/2002 5.0000% 9/15/2017 Pool # 563631	36213TEC3	1.03	14,726.50	106.88	15,299.11	572.61	716 4.68
41,710.172 Govt National Mtg Assn II DTD 8/1/2004 5.0000% 8/20/2019 Pool # 003589	36202D7A3	1.02	42,570.45	109.59	45,711.74	3,141.29	2,086 4.56
37,220.986 Govt National Mtg Assn Platinum Pool DTD 2/1/2004 5.5000% 2/15/2019 Pool # 781710	36225B3T3	1.02	38,046.79	107.77	40,111.43	2,064.64	2,047 5.10
Total Government & Agency Bonds			797,560.24		840,803.06	43,242.82	31,108
Corporate Bonds							
300,000 Allac Inc DTD 8/9/2010 3.450% 8/15/2015 Sr Unsecured Notes A-	001055AE2	1.06	319,479.00	106.71	320,133.00	654.00	10,350 1.45
250,000 AT&T Inc DTD 2/13/2012 1.600% 2/15/2017 Sr Unsecured Notes A-	00206RBC5	1.02	254,795.00	101.17	252,935.00	(1,860.00)	4,000 1.17
250,000 Bhp Billiton Finance DTD 4/17/2003 4.800% 4/15/2013 A+	055451AA6	1.06	265,520.00	101.25	253,132.50	(12,387.50)	12,000 2.99
200,000 BP Capital Markets Plc DTD 3/11/2011 3.200% 3/11/2016 A	05565QBQ0	1.07	213,332.00	106.67	213,344.00	12.00	6,400 1.42
200,000 Caterpillar Inc DTD 5/27/2011 1.375% 5/27/2014 Sr Unsecured Notes A	149123BU4	1.01	201,688.00	101.22	202,436.00	748.00	2,750 1.08
175,000 Dow Chemical Co DTD 8/7/2009 5.900% 2/15/2015 Sr Unsecured Notes BBB	260543CA9	1.13	197,009.75	110.32	193,065.25	(3,944.50)	10,325 1.36



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Statement of Investment Position (continued)

Units Description	Symbol Cusip	Cost Basis		Market Value		Unrealized Gain / (Loss)	Estimated Annual Yield Income %
		Unit	Total	Unit	Total		
Fixed Income Securities (continued)							
Corporate Bonds (continued)							
150,000 E I Du Pont De Nemours Co DTD 9/23/2010 1.950% 1/15/2016 Sr Unsecured Notes A	263534CD9	1.02	153,072.00	103.12	154,675.50	1,603.50	2,925 1.45
300,000 General Electric Co DTD 12/6/2007 5.250% 12/6/2017 Senior Unsecured Notes AA+	369604BC6	1.16	348,372.00	117.92	353,745.00	5,373.00	15,750 2.19
125,000 Goldman Sachs Group Inc DTD 9/29/2004 5.000% 10/1/2014 A-	38143UAW1	1.05	131,585.00	106.52	133,148.75	1,563.75	6,250 2.77
200,000 Hewlett Packard Co DTD 5/31/2011 1.550% 5/30/2014 Sr Unsecured Notes BBB+	428236BK8	1.01	201,758.00	99.78	199,552.00	(2,206.00)	3,100 1.25
250,000 Home Depot Inc DTD 3/24/2006 5.400% 3/1/2016 Senior Notes A-	437076AP7	1.16	288,807.50	114.24	285,605.00	(3,202.50)	13,500 1.08
200,000 IBM Corp DTD 11/6/2009 2.100% 5/6/2013 Sr Unsecured Notes AA-	459200GR6	1.00	200,512.00	100.62	201,248.00	736.00	4,200 2.02
200,000 Occidental Petroleum Corp DTD 12/16/2010 1.450% 12/13/2013 Sr Unsecured Notes A	674599CA1	1.02	203,290.00	101.04	202,086.00	(1,204.00)	2,900 0.70
250,000 Pfizer Inc DTD 3/24/2009 5.350% 3/15/2015 Sr Unsecured Notes AA	717081DA8	1.12	280,270.00	110.13	275,327.50	(4,942.50)	13,375 0.83
250,000 Shell International Fin DTD 3/23/2009 4.000% 3/21/2014 Sr Unsecured Notes AA	822582AF9	1.08	269,290.00	104.40	261,002.50	(8,287.50)	10,000 1.10
250,000 Teva Pharma Fin IV LLC DTD 11/10/2011 1.700% 11/10/2014 A-	88166HAA5	1.01	251,565.00	102.30	255,755.00	4,190.00	4,250 1.48





Account Name:

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Statement of Investment Position (continued)

Units Description	Symbol Cusip	Cost Basis		Market Value		Unrealized Gain / (Loss)	Estimated Annual Yield Income %
		Unit	Total	Unit	Total		
Fixed Income Securities (continued)							
Corporate Bonds (continued)							
150,000 United Technologies Corp DTD 12/7/2007 5.375% 12/15/2017 Senior Unsecured Notes A	913017BM0	1.21	182,211.00	118.86	178,291.50	(3,919.50)	8,063 1.18
200,000 UnitedHealth Group Inc DTD 12/15/2007 6.000% 6/15/2017 Sr Unsecured Notes A	91324PAW2	1.21	242,590.00	119.94	239,880.00	(2,710.00)	12,000 1.64
175,000 Vale Overseas Ltd DTD 1/10/2006 6.250% 1/11/2016 A-	91911TAF0	1.14	198,835.00	112.51	196,892.50	(1,942.50)	10,938 2.41
200,000 Verizon Communications Inc DTD 3/28/2011 1.950% 3/28/2014 Sr Unsecured Notes A-	92343VBA1	1.03	205,130.00	101.81	203,616.00	(1,514.00)	3,900 0.91
200,000 Wachovia Corp DTD 6/8/2007 5.750% 6/15/2017 Senior Notes A+	929903DT6	1.19	237,818.00	118.44	236,874.00	(944.00)	11,500 1.49
250,000 Walgreen Co DTD 7/17/2008 4.875% 8/1/2013 Senior Notes BBB	931422AD1	1.07	267,000.00	102.47	256,167.50	(10,832.50)	12,188 0.67
200,000 Walt Disney Company DTD 12/22/2008 4.500% 12/15/2013 A	254687AW6	1.09	217,042.00	103.88	207,766.00	(9,276.00)	9,000 0.64
Total Corporate Bonds		5,330,971.25		5,276,678.50		(54,292.75)	189,663
Total Fixed Income Securities		6,128,531.49		6,117,481.58		(11,049.93)	220,770
Money Markets and Cash							
Money Market Funds							
305,086.27 Fidelity Treasury Only Fund #680	233809300	1.00	305,086.27	1.00	305,086.27		30 0.01
Total Money Market Funds		305,086.27		305,086.27		0.00	30



Account Name: Kearney Wornall Foundation

Account Number: 100179

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Statement Period: Dec. 1 - Dec. 31, 2012

Statement of Investment Position (continued)

Units Description	Symbol Cusip	Cost Basis		Market Value		Unrealized Gain / (Loss)	Estimated Annual Yield Income %
		Unit	Total	Unit	Total		
Money Markets and Cash (continued)							
Cash							
0 Cash		0.00	0.00	1.00	0.00		0
Total Cash			0.00		0.00	0.00	0
Payable Cash							
(6,574.65) Fee Payment US Dollar Currency		1.00	(6,574.65)	1.00	(6,574.65)		0
Total Payable Cash			(6,574.65)		(6,574.65)	0.00	0
Total Money Markets and Cash			298,511.82		298,511.82	0.00	30
Account Total			9,569,193.94		12,681,563.78	3,112,359.84	409,250



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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
EXCISE TAX REFUND	4,995.	12.
TRANSFER OF NASDAQ FUNDS FROM CLOSED ACT	12.	
TOTALS	5,007.	12.
	=====	=====

FORM 990PF, PART I - ACCOUNTING FEES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE (NON-ALLOC	800.			800.
TOTALS	800.	NONE	NONE	800.
	=====	=====	=====	=====

FORM 990PF, PART I - TAXES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
FOREIGN TAXES	855.	855.
FEDERAL ESTIMATES - INCOME	1,764.	
	-----	-----
TOTALS	2,619.	855.
	=====	=====

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
OTHER NON-ALLOCABLE EXPENSE -	35.	35.
OTHER NON-ALLOCABLE EXPENSE -	9.	9.
TOTALS	44.	44.
	=====	=====

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

=====

RECIPIENT NAME:

KANSAS CITY SYMPHONY

ADDRESS:

928 GRAND BLVD

KANSAS CITY, MO 64106

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 100,000.

RECIPIENT NAME:

DON BOSCO COMMUNITY CENTER

ADDRESS:

535 GARFIELD AVENUE

KANSAS CITY, MO 64124

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

HARVESTERS

ADDRESS:

3801 TOPPING AVENUE

KANSAS CITY, MO 64129

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 45,000.

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

=====

RECIPIENT NAME:

KANSAS CITY BALLET

ADDRESS:

500 W. PERSHING ROAD

KANSAS CITY, MO 64108

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

AGRICULTURE FUTURE OF

AMERICA INC

ADDRESS:

PO BOX 414838

KANSAS CITY, MO 64141

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 200,000.

RECIPIENT NAME:

MATTIE RHODES CENTER

ADDRESS:

1740 JEFFERSON

KANSAS CITY, MO 64108

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 5,000.

=====

RECIPIENT NAME:

KAUFFMAN CENTER FOR PERFORMING ARTS

ADDRESS:

1601 BROADWAY

KANSAS CITY, MO 64106

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 25,000.

RECIPIENT NAME:

TRUMAN MEDICAL CENTER

ADDRESS:

2301 HOLMES STREET

KANSAS CITY, MO 64108

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 15,000.

RECIPIENT NAME:

NATIONAL MS SOCIETY

ADDRESS:

900 SOUTH BROADWAY, SUITE 200

DENVER, CO 80209

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 5,000.

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

=====

RECIPIENT NAME:

ALPHAPOINTE ASSOCIATION FOR THE
BLIND

ADDRESS:

7501 PROSPECT AVE.
KANSAS CITY, MO 64132

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

AMERICAN ROYAL ASSOCIATION

ADDRESS:

1701 AMERICAN ROYAL COURT
KANSAS CITY, MO 64102

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

HEARTLAND SPCA

ADDRESS:

5428 NE ANTIOCH ROAD
KANSAS CITY, MO 64131

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CAPITAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 2,500.

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

=====

RECIPIENT NAME:

JOHN WORNALL & ALEXANDER MAJORS
MUSEUMS

ADDRESS:

6115 WORNALL ROAD
KANSAS CITY, MO 64113

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CHARITABLE

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 50,000.

RECIPIENT NAME:

FRIENDS OF ARROW ROCK

ADDRESS:

P.O. BOX 124
ARROW ROCK, MO 65320

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

OPERATING SUPPORT

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

FRIENDS OF THE KANSAS CITY ZOO

ADDRESS:

6800 ZOO DRIVE
KANSAS CITY, MO 64132

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CAMPAIGN SUPPORT

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 35,000.

=====

RECIPIENT NAME:

VISION RESEARCH FOUNDATION
OF KANSAS CITY

ADDRESS:

2300 HOLMES STREET
KANSAS CITY, MO 64108

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 50,000.

RECIPIENT NAME:

YOUTH FRIENDS

ADDRESS:

1740 MAIN STREET
KANSAS CITY, MO 64108

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

PROGRAM SUPPORT

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 20,000.

RECIPIENT NAME:

KANSAS CITY BOARD OF PARKS
AND RECREATION

ADDRESS:

4600 EAST 63RD STREET
KANSAS CITY, MO 64130

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

OPERATING SUPPORT

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 15,000.

KEARNEY WORNALL FOUNDATION 100179

44-6013874

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

=====

RECIPIENT NAME:

LAZARUS MINISTRIES AT GRAND
AVENUE TEMPLE

ADDRESS:

205 EAST 9TH STREET
KANSAS CITY, MO 64106

AMOUNT OF GRANT PAID 2,500.

TOTAL GRANTS PAID:

602,000.

=====

STATEMENT 11