



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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 01-01-2012 , and ending 12-31-2012

Name of foundation THE ATTERBURY FAMILY FOUNDATION		A Employer identification number 48-1202943	
Number and street (or P O box number if mail is not delivered to street address) 2001 SHAWNEE MISSION PARKWAY		B Telephone number (see instructions) (913) 677-5300	
City or town, state, and ZIP code SHAWNEE MISSION, KS 66205		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 4,926,569	J Accounting method ☐ Cash ☒ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	18,762	18,762		
	4 Dividends and interest from securities.	59,440	59,440		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	311,131			
	b Gross sales price for all assets on line 6a _____ 346,081				
	7 Capital gain net income (from Part IV, line 2)		311,131		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	-53,746	180		
	12 Total. Add lines 1 through 11	335,587	389,513		
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	13,425	13,425		
	c Other professional fees (attach schedule)	150	150		
	17 Interest	542	542		
	18 Taxes (attach schedule) (see instructions)	12,370			
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	111			
	24 Total operating and administrative expenses. Add lines 13 through 23	26,598	14,117		0
	25 Contributions, gifts, grants paid	221,400			221,400
	26 Total expenses and disbursements. Add lines 24 and 25	247,998	14,117		221,400
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	87,589			
	b Net investment income (if negative, enter -0-)		375,396		
	c Adjusted net income (if negative, enter -0-)				

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	133,134	112,033	112,033
	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 page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	199,998		
	b	Investments—corporate stock (attach schedule)	110,188	 112,515	112,515
	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)	3,787,817	 4,702,021	4,702,021
	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)	4,231,137	4,926,569	4,926,569	
Liabilities	17	Accounts payable and accrued expenses	10,000	10,000	
	18	Grants payable	330,000	262,500	
	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 ▶ _____)	 -278	 2,058	
	23	Total liabilities (add lines 17 through 22)	339,722	274,558	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted	3,891,415	4,652,011	
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see page 17 of the instructions)	3,891,415	4,652,011	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	4,231,137	4,926,569	

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	3,891,415
2	Enter amount from Part I, line 27a	2	87,589
3	Other increases not included in line 2 (itemize) ▶ 	3	951,551
4	Add lines 1, 2, and 3	4	4,930,555
5	Decreases not included in line 2 (itemize) ▶ 	5	278,544
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	4,652,011

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)
1 a	EQUAL ENERGY LTD F	P	2011-05-05	2012-05-08
b	FLOW-THRU SHORT TERM CAPITAL GAINS	P		
c	FLOW-THRU LONG TERM CAPITAL GAIN	P		
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 15,591		34,950	-19,359
b 10,988			10,988
c 319,502			319,502
d			
e			

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			-19,359
b			10,988
c			319,502
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	311,131
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	10,988

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 page 18 of 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	296,750	4,277,882	0 069368
2010	244,470	4,282,508	0 057086
2009	347,807	4,224,152	0 082338
2008	372,790	4,855,679	0 076774
2007	517,555	6,168,309	0 083905

2 Total of line 1, column (d).	2	0 369471
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 073894
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	4,607,989
5 Multiply line 4 by line 3.	5	340,503
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	3,754
7 Add lines 5 and 6.	7	344,257
8 Enter qualifying distributions from Part XII, line 4.	8	221,400

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 VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a		Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1			
		Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	7,508
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	7,508
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5		Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	7,508
6		Credits/Payments			
a		2012 estimated tax payments and 2011 overpayment credited to 2012	6a	4,141	
b		Exempt foreign organizations—tax withheld at source	6b		
c		Tax paid with application for extension of time to file (Form 8868)	6c		
d		Backup withholding erroneously withheld	6d		
7		Total credits and payments Add lines 6a through 6d.		7	4,141
8		Enter any penalty for underpayment of estimated tax Check here ☒ if Form 2220 is attached		8	5
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	3,372
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	Refunded	11	

Part VII-AStatements Regarding Activities

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?		Yes	No
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?			No
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file Form 1120-POL for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ _____ (2) On foundation managers \$ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		No
	If "Yes," attach a detailed description of the activities.			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		No
	If "Yes," attach the statement required by General Instruction T.			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either - By language in the governing instrument, or - By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) MO _____			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	8b	Yes	
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	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ▶ HTTP //WWW.ATTERBURYFOUNDATION.ORG				
14	The books are in care of ▶ MIDLAND PROPERTIES INC Telephone no ▶ (913) 677-5300 Located at ▶ 2001 SHAWNEE MISSION PARKWAY SHAWNEE MISSION KS ZIP +4 ▶ 66205			
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?	16		No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country ▶				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. ☐ Yes ☒ No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☒ Yes ☐ No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. ☐ Yes ☒ No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No			
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 page 20 of the instructions)?. . . Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐	1b		No
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		
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?. ☐ Yes ☒ No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
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 ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. ☐ Yes ☒ No			
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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.</i>).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a

During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions).

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b

If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5b

Organizations relying on a current notice regarding disaster assistance check here.

☒

c

If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

☐ Yes ☐ No

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

6a

Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b

Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

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?

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 Additional Data Table				

2

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

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

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

Form 990-PF (2012)

Part VIII

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
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		
2		
3		
4		

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See page 24 of the instructions	
3	

Total. Add lines 1 through 3.

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	3,189,960
b	Average of monthly cash balances.	1b	262,619
c	Fair market value of all other assets (see instructions).	1c	1,225,582
d	Total (add lines 1a, b, and c).	1d	4,678,161
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	4,678,161
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	70,172
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	4,607,989
6	Minimum investment return. Enter 5% of line 5.	6	230,399

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	230,399
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	7,508
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	7,508
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	222,891
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	222,891
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	222,891

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	221,400
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	221,400
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	221,400
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				222,891
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2012				
a From 2007.				120,217
b From 2008.				130,790
c From 2009.				138,177
d From 2010.				34,693
e From 2011.				86,469
f Total of lines 3a through e.	510,346			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 221,400				
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2012 distributable amount.				221,400
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	1,491			1,491
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	508,855			
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013.				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions). . .	118,726			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a.	390,129			
10 Analysis of line 9				
a Excess from 2008. . . .				130,790
b Excess from 2009. . . .				138,177
c Excess from 2010. . . .				34,693
d Excess from 2011. . . .				86,469
e Excess from 2012. . . .				

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

1a

If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling.

b

Check box to indicate whether the organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

☐ 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 XVSupplementary Information (Complete this part only if the organization 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))

ALAN L ATTERBURY

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

2

Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a

The name, address, and telephone number of the person to whom applications should be addressed

b

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

c

Any submission deadlines

d

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

Part XV

Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

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)				
a Paid during the year See Additional Data Table				
Total			3a	221,400
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments. . . .					
3	Interest on savings and temporary cash investments			14	18,762	
4	Dividends and interest from securities. . . .			14	59,440	
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.					180
8	Gain or (loss) from sales of assets other than inventory			14	311,131	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory. .					
11	Other revenue a See Additional Data Table					
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal Add columns (b), (d), and (e). .				335,407	180
13	Total. Add line 12, columns (b), (d), and (e).			13		335,587

[illegible]

1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?	Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of		
	(1) Cash.	1a(1)	No
	(2) Other assets.	1a(2)	No
b	Other transactions		
	(1) Sales of assets to a noncharitable exempt organization.	1b(1)	No
	(2) Purchases of assets from a noncharitable exempt organization.	1b(2)	No
	(3) Rental of facilities, equipment, or other assets.	1b(3)	No
	(4) Reimbursement arrangements.	1b(4)	No
	(5) Loans or loan guarantees.	1b(5)	No
	(6) Performance of services or membership or fundraising solicitations.	1b(6)	No
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c	No
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

[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 or fiduciary) is based on all information of which preparer has any knowledge.		
	*****	2013-05-06	*****
	Signature of officer or trustee	Date	Title

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

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☒	PTIN
	STEVEN OSBORNE	STEVEN OSBORNE	2013-05-07		
	Firm's name 	STEVEN T OSBORNE CPA		Firm's EIN 	
		2101 BURLINGTON STREET			
	Firm's address 	N KANSAS CITY, MO 64116		Phone no (816) 842-0960	

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(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
ALAN L ATTERBURY 	BOARD CHAIR 1 00	0	0	0
1228 W 57TH KANSAS CITY,MO 64113				
MARY P ATTERBURY 	PRESIDENT 1 00	0	0	0
1228 W 57TH KANSAS CITY,MO 64113				
JENNIFER L ATTERBURY 	VP & SECY 1 00	0	0	0
2001 SHAWNEE MISSION PARKWAY SHAWNEE MISSION,KS 66205				
ANDREW L ATTERBURY 	VP & TREAS 1 00	0	0	0
2001 SHAWNEE MISSION PARKWAY SHAWNEE MISSION,KS 66205				
DAVID A ATTERBURY 	VP 1 00	0	0	0
1228 W 57TH KANSAS CITY,MO 64113				
ANNE GROSZEK 	ASST TREAS 1 00	0	0	0
12855 PEMBROKE CIRCLE LEAWOOD,KS 66209				

Form 990PF Part XV Line 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)				
a <i>Paid during the year</i>				
AMERICAN RED CROSS 211 W ARMOUR ROAD KANSAS CITY,MO 64111	NONE	501(C)(3)	GENERAL	2,500
BIG BROTHERS BIG SISTERS 3908 WASHINGTON ST KANSAS CITY,MO 64111	NONE	501(C)(3)	GENERAL	2,000
CENTER FOR PRACTICAL BIOETHICS 1111 MAIN KANSAS CITY,MO 64105	NONE	501(C)(3)	GENERAL	2,000
CCVI 3101 MAIN STREET KANSAS CITY,MO 64111	NONE	501(C)(3)	GENERAL	1,500
CHILDREN'S TLC 3101 MAIN STREET KANSAS CITY,MO 64111	NONE	501(C)(3)	GENERAL	3,450
COLUMBIA BUSINESS SCHOOL 3022 BROADWAY NEW YORK,NY 10027	NONE	501(C)(3)	GENERAL	1,000
COLUMBIA LAW SCHOOL 435 WEST 116 STREET NEW YORK,NY 10027	NONE	501(C)(3)	GENERAL	500
CRISTO REY 211 W LINWOOD BLVD KANSAS CITY,MO 64111	NONE	501(C)(3)	GENERAL	1,000
DARTMOUTH COLLEGE 6066 DEVELOPMENT OFFICE HANOVER,NH 03755	NONE	501(C)(3)	GENERAL	1,500
GILLIS 8150 WORNALL ROAD KANSAS CITY,MO 64114	NONE	501(C)(3)	GENERAL	1,000
HARRY S TRUMAN LIBRARY 500 WEST US HIGHWAY 24 INDEPENDENCE,MO 64050	NONE	501(C)(3)	GENERAL	5,000
HARVESTERS PO BOX 879025 KANSAS CITY,MO 64111	NONE	501(C)(3)	GENERAL	5,000
HIGHER M-PACT 1601 E 18TH ST 205 KANSAS CITY,MO 64108	NONE	501(C)(3)	GENERAL	6,250
JACKSON COUNTY CASA 625 EAST 26 STREET KANSAS CITY,MO 64108	NONE	501(C)(3)	GENERAL	1,000
KANSAS CITY BALLET 1601 BROADWAY KANSAS CITY,MO 64108	NONE	501(C)(3)	GENERAL	5,000

Form 990PF Part XV Line 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)				
a <i>Paid during the year</i>				
KANSAS CITY POLICE FOUNDATION 2405 GRAND BLVD STE 700 KANSAS CITY,MO 64108	NONE	501(C)(3)	GENERAL	10,000
KANSAS CITY REPERTORY THEATER 4949 CHERRY ST KANSAS CITY,MO 64110	NONE	501(C)(3)	GENERAL	500
KANSAS CITY SYMPHONY 1020 CENTRAL KANSAS CITY,MO 64105	NONE	501(C)(3)	GENERAL	10,000
KU ENDOWMENT 1891 CONSTANT AVE LAWRENCE,KS 66047	NONE	501(C)(3)	GENERAL	500
LINDA HALL LIBRARY 5109 CHERRY ST KANSAS CITY,MO 64110	NONE	501(C)(3)	GENERAL	2,500
MISSOURI LAW SCHOOL FOUNDATION 205 HULSTON HALL COLUMBIA,MO 64211	NONE	501(C)(3)	GENERAL	1,000
MOCSA PO BOX 876565 KANSAS CITY,MO 64187	NONE	501(C)(3)	GENERAL	5,000
MY ARTS 1522 HOLMES KANSAS CITY,MO 64108	NONE	501(C)(3)	GENERAL	1,000
NATIONAL WORLD WAR I MUSEUM 100 W 26TH ST KANSAS CITY,MO 64108	NONE	501(C)(3)	GENERAL	5,000
NELSON ATKINS MUSEUM ART 4525 OAK STREET KANSAS CITY,MO 64111	NONE	501(C)(3)	GENERAL	23,500
NONPROFIT CONNECT PO BOX 5813 KANSAS CITY,MO 64171	NONE	501(C)(3)	GENERAL	1,500
NORTHWESTERN UNIVERSITY 2020 RIDGE AVENUE EVANSTON,IL 60208	NONE	501(C)(3)	GENERAL	500
PEMBROKE HILL SCHOOL 400 WEST 51ST STREET KANSAS CITY,MO 64112	NONE	501(C)(3)	GENERAL	10,000
POWELL GARDENS 1609 NW US HIGHWAY 50 KINGSVILLE,MO 64061	NONE	501(C)(3)	GENERAL	5,000
RESTART 918 E 9TH STREET KANSAS CITY,MO 64106	NONE	501(C)(3)	GENERAL	1,500

Form 990PF Part XV Line 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)				
a Paid during the year				
ROSE BROOKS CENTER PO BOX 320599 KANSAS CITY,MO 64132	NONE	501(C)(3)	GENERAL	5,000
SOUTHWEST BLVD HEALTH CTR 340 SOUTHWEST BLVD KANSAS CITY,MO 64103	NONE	501(C)(3)	GENERAL	500
SPECIAL OPERATIONS FUND 1215 19TH ST NW WASHINGTON,DC 20036	NONE	501(C)(3)	GENERAL	10,000
STARLIGHT THEATRE 4600 STARLIGHT ROAD KANSAS CITY,MO 64132	NONE	501(C)(3)	GENERAL	1,000
TRUMAN MEDICAL CENTER 2310 HOLMES KANSAS CITY,MO 64108	NONE	501(C)(3)	GENERAL	500
UMKC TRUSTEE SCHOLARSHIP 5100 ROCKHILL RD KANSAS CITY,MO 64110	NONE	501(C)(3)	GENERAL	5,000
UMKC CONSERVATORY OF MUSIC 4949 CHERRY STREET KANSAS CITY,MO 64110	NONE	501(C)(3)	GENERAL	5,000
UMKC FOUNDATION 311 ADMINISTRATIVE KANSAS CITY,MO 64110	NONE	501(C)(3)	GENERAL	70,000
UNIVERSITY ACADEMY 6801 HOLMES ROAD KANSAS CITY,MO 64131	NONE	501(C)(3)	GENERAL	1,500
WASHINGTON UNIVERSITY 1 BROOKINGS DRIVE ST LOUIS,MO 63130	NONE	501(C)(3)	GENERAL	500
WILDWOOD OUTDOOR EDUCATIO 7095 WEST 399 ST LA CYGNE,KS 66040	NONE	501(C)(3)	GENERAL	1,500
WOMEN'S CHRISTIAN ASSOCIATION 8100 WORNELL RD KANSAS CITY,MO 64114	NONE	501(C)(3)	GENERAL	3,000
WOMEN'S EMPLOYMENT NETWORK 720 OAK KANSAS CITY,MO 64106	NONE	501(C)(3)	GENERAL	1,700
Total  3a				221,400

Form 990PF Part XVI-A Line 11 - Other revenue:

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See the instructions)
11 Other revenue	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
a OTHER			14	214	
b ORDINARY INCOME-PARTNERSHIP			14	-5,334	
c RENTAL INCOME-PARTNERSHIPS			14	-6,425	
d OTHER INCOME-PARTNERSHIPS			14	1,804	
e PORTFOLIO DEDUCTS-PARTNERSH			14	-43,837	
f OTHER EXPENSE-PARTNERSHIPS			14	-348	

TY 2012 Accounting Fees Schedule**Name:** THE ATTERBURY FAMILY FOUNDATION**EIN:** 48-1202943

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
STEVEN T OSBORNE, CPA	3,425	3,425		
MPI	10,000	10,000		

TY 2012 Compensation Explanation**Name:** THE ATTERBURY FAMILY FOUNDATION**EIN:** 48-1202943

Person Name	Explanation
ALAN L ATTERBURY	
MARY P ATTERBURY	
JENNIFER L ATTERBURY	
ANDREW L ATTERBURY	
DAVID A ATTERBURY	
ANNE GROSZEK	

TY 2012 Investments Corporate Stock Schedule

Name: THE ATTERBURY FAMILY FOUNDATION

EIN: 48-1202943

Name of Stock	End of Year Book Value	End of Year Fair Market Value
COMMON STOCK-EXXON MOBIL CORP	112,515	112,515

TY 2012 Investments - Other Schedule**Name:** THE ATTERBURY FAMILY FOUNDATION**EIN:** 48-1202943

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
MLP-KAYNE ANDERSON MLP INVT CO	FMV	88,410	88,410
LLC-K/H LEE'S SUMMIT, LLC	FMV	85,000	85,000
TRIANGLE PEAK PARTNERS GLOBAL ALLOC	FMV	3,039,911	3,039,911
TORCH HILL INVESTORS	FMV	43,203	43,203
PARKWAY INVESTORS A	FMV	1,397,000	1,397,000
EQUAL ENERGY LTD	FMV		
PARKWAY INVESTORS A II LLC	FMV	48,497	48,497

TY 2012 Other Decreases Schedule**Name:** THE ATTERBURY FAMILY FOUNDATION**EIN:** 48-1202943

Description	Amount
FLOW THRU DISTRIBUTION / INCOME DIFFERENCE	135,731
OTHER	1,856
FLOW-THRU BOOK V TAX DIFFERENCES	140,955
ROUNDING	2

TY 2012 Other Expenses Schedule**Name:** THE ATTERBURY FAMILY FOUNDATION**EIN:** 48-1202943

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
MISCELLANEOUS	6			
BANK FEES	6			
ENTERTAINMENT	99			

TY 2012 Other Income Schedule**Name:** THE ATTERBURY FAMILY FOUNDATION**EIN:** 48-1202943

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OTHER INVESTMENT INCOME	180	180	
OTHER	214		
ORDINARY INCOME-PARTNERSHIPS	-5,334		
RENTAL INCOME-PARTNERSHIPS	-6,425		
OTHER INCOME-PARTNERSHIPS	1,804		
PORTFOLIO DEDUCTS-PARTNERSHIP	-43,837		
OTHER EXPENSE-PARTNERSHIPS	-348		

TY 2012 Other Increases Schedule

Name: THE ATTERBURY FAMILY FOUNDATION

EIN: 48-1202943

Description	Amount
ADJUSTMENT TO MARKET VALUE	884,051
GRANT ADJUSTMENTS	67,500

TY 2012 Other Liabilities Schedule

Name: THE ATTERBURY FAMILY FOUNDATION

EIN: 48-1202943

Description	Beginning of Year - Book Value	End of Year - Book Value
DEFERRED FEDERAL EXCISE TAX	397	621
CURRENT FEDERAL EXCISE TAX	-675	1,437

TY 2012 Other Professional Fees Schedule

Name: THE ATTERBURY FAMILY FOUNDATION

EIN: 48-1202943

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT ADVISORY FEES	150	150		

TY 2012 Taxes Schedule

Name: THE ATTERBURY FAMILY FOUNDATION

EIN: 48-1202943

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL TAX	9,459			
STATE INCOME TAX	743			
FOREIGN TAX	1,944			
DEFERRED TAX	224			