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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 10-01-2012 , and ending 09-30-2013

Name of foundation
COPAKEN FAMILY FOUNDATION

A Employer identification number
48-6264196

Number and street (or P O box number if mail is not delivered to street address) Room/suite
1100 WALNUT STREET SUITE 2000

B Telephone number (see instructions)
(913) 381-3840

City or town, state, and ZIP code
KANSAS CITY, MO 64106

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)* ▶$ 354,380

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)	0			
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	13	13		
	4	Dividends and interest from securities.	3,590	3,590		
	5a	Gross rents				
	b	Net rental income or (loss) ____				
	6a	Net gain or (loss) from sale of assets not on line 10	30,356			
	b	Gross sales price for all assets on line 6a 49,887				
	7	Capital gain net income (from Part IV, line 2) . . .		30,356		
	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)	11	11		
	12	**Total.** Add lines 1 through 11	33,970	33,970		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0	0		0
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule).	722	361		360
	b	Accounting fees (attach schedule).	2,247	1,124		1,123
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	5	5		0
	19	Depreciation (attach schedule) and depletion . . .				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	2,546	2,519		27
	24	**Total operating and administrative expenses.** Add lines 13 through 23	5,520	4,009		1,510
	25	Contributions, gifts, grants paid	184,604			184,604
	26	**Total expenses and disbursements.** Add lines 24 and 25	190,124	4,009		186,114
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-156,154			
	b	**Net investment income** (if negative, enter -0-)		29,961		
	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	19,905	228,494	228,494
	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)			
	b	Investments—corporate stock (attach schedule)	109,183	17,273	10,293
	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)	329,174	56,341	115,593
	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)	458,262	302,108	354,380
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	1,983,010	1,983,010	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	-1,524,748	-1,680,902	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	458,262	302,108	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	458,262	302,108	

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	458,262
2	Enter amount from Part I, line 27a	2	-156,154
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	302,108
5	Decreases not included in line 2 (itemize) ▶	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	302,108

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	PUBLICALLY TRADED SECURITIES	P	2007-06-27	2012-11-27
b	FROM K-1 - PCM SELECT MANAGERS FUND LP -ST	P		
c	FROM K-1 - PCM SELECT MANAGERS FUND LP -LT	P		
d	PRAIRIE CAPITAL	P		
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	49,887		91,910	-42,023
b				-771
c				3,051
d				70,099
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				-42,023
b				-771
c				3,051
d				70,099
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	30,356
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see 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	248,606	554,685	0 448193
2010	197,753	733,772	0 269502
2009	210,906	773,663	0 272607
2008	185,810	1,009,254	0 184106
2007	219,403	1,228,645	0 178573

2	**Total** of line 1, column (d).	2	1 352981
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 270596
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	311,153
5	Multiply line 4 by line 3.	5	84,197
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	300
7	Add lines 5 and 6.	7	84,497
8	Enter qualifying distributions from Part XII, line 4.	8	186,114

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 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	300
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	0
3	Add lines 1 and 2			3	300
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	300
6	Credits/Payments				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	583		
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	583
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	283
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ 283	**Refunded** ▶		11	0

Part VII-A **Statements Regarding Activities**

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		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)?	1b		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 ▶ $ 0 **(2)** On foundation managers ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
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? *If "Yes," attach the statement required by General Instruction T.*	5		No
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) ▶KS			
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)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		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 ▶N/A

14 The books are in care of ▶TROY MARQUIS Telephone no ▶(816) 701-5000

Located at ▶1100 WALNUT STREET SUITE 2000 KANSAS CITY MO ZIP +4 ▶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**

			Yes	No
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)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		No
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? *(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		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
PAUL COPAKEN 1100 WALNUT STREET SUITE 2000 KANSAS CITY, MO 64106	CO-TRUSTEE 0 00	0	0	0
LOIS COPAKEN 1100 WALNUT STREET SUITE 2000 KANSAS CITY, MO 64106	CO-TRUSTEE 0 00	0	0	0
KEITH COPAKEN 1100 WALNUT STREET SUITE 2000 KANSAS CITY, MO 64106	CO-TRUSTEE 0 00	0	0	0
JON COPAKEN 1100 WALNUT STREET SUITE 2000 KANSAS CITY, MO 64106	CO-TRUSTEE 0 00	0	0	0

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

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

Total number of other employees paid over $50,000. . . ▶	0

Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
NONE		
Total number of others receiving over $50,000 for professional services. . . . . ▶		0

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	
2	
All other program-related investments See page 24 of the instructions 3	
Total. Add lines 1 through 3. . . . . ▶	0

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	17,627
b	Average of monthly cash balances			1b	182,671
c	Fair market value of all other assets (see instructions)			1c	115,593
d	**Total** (add lines 1a, b, and c)			1d	315,891
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0		
2	Acquisition indebtedness applicable to line 1 assets			2	0
3	Subtract line 2 from line 1d			3	315,891
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)			4	4,738
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4			5	311,153
6	**Minimum investment return.** Enter 5% of line 5			6	15,558

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	15,558
2a	Tax on investment income for 2012 from Part VI, line 5	2a	300		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	300
3	Distributable amount before adjustments Subtract line 2c from line 1			3	15,258
4	Recoveries of amounts treated as qualifying distributions			4	0
5	Add lines 3 and 4			5	15,258
6	Deduction from distributable amount (see instructions)			6	0
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	15,258

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	186,114
b	Program-related investments—total from Part IX-B	1b	0
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	186,114
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	300
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	185,814

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				15,258
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			0	
b Total for prior years 20___ , 20___ , 20___		0		
3 Excess distributions carryover, if any, to 2012				
a From 2007. . . 220,152				
b From 2008. . . 185,810				
c From 2009. . . 210,906				
d From 2010. . . 197,904				
e From 2011. . . 248,632				
f **Total** of lines 3a through e.	1,063,404			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 186,114				
a Applied to 2011, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	186,114			
d Applied to 2012 distributable amount.				0
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	15,258			15,258
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,234,260			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
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.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions			0	
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)	0			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	204,894			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	1,029,366			
10 Analysis of line 9				
a Excess from 2008. . . 185,810				
b Excess from 2009. . . 210,906				
c Excess from 2010. . . 197,904				
d Excess from 2011. . . 248,632				
e Excess from 2012. . . 186,114				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 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)

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

Part XV **Supplementary Information (Complete this part only if the 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))

See Additional Data Table

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 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 Additional Data Table				
Total . . . . ▶ **3a**				184,604
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments			14	13	
4 Dividends and interest from securities. . . .			14	3,590	
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.			14	11	
8 Gain or (loss) from sales of assets other than inventory			18	30,356	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .		0		33,970	0

13 Total. Add line 12, columns (b), (d), and (e). 13 33,970

(See worksheet in line 13 instructions to verify calculations)

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

Line No.	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
(1)	Cash.	**1a(1)**		**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

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☑ No

b If "Yes," complete the following schedule

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

Sign Here

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

****** | 2014-07-08 | ******

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
ANNE KRISTIN CLAYTON	ANNE KRISTIN CLAYTON			P00844323

Firm's name ▶ HOWE & COMPANY CPA PC — Firm's EIN ▶ 43-1069087

Firm's address ▶ 1201 WALNUT SUITE 950 KANSAS CITY, MO 641062176 — Phone no (816) 842-2130

Form 990PF Part XV Line 1a - 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).

PAUL COPAKEN
LOIS COPAKEN

Form 990PF Part XV Line 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*				
ADHOC 3116 PROSPECT AVE KANSAS CITY,MO 64128	NONE	501(C)(3)	CHARITABLE	250
AIDS WALK 1227 LOCUST PHILADELPHIA,PA 19107	NONE	501(C)(3)	CHARITABLE	125
ALSKEITH WORTHINGTON 6950 SQUIBB ROAD SUITE 210 MISSION,KS 66202	NONE	501(C)(3)	CHARITABLE	50
AMERICAN CRAFT COUNCIL 72 SPRING STREET NEW YORK,NY 10012	NONE	501(C)(3)	CHARITABLE	50
ANDERSON RANCH ARTS CENTER BOX 5598 SNOWMASS VILLAGE,CO 816155598	NONE	501(C)(3)	CHARITABLE	5,500
ASPEN ART MUSEUM 590 NORTH MILL STREET ASPEN,CO 81611	NONE	501(C)(3)	CHARITABLE	5,000
ASPEN INSTITUTE 1000 NORTH THIRD STREET ASPEN,CO 81611	NONE	501(C)(3)	CHARITABLE	3,500
ASPEN MUSIC FESTIVAL 2 MUSIC SCHOOL ROAD ASPEN,CO 81611	NONE	501(C)(3)	CHARITABLE	4,800
ASPEN SANTA FE BALLET 0245 SAGE WAY ASPEN,CO 81611	NONE	501(C)(3)	CHARITABLE	8,500
ASPEN COMMUNITY FOUNDATION 110 EAST HALLAM STREET SUITE 126 ASPEN,CO 81611	NONE	501(C)(3)	CHARITABLE	2,100
ASPEN WOMEN'S FOUNDATION 1000 N 3RD STREET ASPEN,CO 81611	NONE	501(C)(3)	CHARITABLE	500
BACH ARIA SOLOISTS 1215 W 64TH TERRACE KANSAS CITY,MO 64113	NONE	501(C)(3)	CHARITABLE	500
BOYS & GIRLS CLUBS OF 6301 ROCKHILL ROAD STE303 KANSAS CITY,MO 64131	NONE	501(C)(3)	CHARITABLE	500
CAMPS FOR KIDS 1080 WASHINGTON STREET KANSAS CITY,MO 64105	NONE	501(C)(3)	CHARITABLE	1,000
CHILDRENS GARDEN 4901 REINHARDT DRIVE ROELAND PARK,KS 66205	NONE	501(C)(3)	CHARITABLE	250

Form 990PF Part XV Line 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*				
CHILD PROTECTION CENTER 3101 BROADWAY SUITE 750 KANSAS CITY,MO 64111	NONE	501(C)(3)	CHARITABLE	1,320
CHILDREN'S MEMORIAL HOSPITAL 225 E CHICAGO AVENUE CHICAGO,IL 60611	NONE	501(C)(3)	CHARITABLE	250
THE CHILDREN'S PLACE 2 EAST 59TH STREET KANSAS CITY,MO 64113	NONE	501(C)(3)	CHARITABLE	300
CONSERVATORY OF MUSIC 4949 CHERRY KANSAS CITY,MO 64110	NONE	501(C)(3)	CHARITABLE	250
COTERIE THEATRE 2450 GRAND AVENUE STE 144 KANSAS CITY,MO 641082520	NONE	501(C)(3)	CHARITABLE	2,625
DALLAS THEATER CENTER 2400 FLORA STREET DALLAS,TX 75201	NONE	501(C)(3)	CHARITABLE	2,000
DE LA SALLE 3740 FOREST AVENUE KANSAS CITY,MO 641093200	NONE	501(C)(3)	CHARITABLE	1,000
FINCA 1101 14TH STREET NW ELEVENTH FLOOR WASHINGTON,DC 20005	NONE	501(C)(3)	CHARITABLE	500
FOLLY THEATER PO BOX 26505 KANSAS CITY,MO 64196	NONE	501(C)(3)	CHARITABLE	1,500
FRIENDS OF CHAMBER MUSIC 4643 WYANDOTTE SUITE 201 KANSAS CITY,MO 641121542	NONE	501(C)(3)	CHARITABLE	2,000
GORDON PARKS SCHOOL 3715 WYOMING KANSAS CITY,MO 64111	NONE	501(C)(3)	CHARITABLE	2,000
GREATER KC WOMEN IN THE ARTS 1250 NEW YORK AVE WASHINGTON,DC 20005	NONE	501(C)(3)	CHARITABLE	35
GIRL SCOUTS OF NE KSNW MS 8383 BLUE PARKWAY KANSAS CITY,MO 64133	NONE	501(C)(3)	CHARITABLE	1,000
GUGGENHEIM MUSEUM 1071 5TH AVENUE NEW YORK,NY 64127	NONE	501(C)(3)	CHARITABLE	125
HEART OF AMERICAN SHAKESPEAR 4800 MAIN STREET 302 KANSAS CITY,MO 64112	NONE	501(C)(3)	CHARITABLE	1,000

Form 990PF Part XV Line 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*				
HESHIMA KENYA PO BOX 408077 CHICAGO,IL 60640	NONE	501(C)(3)	CHARITABLE	50
HISTORIC KANSAS CITY FOUNDATION 201 WESTPORT ROAD KANSAS CITY,MO 64111	NONE	501(C)(3)	CHARITABLE	100
HARRY S TRUMAN LIBRARY INSTITUTE PO BOX 413189 INDEPENDENCE,MO 641790889	NONE	501(C)(3)	CHARITABLE	1,000
HUMAN RIGHTS WATCH 350 FIFTH AVENUE 34TH FLOOR NEW YORK,NY 101183299	NONE	501(C)(3)	CHARITABLE	100
HUNGER PROJECT 15 EAST 26TH STREET NEW YORK,NY 10010	NONE	501(C)(3)	CHARITABLE	1,500
JEWISH MUSEUM 5500 W 123RD STREET LEAWOOD,KS 66209	NONE	501(C)(3)	CHARITABLE	70
JEWISH COMMUNITY FOUNDATION 5801 WEST 115TH STREET SUITE 202 OVERLAND PARK,KS 66211	NONE	501(C)(3)	CHARITABLE	200
JEWEL BALL COMMITTEE 500 COLLEGE HILL LIBERTY,MO 64068	NONE	501(C)(3)	CHARITABLE	900
JEWISH FEDERATION OF GREATER KC 5801 W 115TH STREET SUITE 201 OVERLAND PARK,KS 662111824	NONE	501(C)(3)	CHARITABLE	55,000
JEWISH FAMILY SERVICES 5801 W 115TH ST SUITE 103 OVERLAND PARK,KS 66211	NONE	501(C)(3)	CHARITABLE	500
JUNIOR LEAGUE OF KANSAS CITY MO 9215 WARD PARKWAY KANSAS CITY,MO 64114	NONE	501(C)(3)	CHARITABLE	91
KANSAS CITY ART INSTITUTE 4415 WARWICK BLVD KANSAS CITY,MO 641119738	NONE	501(C)(3)	CHARITABLE	1,400
KANSAS CITY BALLET 1601 BROADWAY KANSAS CITY,MO 64105	NONE	501(C)(3)	CHARITABLE	1,500
KANSAS CITY COMMUNITY GARDENS 3800 PASEO BLVD KANSAS CITY,MO 64109	NONE	501(C)(3)	CHARITABLE	100
KANSAS CITY FRIENDS OF ALVIN AILEY 218 DELAWARE SUITE 101 KANSAS CITY,MO 64105	NONE	501(C)(3)	CHARITABLE	13,300

Form 990PF Part XV Line 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*				
KC FREEDOM SCHOOL INITIATIVE 2200 OLIVE STREET KANSAS CITY, MO 64127	NONE	501(C)(3)	CHARITABLE	600
KC HEART OF AMERICA CROP WALK PO BOX 968 ELKHART, IN 46515	NONE	501(C)(3)	CHARITABLE	150
KANSAS CITY JEWISH MUSEUM 5500 WEST 123RD STREET OVERLAND PARK, KS 66209	NONE	501(C)(3)	CHARITABLE	118
KCPTPUBLIC TELEVISION 19 PO BOX 802780 KANSAS CITY, MO 641802780	NONE	501(C)(3)	CHARITABLE	1,000
KANSAS CITY PUBLIC LIBRARY 14 WEST 10TH STREET KANSAS CITY, MO 64105	NONE	501(C)(3)	CHARITABLE	1,000
KANSAS CITY REPERTORY THEATRE 4949 CHERRY STREET KANSAS CITY, MO 641102499	NONE	501(C)(3)	CHARITABLE	4,600
KANSAS CITY SYMPHONY PO BOX 87-9425 KASNAS CITY, MO 641879425	NONE	501(C)(3)	CHARITABLE	10,000
KCUR 893 FM 4825 TROOST KANSAS CITY, MO 64110	NONE	501(C)(3)	CHARITABLE	500
KEMPER MUSEUM CONTEMPORARY ART 4420 WARWICK BLVD KANSAS CITY, MO 641119740	NONE	501(C)(3)	CHARITABLE	1,000
THE LIVING ROOM 1818 MCGEE KANSAS CITY, MO 64108	NONE	501(C)(3)	CHARITABLE	1,000
MIDWEST CENTERHOLOCAUST EDUCATION 4707 WEST 135TH STREET SUITE 160 OVERLAND PARK, KS 66224	NONE	501(C)(3)	CHARITABLE	500
METACANCER PROJECT 2225 STRATFORD ROAD MISSION HILLS, KS 66208	NONE	501(C)(3)	CHARITABLE	500
METROPOLITAN ENSEMBLE THEATRE 3604 MAIN STREET KANSAS CITY, MO 64111	NONE	501(C)(3)	CHARITABLE	2,000
MIDWEST INNOCENCE PROJECT 6320 BROOKSIDE PLAZA 1600 KANSAS CITY, MO 64113	NONE	501(C)(3)	CHARITABLE	1,500
METROPOLITIAN MUSEUM OF ART 1000 FIFTH AVENUE NEW YORK, NY 10028	NONE	501(C)(3)	CHARITABLE	275

Form 990PF Part XV Line 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*				
MOCSA 3100 BROADWAY SUITE 400 KANSAS CITY, MO 641112591	NONE	501(C)(3)	CHARITABLE	500
MS SOCIETY-MID AMERICA CHAPTER 7611 STATE LINE SUITE 100 KANSAS CITY, MO 64114	NONE	501(C)(3)	CHARITABLE	250
MUSEUM OF ARTS & DESIGN 2 COLUMBUS CIRCLE NEW YORK, NY 10019	NONE	501(C)(3)	CHARITABLE	100
MUSEUM OF MODERN ART 11 W 53RD ST NEW YORK, NY 101020088	NONE	501(C)(3)	CHARITABLE	140
NASHER SCULPTURE CENTER 2001 FLORA STREET DALLAS, TX 75201	NONE	501(C)(3)	CHARITABLE	75
NELSON GALLERY FOUNDATION 4525 OAK STREET KANSAS CITY, MO 64111	NONE	501(C)(3)	CHARITABLE	100
NEW REFORM TEMPLE 7100 MAIN STREET KANSAS CITY, MO 64114	NONE	501(C)(3)	CHARITABLE	2,125
NONPROFIT CONNECT 4747 TROOST AVENUE STE 207D KANSAS CITY, MO 64110	NONE	501(C)(3)	CHARITABLE	175
NATIONAL WOMEN'S LAW CENTER 11 DUPONT CIRCLE NW 800 WASHINGTON, DC 20036	NONE	501(C)(3)	CHARITABLE	250
OWENS COX DANCE GROUP 4230 HOLMES STREET KANSAS CITY, MO 64110	NONE	501(C)(3)	CHARITABLE	500
PAUL MESNER PUPPETS 1006 EAST LINWOOD KANSAS CITY, MO 64109	NONE	501(C)(3)	CHARITABLE	1,000
PARSONS DANCE COMPANY 229 W 42ND ST SUITE 800 NEW YORK, NY 10036	NONE	501(C)(3)	CHARITABLE	2,500
PEMBROKE HILL SCHOOL PO BOX 802261 KANSAS CITY, MO 641802261	NONE	501(C)(3)	CHARITABLE	4,000
PEROT MUSEUM OF NATURE & SCIENCE 2201 N FIELD STREET DALLAS, TX 752011704	NONE	501(C)(3)	CHARITABLE	250
PLANNED PARENTHOOD 4401 W 109TH ST SUITE 200 SHAWNEE MISSION, KS 662119705	NONE	501(C)(3)	CHARITABLE	1,000

Form 990PF Part XV Line 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*				
PUBLIC THEATER 425 LAFAYETTE STREET NEW YORK, NY 10003	NONE	501(C)(3)	CHARITABLE	60
REACHING OUT FROM WITHIN PO BOX 8527 PRAIRIE VILLAGE, KS 66208	NONE	501(C)(3)	CHARITABLE	150
REHABILITATION INSTITUTE 3011 BALTIMORE KANSAS CITY, MO 64108	NONE	501(C)(3)	CHARITABLE	500
USA RISE UP YOUTH INSTITUTE ON RACE & ETHNICITY 4950 CENTRAL STREET 308 KANSAS CITY, MO 64112	NONE	501(C)(3)	CHARITABLE	1,000
SOUTHERN POVERTY LAW CENTER PO BOX 548 MONTGOMERY, AL 361779621	NONE	501(C)(3)	CHARITABLE	150
ST MICHAEL'S & ALL ANGELS EPISCOPAL CHURCH 6630 NALL AVE MISSION, KS 66202	NONE	501(C)(3)	CHARITABLE	200
SW BOULEVARD FAMILY HEALTH 340 SOUTHWEST BLVD KANSAS CITY, KS 66103	NONE	501(C)(3)	CHARITABLE	500
SIMON WIESENTHAL CENTER 1399 SOUTH ROXBURY LOS ANGELES, CA 90035	NONE	501(C)(3)	CHARITABLE	300
THEATRE ASPEN 110 E HALLAM ST SUITE 103 ASPEN, CO 81611	NONE	501(C)(3)	CHARITABLE	2,500
TMC CHARITABLE FOUNDATION 2301 HOLMES STREET KANSAS CITY, MO 64108	NONE	501(C)(3)	CHARITABLE	150
TOY AND MINIATURE 5235 OAK STREET KANSAS CITY, MO 64112	NONE	501(C)(3)	CHARITABLE	500
UNICORN THEATRE 3828 MAIN STREET KANSAS CITY, MO 64111	NONE	501(C)(3)	CHARITABLE	6,500
UNIVERSITY OF PENNSYLVANIA 433 FRANKLIN BLDG PHILADELPHIA, PA 19104	NONE	501(C)(3)	CHARITABLE	2,000
WYLLIAMSHENRY DANSE THEATRE 1256 WEST 59TH STREET KANSAS CITY, MO 64113	NONE	501(C)(3)	CHARITABLE	500
WHITNEY MUSEUM OF AM ART 945 MADISON AVENUE NEW YORK, NY 10021	NONE	501(C)(3)	CHARITABLE	120

Form 990PF Part XV Line 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*				
WILLIAM JEWELL BENEFIT PRELUDE 500 COLLEGE HILL LIBERTY, MO 64068	NONE	501(C)(3)	CHARITABLE	1,000
WILLIAM JEWELL HARRIMAN 500 COLLEGE HILL CAMPUS BOX 1015 LIBERTY, MO 640681896	NONE	501(C)(3)	CHARITABLE	5,000
WOMEN'S FOUNDATION OF GRKC 6800 WEST 64TH STREET SUITE 110 OVERLAND PARK, KS 66202	NONE	501(C)(3)	CHARITABLE	675
YOUNG AUDIENCES 115 EAST 92ND STREET NEW YORK, NY 101281688	NONE	501(C)(3)	CHARITABLE	500
YOUTH VOLUNTEER CORPS OF AMERICA 4600 W 51ST STREET SHAWNEE MISSION, KS 66205	NONE	501(C)(3)	CHARITABLE	250
Total . . . . ▶ **3a**				184,604

TY 2012 Accounting Fees Schedule

Name: COPAKEN FAMILY FOUNDATION

EIN: 48-6264196

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
COPAKEN BROOKS	2,247	1,124		1,123

TY 2012 Distribution from Corpus Election

Name: COPAKEN FAMILY FOUNDATION

EIN: 48-6264196

Election: THE FOUNDATION HEREBY ELECTS TO TREAT THE CURRENT YEAR'S DISTRIBUTIONS IN THE AMOUNT OF $186,114 AS MADE OUT OF CORPUS.

TY 2012 Investments Corporate Stock Schedule

Name: COPAKEN FAMILY FOUNDATION

EIN: 48-6264196

Name of Stock	End of Year Book Value	End of Year Fair Market Value
DOMESTIC & FOREIGN EQUITIES	17,273	10,293

TY 2012 Investments - Other Schedule

Name: COPAKEN FAMILY FOUNDATION

EIN: 48-6264196

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
INVESTMENT IN PARTNERSHIPS	AT COST	56,341	115,593

TY 2012 Legal Fees Schedule

Name: COPAKEN FAMILY FOUNDATION

EIN: 48-6264196

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEWIS, RICE, & FINGERSH	722	361		360

TY 2012 Other Expenses Schedule

Name: COPAKEN FAMILY FOUNDATION

EIN: 48-6264196

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANK FEES	53	26		27
FROM K-1 - PCM SELECT MANAGERS FUND, L P - PORTFOLIO DEDUCTIONS	2,493	2,493		0

TY 2012 Other Income Schedule

Name: COPAKEN FAMILY FOUNDATION

EIN: 48-6264196

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
FROM K-1 - PCM SELECT MANAGERS FUND, L P - OTHER INCOME	11	11	11

TY 2012 Taxes Schedule

Name: COPAKEN FAMILY FOUNDATION

EIN: 48-6264196

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FROM K-1 - PCM SELECT MANAGERS FUND, L P - FOREIGN TAX EXPENSES	5	5		0