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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**

or Section 4947(a)(1) Trust Treated as Private Foundation

▶ Do not enter Social Security numbers on this form as it may be made public.

▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation THE MCGEE FOUNDATION C/O BERNARD J. DUFFY, III		A Employer identification number 44-6006285
Number and street (or P O box number if mail is not delivered to street address) 2001 WALNUT STREET	Room/suite	B Telephone number 816-471-4700
City or town, state or province, country, and ZIP or foreign postal code KANSAS CITY, MO 64108		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 14,984,649.	J Accounting method: <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input checked="" type="checkbox"/> Other (specify) MODIFIED CASH (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 <input type="checkbox"/>

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).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		0.		N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		232,724.	232,724.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		268,627.			
b Gross sales price for all assets on line 6a		1,004,825.			
7 Capital gain net income (from Part IV, line 2)			268,627.		
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)					
11 Other income		2,888.	2,888.		STATEMENT 2
12 Total. Add lines 1 through 11		504,239.	504,239.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees		8,060.	1,209.		6,851.
c Other professional fees					
17 Interest					
18 Taxes		4,863.	0.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses		41,146.	16,706.		24,440.
24 Total operating and administrative expenses. Add lines 13 through 23		54,069.	17,915.		31,291.
25 Contributions, gifts, grants paid		678,234.			678,234.
26 Total expenses and disbursements. Add lines 24 and 25		732,303.	17,915.		709,525.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<228,064.>			
b Net investment income (if negative, enter -0-)			486,324.		
c Adjusted net income (if negative, enter -0-)				N/A	

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LHA For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2013)

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THE MCGEE FOUNDATION

C/O BERNARD J. DUFFY, III

44-6006285

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	169,641.	261,309.	261,309.
	2 Savings and temporary cash investments			
	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			
	7 Other notes and loans receivable			
	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			
	b Investments - corporate stock STMT 6	8,827,321.	8,347,187.	11,800,985.
	c Investments - corporate bonds			
	Liabilities	11 Investments - land, buildings, and equipment basis		
Less: accumulated depreciation				
12 Investments - mortgage loans				
13 Investments - other STMT 7		2,789,629.	2,957,497.	2,922,355.
14 Land, buildings, and equipment basis				
Less: accumulated depreciation				
15 Other assets (describe STATEMENT 8)		7,338.	0.	0.
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)		11,793,929.	11,565,993.	14,984,649.
17 Accounts payable and accrued expenses				
18 Grants payable				
Liabilities	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe STATEMENT 9)	0.	128.	
23 Total liabilities (add lines 17 through 22)	0.	128.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	11,793,929.	11,565,865.	
	30 Total net assets or fund balances	11,793,929.	11,565,865.	
	31 Total liabilities and net assets/fund balances	11,793,929.	11,565,993.	

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	11,793,929.
2 Enter amount from Part I, line 27a	2	<228,064.>
3 Other increases not included in line 2 (itemize)	3	0.
4 Add lines 1, 2, and 3	4	11,565,865.
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	11,565,865.

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Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 1,004,825.		736,198.	268,627.
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			268,627.
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	268,627.
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). If (loss), enter -0- in Part I, line 8.	{ }	3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	611,541.	12,164,948.	.050271
2011	513,108.	12,328,426.	.041620
2010	508,259.	11,025,073.	.046100
2009	624,863.	9,815,088.	.063664
2008	578,279.	12,495,009.	.046281

2 Total of line 1, column (d)	2	.247936
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	.049587
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	13,656,288.
5 Multiply line 4 by line 3	5	677,174.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	4,863.
7 Add lines 5 and 6	7	682,037.
8 Enter qualifying distributions from Part XII, line 4	8	709,525.

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.

THE MCGEE FOUNDATION

C/O BERNARD J. DUFFY, III

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Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)	1	4,863.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	2	0.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).	3	4,863.
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
3	Add lines 1 and 2	5	4,863.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	6a	4,734.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	6b	
6	Credits/Payments:	6c	
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6d	
b	Exempt foreign organizations - tax withheld at source	7	4,734.
c	Tax paid with application for extension of time to file (Form 8868)	8	2.
d	Backup withholding erroneously withheld	9	131.
7	Total credits and payments. Add lines 6a through 6d	10	
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	11	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		
11	Enter the amount of line 10 to be: Credited to 2014 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 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.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) MO		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► BERNARD J. DUFFY III Telephone no. ► 816-471-4700 Located at ► 814 WESTOVER, KANSAS CITY, MO ZIP+4 ► 64113			
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	N/A	
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	1b	N/A
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 2013?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ►		
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	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2013 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 2013.)	3b	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ 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)?

N/A

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?

N/A

☐ 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

6b

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

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

7b

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 10		0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. 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 SEE STATEMENT 11	31,291.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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	
3	
All other program-related investments. See instructions.	
Total. Add lines 1 through 3	0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a Average monthly fair market value of securities	1a	13,733,244.
b Average of monthly cash balances	1b	129,815.
c Fair market value of all other assets	1c	1,193.
d Total (add lines 1a, b, and c)	1d	13,864,252.
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	13,864,252.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	207,964.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	13,656,288.
6 Minimum investment return. Enter 5% of line 5	6	682,814.

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	682,814.
2a Tax on investment income for 2013 from Part VI, line 5	2a	4,863.
b Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	4,863.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	677,951.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	677,951.
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	677,951.

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	709,525.
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	709,525.
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	5	4,863.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	704,662.

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 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				677,951.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			583,088.	
b Total for prior years: 2011, 2010, 2009		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ 709,525.				
a Applied to 2012, but not more than line 2a			583,088.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				126,437.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
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 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				551,514.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(j)(3) or ☐ 4942(j)(5)

2 a 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

Tax year

(a) 2013

(b) 2012

Prior 3 years

(c) 2011

(d) 2010

(e) Total

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

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

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

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

SEE STATEMENT 12

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				
AVILA UNIVERSITY 11901 WORNALL KANSAS CITY, MO 64145			OPERATING SUPPORT	50,000.
BISHOP SULLIVAN CENTER 6435 TRUMAN ROAD KANSAS CITY, MO 64126			OPERATING SUPPORT	20,000.
CARITAS CLINICS (DBA DUCHESNE CLINIC) 636 TAUROMEE AVENUE KANSAS CITY, KS 66101			PROGRAM SUPPORT	10,000.
CATHOLIC EDUCATION FOUNDATION 12615 PARALLEL PARKWAY KANSAS CITY, KS 66109			SCHOLARSHIPS	10,000.
COMMUNITY LINC 4012-14 TROOST KANSAS CITY, MO 64110			PROGRAM SUPPORT	20,000.
Total	SEE CONTINUATION SHEET(S) ▶ 3a			678,234.
b Approved for future payment				
NONE				
Total				0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		
1 Program service revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments						
4 Dividends and interest from securities			14	232,724.		
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			18	2,888.		
8 Gain or (loss) from sales of assets other than inventory			18	268,627.		
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.		504,239.		0.
13 Total. Add line 12, columns (b), (d), and (e)					13	504,239.

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

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

[illegible]

THE MCGEE FOUNDATION
C/O BERNARD J. DUFFY, III

44-6006285

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
COMMUNITY SERVICES LEAGUE 404 NORTH NOLAND ROAD INDEPENDENCE, MO 64050			OPERATING SUPPORT	17,150.
DON BOSCO COMMUNITY CENTER 580 CAMPBELL STREET KANSAS CITY, MO 64106			PROGRAM SUPPORT	20,000.
EL CENTRO, INC. 650 MINNESOTA AVENUE KANSAS CITY, KS 66101			SCHOLARSHIPS	15,000.
GUADALUPE CENTER, INC. 1015 AVENIDA CESAR E. CHAVEZ KANSAS CITY, MO 64108			PROGRAM SUPPORT	15,000.
HARVESTERS 3801 TOPPING AVENUE KANSAS CITY, MO 64129			PROGRAM SUPPORT	25,000.
JACKSON COUNTY CASA 2544 HOLMES KANSAS CITY, MO 64108			PROGRAM SUPPORT	5,170.
KANSAS CITY COMMUNITY GARDENS, INC. 6917 KENSINGTON KANSAS CITY, MO 64152			PROGRAM SUPPORT	5,000.
LITTLE SISTERS OF THE POOR OF KANSAS CITY 8745 JAMES A REED ROAD KANSAS CITY, MO 64138			OPERATING SUPPORT	50,000.
MERCEDARIAN MISSIONARIES OF BERRIZ 2115 MATORANA DRIVE LIBERTY, MO 64068			OPERATING SUPPORT	25,000.
METROPOLITAN ORGANIZATION TO COUNTER SEXUAL ASSAULT 3100 BROADWAY, SUITE 400 KANSAS CITY, MO 64111			PROGRAM SUPPORT	7,500.
Total from continuation sheets				568,234.

THE MCGEE FOUNDATION
C/O BERNARD J. DUFFY, III

44-6006285

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
NILES HOME FOR CHILDREN 1911 E. 23RD STREET KANSAS CITY, MO 64127			OPERATING SUPPORT	4,905.
OPERATION BREAKTHROUGH 3039 TROOST AVENUE KANSAS CITY, MO 64109			PROGRAM SUPPORT	30,000.
REDEMPTORIST SOCIAL SERVICES CENTER, INC. 207 WEST LINWOOD KANSAS CITY, MO 64111			PROGRAM SUPPORT	40,000.
ROCKHURST HIGH SCHOOL 9301 STATE LINE ROAD KANSAS CITY, MO 64114			OPERATING SUPPORT	50,000.
ROCKHURST UNIVERSITY 1100 ROCKHURST ROAD KANSAS CITY, MO 64110			OPERATING SUPPORT	50,000.
RONALD MCDONALD HOUSE CHARITIES OF KANSAS CITY 2502 CHERRY STREET KANSAS CITY, MO 64108			OPERATING SUPPORT	25,000.
ROSE BROOKS CENTER, INC. PO BOX 320599 KANSAS CITY, MO 64132			PROGRAM SUPPORT	10,000.
SETON CENTER, INC. 2816 E. 23RD STREET KANSAS CITY, MO 64127			PROGRAM SUPPORT	25,000.
SHEFFIELD PLACE 6604 EAST 12TH STREET KANSAS CITY, MO 64126			PROGRAM SUPPORT	6,000.
SHEPHERD'S CENTER OF KANSAS CITY CENTRAL P.O. BOX 32844 KANSAS CITY, MO 64171			PROGRAM SUPPORT	10,000.
Total from continuation sheets				

THE MCGEE FOUNDATION
C/O BERNARD J. DUFFY, III

44-6006285

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
ST. TERESA'S ACADEMY 5600 MAIN STREET KANSAS CITY, MO 64113			OPERATING SUPPORT	42,509.
SYNERGY SERVICES, INC. 400 E. SIXTH STREET PARKVILLE, MO 64152			PROGRAM SUPPORT	15,000.
UNITED STATES CONFERENCE OF CATHOLIC BISHOPS 3823 LOCUST STREET KANSAS CITY, MO 64109			PROGRAM SUPPORT	50,000.
WOMEN'S CHRISTIAN ASSOCIATION OF KANSAS CITY 8100 WORNALL ROAD KANSAS CITY, MO 64114			OPERATING SUPPORT	25,000.
Total from continuation sheets				

The McGee Foundation Cust
December 1, 2013 - December 31, 2013

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List of Assets

Description	Shares	Cost/ Per Unit	Market Value/ Per Unit	Percent Of Assets	Projected Annual Income	Current Yield
Cash and Cash Equivalents						
Financial Square Tr Government Fd Preferred Cl Fund 488	261,309 30	261,309 30 1.00	261,309.30 1.00	1.74%	15.00	0.01%
Income Cash		-2,166,709 39	-2,166,709 39	-14.46%	0.00	0.00%
Principal Cash		2,166,709 39	2,166,709 39	14.46%	0.00	0.00%
Total Cash and Cash Equivalents		\$ 261,309.30	\$ 261,309.30	1.74%	\$ 15.00	0.01%
Equity Investments						
Domestic Equities						
Common Stocks						
Commerce Bancshares Inc	15,846	33,163 02 2.09	711,643 86 44.91	4.75%	14,261.00	2.00%
Total Common Stocks		\$ 33,163.02	\$ 711,643.86	4.75%	\$ 14,261.00	2.00%
Mutual Funds						
DFA US Core Equity 1 Portfolio	302,607 146	3,679,126 91 12 16	5,005,122 19 16.54	33.40%	69,297.00	1.38%
DFA US Large Cap Value Portfolio	106,286 134	2,294,158 27 21 59	3,360,767 56 31.62	22.43%	48,466.00	1.44%
Total Mutual Funds		\$ 5,973,285.18	\$ 8,365,889.75	55.83%	\$ 117,763.00	1.41%
Total Domestic Equities		\$ 6,006,448.20	\$ 9,077,533.61	60.58%	\$ 132,024.00	1.45%
International Equities						
International Equity Mutual Funds						

List of Assets

Description	Shares	Cost/ Per Unit	Market Value/ Per Unit	Percent Of Assets	Projected Annual Income	Current Yield
DFA Emerging Markets Core Equity Portfolio	35,298.233	692,645.35 19.62	686,903.61 19.46	4.58%	13,942.00	2.03%
DFA International Core Equity	158,981.09	1,648,093.14 10.37	2,036,547.76 12.81	13.59%	49,443.00	2.43%
Total International Equity Mutual Funds		\$ 2,340,738.49	\$ 2,723,451.37	18.17%	\$ 63,385.00	2.33%
Total International Equities		\$ 2,340,738.49	\$ 2,723,451.37	18.17%	\$ 63,385.00	2.33%
Total Equity Investments		\$ 8,347,186.69	\$ 11,800,984.98	78.75%	\$ 195,409.00	1.66%

Fixed Income Investments

Asset Backed Securities

Vanguard Short Term Bond Index Fund Adm	278,584.867	2,957,497.54 10.62	2,922,355.25 10.49	19.50%	32,576.00	1.11%
Total Asset Backed Securities		\$ 2,957,497.54	\$ 2,922,355.25	19.50%	\$ 32,576.00	1.11%

Diversified Taxable Mutual Funds

Vanguard Short Term Bond Index Sig		0.00 0.00	0.00 10.49	0.00%	0.00	0.00%
Total Diversified Taxable Mutual Funds		\$ 0.00	\$ 0.00	0.00%	\$ 0.00	0.00%
Total Fixed Income Investments		\$ 2,957,497.54	\$ 2,922,355.25	19.50%	\$ 32,576.00	1.11%

Miscellaneous

Broadcom Corporation Securities Litigation 2/14/06 - 8/25/06 Filing Date 12/26/12	1	0.00 0.00	0.00 0.00	0.00%	0.00	0.00%
Citigroup Inc Securities Litigation 2/26/07 - 7/17/08 Filing Date 2/7/13	1	0.00 0.00	0.00 0.00	0.00%	0.00	0.00%





The Commerce Trust Company

A division of Commerce Bank

The McGee Foundation Cust

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List of Assets

Description	Shares	Cont/ Per Unit	Market Value/ Per Unit	Percent Of Assets	Projected Annual Income	Current Yield
Moore V Halliburton Securities Litigation Filing Date 9/27/04	1	0.00 0.00	0.00 0.00	0.00%	0.00	0.00%
Total Miscellaneous		\$ 0.00	\$ 0.00	0.00%	\$ 0.00	0.00%

Net Assets and Liabilities

	\$ 11,565,993.53	\$ 14,984,649.53	100.00%	\$ 228,000.00	1.52%
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FORM 990-PF		DIVIDENDS AND INTEREST FROM SECURITIES			STATEMENT	1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	
INTEREST	7.	0.	7.	7.		
STOCK DIVIDENDS	232,717.	0.	232,717.	232,717.		
TO PART I, LINE 4	232,724.	0.	232,724.	232,724.		

FORM 990-PF		OTHER INCOME		STATEMENT	2
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME		
LITIGATION PROCEEDS	2,888.	2,888.			
TOTAL TO FORM 990-PF, PART I, LINE 11	2,888.	2,888.			

FORM 990-PF		ACCOUNTING FEES		STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING FEES	8,060.	1,209.		6,851.	
TO FORM 990-PF, PG 1, LN 16B	8,060.	1,209.		6,851.	

FORM 990-PF		TAXES		STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FEDERAL EXCISE TAX	4,863.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	4,863.	0.		0.	

FORM 990-PF	OTHER EXPENSES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MISCELLANEOUS	753.	113.		640.
CUSTODIAL FEES	12,393.	12,393.		0.
CONTRACT ADMINISTRATION FEES	28,000.	4,200.		23,800.
TO FORM 990-PF, PG 1, LN 23	41,146.	16,706.		24,440.

FORM 990-PF	CORPORATE STOCK	STATEMENT	6
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
EQUITY INVESTMENTS - SEE ATTACHED	8,347,187.	11,800,985.
TOTAL TO FORM 990-PF, PART II, LINE 10B	8,347,187.	11,800,985.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	7
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
FIXED INCOME INVESTMENTS - SEE ATTACHED	COST	2,957,497.	2,922,355.
TOTAL TO FORM 990-PF, PART II, LINE 13		2,957,497.	2,922,355.

FORM 990-PF	OTHER ASSETS	STATEMENT	8
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DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
FEDERAL EXCISE TAX RECEIVABLE (NET OF ESTIMATES PAID)	7,338.	0.	0.
TO FORM 990-PF, PART II, LINE 15	7,338.	0.	0.

FORM 990-PF	OTHER LIABILITIES	STATEMENT	9
DESCRIPTION	BOY AMOUNT	EOY AMOUNT	
ACCRUED FEDERAL EXCISE TAX	0.	128.	
TOTAL TO FORM 990-PF, PART II, LINE 22	0.	128.	

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	10
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
THOMAS R. MCGEE, JR. KANSAS CITY, MO 64105	DIRECTOR 0.00	0.	0.	0.
SIMON P. MCGEE KANSAS CITY, MO 64112	PRESIDENT 0.00	0.	0.	0.
SHEILA M. LILLIS KANSAS CITY, MO 64118	SECRETARY/DIRECTOR 0.00	0.	0.	0.
VIRGINIA L. COPPINGER KANSAS CITY, MO 64113	DIRECTOR 0.00	0.	0.	0.
JOHN R. MCGEE KANSAS CITY, MO 64108	DIRECTOR 0.00	0.	0.	0.
BERNARD J. DUFFY III KANSAS CITY, MO 64113	TREASURER 0.00	0.	0.	0.
CLYDE WENDEL KANSAS CITY, MO 64141	DIRECTOR 0.00	0.	0.	0.
MOLLY MCGEE KANSAS CITY, MO 64113	DIRECTOR 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF

SUMMARY OF DIRECT CHARITABLE ACTIVITIES

STATEMENT 11

ACTIVITY ONE

FOOTNOTE 1 - PAGE 7, PART IX-1 - SUMMARY OF DIRECT
CHARITABLE ACTIVITIES

TOTAL GRANTS PAID DURING THE YEAR EQUALED \$678,234 AND WENT
TO MANY DIFFERENT ORGANIZATIONS. SEE THE ATTACHED
STATEMENT. TOTAL EXPENSES RELATED TO GRANTS AND PROGRAM
RELATED INVESTMENTS TOTALED \$31,291. THIS AMOUNT INCLUDES
\$6,851 IN PROFESSIONAL FEES, \$23,800 IN CONTRACT
ADMINISTRATION FEES & \$640 IN MISCELLANEOUS EXPENSES.
ALLOCATION BETWEEN INVESTMENT & CHARITABLE PURPOSE IS BASED
ON THE APPROXIMATE TIME SPENT ON GRANTS & PROGRAM
INVESTMENTS. IF NO ALLOCATION IS POSSIBLE, EXPENSES ARE
SPLIT 15% TO INVESTMENTS AND 85% TO GRANT COSTS.

EXPENSES

TO FORM 990-PF, PART IX-A, LINE 1

31,291.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 12

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

MS. WHITNEY HOSTY
1055 BROADWAY, SUITE 130
KANSAS CITY, MO 64105

TELEPHONE NUMBER

816-627-3441

FORM AND CONTENT OF APPLICATIONS

REQUESTS SHOULD BE PRESENTED IN A ONE OR TWO PAGE LETTER DESCRIBING THE NEED, PURPOSE, PROGRAM OF THE REQUESTING ORGANIZATION, PROOF OF THE ORGANIZATION'S TAX-EXEMPT ELIGIBILITY FOR CHARITABLE CONTRIBUTIONS, AS WELL AS THE AMOUNT SOUGHT AND WHEN NEEDED.

ANY SUBMISSION DEADLINES

THERE ARE NO SUBMISSION DEADLINES: REQUESTS ARE ACCEPTED THROUGHOUT THE YEAR.

RESTRICTIONS AND LIMITATIONS ON AWARDS

THE FOUNDATION GENERALLY DOES NOT FUND INSTITUTIONS OR PROGRAMS OUTSIDE THE GREATER METROPOLITAN KANSAS CITY AREA. THE FOUNDATION DOES NOT MAKE CONTRIBUTIONS TO PRIVATE FOUNDATIONS OR TO ORGANIZATIONS CLASSIFIED AS PRIVATE FOUNDATIONS AND, WITH RARE EXCEPTION, THE FOUNDATION DOES NOT FUND INSTITUTIONS OR PROGRAMS IN THE VISUAL AND PERFORMING ARTS OR PROJECTS FOR THE PRESERVATION OF HISTORIC PLACES. WITH THE EXCEPTION FOR APPLIED RESEARCH, THE FOUNDATION DOES NOT FUND SCHOLARLY RESEARCH PROJECTS AND PROGRAMS.

The McGee Foundation Cust
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Income and Receipts

	<i>This Period</i>	<i>This Year</i>
Interest	0.00	0.94
Dividends	63,294.45	232,723.56
Other Receipts	0.00	5,491.02
Total	\$ 63,294.45	\$ 238,215.52

Realized Gains and Losses

	<i>This Period</i>	<i>This Year</i>
Assets Sold/Matured	203,003.77	268,626.77
Money Market Changes	0.00	0.00
Total	\$ 203,003.77	\$ 268,626.77

Asset Adjustments

	<i>This Period</i>	<i>This Year</i>
Asset Adjustments	0.00	0.00
Total	\$ 0.00	\$ 0.00

Disbursements and Expenses

	<i>This Period</i>	<i>This Year</i>
Payment For Clients	0.00	-642.28
Fees	-1,123.55	-12,392.65
Other Disbursements	-240,725.00	-714,404.70
Total	\$ -241,848.55	\$ -727,439.63

Asset Receipts and Deliveries

	<i>This Period</i>	<i>This Year</i>
Receipts	2,825,568.58	2,825,568.58
Deliveries	-2,825,568.58	-2,825,568.58
Total	\$ 0.00	\$ 0.00

Unrealized Gains and Losses

	<i>This Period</i>	<i>This Year</i>
Unrealized Gain/Loss	-20,470.02	2,589,215.64
Total	\$ -20,470.02	\$ 2,589,215.64



The McGee Foundation Cust
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Transaction Activity			
Date	Description	Income Cash	Principal Cash
12/01/13	Balances At Beginning of Period	\$ 1,928,256.80	\$ 11,541,543.86
12/02/13	Div To 12/02/13 Vanguard Short Term Bond Index Sig	2,583.73	0.00
12/02/13	Div To 11/30/13 Financial Square Tr Government Fd Preferred Cl Fund 488	0.26	0.00
12/02/13	Transfer Due To Dividend Reinvestment	-2,583.73	2,583.73
12/02/13	Received 244,672 Shares As A Reinvested Div At \$ 10.560 Per Sh Vanguard Short Term Bond Index Sig	0.00	-2,583.73
12/03/13	Sold 12353.305 Shs 12/02/13 @ 16.19 DFA US Core Equity 1 Portfolio	0.00	200,000.00
12/03/13	Sold 5656.109 Shs 12/02/13 @ 30.94 DFA US Large Cap Value Portfolio	0.00	175,000.00
12/04/13	Received 266076 158 Shares on Exchange From Signal Class To Admiral Class Vanguard Short Term Bond Index Fund Adm	0.00	0.00
12/04/13	Exchange From Signal Class To Admiral Class Vanguard Short Term Bond Index Sig	0.00	-2,825,568.58





The Commerce Trust Company

A division of Commerce Bank

The McGee Foundation Cust

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Transaction Activity

Date	Description	Income Cash	Principal Cash	Cost
12/05/13	Purchased 2577.320 Shs 12/04/13 @ 19.4 DFA Emerging Markets Core Equity Portfolio	0.00	-50,000.00	50,000.00
12/05/13	Purchased 7109.005 Shs 12/04/13 @ 10.55 Vanguard Short Term Bond Index Fund Adm	0.00	-75,000.00	75,000.00
12/10/13	Div To 12/03/13 Vanguard Short Term Bond Index Fund Adm	258.18	0.00	0.00
12/10/13	Transfer Due To Dividend Reinvestment	-258.18	258.18	0.00
12/10/13	Received 24.450 Shares As A Reinvested Div At \$ 10.560 Per Sh Vanguard Short Term Bond Index Fund Adm	0.00	-258.18	258.18
12/11/13	Sold 6176.652 Shs 12/10/13 @ 16.19 DFA US Core Equity I Portfolio	0.00	100,000.00	-74,737.49
12/11/13	Sold 4859.086 Shs 12/10/13 @ 30.87 DFA US Large Cap Value Portfolio	0.00	150,000.00	-104,324.58
12/11/13	Caritas Clinics Charitable Distribution Dba Duchesne Clinic	-10,000.00	0.00	0.00

The McGee Foundation Cust
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Transaction Activity

<i>Date</i>	<i>Description</i>	<i>Income Cash</i>	<i>Principal Cash</i>	<i>Cost</i>
12/11/13	Community Services League Charitable Distribution	-17,150 00	0.00	0.00
12/11/13	Don Bosco Community Center Charitable Distribution	-20,000.00	0.00	0.00
12/11/13	El Centro Inc Charitable Distribution	-15,000 00	0 00	0 00
12/11/13	Jackson County Casa Charitable Distribution	-5,170 00	0.00	0.00
12/11/13	Little Sisters of The Poor of Charitable Distribution Kansas City	-50,000.00	0.00	0.00
12/11/13	Metropolitan Organization To Counter Charitable Distribution Sexual Assault	-7,500 00	0 00	0.00
12/11/13	Niles Home For Children Charitable Distribution	-4,905 00	0 00	0.00
12/11/13	Operation Breakthrough Charitable Distribution	-30,000 00	0.00	0.00





The Commerce Trust Company

A division of Commerce Bank

The McGee Foundation Cust

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Transaction Activity

Date	Description	Income Cash	Principal Cash	Cost
12/11/13	Ronald McDonald House Charities of Charitable Distribution Kansas City	-25,000.00	0.00	0.00
12/11/13	Seton Center Inc Charitable Distribution	-25,000.00	0.00	0.00
12/11/13	Sheffield Place Charitable Distribution	-6,000.00	0.00	0.00
12/11/13	Women's Christian Association of Charitable Distribution Kansas City, Missouri	-25,000.00	0.00	0.00
12/11/13	Purchased 4739.336 Shs 12/10/13 @ 10.55 Vanguard Short Term Bond Index Fund Adm	0.00	-50,000.00	50,000.00
12/13/13	Received Dividend of \$.081 Per Share on 157938 Payable 12/12/13 DFA International Core Equity	12,793.02	0.00	0.00
12/13/13	Received Dividend of \$.080 Per Share on 299747 Payable 12/12/13 DFA US Core Equity 1 Portfolio	23,979.86	0.00	0.00
12/13/13	Received Dividend of \$.123 Per Share on 35074 Payable 12/12/13 DFA Emerging Markets Core Equity Portfolio	4,314.12	0.00	0.00

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Transaction Activity			
<i>Date</i>	<i>Description</i>	<i>Income Cash</i>	<i>Principal Cash Cost</i>
12/13/13	Received Long Term Capital Gain Distribution At \$.071 Per Share DFA US Core Equity 1 Portfolio	0.00	21,282.10 0.00
12/13/13	Monthly Fee	-1,123.55	0.00
12/13/13	Transfer Due To Dividend Reinvestment	-12,793.02	12,793.02 0.00
12/13/13	Transfer Due To Dividend Reinvestment	-23,979.86	23,979.86 0.00
12/13/13	Transfer Due To Dividend Reinvestment	-4,314.12	4,314.12 0.00
12/13/13	Received 1042.626 Share As A Reinvested Div At \$ 12.270 Per Sh DFA International Core Equity	0.00	-12,793.02 12,793.02
12/13/13	Received 1514.836 Share As A Reinvested Div At \$ 15.830 Per Sh DFA US Core Equity 1 Portfolio	0.00	-23,979.86 23,979.86
12/13/13	Received 1344.415 Shares As A Reinvested Capital Gain Distribution DFA US Core Equity 1 Portfolio	0.00	-21,282.10 21,282.10
12/13/13	Received 224.113 Share As A Reinvested Div At \$ 19.250 Per Sh DFA Emerging Markets Core Equity Portfolio	0.00	-4,314.12 4,314.12

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Transaction Activity

Date	Description	Income Cash	Principal Cash	Cost
12/16/13	Received Dividend of \$.225 Per Accte on 15092 Payable 12/16/13 Commerce Bancshares Inc	3,395.70	0.00	0.00
12/17/13	Received Dividend of \$.151 Per Share on 105758 Payable 12/13/13 DFA US Large Cap Value Portfolio	15,969.58	0.00	0.00
12/17/13	Transfer Due To Dividend Reinvestment	-15,969.58	15,969.58	0.00
12/17/13	Received 527,398 Share As A Reinvested Div At \$ 30.280 Per Sh DFA US Large Cap Value Portfolio	0.00	-15,969.58	15,969.58
12/24/13	Received Long Term Capital Gain Distribution At \$.024 Per Share Vanguard Short Term Bond Index Fund Adm	0.00	6,670.78	0.00
12/24/13	Received 635,918 Shares As A Reinvested Capital Gain Distribution Vanguard Short Term Bond Index Fund Adm	0.00	-6,670.78	6,670.78
12/26/13	Cash In Lieu of Fractional Shares on .600 Units Commerce Bancshares Inc	0.00	26.66	-2.05
12/31/13	Sales (3) 12/01/13 To 12/31/13 Financial Square Tr Government Fd	0.00	166,848.55	-166,848.55
12/31/13	Purchases (4) 12/01/13 To 12/31/13 Financial Square Tr Government Fd	0.00	-378,422.62	378,422.62

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Transaction Activity			
Date	Description	Income Cash	Principal Cash Cost
12/31/13	Balances At End of Period	\$ 2,166,709.39	\$ 2,166,709.39 \$ 11,565,993.53

