INTERNAL REVENUE SERVICE

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

ENVELOPE POSTMARK DATE APR 2 5 2014

For calendar year 2013 or tax year beginning , 2013, and ending , 20

Name of foundation: JOHN W. AND EFFIE E. SPEAS MEMORIAL TRUST

A Employer identification number: 44-6008249

Number and street (or P O box number if mail is not delivered to street address): BANK OF AMERICA, N.A. P.O. BOX 831041 | Room/suite

B Telephone number (see instructions): 800-357-7094

City or town, state or province, country, and ZIP or foreign postal code: DALLAS, TX 75283-1041

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: [X] 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) ▶ $ 38,456,166.

J Accounting method: [X] 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).)*

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc, received (attach schedule)				
	2	Check ▶ [X] if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	569,784.	566,433.		STMT 1
	5a	Gross rents	252,444.	252,444.		
	b	Net rental income or (loss) 122,794.				
	6a	Net gain or (loss) from sale of assets not on line 10	3,542,503.			
	b	Gross sales price for all assets on line 6a 36,279,082.				
	7	Capital gain net income (from Part IV, line 2)		3,542,503.		
	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)	-2,677.	421.		STMT 2
	12	**Total** Add lines 1 through 11	4,362,054.	4,361,801.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	103,063.	61,838.		41,225.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule) STMT 3	2,300.	NONE	NONE	2,300.
	c	Other professional fees (attach schedule) STMT 4	81,251.	140.		81,111.
	17	Interest				
	18	Taxes (attach schedule) (see instructions) STMT 5	117,774.	14,274.		
	19	Depreciation (attach schedule) and depletion	1,548.	1,548.		
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule) STMT 6	128,102.	138,642.		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	434,038.	216,442.	NONE	124,636.
	25	Contributions, gifts, grants paid	1,547,666.			1,547,666.
	26	**Total expenses and disbursements** Add lines 24 and 25	1,981,704.	216,442.	NONE	1,672,302.
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	2,380,350.			
	b	**Net investment income** (if negative, enter -0-)		4,145,359.		
	c	**Adjusted net income** (if negative, enter -0-)				

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JSA 3E1410 1 000 **For Paperwork Reduction Act Notice, see instructions.** Form **990-PF** (2013)

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Part II Balance Sheets

		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	377,195.	599,826.	599,826.
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) STMT 7	5,430,714.	29,980,760.	32,100,666.
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis ▶ 1,015,047. Less accumulated depreciation (attach schedule) ▶ 16,070.	1,000,525.	998,977.	4,602,000.
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) STMT 8	23,582,184.	1,177,952.	1,153,674.
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)	50.	NONE	NONE
	16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	30,390,668.	32,757,515.	38,456,166.
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)		NONE	
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	30,390,668.	32,757,515.	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	30,390,668.	32,757,515.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	30,390,668.	32,757,515.	

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	30,390,668.
2	Enter amount from Part I, line 27a	2	2,380,350.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 9	3	52,088.
4	Add lines 1, 2, and 3	4	32,823,106.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 10	5	65,591.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	32,757,515.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P Purchase D - Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	PUBLICLY TRADED SECURITIES			
b	OTHER GAINS AND LOSSES			
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	33,920,592.		30,588,220.	3,332,372.
b	2,358,455.		2,148,324.	210,131.
c				
d				
e				

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				3,332,372.
b				210,131.
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 3,542,503.

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 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	1,167,341.	32,120,943.	0.036342
2011	888,345.	31,977,682.	0.027780
2010	1,005,332.	29,706,436.	0.033842
2009	1,325,542.	26,242,733.	0.050511
2008	1,342,356.	31,550,971.	0.042546

2	**Total** of line 1, column (d)	2	0.191021
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	0.038204
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	35,870,812.
5	Multiply line 4 by line 3	5	1,370,409.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	41,454.
7	Add lines 5 and 6	7	1,411,863.
8	Enter qualifying distributions from Part XII, line 4	8	1,672,302.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ [ ] 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 ▶ [X] and enter 1% of Part I, line 27b	1	41,454.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	41,454.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	41,454.
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — 6a: 107,149.		
b	Exempt foreign organizations - tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: NONE		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	107,149.
8	Enter any **penalty** for underpayment of estimated tax Check here [X] 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	65,695.
11	Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ▶ 41,456. **Refunded** ▶	11	24,239.

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		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	*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		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ ________ (2) On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
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		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?	6	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*	7	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.*	8b	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.*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

		Line	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		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ NONE

14 The books are in care of ▶ BANK OF AMERICA, N.A. Telephone no ▶ (816)292-4342

Located at ▶ 1200 MAIN ST, 14TH FL, KANSAS CITY, MO ZIP+4 ▶ 64105-2100

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

		Line	Yes	No
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?	16		X
	See the 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.

			Line	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 instructions)?		1b		X
	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 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?	☐ Yes ☒ 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		X
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?	☐ Yes ☒ 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		
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

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

			Yes	No
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		X
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
BANK OF AMERICA, N A P.O. BOX 219119, KANSAS CITY, MO 64121-9119	TRUSTEE 1	103,063.	-0-	-0-

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

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

Total number of other employees paid over $50,000 ▶ NONE

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

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2 NONE	
All other program-related investments See instructions 3 NONE	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	32,327,435.
b	Average of monthly cash balances	1b	347,326.
c	Fair market value of all other assets (see instructions)	1c	3,742,307.
d	**Total** (add lines 1a, b, and c)	1d	36,417,068.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	36,417,068.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	546,256.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	35,870,812.
6	**Minimum investment return.** Enter 5% of line 5	6	1,793,541.

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	1,793,541.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	41,454.		
b	Income tax for 2013 (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	41,454.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	1,752,087.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	1,752,087.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	1,752,087.

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	1,672,302.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,672,302.
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	41,454.
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	1,630,848.

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				1,752,087.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			1,496,511.	
b Total for prior years 20 11 ,20___,20___		NONE		
3 Excess distributions carryover, if any, to 2013				
a From 2008 . . . . . . NONE				
b From 2009 . . . . . . NONE				
c From 2010 . . . . . . NONE				
d From 2011 . . . . . . NONE				
e From 2012 . . . . . . NONE				
f **Total** of lines 3a through e	NONE			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 1,672,302.				
a Applied to 2012, but not more than line 2a			1,496,511.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2013 distributable amount				175,791.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2013 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	NONE			NONE
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				1,576,296.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	NONE			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2009 . . . NONE				
b Excess from 2010 . . . NONE				
c Excess from 2011 . . . NONE				
d Excess from 2012 . . . NONE				
e Excess from 2013 . . . NONE				

Part XIV **Private Operating Foundations** (see instructions and Part VII-A, question 9) NOT APPLICABLE

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

	Tax year	Prior 3 years			
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	(e) Total
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 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 13

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines·

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 26				1,547,666.
Total . . . . ▶ **3a**				1,547,666.
b *Approved for future payment*				
NONE				
Total . . . . ▶ **3b**				

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					
4 Dividends and interest from securities			14	569,784.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property			16	122,794.	
6 Net rental income or (loss) from personal property					
7 Other investment income			14	-2,677.	
8 Gain or (loss) from sales of assets other than inventory			18	3,542,503.	
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)				4,232,404.	

13 Total Add line 12, columns (b), (d), and (e) . . . 13 4,232,404.

(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.)
	NOT APPLICABLE

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)		X
	(2) Other assets	1a(2)		X
b	Other transactions.			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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) is based on all information of which preparer has any knowledge

Signature of officer or trustee: [signature] — Date: 04/17/2014 — Title: TRUSTEE

BANK OF AMERICA, N.A.

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN

Firm's name ▶ | Firm's EIN ▶

Firm's address ▶ | Phone no

RENT AND ROYALTY INCOME

Taxpayer's Name	Identifying Number
JOHN W. AND EFFIE E. SPEAS MEMORIAL TRUST	44-6008249

DESCRIPTION OF PROPERTY
220 ACRES +/- SPEAS PT SEC 20 & 21 T59

☐ Yes ☐ No Did you actively participate in the operation of the activity during the tax year?

TYPE OF PROPERTY: 5 - LAND

RENTAL INCOME			
OTHER INCOME.			
OTHER RENTAL INCOME		32,977.	
TOTAL GROSS INCOME			32,977.
OTHER EXPENSES.			
INSURANCE		1,031.	
MANAGEMENT FEES		3,171.	
SUPPLIES		12,321.	
TAXES		1,656.	
OTHER EXPENSES		2,860.	
DEPRECIATION (SHOWN BELOW)			
LESS: Beneficiary's Portion			
AMORTIZATION			
LESS: Beneficiary's Portion			
DEPLETION			
LESS. Beneficiary's Portion			
TOTAL EXPENSES			21,039.
TOTAL RENT OR ROYALTY INCOME (LOSS)			11,938.
Less Amount to			
Rent or Royalty			
Depreciation			
Depletion			
Investment Interest Expense			
Other Expenses			
Net Income (Loss) to Others			
Net Rent or Royalty Income (Loss)			11,938.
Deductible Rental Loss (if Applicable)			

SCHEDULE FOR DEPRECIATION CLAIMED

(a) Description of property	(b) Cost or unadjusted basis	(c) Date acquired	(d) ACRS des	(e) Bus %	(f) Basis for depreciation	(g) Depreciation in prior years	(h) Method	(i) Life or rate	(j) Depreciation for this year
Totals									

SUPPLEMENT TO RENT AND ROYALTY SCHEDULE

OTHER INCOME

OTHER RENTAL INCOME	32,977.
	32,977.

OTHER DEDUCTIONS

OTHER RENTAL EXPENSES	2,860.
	2,860.

RENT AND ROYALTY INCOME

Taxpayer's Name	Identifying Number
JOHN W. AND EFFIE E. SPEAS MEMORIAL TRUST	44-6008249

DESCRIPTION OF PROPERTY
520 AC SPEAS FARM SECTIONS 17 19 & 20

☐ Yes ☐ No Did you actively participate in the operation of the activity during the tax year?

TYPE OF PROPERTY: 5 - LAND

RENTAL INCOME			
OTHER INCOME:			
OTHER RENTAL INCOME		62,700.	
TOTAL GROSS INCOME			62,700.
OTHER EXPENSES:			
INSURANCE		205.	
MANAGEMENT FEES		6,776.	
TAXES		1,197.	
DEPRECIATION (SHOWN BELOW)			
LESS: Beneficiary's Portion			
AMORTIZATION			
LESS: Beneficiary's Portion			
DEPLETION			
LESS: Beneficiary's Portion			
TOTAL EXPENSES			8,178.
TOTAL RENT OR ROYALTY INCOME (LOSS)			54,522.
Less Amount to			
Rent or Royalty			
Depreciation			
Depletion			
Investment Interest Expense			
Other Expenses			
Net Income (Loss) to Others			
Net Rent or Royalty Income (Loss)			54,522.
Deductible Rental Loss (if Applicable)			

SCHEDULE FOR DEPRECIATION CLAIMED

(a) Description of property	(b) Cost or unadjusted basis	(c) Date acquired	(d) ACRS des	(e) Bus %	(f) Basis for depreciation	(g) Depreciation in prior years	(h) Method	(i) Life or rate	(j) Depreciation for this year
Totals									

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SUPPLEMENT TO RENT AND ROYALTY SCHEDULE
=======================================

OTHER INCOME

OTHER RENTAL INCOME	62,700.

	62,700.
	==========

RENT AND ROYALTY INCOME

Taxpayer's Name	Identifying Number
JOHN W. AND EFFIE E. SPEAS MEMORIAL TRUST	44-6008249

DESCRIPTION OF PROPERTY

1040 ACRES SPEAS SECTIONS 8 & 16 TWP 62N

[ ] Yes [ ] No Did you actively participate in the operation of the activity during the tax year?

TYPE OF PROPERTY. 5 - LAND

RENTAL INCOME			
OTHER INCOME·			
OTHER RENTAL INCOME		156,767.	
TOTAL GROSS INCOME			156,767.
OTHER EXPENSES			
INSURANCE		5,134.	
MANAGEMENT FEES		14,953.	
SUPPLIES		67,989.	
TAXES		1,932.	
OTHER EXPENSES		8,877.	
DEPRECIATION (SHOWN BELOW)	1,548.		
LESS Beneficiary's Portion			
AMORTIZATION			
LESS· Beneficiary's Portion			
DEPLETION			
LESS. Beneficiary's Portion			
TOTAL EXPENSES			100,433.
TOTAL RENT OR ROYALTY INCOME (LOSS)			56,334.
Less Amount to			
Rent or Royalty			
Depreciation			
Depletion			
Investment Interest Expense			
Other Expenses			
Net Income (Loss) to Others			
Net Rent or Royalty Income (Loss)			56,334.
Deductible Rental Loss (if Applicable)			

SCHEDULE FOR DEPRECIATION CLAIMED

(a) Description of property	(b) Cost or unadjusted basis	(c) Date acquired	(d) ACRS des	(e) Bus %	(f) Basis for depreciation	(g) Depreciation in prior years	(h) Method	(i) Life or rate	(j) Depreciation for this year
SEE STATEMENT									
Totals									1,548.

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SUPPLEMENT TO RENT AND ROYALTY SCHEDULE

OTHER INCOME

OTHER RENTAL INCOME	156,767.
	156,767.

OTHER DEDUCTIONS

OTHER RENTAL EXPENSES	8,877.
	8,877.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
USGI REPORTED AS NONQUALIFIED DIVIDENDS	8,464.	8,464.
FOREIGN DIVIDENDS	105,984.	105,984.
NONDIVIDEND DISTRIBUTIONS	3,351.	
DOMESTIC DIVIDENDS	208,248.	208,248.
OTHER INTEREST	49,748.	49,748.
FOREIGN INTEREST	1,632.	1,632.
U.S. GOVERNMENT INTEREST(FEDERAL TAXABLE	4,326.	4,326.
NONQUALIFIED FOREIGN DIVIDENDS	39,279.	39,279.
NONQUALIFIED DOMESTIC DIVIDENDS	148,752.	148,752.
TOTAL	569,784.	566,433.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
NON-TAXABLE FOREIGN INCOME	-2,677.	
PARTNERSHIP INCOME		421.
TOTALS	-2,677.	421.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE - BOA	2,300.			2,300.
TOTALS	2,300.	NONE	NONE	2,300.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
PBG MGMT FEES - BOA	140.	140.	
GRANTMAKING FEES - BOA	81,111.		81,111.
TOTALS	81,251.	140.	81,111.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	6,840.	6,840.
EXCISE TAX ESTIMATES	103,500.	
FOREIGN TAXES ON QUALIFIED FOR	4,683.	4,683.
FOREIGN TAXES ON NONQUALIFIED	2,751.	2,751.
TOTALS	117,774.	14,274.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
RENT AND ROYALTY EXPENSES	128,102.	
PROPERTY TAXES		4,785.
INSURANCE		6,369.
OTHER EXPENSES		11,738.
BOA RES MGMT FEES		24,900.
SUPPLIES		80,310.
PARTNERSHIP EXPENSES		10,540.
TOTALS	128,102.	138,642.

JOHN W. AND EFFIE E. SPEAS MEMORIAL TRUST 44-6008249

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
464287507 ISHARES CORE S&P MID	1,092,435.	1,245,771.
464287655 ISHARES RUSSELL 2000	701,548.	825,401.
921943858 VANGUARD FTSE DEVELO	1,492,147.	1,640,525.
922042858 VANGUARD FTSE EMERGI	1,202,822.	1,186,889.
693390841 PIMCO HIGH YIELD FD	997,198.	1,017,596.
202671913 AGGREGATE BOND CTF	5,466,453.	5,420,259.
207543877 SMALL CAP GROWTH LEA	701,439.	804,490.
29099J109 EMERGING MARKETS STO	1,123,749.	1,193,600.
302993993 MID CAP VALUE CTF	1,510,906.	1,654,867.
303995997 SMALL CAP VALUE CTF	752,890.	820,252.
323991307 MID CAP GROWTH CTF	1,538,961.	1,639,049.
45399C107 DIVIDEND INCOME COMM	3,857,545.	4,063,240.
99Z466163 HIGH QUALITY CORE CO	1,907,284.	2,037,656.
99Z466197 INTERNATIONAL FOCUSE	4,097,409.	4,433,684.
99Z501647 STRATEGIC GROWTH COM	3,537,924.	4,117,382.
990140394 CONSUMERS OIL CO MAR	50.	5.
TOTALS	29,980,760.	32,100,666.

JOHN W. AND EFFIE E. SPEAS MEMORIAL TRUST 44-6008249

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
73935S105 POWERSHARES DB COMMO	C	1,177,952.	1,153,674.
TOTALS		1,177,952.	1,153,674.

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

DESCRIPTION		AMOUNT
NET MUTUAL FUND ADJUSTMENT		10,331.
NET YEAR-END SALES ADJUSTMENT		3,767.
PARTNERSHIP ADJUSTMENT		37,990.
	TOTAL	52,088.

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

DESCRIPTION		AMOUNT
ROC BASIS ADJUSTMENT		1,888.
NET ROUNDING		5.
BASIS ADJUSTMENT - SALES		36,825.
CTF TIMING ADJUSTMENT		25,799.
NET FACTORING ADJUSTMENT		1,074.
	TOTAL	65,591.

JOHN W. AND EFFIE E. SPEAS MEMORIAL TRUST 44-6008249

Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
OTHER GAINS AND LOSSES					
573.4 SMALL CAP GROWTH LEADERS CTF	06/14/2013	11/30/2013	12,000.00	10,478.00	1,522.00
9298.206 EMERGING MARKETS STOCK COMMON TRUST FUND	06/14/2013	11/30/2013	443,000.00	409,303.00	33,697.00
2136.794 MID CAP VALUE CTF	06/14/2013	11/30/2013	55,000.00	50,572.00	4,428.00
3823.812 MID CAP GROWTH CTF	06/14/2013	11/30/2013	94,000.00	87,228.00	6,772.00
60600. POWERSHARES DB COMMODITY INDEX TRACKING FUND UNIT BEN INT	06/13/2013	11/26/2013	1,539,819.00	1,553,752.00	-13,933.00
3639.504 STRATEGIC GROWTH COMMON TRUST FUND	06/14/2013	11/30/2013	43,000.00	36,991.00	6,009.00
TOTAL OTHER GAINS AND LOSSES			2,186,819.00	2,148,324.00	38,495.00
Totals			2,186,819.00	2,148,324.00	38,495.00

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GAINS AND LOSSES FROM PASS-THRU ENTITIES

NET SHORT-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS AND OTHER FIDUCIARIES		
COMMON TRUST FUNDS	-9,512.00	
TOTAL NET SHORT-TERM GAIN OR LOSS (ROUNDED)		-9,512.00
NET LONG-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS AND OTHER FIDUCIARIES		
COMMON TRUST FUNDS	219,138.00	
PARTNERSHIPS, TRUSTS, S CORPORATIONS	-37,990.00	
TOTAL NET LONG-TERM GAIN OR LOSS (ROUNDED)		181,148.00

RECIPIENT NAME:
TONY TWYMAN - BANK OF AMERICA, N.A.
ADDRESS:
P.O. BOX 219119
KANSAS CITY, MO 64121-9119
RECIPIENT'S PHONE NUMBER: 816-292-4342
FORM, INFORMATION AND MATERIALS:
LETTER OF NO MORE THAN 3 PAGES WITH APPROPRIATE ATTACHMENTS
SUBMISSION DEADLINES:
VARIOUS TIMES DURING CALENDAR YEAR
RESTRICTIONS OR LIMITATIONS ON AWARDS:
RESTRICTED TO QUALIFYING ORGANIZATIONS IN THE GREATER KANSAS CITY, MISSOURI & KANSAS CITY, KANSAS AREAS

RECIPIENT NAME:
TRUMAN MEDICAL CENTER
CHARITABLE FOUNDATION
ADDRESS:
2310 HOLMES, SUITE 735
KANSAS CITY, MO 64108
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SUPPORT CHISHOLM LEARNING CENTER PROJECT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 200,000.

RECIPIENT NAME:
CORNERSTONES OF CARE
ADDRESS:
300 E 36TH ST
KANSAS CITY, MO 64111
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
FOR ELECTRONIC HEALTH RECORD IMPLEMENTATION
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 75,000.

RECIPIENT NAME:
TLC FOR CHILDREN & FAMILIES, INC.
ADDRESS:
480 S ROGERS RD
OLATHE, KS 66062-1706
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SUPPORT CAPITAL CAMPAIGN
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 50,000.

RECIPIENT NAME:
RONALD MCDONALD HOUSE CHARITIES
OF KANSAS CITY, INC.
ADDRESS:
3502 CHERRY ST
KANSAS CITY, MO 64108
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SUPPORT CAMPAIGN FOR A NEW HOUSE IN KCMO
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 100,000.

RECIPIENT NAME:
AMERICAN STROKE FOUNDATION
ADDRESS:
5960 DEARBORN ST, SUITE 100
MISSION, KS 66202
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 2,500.

RECIPIENT NAME:
OLATHE MEDICAL CENTER CHARITABLE
FOUNDATION
ADDRESS:
20375 W 151ST ST, SUITE 363
OLATHE, KS 66061
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
CAPITAL CAMPAIGN FOR HOSPICE HOUSE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 50,000.

RECIPIENT NAME:
CATHOLIC CHARITIES OF NE KANSAS
ADDRESS:
9720 W 87TH ST
OVERLAND PARK, KS 66212
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SUPPORT EMERGENCY ASSISTANCE PROGRAM
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
SUPPORT KANSAS CITY, INC.
ADDRESS:
5960 DEARBORN, SUITE 200
MISSION, KS 66202
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 50,000.

RECIPIENT NAME:
GIFT OF LIFE, INC.
ADDRESS:
6405 METCALF AVE, CLOVERLEAF #3
OVERLAND PARK, KS 66202
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
TECHNOLOGY UPGRADE;UNDERWRITE SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 20,000.

RECIPIENT NAME:
SOUTHWEST BOULEVARD FAMILY HEALTH
CARE, INC.
ADDRESS:
340 SOUTHWEST BLVD
KANSAS CITY, KS 66103
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SUPPORT CAPITAL CAMPAIGN
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 35,000.

RECIPIENT NAME:
KANSAS CITY FREE HEALTH CLINIC
ADDRESS:
3515 BROADWAY BLVD
KANSAS CITY, MO 64111-2537
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SUPPORT CAPITAL CAMPAIGN
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
GREATER KANSAS CITY
COMMUNITY FOUNDATION
ADDRESS:
1055 BROADWAY, SUITE 130
KANSAS CITY, MO 64105-1595
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SUPPORT OF LEADING EDUCATORS - KC FUND
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 50,000.

RECIPIENT NAME:
LEUKEMIA & LYMPHOMA SOCIETY
ADDRESS:
6811 W SHAWNEE MISSION PKWY,
SHAWNEE MISSION, KS 66202
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SUPPORT LEARNING COLLABORATIVE INITIATIVE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 50,000.

RECIPIENT NAME:
KVC BEHAVIORAL HEALTHCARE
ADDRESS:
21350 W 153RD ST
OLATHE, KS 66061
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SUPPORT CAPITAL CAMPAIGN
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 50,000.

RECIPIENT NAME:
JEWISH COMMUNITY CENTER
OF GREATER KANSAS CITY
ADDRESS:
5801 W 115TH ST, SUITE 100
OVERLAND PARK, KS 66211
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SUPPORT TECHNOLOGY UPGRADE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 20,000.

RECIPIENT NAME:
TRIALITY, INC.
ADDRESS:
1508 NW VIVION RD
KANSAS CITY, MO 64118
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SUPPORT OF TOTS PROGRAMMING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
NILES HOME FOR CHILDREN
ADDRESS:
1911 E 23RD ST
KANSAS CITY, MO 64127-3701
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
PARTNERSHIP FOR REGIONAL EDUCATIONAL
PREPARATION (PREP-KC)
ADDRESS:
700 W 47TH ST, SUITE 1000
KANSAS CITY, MO 64112
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SUPPORT REGIONAL URBAN STUDENTS INITIATIVE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 50,000.

RECIPIENT NAME:
CROSS-LINES COMMUNITY OUTREACH
ADDRESS:
736 SHAWNEE AVE
KANSAS CITY, KS 66105
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
SAFEHOME, INC.
ADDRESS:
P.O. BOX 4563
OVERLAND PARK, KS 66204
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SUPPORT CAPITAL CAMPAIGN
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 100,000.

RECIPIENT NAME:
KANSAS UNIVERSITY ENDOWMENT
ASSOCIATION
ADDRESS:
P.O. BOX 928
LAWRENCE, KS 66044-0928
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
PROFESSORSHIP IN HEMTOLOGY/ONCOLOGY RESEARC
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 50,000.

RECIPIENT NAME:
DONNELLY COLLEGE
ADDRESS:
608 N 18TH ST
KANSAS CITY, KS 66102
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
CAPITAL CAMPAIGN - ADD NURSING DEGREE PROGRAM
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 50,000.

RECIPIENT NAME:
KANSAS CITY HOSPICE & PALLIATIVE CARE
ADDRESS:
9221 WARD PARKWAY, SUITE 100
KANSAS CITY, MO 64114
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SUPPORT TECHNOLOGY UPGRADE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 50,000.

RECIPIENT NAME:
GREATER KANSAS CITY
COMMUNITY FOUNDATION
ADDRESS:
1055 BROADWAY, SUITE 130
KANSAS CITY, MO 64105-1595
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SUPPORT OF JOHN HOPE FRANKLIN
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 50,000.

RECIPIENT NAME:
SUPPORT KANSAS CITY, INC.
ADDRESS:
5960 DEARBORN, SUITE 200
MISSION, KS 66202
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SUPPORT CAPACITY BUILDING CAMPAIGN
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
LITERACY KANSAS CITY
ADDRESS:
211 W ARMOUR BLVD, FL 3
KANSAS CITY, MO 64111
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNDERWRITE SUPPORT KANSAS CITY CONTRACT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 7,500.

RECIPIENT NAME:
KANSAS CITY AUTISM TRAINING CENTER,
INC.
ADDRESS:
4805 W 67TH ST
PRAIRIE VILLAGE, KS 66208
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SUPPORT TECHNOLOGY UPGRADE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 24,000.

RECIPIENT NAME:
KC METROPOLITAN CRIME COMMISSION
ADDRESS:
2700 E 18TH ST, RM 207
KANSAS CITY, MO 64127
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SUPPORT SECOND CHANCE PROGRAM
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
FRONT PORCH ALLIANCE
ADDRESS:
3210 MICHIGAN
KANSAS CITY, MO 64109
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNDERWRITE SUPPORT KANSAS CITY CONTRACT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
JOSHUA CENTER FOR NEUROLOGICAL
DISORDERS
ADDRESS:
400 E BANNISTER RD, SUITE A
KANSAS CITY, MO 64131
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 11,186.

RECIPIENT NAME:
ROSEDALE DEVELOPMENT ASSOCIATION, INC.
ADDRESS:
1403 SOUTHWEST BLVD
KANSAS CITY, KS 66103
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNDERWRITE SUPPORT KANSAS CITY CONTRACT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 2,500.

RECIPIENT NAME:
YOUTH ENTREPRENEURS KANSAS
ADDRESS:
707 MINNESOTA AVE, SUITE 504
KANSAS CITY, KS 66101
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SUPPORT KANSAS CITY SCHOOL CURRICULUM
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
BISHOP WARD HIGH SCHOOL
ADDRESS:
708 N 18TH ST
KANSAS CITY, KS 66102
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SUPPORT TECHNOLOGY UPGRADE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
MID AMERICA NAZARENE UNIVERSITY
ADDRESS:
2030 E COLLEGE WAY
OLATHE, KS 66062
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SUPPORT UPGRADE OF NURSING SKILLS LAB
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 84,980.

RECIPIENT NAME:
MT. CARMEL REDEVELOPMENT CORP.
ADDRESS:
1220 TROUP AVE
KANSAS CITY, KS 66104
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SUPPORT AUDIT OPERATIONAL EXPENSES
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
HAPPYBOTTOMS
ADDRESS:
1941 CENTRAL ST
KANSAS CITY, MO 64108
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
NEWHOUSE
ADDRESS:
P.O. BOX 240019
KANSAS CITY, MO 64124
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 30,000.

RECIPIENT NAME:
ALZHEIMERS ASSOCIATION
ADDRESS:
3846 W 75TH ST
PRAIRIE VILLAGE, KS 66208
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SUPPORT CAPITAL CAMPAIGN
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 50,000.

TOTAL GRANTS PAID: 1,547,666.

RENT AND ROYALTY SUMMARY

PROPERTY	TOTAL INCOME	DEPLETION/ DEPRECIATION	OTHER EXPENSES	ALLOWABLE NET INCOME
220 ACRES +/- SPEAS	32,977.		21,039.	11,938.
520 AC SPEAS FARM SE	62,700.		8,178.	54,522.
1040 ACRES SPEAS SEC	156,767.	1,548.	98,885.	56,334.
TOTALS	252,444.	1,548.	128,102.	122,794.

Description of Property

220 ACRES +/- SPEAS PT SEC 20 & 21 T59

DEPRECIATION

Asset description	Date placed in service	Unadjusted Cost or basis	Bus %	179 exp reduction in basis	Basis Reduction	Basis for depreciation	Beginning Accumulated depreciation	Ending Accumulated depreciation	Me-thod	Conv	Life	ACRS class	MA CRS class	Current-year 179 expense	Current-year depreciation
LAND	12/04/2003	210,300	100 000												
Less Retired Assets															
Subtotals		210,300.													

Listed Property

Asset description	Date placed in service	Unadjusted Cost or basis	Bus %	179 exp reduction in basis	Basis Reduction	Basis for depreciation	Beginning Accumulated depreciation	Ending Accumulated depreciation	Me-thod	Conv	Life	ACRS class	MA CRS class	Current-year 179 expense	Current-year depreciation
Less Retired Assets															
Subtotals															
TOTALS		210,300													

AMORTIZATION

Asset description	Date placed in service	Cost or basis	Accumulated amortization	Ending Accumulated amortization	Code	Life	Current-year amortization
TOTALS							

*Assets Retired

JSA

3X9024 1 000

Description of Property

520 AC SPEAS FARM SECTIONS 17 19 & 20

DEPRECIATION

Asset description	Date placed in service	Unadjusted Cost or basis	Bus %	179 exp. reduction in basis	Basis Reduction	Basis for depreciation	Beginning Accumulated depreciation	Ending Accumulated depreciation	Me-thod	Conv	Life	ACRS class	MA CRS class	Current-year 179 expense	Current-year depreciation
LAND	02/27/1992	247,500	100 000												
Less Retired Assets															
Subtotals		247,500													

Listed Property

Asset description	Date placed in service	Unadjusted Cost or basis	Bus %	179 exp. reduction in basis	Basis Reduction	Basis for depreciation	Beginning Accumulated depreciation	Ending Accumulated depreciation	Me-thod	Conv	Life	ACRS class	MA CRS class	Current-year 179 expense	Current-year depreciation
Less Retired Assets															
Subtotals															
TOTALS		247,500													

AMORTIZATION

Asset description	Date placed in service	Cost or basis	Accumulated amortization	Ending Accumulated amortization	Code	Life	Current-year amortization
TOTALS							

*Assets Retired

JSA
3X9024 1 000

Description of Property

1040 ACRES SPEAS SECTIONS 8 & 16 TWP 62N

DEPRECIATION

Asset description	Date placed in service	Unadjusted Cost or basis	Bus %	179 exp reduction in basis	Basis Reduction	Basis for depreciation	Beginning Accumulated depreciation	Ending Accumulated depreciation	Me-thod	Conv	Life	ACRS class	MA CRS class	Current-year 179 expense	Current-year depreciation
LAND	01/06/1999	532,274	100 000												
IMPROVEMENTS	07/01/1994	10,854.	100 000			10,854.	10,854	10,854	SL		7 000				
WIRING	09/27/1996	3,281	100 000			3,281	3,281.	3,281	SL		7 000				
GRAIN BINS	09/20/2012	10,838	100 000			10,838	387.	1,935	SL		7 000				1,548
Less Retired Assets															
Subtotals		557,247				24,973	14,522	16,070.							1,548
Listed Property															
Less. Retired Assets															
Subtotals															
TOTALS		557,247.				24,973.	14,522	16,070							1,548

AMORTIZATION

Asset description	Date placed in service	Cost or basis	Accumulated amortization	Ending Accumulated amortization	Code	Life	Current-year amortization
TOTALS							

*Assets Retired

JSA
3X9024 1 000

FEDERAL FOOTNOTES

THE COMPENSATION SHOWN ON THE RETURN THAT IS PAID TO BANK OF AMERICA, N.A. AS CORPORATE TRUSTEE IS NOT CALCULATED BASED UPON AN HOURLY RATE FOR TIME SPENT BY THE TRUSTEE; RATHER, BANK OF AMERICA'S COMPENSATION AS CORPORATE TRUSTEE IS CALCULATED USING A MARKET VALUE FEE SCHEDULE. THE TRUST OFFICER'S TIME SPENT PERFORMING ADMINISTRATIVE RESPONSIBILITIES FOR THIS FOUNDATION AVERAGES ONE HOUR PER WEEK. IN ADDITION, TIME IS SPENT BY OTHER STAFF MEMBERS FOR RECORDKEEPING, INVESTMENT MANAGEMENT, INCOME COLLECTION, RENDERING STATEMENTS AND ACCOUNTINGS, REGULATORY REPORTING, REGULATORY COMPLIANCE, AND TAX SERVICES.