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Form 990-PF

Return of Private Foundation

OMB No 1545-0052

Department of the Treasury
Internal Revenue Serviceor Section 4947(a)(1) Trust Treated as Private Foundation
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2014

Open to Public Inspection

For calendar year 2014 or tax year beginning

, 2014, and ending

, 20

Name of foundation THE DEBRUCE FOUNDATION		A Employer identification number 43-1484142
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) () -
411 NICHOLS ROAD		
City or town, state or province, country, and ZIP or foreign postal code KANSAS CITY, MO 64112		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply	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 <input type="checkbox"/>	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	I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 15,582,796.	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	11,011,784.			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	514,137.	514,137.		ATCH 1
	4 Dividends and interest from securities	128,705.	128,065.		ATCH 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	3,968,195.			
	b Gross sales price for all assets on line 6a	18,037,022.			
	7 Capital gain net income (from Part IV, line 2)		5,258,364.		
	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)					
12 Total. Add lines 1 through 11	15,622,821.	5,900,566.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	0			
	14 Other employee salaries and wages	1,349,352.			1,349,352.
	15 Pension plans, employee benefits	94,131.			94,131.
	16a Legal fees (attach schedule) ATCH 3	51,760.			51,760.
	b Accounting fees (attach schedule) ATCH 4	7,152.			7,152.
	c Other professional fees (attach schedule) [5]	1,910,067.			610,067.
	17 Interest				
	18 Taxes (attach schedule) (see instructions) [6]	9,212.			9,212.
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy	238,985.			238,985.
	21 Travel, conferences, and meetings	217,605.			217,605.
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 7	205,750.			205,750.
	24 Total operating and administrative expenses. Add lines 13 through 23.	4,084,014.			2,784,014.
	25 Contributions, gifts, grants paid	8,555,270.			8,529,778.
26 Total expenses and disbursements. Add lines 24 and 25	12,639,284.	0	0	11,313,792.	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	2,983,537.				
b Net investment income (if negative, enter -0-)		5,900,566.			
c Adjusted net income (if negative, enter -0-)					

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	453,359.	3,078,175.	3,078,175.
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule)			
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis			
	Less accumulated depreciation (attach schedule) ▶				
12	Investments - mortgage loans				
13	Investments - other (attach schedule) ATCH 8	11,435,551.	10,993,040.	12,504,621.	
14	Land, buildings, and equipment basis				
	Less accumulated depreciation (attach schedule) ▶				
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	11,888,910.	14,071,215.	15,582,796.	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
23	Total liabilities (add lines 17 through 22)	0	0		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here, ▶ <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, . . . ▶ <input checked="" type="checkbox"/>				
	check here and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	11,888,910.	14,071,215.	
30	Total net assets or fund balances (see instructions)	11,888,910.	14,071,215.		
31	Total liabilities and net assets/fund balances (see instructions)	11,888,910.	14,071,215.		

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	11,888,910.
2	Enter amount from Part I, line 27a	2	2,983,537.
3	Other increases not included in line 2 (itemize) ▶ ATCH 9	3	1,362,483.
4	Add lines 1, 2, and 3	4	16,234,930.
5	Decreases not included in line 2 (itemize) ▶ ATCH 10	5	2,163,715.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	14,071,215.

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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 SEE PART IV SCHEDULE					
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					
b					
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					
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	5,258,364.	
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	0	

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))	
2013	5,446,211.	6,700,517.	0.812805	
2012	163,698.	2,224,649.	0.073584	
2011	105,381.	1,822,214.	0.057831	
2010	658,523.	2,029,533.	0.324470	
2009	487,062.	1,641,323.	0.296750	
2 Total of line 1, column (d)			2	1.565440
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	0.313088
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5			4	14,789,317.
5 Multiply line 4 by line 3			5	4,630,358.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6	59,006.
7 Add lines 5 and 6			7	4,689,364.
8 Enter qualifying distributions from Part XII, line 4 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			8	12,613,792.

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	59,006.
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			
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	59,006.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	59,006.
6 Credits/Payments			
a 2014 estimated tax payments and 2013 overpayment credited to 2014	6a 1,962.		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c 80,000.		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	81,962.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached		8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	22,956.
11 Enter the amount of line 10 to be Credited to 2015 estimated tax <input checked="" type="checkbox"/> 22,956. Refunded <input type="checkbox"/>		11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input checked="" type="checkbox"/> \$ _____ (2) On foundation managers <input checked="" type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> MO, _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (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 <input checked="" type="checkbox"/> ATCH. 11	X	

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 WWW.DEBRUCE.ORG	13	X	
14	The books are in care of PAUL DEBRUCE Telephone no 816-216-1272 Located at 411 NICHOLS ROAD, SUITE 217 KANSAS CITY, MO ZIP+4 64112			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year. 15			
16	At any time during calendar year 2014, 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 FinCEN Form 114, (formerly TD F 90-22.1) If "Yes," enter the name of the foreign country 16	Yes	No	

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)? <input type="checkbox"/> 1b	N/A	
Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>		
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 2014? 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 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years 2a		
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 2c		
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 2014 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 2014) 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 2014? 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 4945(d)(4)(A)? (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** N/AOrganizations 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** 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 (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
ATCH 12		0	0	0

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 13		384,426.	21,695.	0

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

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
ATCH 14		1,868,082.
Total number of others receiving over \$50,000 for professional services		►

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 NOT APPLICABLE	
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 THINKSHIFT, A TRANSDISCIPLINARY RESEARCH AND INNOVATION COLLABORATIVE, SEEKING SOLUTIONS AND PRESENTING NEW PERSPECTIVES ON THE CRITICAL COMPONENTS FOR SUCCESS IN THE 21ST CENTURY.	1,300,000.
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3	► 1,300,000.

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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	6,554,344.
b	Average of monthly cash balances	1b	2,460,191.
c	Fair market value of all other assets (see instructions)	1c	6,000,000.
d	Total (add lines 1a, b, and c)	1d	15,014,535.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	15,014,535.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	225,218.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	14,789,317.
6	Minimum investment return. Enter 5% of line 5	6	739,466.

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	739,466.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	59,006.
b	Income tax for 2014 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	59,006.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	680,460.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	680,460.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	680,460.

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	11,313,792.
b	Program-related investments - total from Part IX-B	1b	1,300,000.
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	12,613,792.
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	59,006.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	12,554,786.

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 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				680,460.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only				
b Total for prior years 20 12, 20 11, 20 10				
3 Excess distributions carryover, if any, to 2014				
a From 2009 405,334.				
b From 2010 557,822.				
c From 2011 15,010.				
d From 2012 80,915.				
e From 2013 5,113,261.				
f Total of lines 3a through e	6,172,342.			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 12,613,792.				
a Applied to 2013, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions).				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2014 distributable amount				680,460.
e Remaining amount distributed out of corpus	11,933,332.			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	18,105,674.			
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)	405,334.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	17,700,340.			
10 Analysis of line 9				
a Excess from 2010 557,822.				
b Excess from 2011 15,010.				
c Excess from 2012 80,915.				
d Excess from 2013 5,113,261.				
e Excess from 2014 11,933,332.				

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 2014, 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			(e) Total
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	
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))

PAUL DEBRUCE

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

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

c Any submission deadlines.

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year ATCH 15				
Total			3a	8,529,778.
b Approved for future payment ATCH 16				
Total			3b	1,380,000.

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments			14	514,137.	
4	Dividends and interest from securities			14	128,705.	
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property .					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	3,968,195.	
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)				4,611,037.	
13	Total Add line 12, columns (b), (d), and (e)					4,611,037.

(See worksheet in line 13 instructions to verify calculations)

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)
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[illegible]

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 | | |

[illegible]

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

b. If "Yes," complete the following schedule		
(a) Name of organization	(b) Type of organization	(c) Description of relationship

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.

**Sign
Here**

Signature of officer or trustee

11/12/15

► Pres
Title

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

**Paid
Preparer
Use Only**

Print/Type preparer's name
ANNE WALKER

Preparer's signature

Preparer's signature James W. Barker

Date _____

Date 11/12/14

Check ☐ self-employed

PTIN	
------	--

PTIN	P00377634
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Firm's name ▶ JMW & ASSOCIATES, LLC

Firm's EIN ▶ 57-1224592

Firm's address ► 6400 GLENWOOD, SUITE 100
OVERLAND PARK, KS

Phone no 913-499-4920

Schedule B(Form 990, 990-EZ,
or 990-PF)
Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

OMB No. 1545-0047

2014▶ **Attach to Form 990, Form 990-EZ, or Form 990-PF.**▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990.

Name of the organization

THE DEBRUCE FOUNDATION

Employer identification number

43-1484142

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions**General Rule**

- ☒
- For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization THE DEBRUCE FOUNDATION

Employer identification number
43-1484142**Part I** Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	PAUL DEBRUCE 411 NICHOLS ROAD, STE 217 KANSAS CITY, MO 64112	\$ 2,700,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
2	PAUL DEBRUCE 411 NICHOLS ROAD, STE 217 KANSAS CITY, MO 64112	\$ 8,311,784.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Employer identification number
43-1484142

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	433,582.89 SHS DGLRX	\$ 8,311,784.	09/24/2014
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
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(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
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(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
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(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
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(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
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(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
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Name of organization THE DEBRUCE FOUNDATION

Employer identification number

43-1484142

Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ► \$ _____
Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
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	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
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	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
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	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
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	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

ATTACHMENT 1FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INTEREST ON TEMPORARY CASH INVESTMENTS	514,137.	514,137.
TOTAL	<u>514,137.</u>	<u>514,137.</u>

ATTACHMENT 2FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
MO BANK INTEREST	48.	48.
TAX-EXEMPT DIVIDENDS	640.	
MUTUAL FUNDS DIVIDENDS	128,017.	128,017.
TOTAL	<u>128,705.</u>	<u>128,065.</u>

ATTACHMENT 3

FORM 990PF, PART I - LEGAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
LEGAL FEES	51,760.			51,760.
TOTALS	<u>51,760.</u>			<u>51,760.</u>

ATTACHMENT 4FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ACCOUNTING FEES	7,152.			7,152.
TOTALS	<u>7,152.</u>			<u>7,152.</u>

ATTACHMENT 5

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>CHARITABLE PURPOSES</u>
MARKETING & BRANDING FEES	87,557.	87,557.
CONSULTING FEES	1,364,037.	64,037.
RECRUITMENT FEES	439,949.	439,949.
TRAINING FEES	18,524.	18,524.
TOTALS	<u>1,910,067.</u>	<u>610,067.</u>

ATTACHMENT 6

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>CHARITABLE PURPOSES</u>
TAXES	9,212.	9,212.
TOTALS	<u>9,212.</u>	<u>9,212.</u>

ATTACHMENT 7

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
FURNITURE & COMPUTERS	129,147.	129,147.
INSURANCE EXPENSE	9,862.	9,862.
IT EXPENSE	54,014.	54,014.
MISCELLANEOUS EXPENSE	621.	621.
OFFICE EXPENSE	6,438.	6,438.
REPAIRS & MAINTENANCE	5,622.	5,622.
SERVICE CHARGES	46.	46.
TOTALS	<u>205,750.</u>	<u>205,750.</u>

ATTACHMENT 8FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
MUTUAL FUNDS			
MOUNTAIN VALLEY SPRING WATER	11,435,551.	4,993,040.	6,504,621.
PALMER SQUARE CLO		3,000,000.	3,000,000.
		3,000,000.	3,000,000.
TOTALS	<u>11,435,551.</u>	<u>10,993,040.</u>	<u>12,504,621.</u>

ATTACHMENT 9FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
BOOK AND NII GAINS/LOSSES	1,290,169.
DECEMBER TRANSACTIONS NOT REFLECTED	72,314.
TOTAL	<u>1,362,483.</u>

ATTACHMENT 10FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
FMV AND COST DIFFERENCE OF DONATED STOCK	2,120,093.
UNREALIZED GAIN/LOSS	43,622.
TOTAL	<u>2,163,715.</u>

THE DEBRUCE FOUNDATION

43-1484142

FORM 990PF, PART VII-A, LINE 10 - NEW SUBSTANTIAL CONTRIBUTORS

ATTACHMENT 11

NAME AND ADDRESS

PAUL DEBRUCE
411 NICHOLS ROAD, STE 217
KANSAS CITY, MO 64112

THE DEBRUCE FOUNDATION

43-1484142

FORM 990PE, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 12

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
PAUL E. DEBRUCE 411 NICHOLS ROAD, SUITE 217 KANSAS CITY, MO 64112	PRESIDENT 1.00	0	0	0
KATHERINE DEBRUCE 411 NICHOLS ROAD, SUITE 217 KANSAS CITY, MO 64112	VICE PRESIDENT 1.00	0	0	0
DAVID FRANTZE 1201 WALNUT STREET, SUITE 2900 KANSAS CITY, MO 64106	SECRETARY & TREASURER 1.00	0	0	0
GRAND TOTALS		0	0	0

990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEESATTACHMENT 13

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS EXPENSE ACCT TO EMPLOYEE AND OTHER BENEFIT PLANS ALLOWANCES</u>
NATALIA J. PEART 411 NICHOLS ROAD, STE 217 KANSAS CITY, MO 64112	COO, EXEC. DIRECTOR 40.00	102,196.	7,292. 0
LEON D. CALDWELL 411 NICHOLS RD, STE 217 KANSAS CITY, MO 64112	FOUNDING DIRECTOR 40.00	72,177.	5,396. 0
DARREN W. WOODRUFF 411 NICHOLS RD, STE 217 KANSAS CITY, MO 64112	FOUNDING DIRECTOR 40.00	67,912.	6,090. 0
JONATHAN T. BRICE 411 NICHOLS RD, STE 217 KANSAS CITY, MO 64112	FOUNDING DIRECTOR 40.00	67,127.	0 0
DENESE M. NEU 411 NICHOLS RD, STE 217 KANSAS CITY, MO 64112	FOUNDING DIRECTOR 40.00	75,014.	2,917. 0
TOTAL COMPENSATION		<u>384,426.</u>	<u>21,695. 0</u>

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 14

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
STINSON LEONARD STREET LLP 1201 WALNUT ST, STE 2900 KANSAS CITY, MO 64106	LEGAL	51,760.
INSIGHT EXECUTIVE SEARCH 1050 CONNECTICUT AVE, NW, 5TH FLOOR WASHINGTON, DC 20036	CONSULTING	438,250.
FENTON COMMUNICATION 1010 VERMONT AVE, NW, SUITE 1100 WASHINGTON, DC 20005	CONSULTING	78,072.
BOSTON CONSULTING GROUP 4800 HAMPDEN LANE, SUITE 400 BETHESDA, MD 20814	CONSULTING	1,300,000.
TOTAL COMPENSATION		<u>1,868,082.</u>

THE DEBRUCE FOUNDATION
DONATIONS PAID DURING THE YEAR
DECEMBER 31, 2014

Organization	Status of Recipient	Relationship	Purpose of Grant	Address	Date	Amount
University Academy	PC	None	General Operating Support	6801 Holmes Road, Kansas City, MO 64131	3/21/2014	\$ 1,500.00
Powell Gardens	PC	None	General Operating Support	1609 N W US Highway 50, Kingsville, MO 64061	4/1/2014	\$ 1,500.00
Powell Gardens	PC	None	General Operating Support	1609 N W US Highway 50, Kingsville, MO 64061	4/1/2014	\$ 1,750.00
Harvest Ball	PC	None	General Operating Support	PO Box 34423, Kansas City, MO 64116	5/21/2014	\$ 5,000.00
HOAC - BSA	PC	None	General Operating Support	PO Box 414177, Kansas City, MO 64141-4177	5/23/2014	\$ 1,000.00
University of Kansas Endowment	PC	None	General Operating Support	P O Box 928, Lawrence, KS 66044-0928	5/29/2014	\$ 5,000,000.00
Union Station	PC	None	General Operating Support	30 West Pershing Road, Kansas City, MO 64108	6/13/2014	\$ 5,000.00
Kansas City Rose Society	PC	None	General Operating Support	Jacob Loose Memorial Park, c/o Eileen Marshall, 7734 Chadwick, Prairie Village, KS 66208	6/20/2014	\$ 2,500.00
Donnelly College	PC	None	General Operating Support	608 N 18th Street, Kansas City, KS 66102	8/11/2014	\$ 1,000.00
Operation Hope	PC	None	General Operating Support	900 Seventeenth Street, NW, Washington, DC 20006	8/12/2014	\$ 1,000,000.00
Heart of America Council	PC	None	General Operating Support	PO Box 414177, Kansas City, MO 64141-4177	8/18/2014	\$ 6,000.00
American Red Cross	PC	None	General Operating Support	211 West Armour Boulevard, Kansas City, MO 64111	8/20/2014	\$ 4,000.00
Camp for Kids	PC	None	General Operating Support	4727 Logan Avenue, Kansas City, MO 64136	9/5/2014	\$ 5,000.00
UMKC Scholarship Fund	PC	None	General Operating Support	University of Missouri - Kansas City, Kansas City, MO 64110	10/9/2014	\$ 3,150.00
Symphony Ball	PC	None	General Operating Support	PO Box 879229, Kansas City, MO 64187-9229	10/27/2014	\$ 3,000.00
City of Fountains Foundation	PC	None	General Operating Support	PO Box 9193, Shawnee Mission, KS 66201	10/27/2014	\$ 10,000.00
University of Kansas Endowment	PC	None	General Operating Support	P O Box 928, Lawrence, KS 66044-0928	10/30/2014	\$ 2,000,000.00
Jewish Community Relations Bureau	PC	None	General Operating Support	5801 W 115th Street, Suite 201, Overland Park, KS 66211	11/4/2014	\$ 5,000.00
Angel Flight	PC	None	General Operating Support	10 Richards Road, Kansas City, MO 64116	11/12/2014	\$ 1,500.00
Ozanam	PC	None	General Operating Support	421 E 137th Street, Kansas City, MO 64145	11/19/2014	\$ 1,500.00
Nelson Gallery Foundation	PC	None	General Operating Support	Attn Janet Mark, 4525 Oak Street, Kansas City, MO 64111	12/1/2014	\$ 330,000.00
Kemper Museum of Contemporary Art	PC	None	General Operating Support	4420 Warwick Blvd, Kansas City, MO 64111	12/2/2014	\$ 1,000.00
Powell Gardens	PC	None	General Operating Support	1609 N W US Highway 50, Kingsville, MO 64061	12/2/2014	\$ 1,000.00
Guild of the Dome	PC	None	General Operating Support	18695 Greenleaf Drive, Saegertown, PA 16433	12/23/2014	\$ 139,378.00

\$ 8,529,778.00

Less Outstanding Checks

Donations on cash books

\$ 8,529,778.00

THE DEBRUCE FOUNDATION
DONATIONS APPROVED FOR FUTURE PAYMENT
DECEMBER 31, 2014

Organization	Status of Recipient	Relationship	Purpose of Grant	Address	Amount
Kansas City Symphony	PC	None	General Operating Support	1703 Wyandotte, Suite 200, Kansas City, MO 64108	\$ 600,000.00
Rockhurst University	PC	None	General Operating Support	1100 Rockhurst Road, Kansas City, MO 64110	\$ 300,000.00
UMKC Bloch School	PC	None	General Operating Support	5110 Cherry St., Kansas City, MO 64110	\$ 140,000.00
Kauffman Center for the Performing Arts	PC	None	General Operating Support	Attn Estela Fennel, 4801 Rockhill Road, Kansas City, MO 64110-2046	\$ 300,000.00
City of Fountains	PC	None	General Operating Support	P O. Box 9193, Shawnee Mission, KS 66201-1793	\$ 40,000.00
					<u>\$ 1,380,000.00</u>

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					16,441.	
28,867.		1,224.219 SHS EATON VANCE ATLANTA CAP PROPERTY TYPE: SECURITIES 29,051.				D	12/12/2013	02/07/2014
		87.897 SHS ABERDEEN EMERGING MARKETS PROPERTY TYPE: SECURITIES 1,271.				P	VARIOUS	04/24/2014
1,312.		89.229 SHS AMERICAN FD EUROPACIFIC GROWT PROPERTY TYPE: SECURITIES 4,319.				P	12/26/2013	04/24/2014
4,402.		568.133 SHS AMERICAN FD INCEOM FUND OF A PROPERTY TYPE: SECURITIES 11,328.				P	VARIOUS	04/24/2014
12,044.		1,066.269 SHS AMERICAN FD INV CO OF AMER PROPERTY TYPE: SECURITIES 38,551.				P	VARIOUS	04/24/2014
40,124.		762.81 SHS AMERICAN FD NEW PERSPECTIVE PROPERTY TYPE: SECURITIES 28,415.				P	12/26/2013	04/24/2014
28,712.		98.958 SHS AMERICAN FD NEW WORLD PROPERTY TYPE: SECURITIES 5,752.				P	12/26/2013	04/24/2014
5,864.		382.019 SHS AMERICAN FD WA MUTUAL PROPERTY TYPE: SECURITIES 14,643.				P	VARIOUS	04/24/2014
15,365.		198.474 SHS SPDR S&P 500 PROPERTY TYPE: SECURITIES 37,362.				P	05/01/2014	05/23/2014
37,760.		3,567.811 SHS DREYFUS GLOBAL STOCK FD PROPERTY TYPE: SECURITIES 65,362.				D	12/31/2013	09/24/2014
68,286.		83,975.781 SHS EATON VANCE ATLANTA CAP PROPERTY TYPE: SECURITIES 1,382,406.				D	VARIOUS	02/07/2014
1,980,119.		16,710 SHS SPDR S&P 500 ETF				D	06/02/2011	02/07/2014

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
2,999,885.		PROPERTY TYPE: SECURITIES 2,201,162.				798,723.	
93,575.		6,269.592 SHS ABERDEEN EMERGING MARKETS 100,030.				02/20/2013 -6,455.	04/24/2014
473,424.		9,597.086 SHS AMERICAN FD EUROPACIFIC GR PROPERTY TYPE: SECURITIES 375,601.				VARIOUS 97,823.	04/24/2014
359,287.		16,947.512 SHS AMERICAN FD INCOME FUND O PROPERTY TYPE: SECURITIES 287,046.				VARIOUS 72,241.	04/24/2014
455,588.		12,107.036 SHS AMERICAN FUND INV CO OF A PROPERTY TYPE: SECURITIES 349,433.				VARIOUS 106,155.	04/24/2014
521,212.		13,847.303 SHS AMERICAN FD NEW PERSPECTI PROPERTY TYPE: SECURITIES 374,697.				VARIOUS 146,515.	04/24/2014
288,988.		4,876.616 SHS AMERICAN FD NEW WORLD PROPERTY TYPE: SECURITIES 212,342.				VARIOUS 76,646.	04/24/2014
354,016.		8,802.001 SHS AMERICAN FD WA MUTUAL PROPERTY TYPE: SECURITIES 252,421.				VARIOUS 101,595.	04/24/2014
8,620,037.		45,309.048 SHS SPPDR S&P 500 PROPERTY TYPE: SECURITIES 5,773,432.				VARIOUS 2,846,605.	05/23/2014
931,714.		48,680.36 SHS DREYFUS GLOBAL STOCK FD PROPERTY TYPE: SECURITIES 705,620.				VARIOUS 226,094.	09/24/2014
700,000.		36,669.722 SHS DREYFUS GLOBAL STOCK FD PROPERTY TYPE: SECURITIES 528,414.				06/02/2011 171,586.	11/18/2014
TOTAL GAIN(LOSS)						<u>5,258,364.</u>	