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

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

OMB No 1545-0052

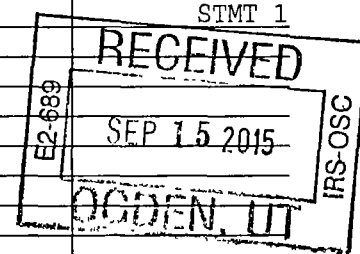
2014

Open to Public Inspection

For calendar year 2014 or tax year beginning , 2014, and ending , 20

Name of foundation SPRATT LEAH CHARITABLE TRUST		A Employer identification number 43-6809669
Number and street (or P O box number if mail is not delivered to street address) Room/suite PO BOX 419248		B Telephone number (see instructions) 816-234-2000
City or town, state or province, country, and ZIP or foreign postal code KANSAS CITY, MO 64141-6248		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply. <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 1,219,466.		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 checked="" type="checkbox"/> Cash <input 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)				
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	19,922.	19,922.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	39,944.			
	b Gross sales price for all assets on line 6a	184,101.			
	7 Capital gain net income (from Part IV, line 2)		39,944.		
	8 Net short-term capital gain				
Operating and Administrative Expenses	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)	100,071.	100,071.		
	12 Total Add lines 1 through 11	159,937.	159,937.		
	13 Compensation of officers, directors, trustees, etc.	11,032.	7,626.		3,406.
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	17,005.	15,261.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings		NONE	NONE	
	22 Printing and publications		NONE	NONE	
	23 Other expenses (attach schedule)	18,512.	18,512.		
	24 Total operating and administrative expenses. Add lines 13 through 23.	46,549.	41,399.	NONE	3,406.
	25 Contributions, gifts, grants paid	76,200.			76,200.
	26 Total expenses and disbursements Add lines 24 and 25	122,749.	41,399.	NONE	79,606.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	37,188.			
	b Net investment income (if negative, enter -0-)		118,538.		
	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	40,427.	54,935.	54,935.	
	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 ▶	NONE			
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U S and state government obligations (attach schedule)				
	b	Investments - corporate stock (attach schedule)	463,447.	457,182.	630,980.	
	c	Investments - corporate bonds (attach schedule)	194,244.	226,502.	226,696.	
	Liabilities	11	Investments - land, buildings, and equipment basis			
		Less: accumulated depreciation (attach schedule) ▶				
12		Investments - mortgage loans				
13		Investments - other (attach schedule)	534,618.	534,618.	306,855.	
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)	1,232,736.	1,273,237.	1,219,466.	
17		Accounts payable and accrued expenses	3,642.	6,621.		
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)	3,642.	6,621.			
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	1,229,094.	1,266,616.		
	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)	1,229,094.	1,266,616.			
31	Total liabilities and net assets/fund balances (see instructions)	1,232,736.	1,273,237.			

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	1,229,094.
2	Enter amount from Part I, line 27a	2	37,188.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 5	3	334.
4	Add lines 1, 2, and 3	4	1,266,616.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,266,616.

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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 PUBLICLY TRADED SECURITIES					
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 184,101.		144,157.	39,944.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) FMV. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a			39,944.		
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	39,944.	
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))
2013	127,780.	1,267,210.	0.100836
2012	80,680.	1,014,515.	0.079526
2011	111,376.	1,178,170.	0.094533
2010	118,497.	1,145,990.	0.103401
2009	180,588.	1,380,356.	0.130827
2 Total of line 1, column (d)			2 0.509123
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 0.101825
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5			4 1,420,917.
5 Multiply line 4 by line 3			5 144,685.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 1,185.
7 Add lines 5 and 6			7 145,870.
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 79,606.

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	2,371.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input 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	2,371.
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	2,371.
6	Credits/Payments:		
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	2,040.
b	Exempt foreign organizations - tax withheld at source	6b	NONE
c	Tax paid with application for extension of time to file (Form 8868)	6c	1,600.
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	3,640.
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	1,269.
11	Enter the amount of line 10 to be Credited to 2015 estimated tax <input type="checkbox"/> 1,269. 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 type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input 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?		
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 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		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 <u>N/A</u>	13	X	
14	The books are in care of <u>COMMERCE BANK</u> Telephone no <u>(816) 234-2000</u> Located at <u>P.O. BOX 419248, KANSAS CITY, MO</u> ZIP+4 <u>64106</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15		
16	At any time during calendar year 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 <u></u>	16	Yes	No X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes <input 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)?	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 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 <u></u>		
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. <u></u>		
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	
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)? ☐ Yes ☒ No

Organizations relying on a current notice regarding disaster assistance check here ☐ **5b**

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? ☐ Yes ☒ No **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? ☐ Yes ☒ No **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
COMMERCE BANK PO BOX 419248, KANSAS CITY, MO 64141-6248	TRUSTEE 2	11,032.	-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**

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services** (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	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3	

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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	1,115,548.
b	Average of monthly cash balances	1b	20,152.
c	Fair market value of all other assets (see instructions)	1c	306,855.
d	Total (add lines 1a, b, and c)	1d	1,442,555.
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	1,442,555.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	21,638.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,420,917.
6	Minimum investment return. Enter 5% of line 5	6	71,046.

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	71,046.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	2,371.
b	Income tax for 2014. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	2,371.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	68,675.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	68,675.
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	68,675.

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	79,606.
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	79,606.
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	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	79,606.

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				68,675.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			NONE	
b Total for prior years 20 <u>12</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2014				
a From 2009 113,296.				
b From 2010 63,741.				
c From 2011 55,215.				
d From 2012 32,050.				
e From 2013 66,454.				
f Total of lines 3a through e	330,756.			
4 Qualifying distributions for 2014 from Part XII, line 4: ► \$ <u>79,606.</u>				
a Applied to 2013, but not more than line 2a			NONE	
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 2014 distributable amount				68,675.
e Remaining amount distributed out of corpus	10,931.			
5 Excess distributions carryover applied to 2014	NONE			NONE
<i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	341,687.			
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 2013. Subtract line 4a from line 2a Taxable amount - see instructions			NONE	
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				NONE
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)	NONE			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)	113,296.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	228,391.			
10 Analysis of line 9				
a Excess from 2010 63,741.				
b Excess from 2011 55,215.				
c Excess from 2012 32,050.				
d Excess from 2013 66,454.				
e Excess from 2014 10,931.				

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))

N/A

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

N/A

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				
SEE STATEMENT B	NONE	PC	STMT B	76,200.
Total			▶ 3a	76,200.
b Approved for future payment				
Total			▶ 3b	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
USGI REPORTED AS NONQUALIFIED DIVIDENDS	209.	209.
FOREIGN DIVIDENDS	429.	429.
DOMESTIC DIVIDENDS	11,053.	11,053.
CORPORATE INTEREST	3,487.	3,487.
NONQUALIFIED FOREIGN DIVIDENDS	4.	4.
NONQUALIFIED DOMESTIC DIVIDENDS	4,740.	4,740.
TOTAL	19,922.	19,922.

FORM 990PF, PART I - OTHER INCOME
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
OTHER INCOME FROM CLASS ACTION SUITS	1,508.	1,508.
MINERAL INCOME	98,551.	98,551.
OTHER INCOME	12.	12.
	-----	-----
TOTALS	100,071.	100,071.
	=====	=====

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
EXCISE TAXES FOR PY	300.	
EXCISE TAX ESTIMATES	1,444.	
FOREIGN TAXES	17.	17.
PRODUCTION TAXES	3,401.	3,401.
AD VALOREM TAXES	11,843.	11,843.
	-----	-----
TOTALS	17,005.	15,261.
	=====	=====

SPRATT LEAH CHARITABLE TRUST

43-6809669

FORM 990PF, PART I - OTHER EXPENSES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
MINERAL EXPENSES	10,526.	10,526.
MINERAL MANAGEMENT	5,913.	5,913.
TAX PROCESSING FEE	273.	273.
MINIMUM PROPERTY FEE	1,800.	1,800.
TOTALS	----- 18,512. =====	----- 18,512. =====

SPRATT LEAH CHARITABLE' TRUST

43-6809669

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

DESCRIPTION -----	AMOUNT -----
BOOK TO TAX ADJUSTMENT	332.
ROUNDING	2.

TOTAL	334.
	=====

STATEMENT 5

LEAH SPRATT CHARITABLE TRUST

EIN 43-6809660

As of December 31, 2014

Description	Units	Book Value	Market Value
FINANCIAL SQUARE TR GOVERNMENT FD	54,935	54,934.71	54,934.71
	54,935	54,934.71	54,934.71
AMERICAN INTERNATIONAL GROUP INC	105	5,153.77	5,881.05
EXXON MOBIL CORPORATION	140	7,483.39	12,943.00
GENERAL ELECTRIC CO	490	16,309.91	12,382.30
JOHNSON AND JOHNSON	120	6,755.38	12,548.40
UNITED TECHNOLOGIES CORP	140	6,030.66	16,100.00
VERIZON COMMUNICATIONS	265	13,522.10	12,396.70
WELLS FARGO & CO	200	5,164.04	10,964.00
DANAHER CORP	120	5,392.20	10,285.20
GOOGLE INC CL A	15	4,508.15	7,959.90
JP MORGAN CHASE & CO	200	8,288.04	12,516.00
MCDONALDS CORP	100	9,336.00	9,370.00
MCKESSON CORP COMMON STOCK	55	4,409.78	11,416.90
MICROSOFT CORP	230	6,354.44	10,683.50
ORACLE CORPORATION	230	7,056.35	10,343.10
PROCTER & GAMBLE CO	80	2,968.77	7,287.20
QUALCOMM INC	45	2,524.72	3,344.85
SCHLUMBERGER LTD	110	7,930.58	9,395.10
CHEVRON CORPORATION	75	8,997.49	8,413.50
CHURCH & DWIGHT CO INC	125	6,573.66	9,851.25
OCCIDENTAL PETROLEUM CORP	0	0.00	0.00
VISA INC CLASS A SHARES	35	4,831.05	9,177.00
GOLDMAN SACHS GROUP INC	50	5,872.70	9,691.50
MFS RESEARCH INTERNATIONAL FUND-I	550	8,580.00	9,234.50
ACTAVIS PLC	30	5,144.75	7,722.30
ADOBE SYSTEM INC	130	7,924.58	9,451.00
ADVANCED AUTO PARTS INC	55	6,376.92	8,760.40
AMERICAN EXPRESS CO	115	5,644.77	10,699.60
APPLE INC	175	9,434.32	19,316.50
AQR DIVERSIFIED ARBITRAGE FUND-I	2,400	26,938.00	24,360.00
ARISTA NETWORKS INC	110	7,527.59	6,683.60
BB & T CORP	210	7,487.70	8,166.90
CME GROUP INC	110	7,006.15	9,751.50
COOPER COS INC NEW	60	7,645.24	9,725.40
COSTCO WHSL CORP NEW	65	7,236.35	9,213.75
DELTA AIR LINES INC	115	5,523.07	5,656.85
DISNEY WALT CO	65	2,844.55	6,122.35
EOG RES INC	50	2,448.25	4,603.50
EXPRESS SCRIPTS HOLDING CO	135	7,325.26	11,430.45
FIDELITY NATL INFO SVC	160	8,599.52	9,952.00
GOOGLE INC CLASS C	15	4,496.80	7,896.00
HAIN CELESTIAL GROUP INC	190	10,155.60	11,075.10
INTEL CORP	185	2,663.29	6,713.65
INVESCO LTD	265	6,826.61	10,472.80
ISHARES NASDAQ BIOTECH INDX FD	70	12,549.75	21,234.50
ISHARES RUSSELL MIDCAP VALUE ETF	165	10,082.99	12,170.40
ISHARES US BASIC MATERIALS ETF	135	9,595.80	11,133.45
ISHARES US PREFERRED STOCK ETF	280	11,452.00	11,043.20
JARDEN CORP	240	6,157.40	11,491.20
LOCKHEED MARTIN CORP	50	3,790.00	9,628.50
MERCK & CO INC	175	5,928.97	9,938.25
MOHAWK INDS INC	40	2,936.01	6,214.40
MONDELEZ INTERNATIONAL INC	315	8,199.78	11,442.38
NEWELL RUBBERMAID INC	285	7,585.33	10,855.65
NORTHEAST UTILITIES	200	8,595.43	10,704.00
PEPSICO INC	85	4,243.92	8,037.60
PERRIGO CO PLC	45	7,005.15	7,522.20
PFIZER INC	335	5,692.31	10,435.25
PRICELINE GROUP INC	5	6,073.41	5,701.05
RANGE RESOURCES CORPORATION	75	6,159.66	4,008.75
STARWOOD PROPERTY TRUST INC	350	7,852.01	8,134.00
T ROWE PRICE NEW HORIZONS FUND INC	125	4,297.50	5,472.50
TARGET SMALL CAP VALUE PT	210	4,155.90	5,373.90
UNION PACIFIC CORP	100	5,284.87	11,913.00
VANTIV INC-CL A	365	9,032.84	12,380.80
WESTAR ENERGY INC	150	5,208.32	6,186.00
	11,920	457,181.75	630,979.58
COMMERCE BOND FUND #333	2,650	53,980.00	53,927.50
GE CAP CORP NT 2.25% 11/9/15	25,000	24,312.50	25,343.00
GOLDMAN SACHS NT 5.125% 1/15/15	25,000	24,780.00	25,032.00
HARTFORD FLOATING RATE FUND-Y	3,550	32,055.50	30,707.50
MICROSOFT CORP NT 1.625% 9/25/15	15,000	14,936.49	15,136.65
VANGUARD INTM TERM INV G-ADM	1,500	15,315.00	14,745.00
WACHOVIA BK NT 5.6% 3/15/16	25,000	25,030.25	26,366.50
ABSOLUTE STRATEGIES FUND-I	1,125	12,519.00	12,476.25
ISHARES TREASURY INFLATION PROTECTED	205	23,572.83	22,962.05
	99,030	226,501.57	226,696.45
SECURITY LEGAL DESCRIPTION LINE 1	0	0.00	0.00
	0	0.00	0.00
HEWLETT-PACKARD COMPANY	1	0.00	0.00
	1	0.00	0.00
SPRATT CHAR TRUST MINERAL VALUE	1	0.00	0.00
VARIOUS MINERAL ASSETS	52	534,618.00	306,855.00
	53	534,618.00	306,855.00
GRAND TOTAL	165,939	1,273,238.03	1,219,465.74

LEAH SPRATT CHARITABLE TRUST
GRANTS FOR 2014
EIN: 43-6809669

<u>CHARITY</u>	<u>AMOUNT OF GRANT</u>	<u>PURPOSE</u>
Arts Fund 118 S. 8 th Street St Joseph, MO 64501	\$ 7,000.00	Supports the Creative Arts Production, Midwest Artist Association, Performing Arts Association, RiverSong, St Joseph Community Chorus, Saint Joseph Symphony and Allied Arts Council to enrich people's lives through cultural opportunities in St Joseph
Cotillion for Achievement P.O. Box 8323 St Joseph, MO 64508	\$ 1,000.00	Promote leadership, encourage community service, and provide scholarships to 20 outstanding high School seniors in northwest Missouri
Pony Express PumpkinFest 914 Penn St Joseph, MO 64503	\$10,000.00	Supports Festival which provides a free family arts festival with special emphasis on children
Saint Joseph Symphony 120 South 8 th Street St Joseph, MO 64501	\$ 5,000.00	Supports special concerts, outreach concerts, youth concerts, and partnership with the St Joseph School District for the Instrument Infusion Program enabling 850 4 th graders to Try out musical instruments
Social Welfare Board Friends of the Free Clinic 904 S 10 th Street, Suite A St Joseph, MO 64503	\$ 7,000.00	Provides health care to the impoverished living in the St Joseph community
Trails West The Allied Arts Council of St Joseph 118 S. 8 th Street St Joseph, MO 64501	\$ 7,000.00	Sponsorship for a quality arts festival promoting a positive, family-oriented celebration of St Joseph's unique cultural heritage

STMT B

LEAH SPRATT CHARITABLE TRUST 2014 GRANTS
PAGE TWO

<u>CHARITY</u>	<u>AMOUNT</u>	<u>PURPOSE</u>
YMCA 315 S. 6 th Street St Joseph, MO 64501	\$ 5,000.00	Mission Partners Campaign for the purpose of carrying out the Missions of the Young Mens Christian Association of St Joseph, MO
YWCA 304 North 8 th Street St Joseph, MO 64501	\$ 4,000.00	Support for YWCA Shelter for Abused & Homeless Women and Children and Rape Crisis Center
Big Brothers and Sisters Of Greater St Joseph 1202 S. 28 th Street St Joseph, MO 64507	\$ 1,200.00	Support for mission to bring a positive adult influence to the lives of at-risk youth growing up in greater St Joseph
Buchanan County Agri-Business Expo Center, Inc. 224 N. 7 th Street St Joseph, MO 64501	\$20,000.00	Support the development of an agricultural expo center that will advance the agriculture industry and provide educational opportunities in St Joseph, Missouri and the region
American Red Cross Midland Empire Chapter 401 North 12 th Street St Joseph, MO 64501	\$ 5,000.00	Support to help families in need with emergency essential services following natural disasters and fires in Northwest Missouri and Northeast Kansas
Pony Express National Museum 914 Penn Street St Joseph, MO 64503	\$ 4,000.00	Support of the Museum's "Passport" project to further the educational opportunities of visitors to the Museum
<hr/>		
TOTAL GRANTS PAID IN 2014	\$76,200.00	

STMT B

SPRATT LEAH CHARITABLE TRUST EIN: 43-6809669
FORM 990PF, PART XVII, LINE 2b -

INFORMATION REGARDING AFFILIATION
WITH TAX-EXEMPT ORGANIZATIONS
DESCRIBED IN SEC. 501(C) OF THE CODE
(OTHER THAN SEC. 501(C)(3)) OR IN SEC. 527

NAME OF ORGANIZATION:
LOCAL CEDAR HILL CEMETERY ASSOC
TYPE OF ORGANIZATION:
501(C)(13)
DESCRIPTION OF RELATIONSHIP:
COMMON TRUSTEE

NAME OF ORGANIZATION:
MOUNT HOPE MAUSOLEUM ENDOWMENT
TYPE OF ORGANIZATION:
501(C)(13)
DESCRIPTION OF RELATIONSHIP:
COMMON TRUSTEE

NAME OF ORGANIZATION:
ANN A TRAVER CHARITABLE TRUST B
TYPE OF ORGANIZATION:
501(C)(4)
DESCRIPTION OF RELATIONSHIP:
COMMON TRUSTEE

NAME OF ORGANIZATION:
IVY J TRIMMER - CHRISTIAN CHURCH
TYPE OF ORGANIZATION:
501(C)(4)
DESCRIPTION OF RELATIONSHIP:
COMMON TRUSTEE

NAME OF ORGANIZATION:
IVY J TRIMMER TRUST
TYPE OF ORGANIZATION:
501(C)(4)
DESCRIPTION OF RELATIONSHIP:
COMMON TRUSTEE

NAME OF ORGANIZATION:
ALICE G OGG TRUST UNDER WILL
TYPE OF ORGANIZATION:
501(C)(4)
DESCRIPTION OF RELATIONSHIP:
COMMON TRUSTEE

NAME OF ORGANIZATION:
MARY HARTMANN FOUNDATION
TYPE OF ORGANIZATION:
501(C)(4)
DESCRIPTION OF RELATIONSHIP:
COMMON TRUSTEE

NAME OF ORGANIZATION:
SHAARE SHOLEM CEMETERY TRUST
TYPE OF ORGANIZATION:
501(C)(13)
DESCRIPTION OF RELATIONSHIP:
COMMON TRUSTEE

NAME OF ORGANIZATION:
ADATH JOSEPH CEMETERY FUND
TYPE OF ORGANIZATION:
501(C)(13)
DESCRIPTION OF RELATIONSHIP:
COMMON TRUSTEE

NAME OF ORGANIZATION:
NINA BOZARTH T/U/W FBO KAMPF
CEMETERY
TYPE OF ORGANIZATION:
501(C)(13)
DESCRIPTION OF RELATIONSHIP:
COMMON TRUSTEE