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**Return of Private Foundation**

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

**2014**

Department of the Treasury  
Internal Revenue Service

Do not enter social security numbers on this form as it may be made public.  
Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

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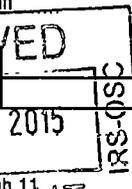
For calendar year 2014 or tax year beginning

, and ending

Name of foundation <b>THE MCGEE FOUNDATION C/O BERNARD J. DUFFY, III</b>		A Employer identification number <b>44-6006285</b>
Number and street (or P O box number if mail is not delivered to street address) <b>2001 WALNUT STREET</b>	Room/suite	B Telephone number <b>816-471-4700</b>
City or town, state or province, country, and ZIP or foreign postal code <b>KANSAS CITY, MO 64108</b>		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) <b>\$ 15,161,483.</b> (Part I, column (d) must be on cash basis)	J Accounting method: <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input checked="" type="checkbox"/> Other (specify) <b>MODIFIED CASH</b>	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	0.		N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	256,406.	256,406.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	218,402.			
	b Gross sales price for all assets on line 6a	696,524.			
	7 Capital gain net income (from Part IV, line 2)		218,402.		
	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)				
	11 Other income	1,425.	1,425.		STATEMENT 2
	12 Total. Add lines 1 through 11	476,233.	476,233.		
	13 Compensation of officers, directors, trustees, etc.	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
b Accounting fees	8,760.	1,314.		7,446.	
c Other professional fees					
17 Interest					
18 Taxes	9,134.	0.		0.	
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses	43,919.	18,206.		25,711.	
24 Total operating and administrative expenses. Add lines 13 through 23	61,813.	19,520.		33,157.	
25 Contributions, gifts, grants paid	560,000.			560,000.	
26 Total expenses and disbursements. Add lines 24 and 25	621,813.	19,520.		593,157.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	<145,580.>				
b Net investment income (if negative, enter -0-)		456,713.			
c Adjusted net income (if negative, enter -0-)			N/A		

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Part II Balance Sheets		Beginning of year		End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash - non-interest-bearing	261,309.	309,496.	309,496.	
	2 Savings and temporary cash investments				
	3 Accounts receivable ▶				
	Less: allowance for doubtful accounts ▶				
	4 Pledges receivable ▶				
	Less: allowance for doubtful accounts ▶				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons				
	7 Other notes and loans receivable ▶				
	Less: allowance for doubtful accounts ▶				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments - U.S. and state government obligations				
	b Investments - corporate stock <span style="float:right">STMT 6</span>	8,347,187.	8,118,536.	11,893,525.	
	c Investments - corporate bonds				
	11 Investments - land, buildings, and equipment: basis ▶				
Less accumulated depreciation ▶					
12 Investments - mortgage loans					
13 Investments - other <span style="float:right">STMT 7</span>	2,957,497.	2,996,524.	2,958,462.		
14 Land, buildings, and equipment: basis ▶					
Less accumulated depreciation ▶					
15 Other assets (describe ▶)					
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	11,565,993.	11,424,556.	15,161,483.		
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				
	22 Other liabilities (describe ▶ <span style="float:right">STATEMENT 8</span> )	128.	4,271.		
23 Total liabilities (add lines 17 through 22)	128.	4,271.			
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, check here <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds	0.	0.		
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	11,565,865.	11,420,285.			
30 Total net assets or fund balances	11,565,865.	11,420,285.			
31 Total liabilities and net assets/fund balances	11,565,993.	11,424,556.			

**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	11,565,865.
2 Enter amount from Part I, line 27a	2	<145,580.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	11,420,285.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	11,420,285.

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**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a VARIOUS MUTUAL FUNDS		P	VARIOUS	VARIOUS
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a 696,524.		478,122.	218,402.	
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a			218,402.	
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		2 218,402.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		{		3 N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?  Yes  No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2013	704,662.	13,656,288.	.051600
2012	611,541.	12,164,948.	.050271
2011	513,108.	12,328,426.	.041620
2010	508,259.	11,025,073.	.046100
2009	624,863.	9,815,088.	.063664
2 Total of line 1, column (d)			2 .253255
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 .050651
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5			4 14,957,645.
5 Multiply line 4 by line 3			5 757,620.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 4,567.
7 Add lines 5 and 6			7 762,187.
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.			8 593,157.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
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	1	9,134.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3	Add lines 1 and 2	3	9,134.
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	9,134.
6	Credits/Payments:		
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	4,863.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	4,863.
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" 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	4,271.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be: Credited to 2015 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

**Part VII-A Statements Regarding Activities**

	Yes	No
1a		X
1b		X
1c		X
d		
e		
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)		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)		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	X	
14	The books are in care of ▶ BERNARD J. DUFFY III Telephone no. ▶ 816-471-4700 Located at ▶ 814 WESTOVER, KANSAS CITY, MO ZIP+4 ▶ 64113		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year		N/A
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 ▶		Yes No X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here		N/A
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?		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 ▶		
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.)		N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 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)		N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		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  Yes  No

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) N/A

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  
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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 9		0.	0.	0.

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

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

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

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

**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services ▶ **0**

**Part IX-A** Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	
SEE STATEMENT 10	33,157.
2	
3	
4	

**Part IX-B** Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
<b>Total.</b> Add lines 1 through 3 <span style="float: right;">▶</span>	<b>0.</b>

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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	14,872,532.
b	Average of monthly cash balances	1b	312,894.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	15,185,426.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	15,185,426.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	227,781.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	14,957,645.
6	Minimum investment return. Enter 5% of line 5	6	747,882.

**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	747,882.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	9,134.
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	9,134.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	738,748.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	738,748.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	738,748.

**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	593,157.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	593,157.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	593,157.

**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.

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

**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				738,748.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			551,514.	
b Total for prior years: 2012, 2011, 2010		0.		
3 Excess distributions carryover, if any, to 2014:				
a From 2009				
b From 2010				
c From 2011				
d From 2012				
e From 2013				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2014 from Part XII, line 4: ▶ \$ 593,157.				
a Applied to 2013, but not more than line 2a			551,514.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2014 distributable amount				41,643.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2014 (if an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2013. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				697,105.
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)	0.			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2010				
b Excess from 2011				
c Excess from 2012				
d Excess from 2013				
e Excess from 2014				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 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				(e) Total
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

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

NONE

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

NONE

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**  
Check here  if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

SEE STATEMENT 11

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:

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

Form 990-PF (2014)

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**Part XV** Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a Paid during the year</b>				
AVILA UNIVERSITY 11901 WORNALL KANSAS CITY, MO 64145			PROGRAM SUPPORT	50,000.
CARITAS CLINICS (DBA DUCHESNE CLINIC) 636 TAUROMEE KANSAS CITY, MO 66101			PROGRAM SUPPORT	10,000.
CATHOLIC EDUCATION FOUNDATION 12615 PARALLEL PARKWAY KANSAS CITY, KS 66109			SCHOLARSHIPS	12,000.
COMMUNITY LINC P.O. BOX 32697 KANSAS CITY, MO 64171			PROGRAM SUPPORT	20,000.
CONCEPTION ABBEY, INC. PO BOX 501 CONCEPTION, MO 64433			OPERATING SUPPORT	50,000.
<b>Total</b>	<b>SEE CONTINUATION SHEET(S)</b>			<b>560,000.</b>
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>				<b>0.</b>





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

44-6006285

**Part XV** Supplementary Information

**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CRISTO REY KANSAS CITY 211 WEST LINWOOD BLVD. KANSAS CITY, MO 64111			OPERATING SUPPORT	25,000.
EL CENTRO INC 650 MINNESOTA AVENUE KANSAS CITY, KS 66101			SCHOLARSHIPS	20,000.
KANSAS CITY COMMUNITY GARDENS, INC. 6917 KENSINGTON KANSAS CITY, MO 64132			PROGRAM SUPPORT	5,000.
LAZARUS MINISTRIES OF GRAND AVENUE TEMPLE 205 EAST 9TH STREET KANSAS CITY, MO 64106			OPERATING SUPPORT	10,000.
METROPOLITAN ORGANIZATION TO COUNTER SEXUAL ASSAULT 3100 BROADWAY, SUITE 400 KANSAS CITY, MO 64111			PROGRAM SUPPORT	7,850.
NOTRE DAME DE SION 416 W. 12TH STREET KANSAS CITY, MO 64105			OPERATING SUPPORT	50,000.
OPERATION BREAKTHROUGH INC 3039 TROOST AVENUE KANSAS CITY, MO 64111			PROGRAM SUPPORT	30,000.
REDEMPTORIST SOCIAL SERVICES CENTER, INC. 207 WEST LINWOOD KANSAS CITY, MO 64111			PROGRAM SUPPORT	40,000.
ROCKHURST HIGH SCHOOL 9301 STATE LINE ROAD KANSAS CITY, MO 64114			OPERATING SUPPORT	50,000.
ROCKHURST UNIVERSITY 1100 ROCKHURST ROAD KANSAS CITY, MO 64110			OPERATING SUPPORT	50,000.
<b>Total from continuation sheets</b>				<b>418,000.</b>

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

44-6006285

**Part XV** Supplementary Information

**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ROSE BROOKS CENTER P.O. BOX 320599 KANSAS CITY, MO 64132			PROGRAM SUPPORT	10,000.
SHEPHERDS CENTER 5200 OAK ST. KANSAS CITY, MO 64112			PROGRAM SUPPORT	10,000.
ST. TERESA'S ACADEMY 5600 MAIN ST. KANSAS CITY, MO 64113			OPERATING SUPPORT	44,575.
SYNERGY SERVICES, INC. 400 EAST 6TH STREET PARKVILLE, MO 64152			PROGRAM SUPPORT	15,000.
THE GREATER KANSAS CITY COMMUNITY FOUNDATION 1055 BROADWAY ST STE 130 KANSAS CITY, MO 64105			GENERAL SUPPORT	25,575.
THE REHABILITATION INSTITUTE OF KANSAS CITY 3011 BALTIMORE AVENUE KANSAS CITY, MO 64108			OPERATING SUPPORT	25,000.
<b>Total from continuation sheets</b>				

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
INTEREST	138.	0.	138.	138.	
STOCK DIVIDENDS	256,268.	0.	256,268.	256,268.	
TO PART I, LINE 4	256,406.	0.	256,406.	256,406.	

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
LITIGATION PROCEEDS	1,425.	1,425.	
TOTAL TO FORM 990-PF, PART I, LINE 11	1,425.	1,425.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	8,760.	1,314.		7,446.
TO FORM 990-PF, PG 1, LN 16B	8,760.	1,314.		7,446.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX	9,134.	0.		0.
TO FORM 990-PF, PG 1, LN 18	9,134.	0.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MISCELLANEOUS	2,248.	337.		1,911.
CUSTODIAL FEES	13,669.	13,669.		0.
CONTRACT ADMINISTRATION FEES	28,000.	4,200.		23,800.
UNDERPAYMENT PENALTIES	2.	0.		0.
<b>TOTAL TO FORM 990-PF, PG 1, LN 23</b>	<b>43,919.</b>	<b>18,206.</b>		<b>25,711.</b>

FORM 990-PF CORPORATE STOCK STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
EQUITY INVESTMENTS - SEE ATTACHED	8,118,536.	11,893,525.
<b>TOTAL TO FORM 990-PF, PART II, LINE 10B</b>	<b>8,118,536.</b>	<b>11,893,525.</b>

FORM 990-PF OTHER INVESTMENTS STATEMENT 7

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
FIXED INCOME INVESTMENTS - SEE ATTACHED	COST	2,996,524.	2,958,462.
<b>TOTAL TO FORM 990-PF, PART II, LINE 13</b>		<b>2,996,524.</b>	<b>2,958,462.</b>

FORM 990-PF OTHER LIABILITIES STATEMENT 8

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
ACCRUED FEDERAL EXCISE TAX	128.	4,271.
<b>TOTAL TO FORM 990-PF, PART II, LINE 22</b>	<b>128.</b>	<b>4,271.</b>

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS  
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 9

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

FORM 990-PF

SUMMARY OF DIRECT CHARITABLE ACTIVITIES

STATEMENT 10

ACTIVITY ONE

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

TOTAL GRANTS PAID DURING THE YEAR EQUALED \$560,000 AND WENT TO MANY DIFFERENT ORGANIZATIONS. SEE THE ATTACHED STATEMENT. TOTAL EXPENSES RELATED TO GRANTS AND PROGRAM RELATED INVESTMENTS TOTALED \$33,157. THIS AMOUNT INCLUDES \$7,446 IN PROFESSIONAL FEES, \$23,800 IN CONTRACT ADMINISTRATION FEES & \$1,911 IN MISCELLANEOUS EXPENSES. ALLOCATION BETWEEN INVESTMENT & CHARITABLE PURPOSE IS BASED ON THE APPROXIMATE TIME SPENT ON GRANTS & PROGRAM INVESTMENTS. IF NO ALLOCATION IS POSSIBLE, EXPENSES ARE SPLIT 15% TO INVESTMENTS AND 85% TO GRANT COSTS.

EXPENSES

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

33,157.

FORM 990-PF

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

STATEMENT 11

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

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

TELEPHONE NUMBER

816-627-3441

FORM AND CONTENT OF APPLICATIONS

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

ANY SUBMISSION DEADLINES

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

RESTRICTIONS AND LIMITATIONS ON AWARDS

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

**Income and Receipts**

	<i>This Period</i>	<i>This Year</i>
Dividends	69,086.48	256,267.76
Other Receipts	0.00	1,563.10
<b>Total</b>	<b>\$ 69,086.48</b>	<b>\$ 257,830.86</b>

**Realized Gains and Losses**

	<i>This Period</i>	<i>This Year</i>
Assets Sold/Matured	70,471.23	218,402.13
Money Market Changes	0.00	0.00
<b>Total</b>	<b>\$ 70,471.23</b>	<b>\$ 218,402.13</b>

**Asset Adjustments**

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

**Disbursements and Expenses**

	<i>This Period</i>	<i>This Year</i>
Payment For Clients	0.00	-2,047.84
Fees	-1,153.55	-13,868.68
Taxes	-1,215.00	-4,994.00
Other Disbursements	-173,425.00	-596,760.00
<b>Total</b>	<b>\$ -175,793.55</b>	<b>\$ -617,670.52</b>

**Asset Receipts and Deliveries**

	<i>This Period</i>	<i>This Year</i>
Deliveries	0.00	0.00
<b>Total</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>

**Unrealized Gains and Losses**

	<i>This Period</i>	<i>This Year</i>
Unrealized Gain/Loss	-182,915.26	318,271.04
<b>Total</b>	<b>\$ -182,915.26</b>	<b>\$ 318,271.04</b>

**Transaction Activity**

<i>Date</i>	<i>Description</i>	<i>Income Cash</i>	<i>Principal Cash</i>	<i>Cost</i>
<b>12/01/14</b>	<b>Balances At Beginning of Period</b>	<b>\$ -2,579,325.04</b>	<b>\$ 2,579,325.04</b>	<b>\$ 11,460,791.84</b>
12/01/14	Div To 11/30/14 Financial Square Tr Government Fd Preferred CI Fund 488	1 84	0 00	0 00
12/01/14	Div To 12/01/14 Vanguard Short Term Bond Index Fund Adm	3,010 23	0 00	0 00
12/01/14	Transfer Due To Dividend Reinvestment	-3,010 23	3,010 23	0 00
12/01/14	Received 285.601 Shares As A Reinvested Div At \$ 10.540 Per Sh Vanguard Short Term Bond Index Fund Adm	0 00	-3,010 23	3,010 23
12/03/14	Caritas Clinics Charitable Distribution Order # 2014-033	-10,000.00	0 00	0 00
12/03/14	Community Linc Charitable Distribution Order #2014-034	-20,000.00	0 00	0 00
12/03/14	Cristo Rey Kansas City Charitable Distribution Order # 2014-035	-25,000.00	0 00	0 00
12/03/14	El Centro, Inc Charitable Distribution Order # 2014-036	-20,000 00	0 00	0 00

**The McGee Foundation Cust**  
December 1, 2014 - December 31, 2014

**Transaction Activity**

<i>Date</i>	<i>Description</i>	<i>Income Cash</i>	<i>Principal Cash</i>	<i>Cost</i>
12/03/14	Lazarus Ministries of Charitable Distribution Order # 2014-037	-10,000.00	0.00	0.00
12/03/14	Metropolitan Organization Charitable Distribution Order # 2014-038	-7,850.00	0.00	0.00
12/03/14	Operation Breakthrough, Inc. Charitable Distribution Order # 2014-039	-30,000.00	0.00	0.00
12/03/14	The Rehabilitation Institute Charitable Distribution Order # 2014-040	-25,000.00	0.00	0.00
12/03/14	The Greater Kansas City Charitable Distribution Order # 2014-041	-25,575.00	0.00	0.00
12/04/14	Sold 2059 309 Shs 12/03/14 @ 12.14 DFA International Core Equity	0.00	25,000.00	-23,474.87
12/04/14	Sold 4134.509 Shs 12/03/14 @ 18.14 DFA US Core Equity 1 Portfolio	0.00	75,000.00	-56,621.62
12/04/14	Sold 725.058 Shs 12/03/14 @ 34.48 DFA US Large Cap Value Portfolio	0.00	25,000.00	-20,396.65
12/10/14	Federal Excise Tax Estimated Payment Ye 12/31 Q4 Estimate	-1,215.00	0.00	0.00

**Transaction Activity**

<i>Date</i>	<i>Description</i>	<i>Income Cash</i>	<i>Principal Cash</i>	<i>Cost</i>
12/15/14	Received Dividend of \$ .225 Per Share on 15846 Payable 12/15/14 Commerce Bancshares Inc	3,565.35	0 00	0 00
12/15/14	Monthly Fee	-1,153.55	0 00	0 00
12/17/14	Received Dividend of \$ .080 Per Share on 148977 Payable 12/16/14 DFA International Core Equity	11,939.08	0 00	0 00
12/17/14	Received Dividend of \$ .093 Per Share on 288251 Payable 12/16/14 DFA US Core Equity 1 Portfolio	27,043 80	0 00	0 00
12/17/14	Received Dividend of \$ .111 Per Share on 35756 Payable 12/16/14 DFA Emerging Markets Core Equity Portfolio	3,989.31	0 00	0 00
12/17/14	Cash In Lieu of Fractional Shares on .300 Units Commerce Bancshares Inc	0 00	12 53	-0 98
12/17/14	Received Long Term Capital Gain Distribution At \$ .079 Per Share DFA US Core Equity 1 Portfolio	0 00	22,864.14	0 00
12/17/14	Transfer Due To Dividend Reinvestment	-11,939.08	11,939 08	0 00
12/17/14	Transfer Due To Dividend Reinvestment	-27,043.80	27,043 80	0 00

The McGee Foundation Cust  
December 1, 2014 - December 31, 2014

Transaction Activity

Date	Description	Income Cash	Principal Cash	Cost
12/17/14	Transfer Due To Dividend Reinvestment	-3,989.31	3,989.31	0.00
12/17/14	Received 1051 903 Share As A Reinvested Div At \$ 11.350 Per Sh DFA International Core Equity	0.00	-11,939.08	11,939.08
12/17/14	Received 1572.314 Share As A Reinvested Div At \$ 17.200 Per Sh DFA US Core Equity 1 Portfolio	0.00	-27,043.80	27,043.80
12/17/14	Received 1329 310 Shares As A Reinvested Capital Gain Distribution DFA US Core Equity 1 Portfolio	0.00	-22,864.14	22,864.14
12/17/14	Received 217.879 Share As A Reinvested Div At \$ 18 310 Per Sh DFA Emerging Markets Core Equity Portfolio	0.00	-3,989.31	3,989.31
12/18/14	Received Dividend of \$ .191 Per Share on 102244 Payable 12/17/14 DFA US Large Cap Value Portfolio	19,536.87	0.00	0.00
12/18/14	Received Long Term Capital Gain Distribution At \$ 189 Per Share DFA US Large Cap Value Portfolio	0.00	19,423.38	0.00
12/18/14	Transfer Due To Dividend Reinvestment	-19,536.87	19,536.87	0.00
12/18/14	Received 607.871 Share As A Reinvested Div At \$ 32.140 Per Sh DFA US Large Cap Value Portfolio	0.00	-19,536.87	19,536.87

The McGee Foundation Cust  
December 1, 2014 - December 31, 2014

Transaction Activity

<i>Date</i>	<i>Description</i>	<i>Income Cash</i>	<i>Principal Cash</i>	<i>Cost</i>
12/18/14	Received 604.336 Shares As A Reinvested Capital Gain Distribution DFA US Large Cap Value Portfolio	0.00	-19,423.38	19,423.38
12/23/14	Received Short Term Capital Gain Distribution At \$ .002 Per Share Vanguard Short Term Bond Index Fund Adm	563.89	0.00	0.00
12/23/14	Received Long Term Capital Gain Distribution At \$ .011 Per Share Vanguard Short Term Bond Index Fund Adm	0.00	3,101.41	0.00
12/23/14	Transfer Due To Dividend Reinvestment	-563.89	563.89	0.00
12/23/14	Received 295.935 Shares As A Reinvested Capital Gain Distribution Vanguard Short Term Bond Index Fund Adm	0.00	-3,101.41	3,101.41
12/23/14	Received 53.806 Shares As A Reinvested Capital Gain Distribution Vanguard Short Term Bond Index Fund Adm	0.00	-563.89	563.89
12/31/14	Sales (2) 12/01/14 To 12/31/14 Financial Square Tr Government Fd	0.00	174,640.00	-174,640.00
12/31/14	Purchases (4) 12/01/14 To 12/31/14 Financial Square Tr Government Fd	0.00	-127,426.17	127,426.17
<b>12/31/14</b>	<b>Balances At End of Period</b>	<b>\$ -2,751,551.40</b>	<b>\$ 2,751,551.40</b>	<b>\$ 11,424,556.00</b>

List of Assets

Description	Shares	Cost/ Per Unit	Market Value/ Per Unit	Percent Of Assets	Projected Annual Income	Current Yield
<b>Cash and Cash Equivalents</b>						
Financial Square Tr Government Fd Preferred Cl Fund 488	309,495.08	309,495.08 1.00	309,495.08 1.00	2.04%	18.00	0.01%
Income Cash		-2,751,551.40	-2,751,551.40	-18.15%	0.00	0.00%
Principal Cash		2,751,551.40	2,751,551.40	18.15%	0.00	0.00%
<b>Total Cash and Cash Equivalents</b>		<b>\$ 309,495.08</b>	<b>\$ 309,495.08</b>	<b>2.04%</b>	<b>\$ 18.00</b>	<b>0.01%</b>
<b>Equity Investments</b>						
<b>Domestic Equities</b>						
<b>Common Stocks</b>						
Commerce Bancshares Inc	16,638	33,162.04 1.99	723,586.62 43.49	4.77%	14,974.00	2.07%
<b>Total Common Stocks</b>		<b>\$ 33,162.04</b>	<b>\$ 723,586.62</b>	<b>4.77%</b>	<b>\$ 14,974.00</b>	<b>2.07%</b>
<b>Mutual Funds</b>						
DFA US Core Equity I Portfolio	291,153.563	3,562,341.47 12.24	5,217,471.85 17.92	34.41%	77,446.00	1.48%
DFA US Large Cap Value Portfolio	103,456.664	2,253,379.23 21.78	3,516,492.01 33.99	23.19%	60,522.00	1.72%
<b>Total Mutual Funds</b>		<b>\$ 5,815,720.70</b>	<b>\$ 8,733,963.86</b>	<b>57.61%</b>	<b>\$ 137,968.00</b>	<b>1.58%</b>
<b>Total Domestic Equities</b>		<b>\$ 5,848,882.74</b>	<b>\$ 9,457,550.48</b>	<b>62.38%</b>	<b>\$ 152,942.00</b>	<b>1.62%</b>
<b>International Equities</b>						
<b>International Equity Mutual Funds</b>						

