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## Return of Private Foundation

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

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2015

Open to Public Inspection

For calendar year 2015 or tax year beginning APR 1, 2015, and ending MAR 31, 2016

Name of foundation		A Employer identification number		
WILLIAM T. KEMPER II CHARITABLE TRUST		43-6337610		
Number and street (or P O box number if mail is not delivered to street address) 118 WEST 47TH STREET		Room/suite	B Telephone number (816) 234-2568	
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"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <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. X 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) ► \$ 4,776,530. (Part I, column (d) must be on cash basis)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/>		
<b>Part I</b> 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	
Revenue	1 Contributions, gifts, grants, etc., received		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	116,256.	116,256.	STATEMENT 1
	5a Gross rents			
	b Net rental income or (loss)			
	6a Net gain or (loss) from sale of assets not on line 10	263,921.		
	b Gross sales price for all assets on line 6a	1,000,534.		
	7 Capital gain net income (from Part IV, line 2)		263,921.	
	8 Net short-term capital gain			
	9 Income modifications Gross sales less returns			
	10a Gross and allowances			
	b Less Cost of goods sold			
	c Gross profit or (loss).			
	11 Other income			
	12 Total Add lines through 11	380,177.	380,177.	
	13 Compensation of officers, directors, trustees, etc.	72,518.	37,700.	34,818.
	14 Other employee salaries and wages	0801 2016		
	15 Pension plans, employee benefits			
	16a Legal fees			
	b Accounting fees			
	c Other professional fees			
	17 Interest			
	18 Taxes	STMT 2	175.	0.
	19 Depreciation and depletion			
	20 Occupancy			
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses				
24 Total operating and administrative expenses. Add lines 13 through 23	72,693.	37,700.	34,818.	
25 Contributions, gifts, grants paid	303,500.		303,500.	
26 Total expenses and disbursements. Add lines 24 and 25	376,193.	37,700.	338,318.	
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	3,984.			
b Net investment income (if negative, enter -0-)		342,477.		
c Adjusted net income (if negative, enter -0-)			N/A	

	Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
	1 Cash - non-interest-bearing				
	2 Savings and temporary cash investments		15,875.	9,667.	9,667.
	3 Accounts receivable ►				
	Less: allowance for doubtful accounts ►				
	4 Pledges receivable ►				
	Less: allowance for doubtful accounts ►				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons				
	7 Other notes and loans receivable ►				
	Less: allowance for doubtful accounts ►				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments - U.S. and state government obligations				
	b Investments - corporate stock	STMT 3	1,832,627.	1,491,665.	2,585,961.
	c Investments - corporate bonds	STMT 4	1,374,224.	1,733,472.	1,835,532.
	11 Investments - land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
	12 Investments - mortgage loans				
	13 Investments - other	STMT 5	345,054.	336,960.	345,370.
	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 1)		3,567,780.	3,571,764.	4,776,530.
	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 ► )				
	23 Total liabilities (add lines 17 through 22)		0.	0.	
	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		3,567,780.	3,571,764.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds		0.	0.	
	30 Total net assets or fund balances		3,567,780.	3,571,764.	
	31 Total liabilities and net assets/fund balances		3,567,780.	3,571,764.	

## 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 3,567,780.
2 Enter amount from Part I, line 27a	2 3,984.
3 Other increases not included in line 2 (itemize) ►	3 0.
4 Add lines 1, 2, and 3	4 3,571,764.
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 3,571,764.

**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.)
<b>1a PUBLICLY TRADED SECURITIES</b>			VARIOUS	03/31/16
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a 1,000,534.		736,613.	263,921.	
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			263,921.	
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	263,921.
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.

 Yes  No

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

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))
2014	320,731.	5,070,994.	.063248
2013	246,599.	4,872,632.	.050609
2012	234,815.	4,520,891.	.051940
2011	287,754.	4,482,299.	.064198
2010	224,027.	4,346,545.	.051541

2 Total of line 1, column (d)

2 .281536

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 .056307

4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5

4 5,227,138.

5 Multiply line 4 by line 3

5 294,324.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 3,425.

7 Add lines 5 and 6

7 297,749.

8 Enter qualifying distributions from Part XII, line 4

8 338,318.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <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 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-)	3 Add lines 1 and 2	4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	6 Credits/Payments:	6a 2015 estimated tax payments and 2014 overpayment credited to 2015	6b Exempt foreign organizations - tax withheld at source	6c Tax paid with application for extension of time to file (Form 8868)	6d Backup withholding erroneously withheld	7 Total credits and payments. Add lines 6a through 6d	8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	11 Enter the amount of line 10 to be: Credited to 2016 estimated tax ► <span style="float: right;">Refunded ►</span>	1 3,425.	2 0.	3 3,425.	4 0.	5 3,425.	7 2,439.	8 986.	9 10	10 11
6a	2,439.																										
6b																											
6c																											
6d																											
7	2,439.																										
8																											
9	986.																										
10																											
11																											

**Part VII-A Statements Regarding Activities**

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?	Yes	No
1a		X	
1b		X	
1c		X	
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	X	
2	If "Yes," attach a detailed description of the activities		
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	
3	If "Yes," attach a conformed copy of the changes		
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
4a	If "Yes," has it filed a tax return on Form 990-T for this year?		
4b			
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	X	
5	If "Yes," attach the statement required by General Instruction T		
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:		
6	• By language in the governing instrument, or		
6	• 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?		
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	
7	If "Yes," attach a statement showing the assets		
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► <span style="float: right;">N/A</span>		
8a	MO		
8b	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 2015 or the taxable year beginning in 2015 (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)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X
14 The books are in care of ► COMMERCE BANK Located at ► 118 W. 47TH ST. KANSAS, CITY, MO	Telephone no. ► (816) 234-2568 ZIP+4 ► 64112	
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	► 15	N/A
16 At any time during calendar year 2015, 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. If "Yes," enter the name of the foreign country ►	16	Yes X No

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

	Yes	No
File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		
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 X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/>	Yes X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/>	Yes X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/>	Yes No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/>	Yes X 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 X No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ►	1b	X
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 2015?	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 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015?	<input type="checkbox"/>	Yes X No
If "Yes," list the years ►		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	2b	
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 X No
b If "Yes," did it have excess business holdings in 2015 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 2015)	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 2015?	4b	X

**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))?
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?
- (3) Provide a grant to an individual for travel, study, or other similar purposes?
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)
- (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 Yes  No Yes  No Yes  No Yes  No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b



Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

 Yes  No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

 Yes  No

6b

X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes," file Form 8870

 Yes  No

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

N/A

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.

(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 P.O. BOX 419248	TRUSTEE			
KANSAS CITY, MO 64141-6248	5.00	37,700.	0.	0.
ROBERT W. LOYD 2046 CONDOLEA DR LEAWOOD, KS 66209-1652	TRUSTEE			
	5.00	34,818.	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.

1	N/A	Expenses
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.

1	N/A	Amount
2		
3		
Total. Add lines 1 through 3		0.

**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	5,277,666.
b Average of monthly cash balances	1b	29,073.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	5,306,739.
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	5,306,739.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	79,601.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	5,227,138.
6 Minimum investment return. Enter 5% of line 5	6	261,357.

**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	261,357.
2a Tax on investment income for 2015 from Part VI, line 5	2a	3,425.
b Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	3,425.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	257,932.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	257,932.
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	257,932.

**Part XII****Qualifying Distributions** (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:	1a	338,318.
a Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1b	0.
b Program-related investments - total from Part IX-B	2	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	3a	
3 Amounts set aside for specific charitable projects that satisfy the:	3b	
a Suitability test (prior IRS approval required)	4	338,318.
b Cash distribution test (attach the required schedule)	5	3,425.
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	6	334,893.
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		
6 Adjusted qualifying distributions. Subtract line 5 from line 4		

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 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				257,932.
2 Undistributed income, if any, as of the end of 2015			0.	
a Enter amount for 2014 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2015:				
a From 2010	10,576.			
b From 2011	70,871.			
c From 2012	12,442.			
d From 2013	7,633.			
e From 2014	72,013.			
f Total of lines 3a through e	173,535.			
4 Qualifying distributions for 2015 from Part XII, line 4: ► \$ 338,318.			0.	
a Applied to 2014, but not more than line 2a				
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 2015 distributable amount			257,932.	
e Remaining amount distributed out of corpus	80,386.			
5 Excess distributions carryover applied to 2015 (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:	253,921.			
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 2014. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				0.
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 2010 not applied on line 5 or line 7	10,576.			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	243,345.			
10 Analysis of line 9:				
a Excess from 2011	70,871.			
b Excess from 2012	12,442.			
c Excess from 2013	7,633.			
d Excess from 2014	72,013.			
e Excess from 2015	80,386.			

**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 2015, enter the date of the ruling ►

4942(j)(3) or  4942(j)(5)

Tax year	Prior 3 years			(e) Total
	(a) 2015	(b) 2014	(c) 2013	
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 6**

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

c Any submission deadlines:

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
SEE STATEMENT B	NONE	SEE STATEMENT	SEE STATEMENT B	303,500.
<b>Total</b>			► 3a	303,500.
<i>b Approved for future payment</i>				
NONE				
<b>Total</b>			► 3b	0.

## Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514	(e) Related or exempt function income
		(a) Business code	(b) Amount	(c) Exclu- sion code	
<b>1</b> Program service revenue:					
a					
b					
c					
d					
e					
f					
<b>g</b> Fees and contracts from government agencies					
<b>2</b> Membership dues and assessments					
<b>3</b> Interest on savings and temporary cash investments					
<b>4</b> Dividends and interest from securities				14	116,256.
<b>5</b> Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
<b>6</b> Net rental income or (loss) from personal property					
<b>7</b> Other investment income					
<b>8</b> Gain or (loss) from sales of assets other than inventory				18	263,921.
<b>9</b> Net income or (loss) from special events					
<b>10</b> Gross profit or (loss) from sales of inventory					
<b>11</b> Other revenue:					
a					
b					
c					
d					
e					
<b>12</b> Subtotal. Add columns (b), (d), and (e)			0.	380,177.	0.
<b>13</b> Total. Add line 12, columns (b), (d), and (e)				13	380,177.
(See worksheet in line 13 instructions to verify calculations.)					

## **Relationship of Activities to the Accomplishment of Exempt Purposes**

**Part XVII** Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

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
- (2) Other assets

**b Other transactions:**

- (1) Sales of assets to a noncharitable exempt organization
- (2) Purchases of assets from a noncharitable exempt organization
- (3) Rental of facilities, equipment, or other assets
- (4) Reimbursement arrangements
- (5) Loans or loan guarantees
- (6) Performance of services or membership or fundraising so

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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.

**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
STMT D	STMT D	SEE STATEMENT 7

**Sign  
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

May the IRS discuss this return with the preparer shown below (see instr.)?

<b>Paid Preparer Use Only</b>	Print or type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name ►			Firm's EIN ►	
	Firm's address ►			Phone no.	

## WILLIAM T. KEMPER II CHARITABLE TRUST

43-6337610

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
DIVIDENDS AND INTEREST	116,256.	0.	116,256.	116,256.	
TO PART I, LINE 4	116,256.	0.	116,256.	116,256.	

FORM 990-PF TAXES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX ESTIMATED PAYMENTS	175.	0.		0.
TO FORM 990-PF, PG 1, LN 18	175.	0.		0.

FORM 990-PF CORPORATE STOCK STATEMENT 3

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK STMT A	1,491,665.	2,585,961.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,491,665.	2,585,961.

FORM 990-PF CORPORATE BONDS STATEMENT 4

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS STMT A	1,733,472.	1,835,532.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,733,472.	1,835,532.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	5
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
	COST		
ALTERNATIVE INVESTMENTS STMT A		336,960.	345,370.
TOTAL TO FORM 990-PF, PART II, LINE 13		336,960.	345,370.

FORM 990-PF

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

STATEMENT 6

## NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

CHRISTOPHER G. BLAIR, COMMERCE BANK  
118 WEST 47TH STREET  
KANSAS CITY, MO 64112

## TELEPHONE NUMBER

(816) 234-2568

## FORM AND CONTENT OF APPLICATIONS

CONTACT COMMERCE BANK AT (816) 234-2568

## ANY SUBMISSION DEADLINES

NONE

## RESTRICTIONS AND LIMITATIONS ON AWARDS

DONATIONS MUST BE USED FOR RELIGIOUS, CHARITABLE, SCIENTIFIC OR EDUCATIONAL  
PURPOSES IN THE UNITED STATES.

**William T Kemper II Charitable Trust**  
 April 1, 2015 - March 31, 2016

Account Number 46-0011-01-8

EIN: 43-6337610

**List of Assets**

Description	Shares	Cost/ Per Unit	Market Value/ Per Unit	Percent Of Assets	Annual Income	Projected Annual Income	Current Yield
<b><i>Cash and Cash Equivalents</i></b>							
Financial Square Tr Government Fd Admin Cl Fund 466	9,666.74	9,666.74 1.00	9,666.74 1.00	0.20%	0.00	0.00	0.01%
Income Cash	-222.23	6.99	-222.23	6.99	-4.65%	0.00	0.00%
Principal Cash	222.23	6.99	222.23	6.99	4.65%	0.00	0.00%
<b>Total Cash and Cash Equivalents</b>	<b>\$ 9,666.74</b>		<b>\$ 9,666.74</b>	<b>0.20%</b>	<b>\$ 0.00</b>	<b>0.01%</b>	
<b><i>Equity Investments</i></b>							
<b>Domestic Equities</b>							
<b>Common Stocks</b>							
Adobe System Inc	815	23,023.75 28.25	76,447.00 93.80	1 60%	0.00	0.00	0.00%
Alphabet Inc Class A	70	14,158.52 202.27	53,403.00 762.90	1 12%	0.00	0.00	0.00%
Alphabet Inc Class C	70	14,084.27 201.20	52,146.50 744.95	1.09%	0.00	0.00	0.00%
American International Group Inc	330	16,552.77 50.16	17,836.50 54.05	0.37%	422.00	2 37%	
Anthem Inc	485	19,796.72 40.82	67,410.15 138.99	1 41%	1,261.00	1 87%	
Apple Inc	505	14,436.85 28.59	55,039.95 108.99	1 15%	1,050.00	1.91%	
AT&T Inc	955	29,060.46 30.43	37,407.35 39.17	0 78%	1,833.00	4 90%	
Cerner Corp	485	6,618.38 13.65	25,685.60 52.96	0.54%	0.00	0.00	0.00%

**William T Kemper II Charitable Trust**  
 April 1, 2015 - March 31, 2016

Account Number. 46-0011-01-8

**List of Assets**

Description	Shares	Cost/ Per Unit	Market Value/ Per Unit	Percent Of Assets	Projected Annual Income	Current Yield
Chevron Corporation	405	47,339.52 116.89	38,637.00 95.40	0 81%	1,733 00	4.49%
Cme Group Inc	205	13,129.47 64.05	19,690.25 96.05	0 41%	492.00	2.50%
Commerce Bancshares Inc	5,867	317.21 0.05	263,721.65 44.95	5.52%	5,280 00	2.00%
Costco Whsl Corp	165	18,550.21 112.43	26,000.70 157.58	0 54%	264 00	1.02%
CVS Health Corporation	325	31,672.65 97.45	33,712.25 103.73	0 71%	552 00	1.64%
Danaher Corp	365	12,972.10 35.54	34,623.90 94.86	0 72%	233 00	0.67%
Eog Resources Incorporated	220	6,764.01 20.75	15,967.60 72.58	0 33%	147.00	0.92%
Eversource Energy	610	25,471.47 41.76	35,587.40 58.34	0 75%	1,085 00	3.05%
Exxon Mobil Corporation	405	18,639.80 46.02	33,853.95 83.59	0 71%	1,182 00	3.49%
Fidelity National Information Services	475	26,857.73 56.54	30,072.25 63.31	0 63%	494 00	1.64%
Franklin Resources Inc	610	23,467.15 38.47	23,820.50 39.05	0 50%	439 00	1.84%
General Mills Inc	650	22,168.22 34.11	41,177.50 63.35	0 86%	1,196 00	2.90%
Honeywell Intl Inc	365	38,080.45 104.33	40,898.25 112.05	0 86%	868 00	2.12%
Intel Corp	405	8,460.21 20.89	13,101.75 32.35	0 27%	421 00	3.21%
International Business Machines	120	13,198.80 109.99	18,174.00 151.45	0.38%	624 00	3.43%

**William T Kemper II Charitable Trust**  
 April 1, 2015 - March 31, 2016  
 Account Number 46-0011-01-8

**List of Assets**

Description	Shares	Cost/ Per Unit	Market Value/ Per Unit	Percent Of Assets	Projected Annual Income	Current Yield
iShares Nasdaq Biotechnology Index Fund	165	19,934.18 120.81	43,033.65 260.81	0.90%	40.00	0.09%
iShares US Basic Materials ETF	445	19,172.46 43.08	32,605.15 73.27	0.68%	621.00	1.91%
Johnson and Johnson	385	23,388.75 60.75	41,657.00 108.20	0.87%	1,155.00	2.77%
JP Morgan Chase & Co	405	16,077.78 39.70	23,984.10 59.22	0.50%	712.00	2.97%
Lockheed Martin Corp	185	13,891.65 75.09	40,977.50 221.50	0.86%	1,221.00	2.98%
Lowes Companies Inc	780	17,020.26 21.82	39,085.00 75.75	1.24%	873.00	1.48%
McKesson Corporation	125	9,231.08 73.85	19,656.25 157.25	0.41%	140.00	0.71%
Merck & Co Inc	650	20,618.00 31.72	34,391.50 52.91	0.72%	1,196.00	3.48%
Microsoft Corp	1,375	36,285.51 26.39	75,941.25 55.23	1.59%	1,980.00	2.61%
Mondelez International Inc	755	19,075.80 25.27	30,290.60 40.12	0.63%	513.00	1.69%
Newell Rubbermaid Incorporated	610	16,280.17 26.69	27,016.90 44.29	0.57%	463.00	1.72%
Oracle Corporation	365	10,034.69 27.49	14,932.15 40.91	0.31%	219.00	1.47%
PepsiCo Inc	445	22,471.24 50.50	45,603.60 102.48	0.95%	1,250.00	2.74%
Pfizer Inc	1,042	20,661.19 19.83	30,884.88 29.64	0.65%	1,250.00	4.05%
Procter & Gamble Co	610	33,914.00 55.60	50,209.10 82.31	1.05%	1,617.00	3.22%

William T Kemper II Charitable Trust  
 April 1, 2015 - March 31, 2016  
 Account Number 46-00111-01-8

EIN: 43-6337610

### List of Assets

Description	Shares	Cost/ Per Unit	Market Value/ Per Unit	Percent Of Assets	Annual Income	Projected Annual Income	Current Yield
Qualcomm Inc	435	23,442.32 53.89	22,245.90 51.14	0.47%	835.00	1,014.00	3.75%
Schlumberger LTD	335	21,582.41 64.43	24,706.25 73.75	0.52%	670.00	855.00	2.71%
Union Pacific Corp	299	9,413.35 31.48	23,785.45 79.55	0.50%	657.00	835.00	2.77%
United Parcel Service B	325	23,745.25 73.06	34,277.75 105.47	0.72%	1,014.00	1,014.00	2.96%
United Technologies Corp	120	8,062.80 67.19	12,012.00 100.10	0.25%	307.00	307.00	2.56%
US Bancorp	525	15,177.75 28.91	21,309.75 40.59	0.45%	535.00	650.00	2.51%
Wells Fargo & Company	570	19,425.60 34.08	27,565.20 48.36	0.58%	855.00	1,018.58	3.10%
Zoetis Inc	226	4,763.04 21.08	10,018.58 44.33	0.21%	85.00	10,018.58	0.85%
<b>Total Common Stocks</b>		<b>\$ 868,490.00</b>	<b>\$ 1,800,604.51</b>	<b>37.70%</b>	<b>\$ 37,784.00</b>	<b>\$ 45,960.00</b>	<b>2.10%</b>
<b>Exchange Traded Funds</b>							
iShares DJ Select Dividend ETF	700	40,800.97 58.29	57,169.00 81.67	1.20%	1,835.00	2,210.00	3.21%
iShares Russell Midcap Growth ETF	390	32,735.04 83.94	35,942.40 92.16	0.75%	391.00	459.00	1.09%
iShares Russell Midcap Value ETF	2,920	64,891.45 22.22	207,115.60 70.93	4.34%	4,596.00	5,220.00	2.22%
<b>Total Exchange Traded Funds</b>		<b>\$ 138,427.46</b>	<b>\$ 300,227.00</b>	<b>6.29%</b>	<b>\$ 6,822.00</b>	<b>\$ 8,220.00</b>	<b>2.27%</b>
<b>Mutual Funds</b>							

**William T Kemper II Charitable Trust**  
 April 1, 2015 - March 31, 2016

Account Number: 46-0011-01-8

**List of Assets**

Description	Shares	Cost/ Per Unit	Market Value/ Per Unit	Percent Of Assets	Projected Annual Income	Current Yield
Clearbridge Small Cap Growth Fund Class I	1,632,011	51,196.20 31.37	41,599.96 25.49	0.87%	0.00	0.00%
Commerce Midcap Growth Fund Institutional # 339	4,172,671	94,819.00 22.72	140,535.56 33.68	2.94%	492.00	0.35%
DFA US Targeted Value Portfolio	2,246.41	52,004.40 23.15	45,377.48 20.20	0.95%	644.00	1.42%
<b>Total Mutual Funds</b>	<b>\$ 198,019.60</b>		<b>\$ 227,513.00</b>	<b>4.76%</b>	<b>\$ 1,136.00</b>	<b>0.50%</b>
<b>Total Domestic Equities</b>	<b>\$ 1,204,937.06</b>		<b>\$ 2,328,344.51</b>	<b>48.75%</b>	<b>\$ 45,742.00</b>	<b>1.97%</b>
<b>International Equities</b>						
<b>Exchange Traded Funds</b>						
iShares MSCI Emerging Markets ETF	1,450	32,213.36 22.22	49,662.50 34.25	1.04%	1,162.00	2.34%
SPDR S&P International Small Cap ETF	1,495	46,903.53 31.37	42,712.15 28.57	0.89%	898.00	2.10%
<b>Total Exchange Traded Funds</b>	<b>\$ 79,116.89</b>		<b>\$ 92,374.65</b>	<b>1.93%</b>	<b>\$ 2,060.00</b>	<b>2.23%</b>
<b>International Equity Mutual Funds</b>						
MFS Research International Fund-I	10,592.41	207,611.24 19.60	165,241.60 15.60	3.46%	3,241.00	1.96%
<b>Total International Equity Mutual Funds</b>	<b>\$ 207,611.24</b>		<b>\$ 165,241.60</b>	<b>3.46%</b>	<b>\$ 3,241.00</b>	<b>1.96%</b>
<b>Total International Equities</b>	<b>\$ 286,728.13</b>		<b>\$ 257,616.25</b>	<b>5.39%</b>	<b>\$ 5,301.00</b>	<b>2.06%</b>
<b>Total Equity Investments</b>	<b>\$ 1,491,665.19</b>		<b>\$ 2,585,960.76</b>	<b>54.14%</b>	<b>\$ 51,043.00</b>	<b>1.97%</b>

**William T Kemper II Charitable Trust**  
 April 1, 2015 - March 31, 2016

Account Number: 46-0011-01-8

**List of Assets**

<i>Description</i>	<i>Shares</i>	<i>Cost/ Per Unit</i>	<i>Market Value/ Per Unit</i>	<i>Percent Of Assets</i>	<i>Projected Annual Income</i>	<i>Current Yield</i>
<b><i>Fixed Income Investments</i></b>						
<b>Credit</b>						
Vanguard Intermediate Term Investment Grade Fund Adm	25,344.984	247,367.04 9.76	251,168.79 9.91	5.26%	7,360.00	2.93%
<b>Total Credit</b>		<b>\$ 247,367.04</b>	<b>\$ 251,168.79</b>	<b>5.26%</b>	<b>\$ 7,360.00</b>	<b>2.93%</b>
<b><i>Treasury Tips</i></b>						
iShares Treasury Inflation Protected Securities Bond ETF	566	60,845.54 107.50	64,886.24 114.64	1.36%	208.00	0.32%
<b>Total Treasury Tips</b>		<b>\$ 60,845.54</b>	<b>\$ 64,886.24</b>	<b>1.36%</b>	<b>\$ 208.00</b>	<b>0.32%</b>
<b><i>Diversified Taxable Mutual Funds</i></b>						
Baird Aggregate Bond Fund-Is	15,354.676	165,523.41 10.78	166,905.33 10.87	3.49%	3,961.00	2.37%
Commerce Bond Fund Fund #333	65,606.083	1,217,973.15 18.57	1,310,809.54 19.98	27.44%	38,423.00	2.93%
<b>Total Diversified Taxable Mutual Funds</b>		<b>\$ 1,383,496.56</b>	<b>\$ 1,477,714.87</b>	<b>30.94%</b>	<b>\$ 42,384.00</b>	<b>2.87%</b>
<b><i>Domestic Preferred Stock</i></b>						
iShares US Preferred Stock ETF	480	18,312.00 38.15	18,734.40 39.03	0.39%	1,089.00	5.81%
<b>Total Domestic Preferred Stock</b>		<b>\$ 18,312.00</b>	<b>\$ 18,734.40</b>	<b>0.39%</b>	<b>\$ 1,089.00</b>	<b>5.81%</b>
<b><i>Emerging Markets</i></b>						
Fidelity Advisor Emerging Markets Income Fund Class I	1,785.107	23,450.68 13.14	23,027.88 12.90	0.48%	1,303.00	5.66%
<b>Total Emerging Markets</b>		<b>\$ 23,450.68</b>	<b>\$ 23,027.88</b>	<b>0.48%</b>	<b>\$ 1,303.00</b>	<b>5.66%</b>
<b><i>Total Fixed Income Investments</i></b>		<b>\$ 1,733,471.82</b>	<b>\$ 1,835,532.18</b>	<b>38.43%</b>	<b>\$ 52,344.00</b>	<b>2.85%</b>

William T Kemper II Charitable Trust  
 April 1, 2015 - March 31, 2016  
 Account Number 46-0011-01-8

EIN: 43-6337610

**List of Assets**

<i>Description</i>	<i>Shares</i>	<i>Cost/ Per Unit</i>	<i>Market Value/ Per Unit</i>	<i>Percent Of Assets</i>	<i>Projected Annual Income</i>	<i>Current Yield</i>
<b><i>Alternative Investments</i></b>						
<b>Hedge Funds</b>						
Principal Global Multi-Strategy Fund-Inst	4,416,785	45,978.73 10.41	46,641.25 10.56	0.98%	391.00	0.84%
Robeco Boston Partners Long/Short Research Fund	10,230.281	153,045.00 14.96	151,715.07 14.83	3.18%	0.00	0.00%
Swan Defined Risk Fund I	8,390.278	91,957.45 10.96	95,229.66 11.35	1.99%	740.00	0.78%
<b>Total Hedge Funds</b>		<b>\$ 290,981.18</b>	<b>\$ 293,585.98</b>	<b>6.15%</b>	<b>\$ 1,131.00</b>	<b>0.39%</b>
<b>Traded Real Estate</b>						
Prudential Global Real Estate Fund-Q	2,111,053	45,978.73 21.78	51,784.13 24.53	1.08%	700.00	1.35%
<b>Total Traded Real Estate</b>		<b>\$ 45,978.73</b>	<b>\$ 51,784.13</b>	<b>1.08%</b>	<b>\$ 700.00</b>	<b>1.35%</b>
<b>Total Alternative Investments</b>		<b>\$ 336,959.91</b>	<b>\$ 345,370.11</b>	<b>7.23%</b>	<b>\$ 1,831.00</b>	<b>0.53%</b>
<b>Miscellaneous</b>						
Anadarko Finance Company Securities Litigation	1	0.00 0.00	0.00 0.00	0.00%	0.00	0.00%
Bank of America Corporation Securities Litigation	1	0.00 0.00	0.00 0.00	0.00%	0.00	0.00%
Johnson & Johnson Securities Litigation	1	0.00 0.00	0.00 0.00	0.00%	0.00	0.00%

**William T Kemper II Charitable Trust**  
April 1, 2015 - March 31, 2016

Account Number 46-0011-01-8

**List of Assets**

<i>Description</i>	<i>Shares</i>	<i>Cost/ Per Unit</i>	<i>Market Value/ Per Unit</i>	<i>Percent Of Assets</i>	<i>Projected Annual Income</i>	<i>Current Yield</i>
State Street Corporation Securities Litigation 10/17/06 - 1/19/10 Filing Date 12/16/14	1	0.00 0.00	0.00 0.00	0.00%	0.00	0.00%
<b><i>Total Miscellaneous</i></b>		<b>\$ 0.00</b>		<b>0.00%</b>	<b>\$ 0.00</b>	<b>0.00%</b>
<b>Net Assets and Liabilities</b>	<b>\$ 3,571,763.66</b>		<b>\$ 4,776,529.79</b>	<b>100.00%</b>	<b>\$ 105,218.00</b>	<b>2.20%</b>

Relationship to  
Any  
Foundation  
Manager or  
Substantial  
Contributor

Name and Address	Address	City	State	Zip	Relationship to Any Foundation Manager or Substantial Contributor	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
(ALS) AMYOTROPHIC LATERAL SCLEROSIS ASSOCIATION	1275 K Street NW, Ste 250	Washington	DC	20005	None	PC-GROUP	THE ALS ASSOCIATION -KEITH WORTHINGTON CHAPTER 48-1021611	20,000
(ALS) AMYOTROPHIC LATERAL SCLEROSIS ASSOCIATION	1275 K Street NW, Ste 250	Washington	DC	20005	None	PC-GROUP	THE ALS ASSOCIATION -KEITH WORTHINGTON CHAPTER 48-1021611	20,000
AMERICAN ROYAL ASSOCIATION	1701 American Royal Court	Kansas City	MO	64102	None	PC	Used at the discretion of the board of trustees & administration	5,000
ART COUNCIL OF JOHNSON COUNTY	15301 W 87th Pkwy, Ste 840	Lenexa	KS	66219	None	PC	Used at the discretion of the board of trustees & administration	25,000
BIG BROTHERS BIG SISTERS	3808 Washington Ave	Kansas City	MO	64111	None	PC	Used at the discretion of the board of trustees & administration	25,000
BIG BROTHERS BIG SISTERS	3808 Washington Ave	Kansas City	MO	64111	None	PC	Used at the discretion of the board of trustees & administration	25,000
BOY SCOUTS OF AMERICA HEART OF AMERICA COUNCIL	10210 Holmes Rd	Kansas City	MO	64131	None	PC-GROUP	Used at the discretion of the board of trustees & administration	5,000
CITY UNION MISSION	1100 E 11th St	Kansas City	MO	64106	None	PC	Used at the discretion of the board of trustees & administration	3,000
DON BOSCO COMMUNITY CENTER	580 Campbell	Kansas City	MO	64106	None	PC	Used at the discretion of the board of trustees & administration	1,000
FRANKLIN COUNTY HISTORICAL SOCIETY	PO Box 145	Ottawa	KS	66067	None	PC	Used at the discretion of the board of trustees & administration	5,000
GOSPEL MISSIONARY UNION	10000 N Oak Trafficway	Kansas City	MO	64155	None	PC	Used at the discretion of the board of trustees & administration	1,000
HAPPY BOTTOMS	1841 Central St	Kansas City	MO	64108	None	PC	Used at the discretion of the board of trustees & administration	5,000
JOURNEY TO NEW LIFE INC	3144 Troost Ave	Kansas City	MO	64109	None	PC	Used at the discretion of the board of trustees & administration	5,000
KANSAS UNIVERSITY ENDOWMENT ASSOCIATION	1891 Constant Ave	Lawrence	KS	66047	None	PC	USED WARRIOR SCHOLARSHIP	5,000
KANSAS UNIVERSITY ENDOWMENT ASSOCIATION	1891 Constant Ave	Lawrence	KS	66047	None	PC	Used at the discretion of the board of trustees & administration	10,000
KC HEALTHY KIDS (HARTWIG LEGACY FOUNDATION)	PO Box 480227	Kansas City	MO	64148	None	PC	Law School - Innocence Project Clinic	5,000
LIBERTY MEMORIAL ASSOCIATION (NATL WWII MUSEUM)	100 W 26th St	Kansas City	MO	64108	None	PC	USED AT WAR MUSEUM LIBERTY MEMORIAL	7,500
MAATR (MID-AMERICA ASSN FOR AUTISTIC TRAINING & RESEARCH	10777 Barkley #220 C	Overland Park	KS	66211	None	PC	NATIONAL WORLD WAR MUSEUM AT LIBERTY MEMORIAL	20,000
MIDWESTERN INNOCENCE PROJECT	605 W 47th St, Ste 222	Kansas City	MO	64112	None	PC	MID-AMERICA ASSOCIATION FOR AUTISTIC TRAINING & RESEARCH	5,000
MUSICAL THEATRE HERITAGE INC	1800 Central, Ste 101	Kansas City	MO	64108	None	PC	Used at the discretion of the board of trustees & administration	15,000
NAIA-CHAMPIONS OF CHARACTER FOUNDATION	1200 Grand Blvd	Kansas City	MO	64111	None	SC-TYPE I	Used at the discretion of the board of trustees & administration	15,000
NELSON GALLERY FOUNDATION	4525 Oak St	Kansas City	MO	64109	None	PC	Used at the discretion of the board of trustees & administration	1,000
OPERATION BREAKTHROUGH	3039 Troost Ave	Kansas City	MO	64109	None	PC	Used at the discretion of the board of trustees & administration	5,000
PEMBROKE HILL SCHOOL	400 W 51st St	Kansas City	MO	64112	None	PC	Used at the discretion of the board of trustees & administration	25,000
PHEASANTS FOREVER	1783 Burkitt Cr	St Paul	MN	55110	None	PC-GROUP	Used at the discretion of the board of trustees & administration	10,000
RONALD McDONALD HOUSE CHARITIES OF KANSAS CITY INC	2502 Cherry	Kansas City	MO	64108	None	PC	Used at the discretion of the board of trustees & administration	5,000
ROTARY CLUB YOUTH CAMP ASSOCIATION INC	22310 NE Colbern Rd	Kansas City	MO	64086	None	PC	Used at the discretion of the board of trustees & administration	5,000
SALVATION ARMY-KANSAS & WESTERN MISSOURI DIV HQ	3637 Broadway	Kansas City	MO	64111	None	PC	Used at the discretion of the board of trustees & administration	3,000
SECRET ORDER OF THE KEY INCORPORATED	1421 E Frontier Ln	Olathe	KS	66062	None	PC	Used at the discretion of the board of trustees & administration	7,500
ST PAUL'S EPISCOPAL CHURCH	4041 Main Street	Kansas City	MO	64111	None	PC	ST PAUL'S PARENT CUILD	2,500
SYMPHONY IN THE FLINT HILLS INC	PO Box 370	Cottonwood Falls	KS	66845	None	PC	Model Train exhibit	5,000
UNION STATION KANSAS CITY INC	30 W Pershing, Ste 400	Kansas City	MO	64108	None	PC	Model Train exhibit	2,000
WOMEN'S FOUNDATION OF GREATER KANSAS CITY	6800 W 64th St, Ste 110	Shawnee Mission	KS	66202	None	PC	Used at the discretion of the board of trustees & administration	5,000
<b>TOTAL</b>								<b>303,500</b>

## JOINT FIDUCIARY STATEMENT

Name of Trust: William T Kemper II Charitable Trust

Name of Fiduciary: Commerce Trust Company

Identification Number: 43-6337610

Year End: 3/31/2016

In accordance with the requirements of IRC Sec. 6012(b) (5) and Reg. 1.6012-3(c), the fiduciary filing this return states that he has sufficient knowledge of the affairs of the above mentioned trust to enable him to execute this return, and that this return is, to the best of his knowledge and belief, true and correct.

WILLIAM T KEMPER II CHARITABLE TRUST  
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

EIN: 43-6337610

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