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Form **990-PF****Return of Private Foundation**

OMB No 1545-0052

2016Department of the Treasury
Internal Revenue Service

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

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

Open to Public Inspection

For calendar year 2016 or tax year beginning

, 2016, and ending

, 20

Name of foundation

J.P. HUMPHREYS FOUNDATION

A Employer identification number

43-1244445

Number and street (or P.O. box number if mail is not delivered to street address)

Room/suite

B Telephone number (see instructions)

P.O. BOX 1404

(417) 624-6644

City or town, state or province, country, and ZIP or foreign postal code

JOPLIN, MO 64802

C If exemption application is
pending, check here ☐

G Check all that apply

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name change

H Check type of organization

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation

I Fair market value of all assets at

end of year (from Part II, col (c), line

16) \$ 32,466,681.

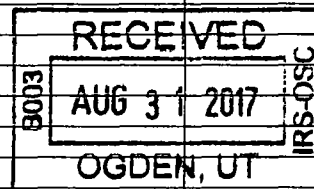
J Accounting method

☒ Cash☐ Accrual☐ Other (specify)

(Part I, column (d) must be on cash basis)

D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the
85% test check here and attach
computation ☐E If private foundation status was terminated
under section 507(b)(1)(A) check here ☐F If the foundation is in a 60-month termination
under section 507(b)(1)(B), check here ☐**Part I Analysis of Revenue and Expenses** (The
total of amounts in columns (b), (c), and (d)
may not necessarily equal the amounts in
column (a) (see instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc. received (attach schedule)	20,000,000.			
2 Check ☐ if the foundation is not required to attach Sch. B.				
3 Interest on savings and temporary cash investments.	69.	69.		ATCH 1
4 Dividends and interest from securities	407,345.	407,345.		ATCH 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	-30,067.			
b Gross sales price for all assets on line 6a	3,717,588.			
7 Capital gain net income (from Part IV, line 2)		0.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule) ATCH. 3	2,378.	2,378.		
12 Total. Add lines 1 through 11	20,379,725.	409,792.		
13 Compensation of officers, directors, trustees, etc.	0.			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule) [4]	70,524.	70,524.		
17 Interest				
18 Taxes (attach schedule) (see instructions) [5]	4,638.	111.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) ATCH. 6	30.	15.		15.
24 Total operating and administrative expenses. Add lines 13 through 23.	75,192.	70,650.		15.
25 Contributions, gifts, grants paid	2,550,500.			2,550,500.
26 Total expenses and disbursements. Add lines 24 and 25	2,625,692.	70,650.		2,550,515.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	17,754,033.			
b Net investment income (if negative, enter -0-)		339,142.		
c Adjusted net income (if negative, enter -0-)				



Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing		573,120.	20,476,335.	20,476,335.
	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 - (attach schedule) - (see instructions)				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations (attach schedule)				
	b	Investments - corporate stock (attach schedule) ATCH 7	13,012,779.	11,849,116.	11,990,346.	
	c	Investments - corporate bonds (attach schedule)				
	Liabilities	11	Investments - land, buildings, and equipment basis ▶			
		Less: accumulated depreciation (attach schedule) ▶				
12		Investments - mortgage loans				
13		Investments - other (attach schedule)				
14		Land, buildings, and equipment basis ▶				
		Less: accumulated depreciation (attach schedule) ▶				
15		Other assets (describe ▶ ATCH 8)	1,000,000.			
16		Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	14,585,899.	32,325,451.	32,466,681.	
17		Accounts payable and accrued expenses				
18		Grants payable				
Net Assets or Fund Balances	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒					
	27	Capital stock, trust principal, or current funds	14,585,899.	32,325,451.		
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	Total net assets or fund balances (see instructions)	14,585,899.	32,325,451.		
	31	Total liabilities and net assets/fund balances (see instructions)	14,585,899.	32,325,451.		

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	14,585,899.
2	Enter amount from Part I, line 27a	2	17,754,033.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	32,339,932.
5	Decreases not included in line 2 (itemize) ▶ ATCH 9	5	14,481.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	32,325,451.

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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.)
1 a SEE PART IV SCHEDULE					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) 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					
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	-30,067.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8			3	0.	

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

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

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

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

☐ Yes ☒ No

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

(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))
2015	1,848,796.	15,645,753.	0.118166
2014	1,650,214.	16,918,894.	0.097537
2013	978,649.	17,276,089.	0.056648
2012	960,428.	17,611,570.	0.054534
2011	931,777.	17,172,683.	0.054259
2 Total of line 1, column (d)			2 0.381144
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years.			3 0.076229
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 13,595,518.
5 Multiply line 4 by line 3.			5 1,036,373.
6 Enter 1% of net investment income (1% of Part I, line 27b).			6 3,391.
7 Add lines 5 and 6.			7 1,039,764.
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 2,550,515.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	3,391.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2	3	3,391.
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	3,391.
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	4,800.
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	4,800.
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,409.
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ☐ 1,409. Refunded ☒ 11	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☐ \$ 0. (2) On foundation managers ☐ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ MO,		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (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

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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 ► DAVID JONES Telephone no ► 417-624-6644 Located at ► P O BOX 1404 JOPLIN, MO ZIP+4 ► 64802		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here . . . N/A	15	
16 At any time during calendar year 2016, 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 ► N/A	16	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? ☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☒ Yes ☐ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b	X
Organizations relying on a current notice regarding disaster assistance check here ☐		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	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 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? ☐ Yes ☒ No If "Yes," list the years ► N/A		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► N/A		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b If "Yes," did it have excess business holdings in 2016 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 2016)	3b	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b	X

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). ☒ Yes ☐ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

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

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

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☒ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ **6b** ☒ X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ **7b** N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 10		0.	0.	0.

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

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

Total number of other employees paid over \$50,000. ☐ **NONE**

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NOT APPLICABLE		

Total number of others receiving over \$50,000 for professional services **NONE****Part IX-A Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NOT APPLICABLE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NOT APPLICABLE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3	NONE

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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	13,517,622.
b	Average of monthly cash balances	1b	284,934.
c	Fair market value of all other assets (see instructions).	1c	
d	Total (add lines 1a, b, and c)	1d	13,802,556.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	13,802,556.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	207,038.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	13,595,518.
6	Minimum investment return. Enter 5% of line 5	6	679,776.

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	679,776.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	3,391.
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b	2c	3,391.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	676,385.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	676,385.
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	676,385.

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	2,550,515.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
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	2,550,515.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	3,391.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,547,124.

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.

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				676,385.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.				
b Total for prior years 20 14 , 20 13 , 20 12				
3 Excess distributions carryover, if any, to 2016				
a From 2011	5,332.			
b From 2012	92,197.			
c From 2013	623,263.			
d From 2014	813,855.			
e From 2015	1,075,562.			
f Total of lines 3a through e	2,610,209.			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ 2,550,515.				
a Applied to 2015, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions).				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2016 distributable amount.				676,385.
e Remaining amount distributed out of corpus.	1,874,130.			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	4,484,339.			
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017.				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)	5,332.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	4,479,007.			
10 Analysis of line 9				
a Excess from 2012	92,197.			
b Excess from 2013	623,263.			
c Excess from 2014	813,855.			
d Excess from 2015	1,075,562.			
e Excess from 2016	1,874,130.			

Form 990-PF (2016)

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

NOT APPLICABLE

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 2016, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 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))

ATTACHMENT 11

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

N/A

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

N/A

c Any submission deadlines

N/A

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

N/A

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

Recipient Name and address (home or business)	If recipient is an individual show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> SEE ATTACHMENT				2,550,500.
Total			▶ 3a	2,550,500.
b <i>Approved for future payment</i>				
Total			▶ 3b	NONE

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments			14	69.	
4	Dividends and interest from securities			14	407,345.	
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income			14	2,378.	
8	Gain or (loss) from sales of assets other than inventory			18	-30,067.	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a _____					
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal Add columns (b), (d), and (e)				379,725.	
13	Total Add line 12, columns (b), (d), and (e)					379,725.

(See worksheet in line 13 instructions to verify calculations)

Line No ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
--------------	--

N/A

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? | | Yes | No |
| a Transfers from the reporting foundation to a noncharitable exempt organization of | | | |
| (1) Cash | 1a(1) | | X |
| (2) Other assets | 1a(2) | | X |
| b Other transactions | | | |
| (1) Sales of assets to a noncharitable exempt organization | 1b(1) | | X |
| (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | | X |
| (3) Rental of facilities, equipment, or other assets | 1b(3) | | X |
| (4) Reimbursement arrangements | 1b(4) | | X |
| (5) Loans or loan guarantees | 1b(5) | | X |
| (6) Performance of services or membership or fundraising solicitations | 1b(6) | | X |
| c Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | | X |
| d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | | |

[illegible]

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

(a) Name of organization	(b) Type of organization	(c) Description of relationship
is / P		

Untrue or incorrect. 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 and correct. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Sign Here: Chadman Humphrey Date: 8/23/17

(Signature of officer or trustee) Title

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

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

Paid Preparer Use Only	Print/Type preparer's name STEVEN R HARPOLE	Preparer's signature <i>Steven R Harpole</i>	Date 8/8/2017	Check ☐ if self employed	PTIN P00745717
	Firm's name ▶ FRNST & YOUNG U S LLP	Firm's EIN ▶ 34-6565596			
	Firm's address ▶ 190 CARONDELET PLAZA, SUITE 1300 CLAYTON, MO 63105	Phone no 314-290-1000			

Schedule B

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

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

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

OMB No 1545-0047

2016

Name of the organization

J. P. HUMPHREYS FOUNDATION

Employer identification number

43-1244445

Organization type (check one)

Filers of

Section:

Form 990 or 990-EZ

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

Form 990-PF

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

General Rule

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

Special Rules

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

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

For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF

Schedule B (Form 990, 990-EZ, or 990-PF) (2016)

Name of organization **J.P. HUMPHREYS FOUNDATION**

Employer identification number

Part I Contributors (See instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	SARAH ATKINS P.O. BOX 1404 JOPLIN, MO 64802	\$ 20,000,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization J. P. HUMPHREYS FOUNDATION

Employer identification number

Part II Noncash Property (See instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	

Name of organization J. P. HUMPHREYS FOUNDATION

Employer identification number

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

Use duplicate copies of Part III if additional space is needed.

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

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					11,359.	
		ST CAPITAL GAINS (LOSSES)				P	VAR	VAR
		PROPERTY TYPE: SECURITIES						
688,892.		657,402.					31,490.	
		LT CAPITAL GAINS (LOSSES)				P	VAR	VAR
		PROPERTY TYPE: SECURITIES						
3,017,337.		3,090,253.					-72,916.	
TOTAL GAIN (LOSS)							<u>-30,067.</u>	

ATTACHMENT 1

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
COMMERCE BANK	69.	69.
TOTAL	69.	69.

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

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
UBS INSIGHT - INTEREST	45,022.	45,022.
GOLDMAN SACHS 028-238251/G1 - INTEREST	273.	273.
GOLDMAN SACHS 028-23829-3/G3 - INTEREST	228,273.	228,273.
GOLDMAN SACHS 028-23516-6/G6 - INTEREST	2,803.	2,803.
GOLDMAN SACHS 003-66099-0/G0 - INTEREST	646.	646.
GOLDMAN SACHS 003-66097-4/G4 - INTEREST	147.	147.
TIR UBS PMP IE/E - INTEREST	3,579.	3,579.
GOLDMAN SACHS 238251/G1 - DIVIDENDS	55,201.	55,201.
GOLDMAN SACHS 66099-0/G0 - DIVIDENDS	16,051.	16,051.
UBS INSIGHT - DIVIDENDS	1,368.	1,368.
UBS INSIGHT - FOREIGN DIVIDENDS	88.	88.
ACCRUED INTEREST PAID	-7,769.	-7,769.
GOLDMAN SACHS 66097-4/G4 - DIVIDENDS	10,796.	10,796.
GOLDMAN SACHS 23516-6/G6 - DIVIDENDS	50,853.	50,853.
GOLDMAN SACHS 66097-4/G4 - CASH IN LIEU	14.	14.
TOTAL	<u>407,345.</u>	<u>407,345.</u>

ATTACHMENT 3

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
UBS SETTLEMENT	2,378.	2,378.
TOTALS	2,378.	2,378.

ATTACHMENT 4

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
BROKER MANAGEMENT FEES	7,106.	7,106.
BROKER TRANSACTION FEES	63,418.	63,418.
TOTALS	70,524.	70,524.

ATTACHMENT 5

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
990-PF ESTIMATED TAXES	3,527.	
990-PF EXTENSION	1,000.	
FOREIGN TAXES WITHHELD	111.	111.
TOTALS	<u>4,638.</u>	<u>111.</u>

ATTACHMENT 6

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
MO SEC. OF STATE FILING FEE	30.	15.	15.
TOTALS	30.	15.	15.

FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>	
SEE ATTACHED DETAIL	11,849,116.	11,990,346.	
TOTALS	<u>11,849,116.</u>	<u>11,990,346.</u>	

ATTACHMENT 7

**J. P. HUMPHREYS FOUNDATION
ENDING ASSETS JOURNAL
FY 12/31/2016**

			MARKET VALUE	BOOK VALUE	
ASSET DESCRIPTION	Units	@	NET VALUE OF NONCHARITABLE-USE ASSETS	ORIGINAL PRINCIPAL COST OF SECURITY	UNREALIZED GAIN OR LOSS
<u>MONEY MARKET ACCOUNTS</u>					
COMMERCE BANK			\$74,851 89	\$74,851 89	\$0.00
UBS INSIGHT ONE			\$74,705 26	\$74,705 26	\$0 00
UBS PMP / IE			\$0 00	\$0 00	\$0 00
GS 028-23516-6			\$20,041,640.66	\$20,041,640 66	\$0 00
GS 006-66096-6			\$0 00	\$0 00	\$0 00
GS 028-23829-3			\$28,466 37	\$28,466 37	\$0 00
GS 003-66100-6			\$0 00	\$0 00	\$0.00
GS 003-66099-0			\$182,927 09	\$182,927 09	\$0 00
GS 028-23825-1			\$49,984 20	\$49,984 20	\$0 00
GS 003-66105-5			\$0 00	\$0 00	\$0 00
GS 003-66097-4			\$23,759 25	\$23,759.25	\$0 00
GS 003-66098-2			\$0 00	\$0.00	\$0 00
SUBTOTAL			\$20,476,334 72	\$20,476,334 72	\$0 00
<u>COMMERCE CAPITAL MARKETS</u>					
UNITED STATESTREASURIES			\$0.00	\$0 00	\$0.00
SUBTOTAL			\$0 00	\$0 00	\$0 00
<u>UBS FINANCIAL SERVICES</u>					
INSIGHT ONE			\$770,688 95	\$789,092 37	(\$18,403 42)
PMP / IE			\$0 00	\$0 00	\$0.00
GS 028-23516-6			\$1,572,770 36	\$1,564,241.05	\$8,529.31
GS 006-66096-6			\$0 00	\$0 00	\$0.00
GS 028-23829-3			\$5,712,435 90	\$5,838,053 15	(\$125,617 25)
GS 003-66100-6			\$0 00	\$0 00	\$0 00
GS 003-66099-0			\$679,195 96	\$551,560 17	\$127,635 79
GS 028-23825-1			\$2,376,555 14	\$2,414,695 15	(\$38,140 01)
GS 003-66105-5			\$0.00	\$0 00	\$0 00
GS 003-66097-4			\$878,699 87	\$691,474 09	\$187,225.78
GS 003-66098-2			\$0 00	\$0 00	\$0 00
SUBTOTAL			\$11,990,346 18	\$11,849,115 98	\$141,230 20
TOTAL PORTFOLIO VALUE			\$32,466,680.90	\$32,325,450.70	\$141,230.20

FORM 990PF, PART II - OTHER ASSETS

ATTACHMENT 8

<u>DESCRIPTION</u>	<u>ENDING</u>	<u>ENDING</u>
	<u>BOOK VALUE</u>	<u>FMV</u>
REFUND RECEIVABLE FROM FREEDOM PARTNERS	NONE	NONE
TOTALS	NONE	NONE

ATTACHMENT 9FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCESDESCRIPTIONAMOUNT

UNREALIZED INTEREST

14,481.

TOTAL

14,481.

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

ATTACHMENT 10

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
ETHELMAE C. HUMPHREYS P.O. BOX 1404 JOPLIN, MO 64802	PRESIDENT 1.00	0.	0.	0.
DAVID C. HUMPHREYS P.O. BOX 1404 JOPLIN, MO 64802	SECRETARY/TREASURER 1.00	0.	0.	0.
SARAH HUMPHREYS ATKINS P.O. BOX 1404 JOPLIN, MO 64802	VICE PRESIDENT 1.00	0.	0.	0.
DEBRA G. HUMPHREYS P.O. BOX 1404 JOPLIN, MO 64802	DIRECTOR 1.00	0.	0.	0.
PAUL S. ATKINS P.O. BOX 1404 JOPLIN, MO 64802	DIRECTOR 1.00	0.	0.	0.
GRAND TOTALS		0.	0.	0.

ATTACHMENT 11

FORM 990PF, PART XV - INFORMATION REGARDING FOUNDATION MANAGERS

ETHELMAE HUMPHREYS
SARAH J. HUMPHREYS ATKINS

J P Humphreys Foundation
 EIN 43-1244445
 2016 Form 990-PF

Part XV - Grants and Contributions Paid During the Year

Recipient Name	Recipient Address	City	State	Zip	Relationship To Substantial Contributor	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
American Enterprise Institute	1789 Massachusetts Ave NW	Washington	DC	20036	No Relationship	PC	General Administration	\$25,000
Americans For Prosperity Foundation	1310 N Courthouse Road, Suite 700	Arlington	VA	22201	No Relationship	PC	General Administration	\$250,000
Atlas Economic Research Foundation	1201 L Street NW	Washington	DC	20005	No Relationship	PC	General Administration	\$100,000
Basmati Society	3202 Maybank Highway	Jarvis Island	SC	29455	No Relationship	PF	General Administration	\$10,000
Capital Research Center	1513 16th Street, NW	Washington	DC	20036	No Relationship	PC	General Administration	\$10,000
Center for Independent Thought	1420 Walnut Street, Ste 1101	Philadelphia	PA	19102	No Relationship	PC	General Administration	\$25,000
Center for Music Excellence	34 Woodland Road	New Vernon	NJ	07976	No Relationship	PC	General Administration	\$25,000
Centell, Inc	3077 E 99th Street, Suite 275	Indianapolis	IN	46280	No Relationship	PC	General Administration	\$50,000
Competitive Enterprise Institute	1310 L Street NW, 7th Floor	Washington	DC	20005	No Relationship	PC	General Administration	\$75,000
Donor's Trust	1800 Diagonal Road, Suite 280	Alexandria	VA	22314	No Relationship	PC	Constitutional Challenges Fund	\$250,000
Donor's Trust	1800 Diagonal Road, Suite 280	Alexandria	VA	22314	No Relationship	PC	General Administration	\$250,000
Encounter for Culture and Education Inc	900 Broadway, Ste 601	New York	NY	10003	No Relationship	POF	General Administration	\$10,000
FAMM	1100 H Street NW, Suite 1000	Washington	DC	20005	No Relationship	PC	General Administration	\$1,000
Foundation For Economic Education	1819 Peachtree Rd, NE	Atlanta	GA	30309	No Relationship	PC	General Administration	\$150,000
Free to Choose Network	2002 Filmore Ave, Ste 1	Erie	PA	16506	No Relationship	PC	General Administration	\$150,000
Friends of UFM Inc	PO Box 71	Stuart	FL	34994	No Relationship	PC	General Administration	\$10,000
The Fund for American Studies	1706 New Hampshire Ave NW	Washington	DC	20009	No Relationship	PC	General Administration	\$25,000
Future of Freedom Foundation	11350 Random Hills Road, Ste 800	Fairfax	VA	22030	No Relationship	PC	General Administration	\$50,000
Hilldale College	33 E College Street	Hilldale	MI	49242	No Relationship	PC	General Administration	\$50,000
Institute for Humane Studies	3434 Washington Blvd, MS TC5	Arlington	VA	22201	No Relationship	PC	General Administration	\$250,000
International Foundation for Research (IFREE)	2122 E Camino El Ganado	Tucson	AZ	85718	No Relationship	PC	General Administration	\$25,000
Joplin Regional Medical School Alliance	320 E 4th Street	Joplin	MO	64801	No Relationship	PC	New Medical School	\$725,000
Kansas Policy Institute	250 N. Water, Ste 216	Wichita	KS	67202	No Relationship	PC	General Administration	\$25,000
Leifen Center for Autism	3230 Wisconsin Ave	Joplin	MO	64804	No Relationship	PC	General Administration	\$500
Mackinac Center for Public Policy	140 W Main Street, P O Box 568	Midland	MI	48840	No Relationship	PC	Operation Brushfire	\$75,000
Mercy Hospital of Joplin	Mercy Philanthropy, 635 Maryville Centre Drive	St Louis	MO	63141	No Relationship	PC	Medical Technology/Equipment	\$200,000
Moving Pictures Institute	375 Greenwich Street	New York	NY	10013	No Relationship	PC	General Administration	\$5,000
National Right to Work Legal Defense Foundation	8001 Braddock Road	Springfield	VA	22160	No Relationship	PC	General Administration	\$150,500
State Policy Network	1655 N Ft Meyer Drive, Suite 360	Arlington	VA	22209	No Relationship	PC	General Administration	\$50,000
Students For Liberty Inc	1101 17th Street NW, Suite 810	Washington	DC	20036	No Relationship	PC	General Administration	\$50,000
The Discussion Club	2206 Rose Garden Drive	St Louis	MO	63125	No Relationship	PC	General Administration	\$1,000
The Heartland Institute	3939 North Wilke Road	Arlington Heights	IL	60004	No Relationship	PC	General Administration	\$5,000
Think Freely Media	1920 L Street NW, Suite 325	Washington	DC	20036	No Relationship	PC	General Administration	\$50,000
Virginia Institute for Public Policy	282 Bald Rock Road	Verona	VA	24482	No Relationship	PC	General Administration	\$15,000
Watered Gardens	531 S Kentucky	Joplin	MO	64801	No Relationship	PC	Designated-Assl Salary	\$6,000
Watered Gardens	531 S Kentucky	Joplin	MO	64801	No Relationship	PC	Marvin Olasky Sept 2016 visit	\$1,500

TOTAL GRANTS REPORTED ON 2016 FORM 990-PF

\$2,550,500

J.P. HUMPHREYS FOUNDATION

EIN: 43-1244445

Expenditure Responsibility Statement for the year 2016

Pursuant to IRC Regulation § 53.4945-5(d)(2), the J.P. Humphreys Foundation provides the following information:

- | | |
|-------------------------|--|
| (i) Grantee: | Bastiat Society
3202 Maybank Highway
Johns Island, SC 29455 |
| (ii) Amount of Grant: | December 14, 2016 \$10,000 (general support) |
| (iii) Purpose of Grant: | General support for the Bastiat Society, a foundation that educates other wealth creators as to their right to the moral high ground, in the amount listed above. |
| (iv) and (vi) Reports: | The Bastiat Society submitted a report on the 2016 general support grant on June 21, 2017. The general support report reflected that the grant was properly added to the foundation's account, the income from which is devoted exclusively to principled wealth creators. |
| (v) Diversions: | To the knowledge of the grantor, no funds have been diverted to any activity other than the activity for which the grant was originally made. |
| (vii) Verification: | The grantor has no reason to doubt the accuracy or reliability of the report from the grantee; therefore, no independent verification of the report was made. |

J.P. HUMPHREYS FOUNDATION

EIN: 43-1244445

Expenditure Responsibility Statement for the year 2016

Pursuant to IRC Regulation § 53.4945-5(d)(2), the J.P. Humphreys Foundation provides the following information:

- | | |
|-------------------------|--|
| (i) Grantee: | Encounter for Culture and Education, Inc.
900 Broadway, Suite 601
New York, NY 10003 |
| (ii) Amount of Grant: | August 8, 2016 \$10,000 (general support) |
| (iii) Purpose of Grant: | General support for Encounter for Culture and Education, Inc., a non profit corporation dedicated to strengthening the marketplace of ideas and preserving democratic culture, in the amount listed above. |
| (iv) and (vi) Reports: | Encounter for Culture and Education, Inc. submitted a report on the 2016 general support grant on June 25, 2017. The general support report reflected that the grant was properly added to the foundation's account, the income from which is devoted exclusively to its educational programs. |
| (v) Diversions: | To the knowledge of the grantor, no funds have been diverted to any activity other than the activity for which the grant was originally made. |
| (vii) Verification: | The grantor has no reason to doubt the accuracy or reliability of the report from the grantee; therefore, no independent verification of the report was made. |