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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**

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

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

OMB No 1545-0052

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning

, 2016, and ending

, 20

Name of foundation PADGETT FAMILY FOUNDATION		A Employer identification number 43-1777915
Number and street (or P O box number if mail is not delivered to street address) 6522 SUMMIT	Room/suite	B Telephone number (see instructions) (816) 261-5360
City or town, state or province, country, and ZIP or foreign postal code KANSAS CITY, MO 64113		C If exemption application is pending, check here. ☐
G Check all that apply.	☐ Initial return ☐ Final return ☐ Address change	☐ Initial return of a former public charity ☐ Amended return ☐ 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		D 1 Foreign organizations, check here. ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 1,616,942.	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____	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)				
2 Check ☒ if the foundation is not required to attach Sch. B.				
3 Interest on savings and temporary cash investments	1.	1.		ATCH 1
4 Dividends and interest from securities	61,663.	61,663.		ATCH 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	6,268.			
b Gross sales price for all assets on line 6a	12,750.			
7 Capital gain net income (from Part IV, line 2)		6,268.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	67,932.	67,932.		
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) ATCH. 3	3,850.	385.		3,465.
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions) [4]	37.			
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) ATCH. 5	181.	181.		
24 Total operating and administrative expenses. Add lines 13 through 23.	4,068.	566.		3,465.
25 Contributions, gifts, grants paid	70,075.			70,075.
26 Total expenses and disbursements. Add lines 24 and 25	74,143.	566.	0.	73,540.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-6,211.			
b Net investment income (if negative, enter -0-)		67,366.		
c Adjusted net income (if negative, enter -0-)				

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Operating and Administrative Expenses

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	28,998.	29,269.	29,269.
	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 6	889,654.	883,172.	1,587,673.
	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 ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item i)		918,652.	912,441.	1,616,942.
17 Accounts payable and accrued expenses				
18 Grants payable				
19 Deferred revenue				
20 Loans from officers, directors, trustees, and other disqualified persons				
21 Mortgages and other notes payable (attach schedule)				
22 Other liabilities (describe ▶)				
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ 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			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	918,652.	912,441.	
30 Total net assets or fund balances (see instructions)	918,652.	912,441.		
31 Total liabilities and net assets/fund balances (see instructions)	918,652.	912,441.		

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	918,652.
2 Enter amount from Part I, line 27a	2	-6,211.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	912,441.
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	912,441.

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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) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	6,268.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8			3	0.	

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2015	72,463.	1,442,237.	0.050243
2014	68,375.	1,501,623.	0.045534
2013	61,875.	1,387,828.	0.044584
2012	50,746.	1,258,329.	0.040328
2011	51,300.	1,211,901.	0.042330
2 Total of line 1, column (d)			2 0.223019
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 0.044604
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 1,584,993.
5 Multiply line 4 by line 3.			5 70,697.
6 Enter 1% of net investment income (1% of Part I, line 27b).			6 674.
7 Add lines 5 and 6.			7 71,371.
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 73,540.

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	674.
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	674.
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	674.
6 Credits/Payments			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a	1,288.	
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	433.	
7 Total credits and payments. Add lines 6a through 6d	7		1,721.
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		1,047.
11 Enter the amount of line 10 to be Credited to 2017 estimated tax ☐ 1,047. Refunded ☐	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?		
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)

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	Yes	No
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?	13	X	
Website address ▶ N/A				
14	The books are in care of ▶ EARL C. PADGETT	Telephone no ▶	816-361-5360	
Located at ▶ 6522 SUMMIT KANSAS CITY, MO		ZIP+4 ▶	64113	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here	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?	16	Yes	No
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶				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	
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 ▶		
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?	☐ 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	
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**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****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 7		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. ☐

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		0.
Total number of others receiving over \$50,000 for professional services		►

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	
2	
3	
4	

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

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

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.		
a	Average monthly fair market value of securities	1a	1,559,692.
b	Average of monthly cash balances	1b	49,438.
c	Fair market value of all other assets (see instructions).	1c	
d	Total (add lines 1a, b, and c)	1d	1,609,130.
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	1,609,130.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions).	4	24,137.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,584,993.
6	Minimum investment return. Enter 5% of line 5	6	79,250.

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	79,250.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	674.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	674.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	78,576.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4.	5	78,576.
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	78,576.

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	73,540.
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	73,540.
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	674.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	72,866.

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 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				78,576.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			68,062.	
b Total for prior years 20 <u>14</u> , 20 <u>13</u> , 20 <u>12</u>				
3 Excess distributions carryover, if any, to 2016				
a From 2011				
b From 2012				
c From 2013				
d From 2014				
e From 2015				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ <u>73,540.</u>				
a Applied to 2015, but not more than line 2a			68,062.	
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.				5,478.
e Remaining amount distributed out of corpus.				
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				
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.				73,098.
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)				
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015				
e Excess from 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 8

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

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

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

c Any submission deadlines

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year ATCH 9				
Total			▶ 3a	70,075.
b Approved for future payment				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

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	1.	
4	Dividends and interest from securities			14	61,663.	
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property. .					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	6,268.	
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)				67,932.	
13	Total. Add line 12, columns (b), (d), and (e)					67,932.

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

[illegible]

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)	
12,750.		COLUMBIA PIPELINE GROUP INC COM PROPERTY TYPE: SECURITIES 6,482.				P	VARIOUS 6,268.	07/01/16
TOTAL GAIN (LOSS)							<u>6,268.</u>	

PADGETT FAMILY FOUNDATION
43-1777915
CORPORATE STOCK ATTACHMENT
12/31/2016

STOCK	COST AT 12/31/2015	COST AT 12/31/2016	FMV AT 12/31/2016
AMEREN CORP	16,675	16,675	20,984
AVANGRID INC COMP	20,084	20,084	31,554
BABSON CAP CORPORATE INVS COM	129,540	-	-
BANK OF AMERICA CORP	12,393	12,393	9,547
BARINGS CORPORATE INVS COM	-	129,540	167,958
CENTERPOINT ENERGY	19,967	19,967	24,640
CHEVRON CORP	41,593	41,593	148,773
COLUMBIA PIPELINE GROUP INC COM	6,482	-	-
CONAGRA INC	8,486	8,486	23,730
CONOCOPHILLIPS	25,394	25,394	64,981
CORNERSTONE TOTAL RETURN	18,324	18,324	1,417
DUKE ENERGY CORP	60,934	60,934	127,763
EMPIRE DIST ELEC CO	169,691	169,691	272,720
FRONTIER COMMUNICATIONS COR COM	25,160	25,160	6,395
GREAT PLAINS ENERGY INC.	144,231	144,231	153,160
HAWAIIAN ELEC INDS	48,884	48,884	95,903
JOHNSON & JOHNSON	22,328	22,328	112,906
LAMB WESTON HLDS INC COM	-	-	7,570
NISOURCE INC	3,630	3,630	11,070
PHILLIPS 66 COM	-	-	55,994
P P G INDUSTRIES	3,136	3,136	10,613
SPECTRA ENERGY CORP	43,925	43,925	101,492
SPIRE INC COM	19,946	19,946	58,095
VERIZON COMMUNICATIONS	12,600	12,600	20,498
XCEL ENERGY INC	36,250	36,250	59,910
TOTAL COST BASIS OF STOCK	889,654	883,172	1,587,673

All donations were made to Public Charities (PC).

A	B	C	D	E	F
Page 1 of 3					
1	2	3	4	5	6
Date	Check No.	Purpose	Amount		
10/14/16	2602	8th Air Force Museum	Donation	200.00	
10/14/16	2603	Alexander Majors Historical House	Donation	200.00	
10/14/16	2604	Alphapointe Asso for the Blind KC Mo.	Donation	300.00	
10/14/16	2605	Alzheimers Asso	Donation	300.00	
10/14/16	2606	American Battlefield Preservation	Donation	100.00	
10/14/16	2607	Am. Cancer Society	Donation	300.00	
10/14/16	2608	American Diabetes Asso	Donation	300.00	
10/14/16	2609	Amer Heart Asso	Donation	300.00	
10/14/16	2610	Amer Red Cross	Donation	300.00	
10/14/16	2611	Arthritis Foundation	Donation	300.00	
10/14/16	2612	Austin Smiles, Austin TX	Donation	2000.00	
10/14/16	2613	Bingham-Wagoner Hist Soc.	Donation	150.00	
10/14/16	2614	Birth Choice of Okla City OK	Donation	200.00	
10/14/16	2615	Calif Soc of Plas Surg Ed & Research Found	Donation	500.00	
10/14/16	2616	Catholic Charities of Okla City	Donation	250.00	
10/14/16	2617	City Union Mission	Donation	2000.00	
10/14/16	2618	Civil War Preservation Trust, Maryland	Donation	500.00	
10/14/16	2619	Friends/Clendening Library Hist. & Med., KU Endow.	Donation	1000.00	
10/14/16	2620	Country Club Christian Church KCMo	Donation	4000.00	
10/14/16	2621	Cross International, Boca Raton, Fla	Donation	200.00	
10/14/16	2622	Doctors without Borders	Donation	1000.00	
10/14/16	2623	Eisenhower Foundation	Donation	300.00	
10/14/16	2624	Elmwood Cemetery KC Mo	Donation	2500.00	
10/15/16	2625	Episcopal Community Services	Donation	200.00	
10/15/16	2626	Emory Univ, Atlanta GA	Donation	800.00	
10/15/16	2627	Florence KS Historical Society	Donation	300.00	
10/15/16	2628	Florence KS Public Library	Donation	150.00	
10/15/16	2629	Folly Theatre, KC Mo.	Donation	250.00	
10/15/16	2630	Friends of Art, KC Mo.	Donation	300.00	
10/15/16	2631	Friends of Chamber Music, K.C. MO	Donation	350.00	
10/15/16	2632	Friends of MO State Archives, Jeff City, MO	Donation	250.00	
10/15/16	2633	VOID			
10/15/16	2634	Friends of Gettysburg Found.- PA	Donation	250.00	
10/15/16	2635	Geo W. Bush Presidential Library, Dallas TX	Donation	200.00	
10/15/16	2636	Geo H.W. Bush Presidential Library, College Park T	Donation	200.00	

	A	B	C	D	E	F
38	10/15/16	2637	Harvestors Comm. Food Network, KCMo	Donation	1000.00	
39	10/15/16	2638	Historic K.C. Foundation	Donation	250.00	
40	7/30/16	2601	Pilgram Chapel, KCMo	Donation	500.00	
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	A	B	C	D	E	F
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51	10/15/16	2639	Jackson Co Historical Soc., MO	Donation	100.00	
52	10/15/16	2640	John Wornall House Museum	Donation	350.00	
53	10/16/16	2641	K.C. Public Library Foundation	Donation	1500.00	
54	10/16/16	2642	K-Love Radio, Omaha, Nebr.	Donation	100.00	
55	10/16/16	2643	KC Public TV- KCPT	Donation	350.00	
56	10/16/16	2644	Kansas City Art Institute	Donation	500.00	
57	10/16/16	2645	Kansas City Symphony	Donation	750.00	
58	10/16/16	2646	Kansas City Zoo	Donation	500.00	
59	10/16/16	2647	KS State Historical Society Inc Topeka KS	Donation	250.00	
60	10/17/16	2648	Kansas University Endowment Fund	Donation	300.00	
61	10/17/16	2649	Kansas University Endowment Fund-Med Ctr	Donation	1000.00	
62	10/17/16	2650	Kauffman Ctr for Performing Arts	Donation	750.00	
63	10/17/16	2651	Kids Across Amer. Foundation	Donation	250.00	
64	10/17/16	2652	Liberty Memorial Association, KC Mo.	Donation	6000.00	
65	10/17/16	2653	Linda Hall Library, K.C.Mo	Donation	200.00	
66	10/18/16	2656	Lyric Opera, KC Mo	Donation	150.00	
67	10/18/16	2657	Maplewood Cemetery, Barnes KS-EndowmentFund	Donation	600.00	
68	10/18/16	2658	Marillac School, K.C. Mo	Donation	100.00	
69	10/18/16	2659	Missouri 4-H Foundation U of Mo, Columbia	Donation	500.00	
70	10/18/16	2660	Mucopolitidosis ML 4 Foundation	Donation	500.00	
71	10/18/16	2661	Nat'l World War II Museum, N.O., La.	Donation	250.00	
72	10/18/16	2662	Nat'l Museum of Civil War Medicine	Donation	500.00	
73	10/18/16	2663	Nat'l Museum of US Army Fund	Donation	400.00	
74	10/18/16	2664	Nelson-Atkins Museum of Art	Donation	350.00	

	A	B	C	D	E	F
75	10/18/16	2665	Allison Middle School, Wichita KS	Donation	500.00	
76	10/18/16	2666	North High School, Wichita KS	Donation	2000.00	
77	10/18/16	2668	Oakdale School Foundation, Edmond OK	Donation	500.00	
78	10/18/16	2669	Operation Smile, Norfolk VA	Donation	1500.00	
79	10/18/16	2670	Peabody (Ks.) Twsp. Library	Donation	150.00	
80	10/18/16	2671	Peabody KS Historical Asso	Donation	250.00	
81	10/18/16	2672	Pembroke Hill School, KC Mo	Donation	2500.00	
82	10/18/16	2673	Kingswood Foundation, K.C.Mo.	Donation	100.00	
83	10/18/16	2674	Pilgram Chapel, KC Mo	Donation	500.00	
84	10/18/16	2675	Red Tail Project, Topeka, KS	Donation	400.00	
85	10/20/15	2676	Reach Beyond (former HCJB)	Donation	100.00	
86	10/20/15	2677	Reagan Presidential Library Foundation	Donation	250.00	
87	10/20/15	2678	Redemptorist Center, KC Mo.	Donation	250.00	
88	10/20/15	2679	ReSurge International, PaloAlto CA	Donation	3000.00	
89	10/20/15	2680	Salvation Army	Donation	2000.00	
90	10/20/15	2681	Shattuck-St. Marys School, Faribault MN	Donation	3500.00	
91	10/20/15	2682	Shepherds Center, KC Mo.	Donation	500.00	
92	10/18/16	2667	Booster Club, North High School, Wichita, KS	Donation	1000.00	
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103	10/18/16	2683	Smile Train, N.Y., N.Y.	Donation	500.00	
104	10/18/16	2684	State Historical Soc of MO, Columbia MO	Donation	250.00	
105	10/18/16	2685	The American Air Museum, Washington DC	Donation	400.00	
106	10/18/16	2686	The Children's Place, KC Mo.	Donation	200.00	
107	10/18/16	2687	Truman Med Ctr Foundation	Donation	1200.00	
108	10/18/16	2688	U.S. Olympic Committee	Donation	300.00	
109	10/18/16	2689	UMKC School of Medicine Endowment Fund	Donation	500.00	
110	10/18/16	2690	St John the Baptist Cath Church. Ok Cty. Ok	Donation	500.00	
111	10/18/16	2691	Union Station, Development Office- KCMo	Donation	250.00	

	A	B	C	D	E	F
112	10/18/16	2692	United Way, K.C. MO	Donation	2000.00	
113	10/19/16	2693	Univ of Mo/KC, Athletic Fund	Donation	200.00	
114	10/19/16	2694	Univ of Mo/KC, Aumni Fund	Donation	200.00	
115	10/19/16	2695	Victoria Society, Vaile Museum, Indp., MO	Donation	150.00	
116	10/19/16	2696	Wayside Waif, KC Mo	Donation	200.00	
117	10/19/16	2697	Westminster College, Fulton, MO	Donation	1250.00	
118	10/19/16	2698	Williams College, Williamstown, MA-Endowment	Donation	1250.00	
119	10/19/16	2699	Williams College, Williamstown, MA-Alumni	Donation	1000.00	
120	10/19/16	2700	Wilson's Creek Nat'l Battlefield Asso	Donation	500.00	
121	10/19/16	2701	World War II Vet Comm. Am. Studies	Donation	450.00	
122	10/19/16	2702	Youth Symphony, KC Mo	Donation	300.00	
123	10/19/16	2703	Library Endowment Trust, OklaCityOK	Donation	250.00	
124	10/19/16	2704	Catholic Charities, Okla City, OK	Donation	250.00	
125	10/19/16	2707	City of Fountains. K.C.Mo.	Donation	500.00	
126	10/9/16	2655	Childrens Ctr for Visually Impaired	Donation	25.00	
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128				TOTAL	\$ 70,075	
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ATTACHMENT 1

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

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
CHECKING INTEREST	1.	1.
TOTAL	<u>1.</u>	<u>1.</u>

ATTACHMENT 2

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

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
COMMERCE INVESTMENTS	61,663.	61,663.
TOTAL	<u>61,663.</u>	<u>61,663.</u>

ATTACHMENT 3

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
BKD, LLP	3,850.	385.		3,465.
TOTALS	<u>3,850.</u>	<u>385.</u>		<u>3,465.</u>

ATTACHMENT 4FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
LICENSES	37.
TOTALS	<u>37.</u>

ATTACHMENT 5

FORM 990PF, PART I - OTHER EXPENSES

<u>DESCRIPTION</u> OTHER	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
	181.	181.
TOTALS	181.	181.

ATTACHMENT 6FORM 990PF, PART II - CORPORATE STOCKDESCRIPTIONBEGINNING
BOOK VALUEENDING
BOOK VALUEENDING
FMV

SEE ATTACHED STATEMENT

889,654.

883,172.

1,587,673.

TOTALS

889,654.883,172.1,587,673.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 7

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS		EXPENSE ACCT AND OTHER ALLOWANCES
			TO EMPLOYEE BENEFIT PLANS		
EARL C. PADGETT 6522 SUMMIT KANSAS CITY, MO 64113	DIRECTOR 1.00	0.	0.		0.
JUNE B. PADGETT 6522 SUMMIT KANSAS CITY, MO 64113	DIRECTOR 1.00	0.	0.		0.
SHERMAN W. PADGETT 6522 SUMMIT KANSAS CITY, MO 64113	DIRECTOR 1.00	0.	0.		0.
SUSAN PADGETT WILLIAMS 6522 SUMMIT KANSAS CITY, MO 64113	DIRECTOR 1.00	0.	0.		0.
GRAND TOTALS		0.	0.	0.	0.

ATTACHMENT 8

FORM 990PF, PART XV - INFORMATION REGARDING FOUNDATION MANAGERS

EARL C. PADGETT
JUNE B. PADGETT

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 9

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

FOUNDATION STATUS OF RECIPIENT

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

RECIPIENT NAME AND ADDRESS

SEE ATTACHED STATEMENT
6522 SUMMIT
KANSAS CITY, MO 64113

NONE
PC

GENERAL PURPOSE OF ORGANIZATION

70,075

TOTAL CONTRIBUTIONS PAID

70,075