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

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

▶ Do not enter social security numbers on this form as it may be made public.

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

OMB No 1545-0052

2016

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

For calendar year 2016 or tax year beginning , 2016, and ending , 20

Name of foundation: WILLIAM T KEMPER CHARITABLE TRUST 100152

A Employer identification number: 43-6362480

Number and street (or P O box number if mail is not delivered to street address): UMB BANK N.A. P. O. BOX 415044 M/S 1020307 — Room/suite

B Telephone number (see instructions): 816-860-7711

City or town, state or province, country, and ZIP or foreign postal code: KANSAS CITY, MO 64141-6692

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

D 1 Foreign organizations, check here ▶ ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization: [X] Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ $ 59,509,395.

J Accounting method: [X] Cash ☐ Accrual ☐ Other (specify)
(Part I, column (d) must be on cash basis.)

F If the foundation is in a 60 month termination under section 507(b)(1)(B), check here ▶ ☐

Part I Analysis of Revenue and Expenses *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)*

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	1,054,290.	1,059,227.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	170,333.			
	b Gross sales price for all assets on line 6a 7,154,733.				
	7 Capital gain net income (from Part IV, line 2)		170,333.		
	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)	21,914.	163.		STMT 1
	12 **Total.** Add lines 1 through 11	1,246,537.	1,229,723.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	228,374.	114,187.		114,187.
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 2	800.	NONE	NONE	800.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 3	14,698.	2,698.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings		NONE	NONE	
	22 Printing and publications		NONE	NONE	
	23 Other expenses (attach schedule) STMT 4	784.	784.		
	24 **Total operating and administrative expenses.** Add lines 13 through 23	244,656.	117,669.	NONE	114,987.
	25 Contributions, gifts, grants paid	2,141,533.			2,141,533.
	26 **Total expenses and disbursements** Add lines 24 and 25	2,386,189.	117,669.	NONE	2,256,520.
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	-1,139,652.			
	b **Net investment income** (if negative, enter -0-)		1,112,054.		
	c **Adjusted net income** (if negative, enter -0-)				

POSTMARK DATE MAY 1 2 2017

SCANNED MAY 2 3 2017

RECEIVED MAY 1 8 2017

JSA **For Paperwork Reduction Act Notice, see instructions.**
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Form **990-PF** (2016)

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Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
1	Cash - non-interest-bearing	230,633.	2,104,860.	2,104,860.
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 ▶ NONE			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments - U S and state government obligations (attach schedule)			
b	Investments - corporate stock (attach schedule)			
c	Investments - corporate bonds (attach schedule)			
11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments - mortgage loans			
13	Investments - other (attach schedule)	34,331,872.	31,334,496.	57,404,535.
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)	34,562,505.	33,439,356.	59,509,395.
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)		NONE	
	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	34,562,505.	33,439,356.	
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)	34,562,505.	33,439,356.	
31	Total liabilities and net assets/fund balances (see instructions)	34,562,505.	33,439,356.	

(Lines 1–16: Assets; Lines 17–23: Liabilities; Lines 24–31: Net Assets or Fund Balances)

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	34,562,505.
2	Enter amount from Part I, line 27a	2	-1,139,652.
3	Other increases not included in line 2 (itemize) ▶ ADJUSTMENT FOR DIVIDEND IN STOCK	3	17,129.
4	Add lines 1, 2, and 3	4	33,439,982.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 5	5	626.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	33,439,356.

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	PUBLICLY TRADED SECURITIES			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	7,154,733.		6,984,400.	170,333.
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				170,333.
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	170,333.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2015	2,448,472.	56,650,393.	0.043221
2014	2,703,331.	50,709,993.	0.053310
2013	2,662,256.	58,310,378.	0.045657
2012	2,467,066.	56,275,785.	0.043839
2011	2,707,926.	56,411,885.	0.048003

2	**Total** of line 1, column (d)	2	0.234030
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	0.046806
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	56,614,189.
5	Multiply line 4 by line 3	5	2,649,884.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	11,121.
7	Add lines 5 and 6	7	2,661,005.
8	Enter qualifying distributions from Part XII, line 4	8	2,256,520.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ 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	22,241.
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	22,241.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	22,241.
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016 — 6a: 39,309.		
b	Exempt foreign organizations - tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: NONE		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	39,309.
8	Enter any **penalty** for underpayment of estimated tax Check here [X] 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	17,068.
11	Enter the amount of line 10 to be **Credited to 2017 estimated tax** ▶ 17,068. **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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	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			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ▶ $ ______ (2) On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
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*	2		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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		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?	6	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*	7	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*	8b	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*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ UMB BANK, N.A. Telephone no ▶ (816)860-7711

Located at ▶ 1010 GRAND, KANSAS CITY, MO ZIP+4 ▶ 64106

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 |

			Yes	No
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		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ▶			

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 ▶ ____, ____, ____, ____			
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

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

			Yes	No
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
UMB BANK, N.A. P.O. BOX 419692, KANSAS CITY, MO 64141	CO-TRUSTEE 20	228,374.	-0-	-0-

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

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

Total number of other employees paid over $50,000 . . . ▶ NONE

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

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

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

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

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3 . . . . ▶	

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	45,668,966.
b	Average of monthly cash balances	1b	1,653,201.
c	Fair market value of all other assets (see instructions)	1c	10,154,167.
d	**Total** (add lines 1a, b, and c)	1d	57,476,334.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	57,476,334.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	862,145.
5	**Net value of noncharitable-use assets**. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	56,614,189.
6	**Minimum investment return.** Enter 5% of line 5	6	2,830,709.

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	2,830,709.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	22,241.		
b	Income tax for 2016. (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	22,241.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	2,808,468.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	2,808,468.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	2,808,468.

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	2,256,520.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	2,256,520.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	2,256,520.

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				2,808,468.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			902,641.	
b Total for prior years 20 14 ,20 ,20		NONE		
3 Excess distributions carryover, if any, to 2016:				
a From 2011 ... NONE				
b From 2012 ... NONE				
c From 2013 ... NONE				
d From 2014 ... NONE				
e From 2015 ... NONE				
f **Total** of lines 3a through e	NONE			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ $ 2,256,520.				
a Applied to 2015, but not more than line 2a			902,641.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2016 distributable amount				1,353,879.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2016 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	NONE			NONE
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 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				1,454,589.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	NONE			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)	NONE			
9 **Excess distributions carryover to 2017.** Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2012 ... NONE				
b Excess from 2013 ... NONE				
c Excess from 2014 ... NONE				
d Excess from 2015 ... NONE				
e Excess from 2016 ... NONE				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

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

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

1 Information Regarding Foundation Managers:

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

N/A

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

N/A

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

Check here ▶ [X] 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*				
KEMPER MUSEUM OF CONTEMPORARY ARTS 4200 WARWICK BLVD KANSAS CITY MO 64111	NONE	PC	SUPPORT OF CHARITABLE ACTIVITIES	1,500,700.
AGRICULTURAL FUTURE OF AMERICA 906 GRAND BLVD #915 KANSAS CITY MO 64106	NONE	PC	SUPPORT OF CHARITABLE ACTIVITIES	150,000.
AMERICAN ROYAL ASSOC 1701 AMERICAN ROYAL CT KANSAS CITY MO 64102	NONE	PC	SUPPORT OF CHARITABLE ACTIVITIES	152,500.
DENVER ART MUSEUM 110 W 14TH AVENUE PKWY DENVER CO 80204	NONE	PC	SUPPORT OF CHARITABLE ACTIVITIES	333,333.
YOUNG WOMEN'S LEADERSHIP ACADEMY 14905 LITTLE BLUE ROAD KANSAS CITY MS 64136	NONE	PC	SUPPORT OF CHARITABLE ACTIVITIES	5,000.
Total . . . . ▶ **3a**				2,141,533.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income (See instructions.)
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					
4 Dividends and interest from securities			14	1,054,290.	
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	170,333.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b PARTNERSHIP INCOME			1	21,914.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				1,246,537.	

13 Total Add line 12, columns (b), (d), and (e) . . . 13 1,246,537.

(See worksheet in line 13 instructions to verify calculations.)

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

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.)
	NOT APPLICABLE

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	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.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

Sign Here

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

UMB Bank n.a. Trustee

By: Susan B. Tlson SVP | 05/08/2017 | ▶

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
THERESA A. PORTIS	Theresa A. Portis	05/08/2017		P00369246
Firm's name ▶ ERNST & YOUNG U.S. LLP			Firm's EIN ▶ 34-6565596	
Firm's address ▶ 155 N. WACKER CHICAGO, IL 60606			Phone no 312-879-5176	

Statement of Investment Position

Units	Description	Symbol / Cusip	Cost Basis Unit	Cost Basis Total	Market Value Unit	Market Value Total	Unrealized Gain / (Loss)	Estimated Annual Income	Yield %
Equity Securities									
Common Stock									
7,875	Abbott Laboratories	ABT 002824100	29.72	234,075.49	38.41	302,478.75	68,403.26	8,348	2.76
2,875	Abbvie Inc	ABBV 00287Y109	12 46	35,822.55	62.62	180,032.50	144,209.95	7,360	4.09
367	Adient Ltd	ADNT G0084W101	46.58	17,096.69	58.60	21,506.20	4,409.51	0	
525	Alphabet Inc	GOOGL 02079K305	564.21	296,209.52	792 45	416,036.25	119,826.73	0	
100	Amazon Com Inc	AMZN 023135106	763.98	76,398.35	749.87	74,987.00	(1,411.35)	0	
10,500	American Electric Power Inc	AEP 025537101	32.11	337,148.70	62 96	661,080.00	323,931.30	24,780	3.75
1,200	Amgen Inc	AMGN 031162100	164.36	197,231.88	146 21	175,452.00	(21,779.88)	5,520	3.15
10,329	Apache Corp	APA 037411105	8.03	82,914.25	63.47	655,581.63	572,667 38	10,329	1.58
4,500	Apple Inc	AAPL 037833100	76.24	343,089.00	115 82	521,190.00	178,101.00	10,260	1 97
4,200	Archer Daniels Midland Co	ADM 039483102	38 18	160,375.50	45 65	191,730 00	31,354.50	5,040	2.63
18,856	AT & T Inc	T 00206R102	22.26	419,806 07	42.53	801,945 68	382,139 61	36,958	4.61
6,410	Australia & New Zealand Banking Grp Ltd One ADR Represents 5 Ord Shares	ANZBY 052528304	23.78	152,397.75	22.03	141,193 07	(11,204.68)	7,641	5.41
2,500	BHP Billiton Ltd One ADR Represents 2 Ord Shrs	BHP 088606108	67.04	167,594 74	35.78	89,450 00	(78,144.74)	1,500	1.68
2,000	Boeing Co	BA 097023105	135.53	271,061.80	155.68	311,360 00	40,298.20	11,360	3.65
4,500	BP Plc 1 Spon ADR Represents 6 Ord Shrs	BP 055622104	50.51	227,298 60	37.38	168,210.00	(59,088.60)	10,710	6.37
1,300	Bristol Myers Squibb Co	BMY 110122108	39.14	50,884.47	58 44	75,972 00	25,087.53	2,028	2.67
760	Casey's General Stores Inc	CASY 147528103	9.80	7,448 00	118.88	90,348 80	82,900.80	730	0.81
19,920	Cerner Corp	CERN 156782104	5.18	103,125 14	47.37	943,610 40	840,485.26	0	
8,733	Chevron Corp	CVX 166764100	60.98	532,520.13	117.70	1,027,874 10	495,353.97	37,727	3.67

Statement of Investment Position (continued)

Units	Description	Symbol Cusip	Cost Basis Unit	Cost Basis Total	Market Value Unit	Market Value Total	Unrealized Gain / (Loss)	Estimated Annual Income	Yield %
	Equity Securities *(continued)*								
	Common Stock *(continued)*								
200	Chipotle Mexican Grill Inc Class A Shares	CMG 169656105	567.90	113,579.05	377.32	75,464.00	(38,115.05)	0	
3,955	Cintas Corp	CTAS 172908105	5.84	23,095.12	115.56	457,039.80	433,944.68	5,260	1.15
6,900	Coca Cola Co	KO 191216100	31.47	217,139.75	41.46	286,074.00	68,934.25	9,660	3.38
2,920	Colgate Palmolive Co	CL 194162103	37.30	108,907.00	65.44	191,084.80	82,177.80	4,555	2.38
7,311	Commerce Bancshares Inc	CBSH 200525103	11.85	86,666.95	57.81	422,648.91	335,981.96	6,580	1.56
10,514	ConocoPhillips	COP 20825C104	20.76	218,275.29	50.14	527,171.96	308,896.67	10,514	1.99
2,000	Costco Wholesale Corp	COST 22160K105	139.05	278,108.00	160.11	320,220 00	42,112.00	3,600	1.12
1,500	CVS Health Corporation	CVS 126650100	105.59	158,387.10	78.91	118,365.00	(40,022.10)	3,000	2.53
2,210	Devon Energy Corp New	DVN 25179M103	12.22	27,001.69	45.67	100,930.70	73,929.01	530	0.53
2,500	Digital Realty Trust Inc	DLR 253868103	73.50	183,746.00	98.26	245,650.00	61,904.00	8,800	3.58
2,500	Disney Walt Co	DIS 254687106	84.81	212,027.00	104.22	260,550.00	48,523.00	3,900	1.50
7,065	Dominion Resources Inc	D 25746U109	38.94	275,093.48	76.59	541,108.35	266,014.87	19,782	3.66
5,000	Dow Chemical Co	DOW 260543103	52.13	260,631.50	57.22	286,100.00	25,468 50	9,200	3.22
4,709	Du Pont E I De Nemours & Co	DD 263534109	35.86	168,847.70	73.40	345,640.60	176,792.90	7,158	2.07
4,428	Duke Energy Hldg Corp	DUK 26441C204	59.92	265,312.38	77.62	343,701.36	78,388.98	15,144	4.41
3,500	Eaton Corp Plc Sedol B8KQN82	ETN G29183103	51.91	181,669.60	67.09	234,815.00	53,145.40	7,980	3.40
3,230	Ebay Inc	EBAY 278642103	15.35	49,581.04	29.69	95,898.70	46,317.66	0	
5,488	ExxonMobil Corp	XOM 30231G102	11.22	61,589.42	90.26	495,346.88	433,757.46	16,464	3.32
3,200	Facebook Inc - A Shs	FB 30303M102	82.82	265,021.76	115.05	368,160 00	103,138.24	0	

Statement of Investment Position (continued)

Units	Description	Symbol / Cusip	Cost Basis Unit	Cost Basis Total	Market Value Unit	Market Value Total	Unrealized Gain / (Loss)	Estimated Annual Income	Yield %
Equity Securities *(continued)*									
Common Stock *(continued)*									
4,000	Fedex Corp	FDX 31428X106	37 91	151,656 40	186.20	744,800 00	593,143.60	6,400	0.86
6,000	Ford Mtr Co Del	F 345370860	13.46	80,730.00	12 13	72,780.00	(7,950.00)	3,600	4.95
1,615	Gallagher Arthur J & CO	AJG 363576109	28.04	45,284 60	51.96	83,915.40	38,630.80	2,455	2.93
8,000	General Electric Co	GE 369604103	25.77	206,199 60	31.60	252,800.00	46,600.40	7,680	3 04
6,215	GlaxoSmithKline Plc One ADR rpstg 2 Ord Shares	GSK 37733W105	38.65	240,239.72	38.51	239,339.65	(900.07)	12,846	5 37
1,995	Great Plains Energy Inc	GXP 391164100	21.98	43,847.45	27.35	54,563.25	10,715.80	2,195	4.02
4,000	Heineken N V Common 47.40	HEINY 423012301	47 17	188,696.00	37 58	150,324.00	(38,372 00)	2,508	1 67
5,800	Highwoods Properties Inc	HIW 431284108	42.02	243,737 50	51.01	295,858.00	52,120.50	9,860	3.33
2,000	Home Depot Inc	HD 437076102	113.22	226,443.50	134.08	268,160.00	41,716.50	5,520	2 06
7,204	Intel Corp	INTC 458140100	20 95	150,890 66	36.27	261,289.08	110,398.42	7,492	2 87
2,030	International Business Machines	IBM 459200101	12.96	26,313 87	165.99	336,959.70	310,645.83	11,368	3.37
3,560	Johnson & Johnson	JNJ 478160104	59 98	213,515.04	115.21	410,147.60	196,632.56	11,392	2.78
3,677	Johnson Controls International Plc	TYC G51502105	48.11	176,900.47	41.19	151,455.63	(25,444.84)	3,159	2 09
3,400	JPMorgan Chase & Co	JPM 46625H100	53.98	183,530 50	86.29	293,386.00	109,855.50	6,528	2 23
4,845	Kansas City Life Insurance Co	KCLI 484836200	21.94	106,280.00	47.50	230,137.50	123,857.50	5,233	2.27
2,500	Kinder Morgan Inc	KMI 49456B101	41 51	103,774.75	20.71	51,775.00	(51,999.75)	1,250	2.41
3,465	Kraft Heinz Co	KHC 500754106	41 84	144,982.56	87.32	302,563.80	157,581.24	8,316	2 75
5,605	Lilly Eli & Co	LLY 532457108	13.55	75,938.25	73.55	412,247.75	336,309.50	11,658	2 83
8,500	Marathon Oil Corp	MRO 565849106	7.00	59,510.57	17.31	147,135.00	87,624.43	1,700	1.16

Statement of Investment Position (continued)

Units	Description	Symbol / Cusip	Cost Basis Unit	Cost Basis Total	Market Value Unit	Market Value Total	Unrealized Gain / (Loss)	Estimated Annual Income	Yield %
Equity Securities (continued)									
Common Stock *(continued)*									
8,500	Marathon Petroleum Corp	MPC 56585A102	4.74	40,255.68	50.35	427,975.00	387,719.32	12,240	2.86
3,400	Mastercard Inc - Class A	MA 57636Q104	89.37	303,841.68	103.25	351,050.00	47,208.32	2,992	0.85
3,230	McCormick & Co Inc	MKC 579780206	10.94	35,328.12	93.33	301,455.90	266,127.78	6,072	2.01
1,829	McDonalds Corp	MCD 580135101	78.87	144,262.19	121.72	222,625.88	78,363.69	6,877	3.09
715	Medtronic Plc	MDT G5960L103	76.95	55,019.25	71.23	50,929.45	(4,089.80)	1,230	2.41
6,602	Merck & Co Inc	MRK 58933Y105	25.49	168,287.66	58 87	388,659 74	220,372.08	12,412	3.19
4,200	Microsoft Corp	MSFT 594918104	26.72	112,204.83	62.14	260,988.00	148,783.17	6,552	2.51
3,000	Monsanto Co	MON 61166W101	91.39	274,162.50	105.21	315,630.00	41,467.50	6,480	2.05
12,410	Murphy Oil Corp	MUR 626717102	7.27	90,271.99	31.13	386,323.30	296,051.31	12,410	3.21
3,102	Murphy USA Inc	MUSA 626755102	4.69	14,558.49	61.47	190,679.94	176,121.45	0	
6,150	NextEra Energy Inc	NEE 65339F101	46.96	288,785.73	119.46	734,679.00	445,893.27	21,402	2.91
12,240	Noble Energy Inc	NBL 655044105	5 41	66,177.94	38 06	465.854 40	399,676.46	4,896	1.05
2,100	Norfolk Southern Corp	NSC 655844108	94 55	198,554 79	108 07	226,947.00	28,392.21	4,956	2.18
4,900	Northern Trust Corp	NTRS 665859104	39 17	191,939 96	89 05	436,345.00	244,405.04	7,448	1.71
1,500	Novartis AG - ADR One ADR repstg 1 Ord Share	NVS 66987V109	70.14	105,212.55	72.84	109,260.00	4,047 45	3,455	3 16
3,500	Nucor Corp	NUE 670346105	27.32	95,616.91	59 52	208,320.00	112,703.09	5,285	2 54
6,600	Oracle Corp	ORCL 68389X105	5 44	35,881.74	38.45	253,770.00	217,888.26	3,960	1.56
7,000	Paychex Inc	PAYX 704326107	37.71	263,988.65	60 88	426,160.00	162,171.35	12,880	3.02
3,230	Paypal Holdings Inc	PYPL 70450Y103	22.20	71,703.31	39.47	127,488.10	55,784.79	0	

Statement of Investment Position (continued)

Units	Description	Symbol Cusip	Cost Basis Unit	Cost Basis Total	Market Value Unit	Market Value Total	Unrealized Gain / (Loss)	Estimated Annual Income	Yield %
	Equity Securities *(continued)*								
	Common Stock *(continued)*								
3,965	Pepsico Inc	PEP 713448108	42.96	170,321.08	104.63	414,857.95	244,536.87	11,935	2 88
10,000	Pfizer Inc	PFE 717081103	17.38	173,750.00	32.48	324,800.00	151,050.00	12,800	3.94
9,370	PG&E Corporation	PCG 69331C108	41 77	391,339.92	60.77	569,414.90	178,074.98	18,365	3 23
5,257	Phillips 66	PSX 718546104	12 34	64,860.09	86 41	454,257.37	389,397.28	13,248	2 92
4,500	Public Service Enterprise Group	PEG 744573106	37.29	167,786 10	43 88	197,460.00	29,673.90	7,380	3 74
8,825	Qualcomm Inc	QCOM 747525103	3 35	29,577.54	65.20	575,390.00	545,812.46	18,709	3 25
950	Raytheon Co	RTN 755111507	42.76	40,623.00	142 00	134,900.00	94,277.00	2,784	2.06
3,000	Salesforce.com Inc	CRM 79466L302	68.83	206,476.80	68 46	205,380.00	(1,096.80)	0	
2,360	Schlumberger Ltd	SLB 806857108	55.38	130,706.86	83 95	198,122.00	67,415.14	4,720	2.38
2,530	Sherwin Williams CO	SHW 824348106	22.61	57,204.60	268 74	679,912.20	622,707 60	8,501	1.25
6,000	Southern Co	SO 842587107	46 16	276,933 80	49 19	295,140.00	18,206 20	13,440	4.55
5,600	Spectra Energy Corp	SE 847560109	32.44	181,642.32	41.09	230,104.00	48,461.68	9,072	3.94
3,400	Starbucks Corp	SBUX 855244109	49.01	166,640.97	55.52	188,768 00	22,127.03	3,400	1 80
1,995	Target Corp	TGT 87612E106	24.14	48,165.48	72.23	144,098.85	95,933 37	4,788	3.32
4,000	Toronto Dominion Bank	TD 891160509	36.35	145,391 20	49.34	197,360.00	51,968.80	6,560	3.32
2,696	Total S A Sponsored ADR repstg .5 ord shs	TOT 89151E109	54.63	147,294.07	50.97	137,415 12	(9,878.95)	6,168	4.49
53,922	UMB Financial Corp	UMBF 902788108	11.81	636,562 50	77.12	4,158,464.64	3,521,902.14	55,000	1.32
2,900	Union Pacific Corp	UNP 907818108	62 77	182,036 20	103.68	300,672.00	118,635 80	7,018	2.33
4,415	United Parcel Service Inc Class B Shares	UPS 911312106	88 04	388,682 76	114.64	506,135.60	117,452.84	13,775	2.72

Statement of Investment Position (continued)

Units	Description	Symbol Cusip	Cost Basis Unit	Cost Basis Total	Market Value Unit	Market Value Total	Unrealized Gain / (Loss)	Estimated Annual Income	Yield %
	Equity Securities *(continued)*								
	Common Stock *(continued)*								
1,615	United Technologies Corp	UTX 913017109	33.80	54,587.00	109.62	177,036.30	122,449.30	4,264	2.41
1,900	UnitedHealth Group Inc	UNH 91324P102	102.99	195,677.01	160 04	304,076.00	108,398.99	4,750	1.56
7,356	V F Corp	VFC 918204108	20.29	149,246.91	53.35	392,442.60	243,195.69	12,358	3.15
5,315	Verizon Communications Inc	VZ 92343V104	44.23	235,082.24	53.38	283,714.70	48,632.46	12,278	4.33
2,727	Vodafone Group Plc One ADR Represents 10 Ord Shares	VOD 92857W308	61.27	167,080.77	24.43	66,620.61	(100,460.16)	4,071	6.11
2,600	Wells Fargo & Co	WFC 949746101	37.64	97,855.68	55.11	143,286.00	45,430.32	3,952	2.76
3,506	Weyerhaeuser Co	WY 962166104	22.18	77,770.67	30.09	105,495.54	27,724.87	4,347	4.12
2,000	Whole Foods Market Inc	WFM 966837106	53.47	106,949.60	30.76	61,520.00	(45,429.60)	1,120	1.82
2,860	Williams Partners LP	WPZ 96949L105	53.29	152,395.18	38.03	108,765.80	(43,629.38)	9,724	8.94
3,910	Woodside Petroleum Ltd One ADR Represents 1 Ord Shr	WOPEY 980228308	5.07	19,823.70	22.56	88,221.33	68,397.63	2,854	3.24
3,700	Xilinx Inc	XLNX 983919101	54 53	201,754.71	60.37	223,369.00	21,614.29	4,884	2.19
	Total Common Stock			17,155,922.63		35,077,987.02	17,922,064.39	847,387	
	Total Equity Securities			17,155,922.63		35,077,987.02	17,922,064.39	847,387	
	Fixed Income Securities								
	Government & Agency Bonds								
73.2075	Govt National Mtg Assn DTD 6/1/2002 5.5000% 6/20/2017 Pool # 003244	36202DS93	1.01	73.94	100.30	73.42	(0.52)	4	5.49
	Total Government & Agency Bonds			73.94		73.42	(0.52)	4	
	Corporate Bonds								
250,000	Aflac Inc DTD 3/12/2015 2.400% 3/16/2020 Sr Unsecured A3	001055AN2	1.01	251,651.07	100.35	250,877.50	(773.57)	6,000	2.24

Statement of Investment Position (continued)

Units	Description	Symbol Cusip	Cost Basis Unit	Cost Basis Total	Market Value Unit	Market Value Total	Unrealized Gain / (Loss)	Estimated Annual Income	Yield %
	Fixed Income Securities *(continued)*								
	Corporate Bonds *(continued)*								
230,000	Ameriprise Financial Inc DTD 6/8/2009 7 300% 6/28/2019 Sr Unsecured Notes A3	03076CAD8	1.13	259,260.09	112 24	258,156.60	(1,103 49)	16,790	3.31
500,000	Apple Inc DTD 2/23/2016 2.250% 2/23/2021 Sr Unsecured Call 01/23/2021 @ 100 Aa1	037833BS8	1.02	511,458 13	99.92	499,585.00	(11,873.13)	11,250	1.76
400,000	Archer Daniels Midland Co DTD 3/4/2008 5 450% 3/15/2018 Sr Unsecured Notes A2	039483AY8	1 06	423,334.87	104 75	418,992.00	(4,342.87)	21,800	3 14
500,000	AT&T Inc DTD 2/13/2012 1.600% 2/15/2017 Sr Unsecured Notes Baa1	00206RBC5	1.01	504.055.20	100.03	500,135.00	(3,920.20)	8,000	1.42
250,000	Autonation Inc DTD 2/1/2012 5.500% 2/1/2020 Sr Unsecured Notes Baa3	05329WAK8	1.09	273,429 48	107.47	268,667.50	(4,761.98)	13,750	2 69
500,000	Bank of America Corporation DTD 8/23/2007 6.000% 9/1/2017 Senior Notes Baa1	060505DH4	1.04	520,764.06	102.90	514,490.00	(6,274.06)	30,000	4 64
500,000	BB&T Corporation DTD 12/8/2014 2.450% Ser MTN 1/15/2020 Call 12/15/2019 @ 100 Sr Unsecured A2	05531FAS2	1 01	506,480.40	100.78	503,920.00	(2,560 40)	12,250	2.16
250,000	BP Capital Markets Plc DTD 2/10/2014 2.237% 5/10/2019 Sr Unsecured A2	05565QCR7	1.00	251,180.32	100 61	251,515.00	334.68	5,593	2.10

Statement of Investment Position (continued)

Units	Description	Symbol Cusip	Cost Basis Unit	Cost Basis Total	Market Value Unit	Market Value Total	Unrealized Gain / (Loss)	Estimated Annual Income	Yield %
	Fixed Income Securities (continued)								
	Corporate Bonds *(continued)*								
500,000	Bunge NA Finanace LP DTD 3/22/2007 5.900% 4/1/2017 Sr Unsecured Notes Baa2	120569AA6	1.02	510,077 66	100.86	504,300 00	(5,777.66)	29,500	5.15
500,000	Ford Motor Credit Co DTD 8/4/2010 6.625% 8/15/2017 Sr Unsecured Notes Baa2	345397VP5	1.05	524,374.60	103.04	515,215.00	(9,159.60)	33,125	5.00
600,000	General Electric Co DTD 12/6/2007 5.250% 12/6/2017 Senior Unsecured Notes A1	369604BC6	1.08	645,980 61	103.59	621,564.00	(24,416.61)	31,500	3.73
500,000	Georgia Power Company DTD 12/15/2009 4 250% 12/1/2019 Sr Unsecured Notes A3	373334JP7	1.07	535,207.53	106.16	530,795.00	(4,412 53)	21,250	2.64
500,000	Goldman Sachs Group Inc MTN DTD 2/5/2009 7.500% 2/15/2019 Senior Notes A3	38141EA25	1.12	562,471.12	110.86	554,290.00	(8,181.12)	37,500	3.73
500,000	Home Depot Inc DTD 2/12/2016 2.000% 4/1/2021 Sr Unsecured Call 03/01/2021 @ 100 A2	437076BL5	1.02	508,183.67	99.21	496,025.00	(12,158.67)	10,000	1.66
500,000	IBM Corp DTD 9/14/2007 5.700% 9/14/2017 Senior Notes Aa3	459200GJ4	1 04	521,410.72	103 00	514,985.00	(6,425.72)	28,500	4.35
500,000	John Deere Capital Corp DTD 3/11/2013 1.300% 3/12/2018 Sr Unsecured A2	24422ESB6	0.99	494,225.00	99.73	498,655.00	4,430.00	6,500	1.60
500,000	JPMorgan Chase & Co DTD 8/20/2012 2.000% 8/15/2017 Sr Unsecured Notes A3	48126EAA5	1.00	500,826.75	100.37	501,855.00	1,028.25	10,000	1.95

Statement of Investment Position (continued)

Units	Description	Symbol Cusip	Cost Basis Unit	Cost Basis Total	Market Value Unit	Market Value Total	Unrealized Gain / (Loss)	Estimated Annual Income	Yield %
	Fixed Income Securities (continued)								
	Corporate Bonds (continued)								
250,000	Lowes Companies Inc DTD 11/22/2010 3.750% 4/15/2021 Sr Unsecured Notes Call 1/15/21 @ 100 A3	548661CT2	1.09	271,435.00	105.74	264,347.50	(7,087.50)	9,375	1.74
500,000	Morgan Stanley MTN DTD 12/28/2007 5 950% Ser F 12/28/2017 Senior Unsecured Notes A3	61744YAD0	1.04	519,808.54	104.08	520,415.00	606.46	29,750	4.76
500,000	Paccar Finl Corp DTD 3/6/2012 1.600% 3/15/2017 Sr Unsecured Notes A1	69371RK54	1 01	504,889.11	100.12	500,595.00	(4,294.11)	8,000	1.38
500,000	Pepsico Inc DTD 10/26/2010 3.125% 11/1/2020 Sr Unsecured Notes A1	713448BR8	1.06	531,049.46	103.21	516,035.00	(15,014.46)	15,625	1.70
500,000	Royal Bank of Canada DTD 1/14/2013 1 500% Ser MTN 1/16/2018 Sr Unsecured Aa3	78008SVD5	1 00	500,030 45	99 86	499,300.00	(730.45)	7,500	1.50
500,000	Starbucks Corp DTD 2/4/2016 2 100% 2/4/2021 Sr Unsecured Call 01/04/2021 @ 100 A2	855244AJ8	1 02	510,186 17	99 68	498,400.00	(11,786.17)	10,500	1.66
250,000	Target Corp DTD 7/16/2010 3.875% 7/15/2020 Sr Unsecured Notes A2	87612EAV8	1 09	271,927.50	105.92	264,807.50	(7,120.00)	9,688	1.43
250,000	Verizon Communications Inc DTD 2/21/2015 2 625% 2/21/2020 Sr Unsecured Baa1	92343VCH5	1 04	259,168.54	100.96	252,397.50	(6,771.04)	6,563	1.56

Statement of Investment Position (continued)

Units	Description	Symbol Cusip	Cost Basis Unit	Cost Basis Total	Market Value Unit	Market Value Total	Unrealized Gain / (Loss)	Estimated Annual Income	Yield %
Fixed Income Securities (continued)									
Corporate Bonds *(continued)*									
400,000	Wachovia Corp DTD 6/8/2007 5.750% 6/15/2017 Senior Notes A2	929903DT6	1.07	426,764.55	101.91	407,620.00	(19,144.55)	23,000	4.14
	Total Corporate Bonds			12,099,630.60		11,927,940.10	(171,690.50)	453,306	
	Total Fixed Income Securities			12,099,704.54		11,928,013.52	(171,691.02)	453,312	
Other Funds									
Other Funds									
4,600	Plains All Amern Pipeline LP	PAA 726503105	44.26	203,575.16	32.29	148,534.00	(55,041.16)	10,120	6.81
	Total Other Funds			203,575.16		148,534.00	(55,041.16)	10,120	
	Total Other Funds			203,575.16		148,534.00	(55,041.16)	10,120	
Real Estate / Oil & Gas									
Real Estate / Oil & Gas									
1	Autumn Trees-The Chestnut Tree The Chestnut Tree-Red-Red, 1924 by George O'keeffe 36.13" x 30.06" Oil on Canvas		875,293.55	875,293.55	1,750,000.00	1,750,000.00	874,706.45	0	
1	Painting "Untitled" By Willem Dekooning 1977 Oil On Canvas 60 x 48 Purchased in 1999 On Loan To KMCA		1,000,000.00	1,000,000.00	8,500,000.00	8,500,000.00	7,500,000.00	0	
	Total Real Estate / Oil & Gas			1,875,293.55		10,250,000.00	8,374,706.45	0	
	Total Real Estate / Oil & Gas			1,875,293.55		10,250,000.00	8,374,706.45	0	
Money Markets & Cash									
Money Market Funds									
2,104,859.64	Fidelity Treasury Only Fund #680	233809300	1.00	2,104,859.64	1.00	2,104,859.64		6,817	0.32
	Total Money Market Funds			2,104,859.64		2,104,859.64	0.00	6,817	

Statement of Investment Position (continued)

Units	Description	Symbol Cusip	Cost Basis Unit	Cost Basis Total	Market Value Unit	Market Value Total	Unrealized Gain / (Loss)	Estimated Annual Income	Yield %
	Money Markets & Cash (continued)								
	Cash								
0	Cash		0.00	0.00	1.00	0.00		0	
	Total Cash			**0.00**		**0.00**	**0.00**	0	
	Total Money Markets and Cash			2,104,859.64		2,104,859.64	0.00	6,817	
	Account Total			**33,439,355.52**		**59,509,394.18**	**26,070,038.66**	**1,317,636**	

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
PARTNERSHIP INCOME	21,914.	163.
TOTALS	21,914.	163.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	800.			800.
TOTALS	800.	NONE	NONE	800.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	2,698.	2,698.
FEDERAL ESTIMATES - INCOME	12,000.	
TOTALS	14,698.	2,698.

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FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER NON-ALLOCABLE EXPENSE -	85.	85.
OTHER NON-ALLOCABLE EXPENSE -	699.	699.
TOTALS	784.	784.

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

DESCRIPTION		AMOUNT
ACCRUED INTEREST PAID		625.
ROUNDING		1.
	TOTAL	626.