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Form **990-PF****Return of Private Foundation**
or Section 4947(a)(1) Trust Treated as Private Foundation

OMB No 1545-0052

2016Department of the Treasury
Internal Revenue Service▶ Do not enter social security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

Open to Public Inspection

For calendar year 2016 or tax year beginning , and ending

Name of foundation THE HARRY J LLOYD CHARITABLE TRUST		A Employer identification number 43-6689416
Number and street (or P.O. box number if mail is not delivered to street address) 7200 WEST 132ND STREET, STE 190	Room/suite	B Telephone number (see instructions) 913-851-2174
City or town, state or province, country, and ZIP or foreign postal code OVERLAND PARK KS 66213		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 ☒ 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) ▶ \$ 55,275,370	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify)	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 ☒ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	13	13		
	4 Dividends and interest from securities	1,272,606	1,272,606		
	5a Gross rents	4,000			
	b Net rental income or (loss)	3,947			
	6a Net gain or (loss) from sale of assets not on line 10	-400,605			
	b Gross sales price for all assets on line 6a	21,517,153			
	7 Capital gain net income (from Part IV, line 2)		0		
	8 Net short-term capital gain			0	
	9 Income modifications SEE STMT 1			29,888	
	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) STMT 2	19,338				
12 Total. Add lines 1 through 11	895,352	1,272,619	29,888		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	312,194	62,439		249,755
	14 Other employee salaries and wages	272,812	54,562		218,250
	15 Pension plans, employee benefits	71,621	14,324		57,297
	16a Legal fees (attach schedule) SEE STMT 3	38,672	7,734		30,938
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule) STMT 4	192,940	192,940		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 5	30,938	6,117		24,468
	19 Depreciation (attach schedule) and depletion STMT 6	14,569			
	20 Occupancy	54,821	10,964		43,857
	21 Travel, conferences, and meetings	100,199	5,010		95,189
	22 Printing and publications				
	23 Other expenses (att sch) STMT 7	176,134	11,580		164,554
	24 Total operating and administrative expenses. Add lines 13 through 23	1,264,900	365,670	0	884,308
	25 Contributions, gifts, grants paid	8,961,224			8,961,224
26 Total expenses and disbursements. Add lines 24 and 25	10,226,124	365,670	0	9,845,532	
27 Subtract line 26 from line 12.					
a Excess of revenue over expenses and disbursements	-9,330,772				
b Net investment income (if negative, enter -0-)		906,949			
c Adjusted net income (if negative, enter -0-)			29,888		

For Paperwork Reduction Act Notice, see instructions.

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	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	105,705	128,574	128,574
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶	6	312	312
	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 (att. 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) STMT 8	37,351,923	32,247,247	31,752,286
	b	Investments – corporate stock (attach schedule) SEE STMT 9	17,350,732	12,342,380	12,174,838
	c	Investments – corporate bonds (attach schedule) SEE STMT 10	10,662,342	11,485,691	11,196,292
	11	Investments – land, buildings, and equipment basis ▶ 83,068			
Liabilities		Less: accumulated depreciation (attach sch.) ▶ STMT 11 60,000	37,637	23,068	23,068
	12	Investments – mortgage loans			
	13	Investments – other (attach schedule)			
	14	Land, buildings, and equipment basis ▶			
		Less: accumulated depreciation (attach sch.) ▶			
	15	Other assets (describe ▶)			
	16	Total assets (to be completed by all filers – see the instructions. Also, see page 1, item I)	65,508,345	56,227,272	55,275,370
	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	65,508,345	56,227,272	
	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			
	30	Total net assets or fund balances (see instructions)	65,508,345	56,227,272	
	31	Total liabilities and net assets/fund balances (see instructions)	65,508,345	56,227,272	

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	65,508,345
2	Enter amount from Part I, line 27a	2	-9,330,772
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 12	3	49,699
4	Add lines 1, 2, and 3	4	56,227,272
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	56,227,272

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a NORTHERN TRUST CAP GAIN DISTR	P	VARIOUS	VARIOUS
b NORTHERN TRUST COMMON TRUST ST	P	VARIOUS	VARIOUS
c NORTHERN TRUST COMMON TRUST LT	P	VARIOUS	VARIOUS
d NORTHERN TRUST ST - SEE ATTACHED	P	VARIOUS	VARIOUS
e NORTHERN TRUST LT - SEE ATTACHED	P	VARIOUS	VARIOUS

(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 5,859			5,859
b 33,679			33,679
c		5,579	-5,579
d 1,654,739		1,680,517	-25,778
e 19,822,876		20,231,662	-408,786

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV 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			5,859
b			33,679
c			-5,579
d			-25,778
e			-408,786

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	-400,605
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	7,901

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	9,901,119	69,039,370	0.143413
2014	9,649,929	77,247,356	0.124922
2013	10,009,183	85,354,526	0.117266
2012	10,515,449	95,307,487	0.110332
2011	11,090,429	102,863,743	0.107817

2 Total of line 1, column (d)	2	0.603750
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	0.120750
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	60,003,515
5 Multiply line 4 by line 3	5	7,245,424
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	9,069
7 Add lines 5 and 6	7	7,254,493
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	9,845,532

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	9,069
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2	3	9,069
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	9,069
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	38,983
b	Exempt foreign organizations – tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	38,983
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	29,914
11	Enter the amount of line 10 to be Credited to 2017 estimated tax 29,914 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)? <i>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</i>		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. \$ (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? <i>If "Yes," attach a detailed description of the activities</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		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?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		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? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) MO, KS		
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? <i>If "No," attach explanation</i>	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)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► WWW2.HJLTRUST.COM/	13	X
14 The books are in care of ► STEPHEN STEDDOM 7200 WEST 132ND ST. SUITE 190 Located at ► OVERLAND PARK KS ZIP+4 ► 66213 Telephone no ► 913-851-2174		
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	
16 At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►	16	X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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? If "Yes," list the years ► 20 , 20 , 20 , 20	☐ Yes ☒ No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement – see instructions)	N/A	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. ► 20 , 20 , 20 , 20		
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.)	N/A	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)

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ No **N/A** **5b**

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

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

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? ☐ Yes ☒ No **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? ☐ Yes ☒ No **N/A** **7b**

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (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
SEE STATEMENT 13				

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
WILLIAM NYMAN 7200 W 132ND ST, STE 190 OVERLAND PARK KS 66213	VICE PRES 36.00	119,730	29,460	0
AUSTIN SLOAN 7200 W 132ND ST, STE 190 OVERLAND PARK KS 66213	ASST VP 40.00	81,695	10,678	0
CHERYL COLE 7200 W 132ND ST, STE 190 OVERLAND PARK KS 66213	ASST VP 40.00	71,387	5,658	0

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

0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NORTHERN TRUST 50 S LA SALLE ST CHICAGO IL 60603	INVESTMENT MGMT	192,939

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

0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A	
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 N/A	
2	
All other program-related investments. See instructions.	
3	

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	60,779,696
b	Average of monthly cash balances	1b	114,510
c	Fair market value of all other assets (see instructions)	1c	23,068
d	Total (add lines 1a, b, and c)	1d	60,917,274
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	60,917,274
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	913,759
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	60,003,515
6	Minimum investment return. Enter 5% of line 5	6	3,000,176

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	3,000,176
2a	Tax on investment income for 2016 from Part VI, line 5	2a	9,069
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	9,069
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,991,107
4	Recoveries of amounts treated as qualifying distributions	4	29,888
5	Add lines 3 and 4	5	3,020,995
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	3,020,995

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	9,845,532
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	9,845,532
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	9,069
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	9,836,463

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				3,020,995
2 Undistributed income, if any, as of the end of 2016:				
a Enter amount for 2015 only				
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2016:				
a From 2011	5,996,577			
b From 2012	5,810,007			
c From 2013	5,781,553			
d From 2014	5,856,770			
e From 2015	6,456,377			
f Total of lines 3a through e	29,901,284			
4 Qualifying distributions for 2016 from Part XII, line 4: ► \$ 9,845,532				
a Applied to 2015, but not more than line 2a				
b Applied to undistributed income of prior years (Election required – see instructions)				
c Treated as distributions out of corpus (Election required – see instructions)				
d Applied to 2016 distributable amount				3,020,995
e Remaining amount distributed out of corpus	6,824,537			
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	36,725,821			
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				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)				
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)	5,996,577			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	30,729,244			
10 Analysis of line 9:				
a Excess from 2012	5,810,007			
b Excess from 2013	5,781,553			
c Excess from 2014	5,856,770			
d Excess from 2015	6,456,377			
e Excess from 2016	6,824,537			

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

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)	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
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 ☐ 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:
STEPHEN STEDDOM, HARRY J LLOYD CHAR 913-851-2174
7200 W. 132ND ST, SUITE 190 OVERLAND PARK KS 66213
b The form in which applications should be submitted and information and materials they should include.
SEE STATEMENT 14
c Any submission deadlines:
SEE STATEMENT 14
d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:
SEE STATEMENT 14

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SEE ATTACHED STATEMENT 15	N/A	501 (C) (3)		
			EVANGELISM	6,084,289
SEE ATTACHED STATEMENT 15	N/A	501 (C) (3)		
		GEN'L CHRISTIAN	PURPOSES	1,723,130
SEE ATTACHED STATEMENT 15	N/A	501 (C) (3)		
		MEDICAL	RESEARCH	1,153,805
Total			3a	8,961,224
b Approved for future payment				
N/A				
Total			3b	

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a Transfers from the reporting foundation to a noncharitable exempt organization of

- (1)** Cash
- (2)** Other assets

b Other transactions

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

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

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[illegible]☒ Yes ☐ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
WAY FOUNDATION	501 (C) (3)	ELEMENT OF COMMON CONTROL

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

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

**Sign
Here**

Signature of officer or trustee

Date: _____

Title

Paid
Preparer
Use Only

Print/Type preparer's name

Preparer's signature

Date _____

Check ☐ if self-employed

SCOTT BOAN, CPA

SCOTT BOAN, CPA

11/08/17

Firm's name ▶	BOAN, CONNEALY & HOULEHAN LLC
Firm's address ▶	13220 METCALF AVENUE, SUITE 100 OVERLAND PARK, KS 66213-2813

PTIN	P00848288
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Firm's EIN ▶ 27-4360947

Phone no **913-491-9178**

Statement 1 - Form 990-PF, Part I, Line 9 - Income Modifications

Description	Amount
RETURNED GRANTS	\$ 29,888
TOTAL	\$ 29,888

Federal Statements

Statement 2 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
HOLIDAY ACRES ASSOCIATES	\$ 19,338	\$	\$
TOTAL	\$ 19,338	\$ 0	\$ 0

Statement 3 - Form 990-PF, Part I, Line 16a - Legal Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
LEGAL & ACCOUNTING FEES	\$ 38,672	\$ 7,734	\$	\$ 30,938
TOTAL	\$ 38,672	\$ 7,734	\$ 0	\$ 30,938

Statement 4 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
INVESTMENT ADVISORY FEES	\$ 122,348	\$ 122,348	\$	\$
EQUITY ADVISORY FEES	70,592	70,592		
TOTAL	\$ 192,940	\$ 192,940	\$ 0	\$ 0

Statement 5 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
PAYROLL & GENERAL TAXES	\$ 30,585	\$ 6,117	\$	\$ 24,468
EXCISE TAXES	300			
LAND RENTAL	53			
TOTAL	\$ 30,938	\$ 6,117	\$ 0	\$ 24,468

Federal Statements

Statement 6 - Form 990-PF, Part I, Line 19 - Depreciation

Description		Method	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income
Date Acquired	Cost Basis					
VARIOUS OFFICE EQUIPMENT & FURNITURE						
	\$ 63,632	85,695 MACRS	5-7	\$ 14,569	\$	\$
TOTAL	\$ 63,632	85,695		\$ 14,569	\$ 0	\$ 0

Statement 7 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXPENSES		\$	\$	
MEDICAL GRANT CONSULTANT FEES	42,500			42,500
OTHER CONSULTANT FEES	24,976			24,976
POSTAGE & SHIPPING	2,220	444		1,776
MISCELLANEOUS	639	128		511
OFFICE EXPENSE	42,357	8,471		33,886
TELEPHONE	9,733	1,947		7,786
INSURANCE	2,508	502		2,006
CONVENING	9,664			9,664
RESEARCH	41,449			41,449
BANK FEES	88	88		
TOTAL	\$ 176,134	\$ 11,580	\$ 0	\$ 164,554

Statement 8 - Form 990-PF, Part II, Line 10a - US and State Government Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
GOV'T & MORTGAGE BACKED BONDS	\$ 37,351,923	\$ 32,247,247	COST	\$ 31,752,286
TOTAL	\$ 37,351,923	\$ 32,247,247		\$ 31,752,286

Federal Statements

Statement 9 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
STOCKS - PUBLICLY TRADED	\$ 17,350,732	\$ 12,342,380	COST	\$ 12,174,838
TOTAL	\$ 17,350,732	\$ 12,342,380		\$ 12,174,838

Statement 10 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
CORPORATE AND INT'L DEBT SECURITIES	\$ 10,662,342	\$ 11,485,691	COST	\$ 11,196,292
TOTAL	\$ 10,662,342	\$ 11,485,691		\$ 11,196,292

Statement 11 - Form 990-PF, Part II, Line 11 - Land, Building, and Equipment Investments

Description	Beginning Net Book	End Cost / Basis	End Accumulated Depreciation	Net FMV
OFFICE EQUIPMENT	\$ 37,637	\$ 83,068	\$ 60,000	\$ 23,068
TOTAL	\$ 37,637	\$ 83,068	\$ 60,000	\$ 23,068

Statement 12 - Form 990-PF, Part III, Line 3 - Other Increases

<u>Description</u>	<u>Amount</u>
RETURNED GRANTS FROM PART 1, LINE 9	\$ 29,888
INVESTMENT NET BOOK/TAX DIFF	11,811
2014 TAX REFUND	8,000
TOTAL	<u>\$ 49,699</u>

Federal Statements

Statement 13 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees,
Etc.

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
JANE OVERSTREET 7200 WEST 132ND ST, STE 190 OVERLAND PARK KS 66213	TRUSTEE	3.00	26,250	0	0
JAMI KAY 7200 WEST 132ND ST, STE 190 OVERLAND PARK KS 66213	TRUSTEE	2.00	17,500	0	0
JEANETTE LLOYD 7200 WEST 132ND ST, STE 190 OVERLAND PARK KS 66213	TRUSTEE	2.00	17,500	0	0
JIM PLUEDDEMANN 7200 WEST 132ND ST, STE 190 OVERLAND PARK KS 66213	TRUSTEE	2.00	14,000	0	0
DANIEL DOTY 7200 WEST 132ND ST, STE 190 OVERLAND PARK KS 66213	TRUSTEE	2.00	17,500	0	0
DON CARSON 7200 WEST 132ND ST, STE 190 OVERLAND PARK KS 66213	TRUSTEE	2.00	17,500	0	0
LIZ NELSON 7200 WEST 132ND ST, STE 190 OVERLAND PARK KS 66213	TRUSTEE	2.00	17,500	0	0
STEPHEN STEDDOM 7200 W 132ND ST, STE 190 OVERLAND PARK KS 66213	EXECUTIVE DI	40.00	184,444	27,739	0

Form 990-PF, Part XV, Line 2b - Application Format and Required Contents

Description

SEE STATEMENT 14

Form 990-PF, Part XV, Line 2c - Submission Deadlines

Description

SEE STATEMENT 14

Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations

Description

SEE STATEMENT 14