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EXTENDED TO NOVEMBER 15, 2017

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

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

Department 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.

OMB No 1545-0052

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning

, and ending

Name of foundation

MORGAN CHARITABLE FOUNDATION**ATTN: MARK DRAKE**

A Employer identification number

47-5577049

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

5901 COLLEGE BLVD

Room/suite

100

B Telephone number

913-831-2996

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

OVERLAND PARK, KS 66211C 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 changeD 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 foundationE 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)

\$ 5,935,647.

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, column (d) must be on cash basis.)

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).)

	(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	4,920,775.		N/A	
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	3,857.	3,857.		STATEMENT 1
4 Dividends and interest from securities	68,397.	67,419.		STATEMENT 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	-28,311.			
b Gross sales price for all assets on line 6a	662,041.			
7 Capital gain net income (from Part IV, line 2)		0.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss)				
11 Other income				
12 Total. Add lines 1 through 11	4,964,718.	71,276.		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc	0.	0.		0.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees	1,560.	1,560.		0.
b Accounting fees	3,486.	3,486.		0.
c Other professional fees	13,059.	13,059.		0.
17 Interest				
18 Taxes	1,796.	296.		0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses				
24 Total operating and administrative expenses. Add lines 13 through 23	19,901.	18,401.		0.
25 Contributions, gifts, grants paid	112,000.			112,000.
26 Total expenses and disbursements. Add lines 24 and 25	131,901.	18,401.		112,000.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	4,832,817.			
b Net investment income (if negative, enter -0-)		52,875.		
c Adjusted net income (if negative, enter -0-)			N/A	

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing		8,500.	8,500.
	2 Savings and temporary cash investments		55,936.	55,936.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 7	0.	3,336,775.	4,467,867.
	c Investments - corporate bonds STMT 8	0.	1,430,284.	1,402,022.
	11 Investments - land, buildings, and equipment: basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶ STATEMENT 9)	0.	1,322.	1,322.	
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	0.	4,832,817.	5,935,647.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	4,832,817.	
	30 Total net assets or fund balances	0.	4,832,817.	
31 Total liabilities and net assets/fund balances	0.	4,832,817.		

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	0.
2 Enter amount from Part I, line 27a	2	4,832,817.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	4,832,817.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,832,817.

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Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 662,041.		690,352.	<28,311.>

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			<28,311.>

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	<28,311.>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

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	0.	0.	.000000
2014			
2013			
2012			
2011			

2 Total of line 1, column (d)	2	.000000
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	.000000
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	3,925,435.
5 Multiply line 4 by line 3	5	0.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	529.
7 Add lines 5 and 6	7	529.
8 Enter qualifying distributions from Part XII, line 4	8	112,000.

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.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	529.
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	529.
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	529.
6 Credits/Payments:			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a	1,500.	
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	1,500.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	4.	
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	967.	
11 Enter the amount of line 10 to be: Credited to 2017 estimated tax <input checked="" type="checkbox"/> 967. Refunded <input checked="" type="checkbox"/>	11	0.	

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

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Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)		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)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	X	
Website address N/A		
14 The books are in care of MORGAN CHARITABLE FOUNDATION Telephone no. 913-319-0324		
Located at 5901 COLLEGE BLVD, SUITE 100, OVERLAND PARK, KS ZIP+4 66211		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year		
	15	N/A
16 At any time during calendar year 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?	Yes	No
	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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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	N/A	
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?		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	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

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

N/A

☐ Yes ☐ No

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

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

☐ Yes ☒ No

6b

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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

7b

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

(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
TODD D. MORGAN	PRESIDENT/DIRECTOR			
P.O. BOX 129				
SHAWNEE MISSION, KS 66201	1.00	0.	0.	0.
SANDRA S. MORGAN	VICE PRES. & SECRETARY/DIR			
P.O. BOX 129				
SHAWNEE MISSION, KS 66201	1.00	0.	0.	0.

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

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

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

0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	2,934,704.
b	Average of monthly cash balances	1b	1,046,985.
c	Fair market value of all other assets	1c	3,524.
d	Total (add lines 1a, b, and c)	1d	3,985,213.
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	3,985,213.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	59,778.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,925,435.
6	Minimum investment return. Enter 5% of line 5	6	196,272.

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	196,272.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	529.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	529.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	195,743.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	195,743.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	195,743.

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	112,000.
b	Program-related investments - total from Part IX-B	1b	0.
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	112,000.
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	5	529.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	111,471.

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				195,743.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011				
b From 2012				
c From 2013				
d From 2014				
e From 2015				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2016 from Part XII, line 4: ► \$ 112,000.				
a Applied to 2015, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2016 distributable amount				112,000.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				83,743.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015				
e Excess from 2016				

Form 990-PF (2016)

ATTN: MARK DRAKE

47-5577049

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

N/A

- 1 a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling

- b** Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(1)(3) or ☐ 4942(1)(5)

- 2 a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

b 85% of line 2a

- c** Qualifying distributions from Part XII,
line 4 for each year listed

- d** Amounts included in line 2c not used directly for active conduct of exempt activities

- e Qualifying distributions made directly for active conduct of exempt activities.

Subtract line 2d from line 2c

- 3** Complete 3a, b, or c for the alternative test relied upon:

- a "Assets" alternative test - enter:
(1) Value of all assets

- (2) Value of assets qualifying under section 4942(j)(3)(B)(i)

- b** "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

- c "Support" alternative test - enter:

- (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).

- (2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

- (3) Largest amount of support from an exempt organization**

- (4) Gross investment income

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

SEE STATEMENT 11

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

SEE STATEMENT 11

- c Any submission deadlines:**

SEE STATEMENT 11

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

SEE STATEMENT 11

MORGAN CHARITABLE FOUNDATION

Form 990-PF (2016)

ATTN: MARK DRAKE

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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				
BLUE VALLEY EDUCATIONAL FOUNDATION 15020 METCALF AVENUE OVERLAND PARK, KS 66223	N/A	TAX EXEMPT ORGANIZATION	SUPPORT STUDENT LEARNING THROUGH TEACHER GRANTS AND PROGRAMS WHICH SUPPORT EDUCATIONAL EXCELLENCE	1,000.
THE HOPE CENTER 2800 EAST LINWOOD BOULEVARD KANSAS CITY, MO 64128	N/A	TAX EXEMPT ORGANIZATION	SPIRITUAL, EDUCATIONAL, MEDICAL, TECHNICAL, ECONOMIC AND FAMILY BASED INITIATIVES TO ASSIST	1,000.
CHURCH OF THE RESURRECTION 13720 ROE AVENUE LEAWOOD, KS 66224	N/A	TAX EXEMPT ORGANIZATION	CHANGE LIVES, RENEW CHURCHES AND TRANSFORM COMMUNITIES	100,000.
KANSAS CITY YOUNG MATRONS PHILANTHROPIC FUND 5211 CHERRY STREET KANSAS CITY, MO 64110	N/A	TAX EXEMPT ORGANIZATION	PROVIDE SAFE AND STABLE HOMES, GUIDANCE AND SUPPORT AND EMPLOYMENT OPPORTUNITIES FOR MEN	10,000.
Total			3a	112,000.
b Approved for future payment				
NONE				
Total			3b	0.

Form 990-PF (2016)

Part XVII

		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.		

[illegible]

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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

PRESIDENT
Title

Print/Type preparer's name ROBERT J. O'HALLORAN	Preparer's signature ROBERT J. O'HALLORAN	Date 04/27/17	Check <input type="checkbox"/> if self-employed	PTIN P00218447
Firm's name ▶ O'HALLORAN SHERMAN ASSOCIATES, LLC			Firm's EIN ▶ 20-2069908	
Firm's address ▶ 4801 W. 110TH ST., SUITE 150 OVERLAND PARK, KS 66211			Phone no. (913)341-8500	

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

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

OMB No 1545-0047

2016

Name of the organization

MORGAN CHARITABLE FOUNDATION
ATTN: MARK DRAKE

Employer identification number

47-5577049

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

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

Form 990-PF

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

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

Special Rules

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

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

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. **Schedule B (Form 990, 990-EZ, or 990-PF) (2016)**

Name of organization

MORGAN CHARITABLE FOUNDATION

ATTN: MARK DRAKE

Employer identification number

47-5577049

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	THE MORGAN FAMILY FOUNDATION 5201 JOHNSON DRIVE, SUITE 100 MISSION, KS 66205	\$ 3,606,946.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
2	THE MORGAN FAMILY FOUNDATION 5201 JOHNSON DRIVE, SUITE 100 MISSION, KS 66205	\$ 1,151,366. TAX BASIS	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
3	THE MORGAN FAMILY FOUNDATION 5201 JOHNSON DRIVE, SUITE 100 MISSION, KS 66205	\$ 162,463.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Employer identification number

47-5577049

ATTN: MARK DRAKE

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

[illegible]

Name of organization

Employer identification number

MORGAN CHARITABLE FOUNDATION**ATTN: MARK DRAKE****47-5577049**

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

Use duplicate copies of Part III if additional space is needed

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

Part XV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - THE HOPE CENTER

SPIRITUAL, EDUCATIONAL, MEDICAL, TECHNICAL, ECONOMIC AND FAMILY BASED
INITIATIVES TO ASSIST NEIGHBORHOODS ON KANSAS CITY'S EAST SIDE

NAME OF RECIPIENT - KANSAS CITY YOUNG MATRONS PHILANTHROPIC FUND

PROVIDE SAFE AND STABLE HOMES, GUIDANCE AND SUPPORT AND EMPLOYMENT
OPPORTUNITIES FOR MEN AND WOMEN WHO ARE COMMITTED TO OVERCOMING THEIR
ADDICTION AND BECOMING RESPONSIBLE, PRODUCTIVE MEMBERS OF OUR COMMUNITY

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	15000 UNITS VIACOM INC SENIOR NOTE 3.875%	P	06/17/16	07/07/16
b	400 SHS ACADIA HEALTHCARE CO	P	06/02/16	10/07/16
c	500 SHS COCO COLA CO	P	06/02/16	10/11/16
d	200 SHS COCO COLA CO	P	09/06/16	10/11/16
e	750 SHS KONINKLIJKE	P	06/02/16	10/13/16
f	450 SHS KONINKLIJKE	P	06/29/16	10/13/16
g	850 SHS DIEBOLD INC	P	06/02/16	10/13/16
h	350 SHS DIEBOLD INC	P	06/29/16	10/13/16
i	250 SHS TRACTOR SUPPLY	P	08/12/16	11/01/16
j	100 SHS TRACTOR SUPPLY	P	08/25/16	11/01/16
k	300 SHS LILLY ELI & CO	P	06/02/16	11/02/16
l	100 SHS LILLY ELI & CO	P	08/25/16	11/02/16
m	250 SHS DEERE & CO	P	06/02/16	11/02/16
n	100 SHS ALLERGAN PLC	P	06/02/16	11/02/16
o	250 SHS NOVARTIS A G	P	07/11/16	11/03/16

(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	15,859.		15,802.	57.
b	18,387.		24,085.	<5,698.>
c	20,722.		22,340.	<1,618.>
d	8,289.		8,760.	<471.>
e	21,645.		20,287.	1,358.
f	12,987.		10,955.	2,032.
g	19,687.		22,218.	<2,531.>
h	8,106.		8,294.	<188.>
i	16,027.		21,568.	<5,541.>
j	6,411.		8,446.	<2,035.>
k	22,006.		22,545.	<539.>
l	7,335.		7,899.	<564.>
m	22,037.		20,907.	1,130.
n	19,982.		24,506.	<4,524.>
o	17,719.		20,652.	<2,933.>

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			57.
b			<5,698.>
c			<1,618.>
d			<471.>
e			1,358.
f			2,032.
g			<2,531.>
h			<188.>
i			<5,541.>
j			<2,035.>
k			<539.>
l			<564.>
m			1,130.
n			<4,524.>
o			<2,933.>

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

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):

If gain, also enter in Part I, line 8, column (c).

If (loss), enter "-0-" in Part I, line 8

3

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	150 SHS NOVARTIS A G	P	08/25/16	11/03/16
b	550 SHS UNDER ARMOUR INC	P	06/29/16	11/03/16
c	250 SHS VANGUARD MID CAP ETF	P	08/09/16	11/03/16
d	250 SHS VANGUARD MID CAP ETF	P	09/06/16	11/03/16
e	1000 SHS ISHARES MSCI EMERGING MARKETS INDEX	P	06/06/16	11/09/16
f	1000 SHS ISHARES MSCI EMERGING MARKETS INDEX	P	07/11/16	11/09/16
g	1000 SHS ISHARES MSCI EMERGING MARKETS INDEX	P	08/09/16	11/09/16
h	225 SHS ASML HOLDING N V	P	08/24/16	11/11/16
i	275 SHS SKYWORK SOLUTIONS	P	10/07/16	11/29/16
j	175 SHS DOMINOS PIZZA INC	P	06/29/16	12/06/16
k	600 SHS ACTIVISION BLIZZARD INC	P	08/24/16	12/14/16
l	200 SHS ACTIVISION BLIZZARD INC	P	12/06/16	12/14/16
m	11000 UNITS ABBVIE INC SR NT	P	07/07/16	12/17/16
n	9000 UNITS ABBVIE INC SR NT	P	09/21/16	12/17/16
o	4000 UNITS ABBVIE INC SR NT	P	11/02/16	12/17/16

(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	10,631.		12,009.	<1,378.>
b	13,732.		19,482.	<5,750.>
c	30,867.		32,346.	<1,479.>
d	30,867.		32,611.	<1,744.>
e	36,441.		34,274.	2,167.
f	36,442.		34,937.	1,505.
g	36,441.		37,235.	<794.>
h	22,487.		24,086.	<1,599.>
i	21,161.		21,863.	<702.>
j	29,382.		22,132.	7,250.
k	21,667.		24,456.	<2,789.>
l	7,222.		7,334.	<112.>
m	11,069.		11,075.	<6.>
n	9,056.		9,033.	23.
o	4,025.		4,024.	1.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<1,378.>
b			<5,750.>
c			<1,479.>
d			<1,744.>
e			2,167.
f			1,505.
g			<794.>
h			<1,599.>
i			<702.>
j			7,250.
k			<2,789.>
l			<112.>
m			<6.>
n			23.
o			1.

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

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):

If gain, also enter in Part I, line 8, column (c).

If (loss), enter "-0-" in Part I, line 8

3

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	700 SHS MATTEL INC	P	06/02/16	12/19/16
b	300. SHS MATTEL INC	P	08/25/16	12/19/16
c	450 SHS MONSTER BEVERAGE CORP	P	11/02/16	12/19/16
d	8591.065 SHS VANGUARD HIGH YIELD ADM	P	VARIOUS	12/27/16
e	CAPITAL GAINS DIVIDENDS - STMT 2			
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(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 19,915.		22,091.	<2,176.>
b 8,535.		10,040.	<1,505.>
c 19,826.		21,716.	<1,890.>
d 50,000.		50,344.	<344.>
e 5,076.			5,076.
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<2,176.>
b			<1,505.>
c			<1,890.>
d			<344.>
e			5,076.
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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	<28,311.>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
MIDWEST TRUST	13,368.	13,368.	
MIDWEST TRUST-ACCRUED INTEREST PAID	<9,511.>	<9,511.>	
TOTAL TO PART I, LINE 3	3,857.	3,857.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
MIDWEST TRUST	31,186.	5,076.	26,110.	25,132.	
SECURITY BANK OF KANSAS CITY	42,287.	0.	42,287.	42,287.	
TO PART I, LINE 4	73,473.	5,076.	68,397.	67,419.	

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
SPENCER FANE LLP-LEGAL ADVICE REGARDING COMPLIANCE WITH PRIVATE FOUNDATION RULES AND REGULATIONS	1,560. 0.	1,560. 0.		0. 0.
TO FM 990-PF, PG 1, LN 16A	1,560.	1,560.		0.

FORM 990-PF	ACCOUNTING FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
O'HALLORAN SHERMAN ASSOCIATES, LLC-ACCOUNTING FOR ACTIVITY AND PREPARATION OF FORM 990-PF.	3,486.	3,486.			0.
ASSIST WITH COMPLIANCE OF PRIVATE FOUNDATION RULES AND REGULATIONS.	0.	0.			0.
	0.	0.			0.
TO FORM 990-PF, PG 1, LN 16B	3,486.	3,486.			0.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT FEES-MIDWEST TRUST	13,059.	13,059.			0.
TO FORM 990-PF, PG 1, LN 16C	13,059.	13,059.			0.

FORM 990-PF	TAXES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FEDERAL EXCISE TAX ON INVESTMENT INCOME	1,500.	0.			0.
FOREIGN TAX PAID ON INVESTMENT INCOME	296.	296.			0.
TO FORM 990-PF, PG 1, LN 18	1,796.	296.			0.

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
MIDWEST TRUST	2,185,409.	2,273,164.	
VALLEY VIEW BANCSHARES	1,151,366.	2,194,703.	
TOTAL TO FORM 990-PF, PART II, LINE 10B - <i>STMT 12</i>	3,336,775.	4,467,867.	

FORM 990-PF	CORPORATE BONDS	STATEMENT	8
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
MIDWEST TRUST - <i>STATEMENT 13</i>	1,430,284.	1,402,022.	
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,430,284.	1,402,022.	

FORM 990-PF	OTHER ASSETS	STATEMENT	9
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
DIVIDENDS RECEIVABLE	0.	1,322.	1,322.
TO FORM 990-PF, PART II, LINE 15	0.	1,322.	1,322.

FORM 990-PF

LIST OF SUBSTANTIAL CONTRIBUTORS
PART VII-A, LINE 10

STATEMENT 10

NAME OF CONTRIBUTOR

ADDRESS

MORGAN FAMILY FOUNDATION

5201 JOHNSON DRIVE, SUITE 100
MISSION, KS 66205

FORM 990-PF

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

STATEMENT 11

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

MARK DRAKE
5901 COLLEGE BOULEVARD, SUITE 100
OVERLAND PARK, KS 66211

TELEPHONE NUMBER

913-319-0324

EMAIL ADDRESS

MDRAKE@MIDWESTTRUST.COM

FORM AND CONTENT OF APPLICATIONS

BRIEF LETTER STATING GENERAL NATURE, GOALS, & PURPOSE OF REQUESTING
ORGANIZATION

ANY SUBMISSION DEADLINES

SUBMISSION SHOULD BE MADE BY DECEMBER 31ST FOR REQUEST FOR FUNDS FOR NEXT
CALENDAR YEAR

RESTRICTIONS AND LIMITATIONS ON AWARDS

ORGANIZATION MUST BE TAX EXEMPT UNDER IRC 501(C)(3)

PRIVATE FOUNDATIONS			2016
THE MORGAN CHARITABLE FOUNDATION	47-5577049		Form 990-PF Statement
PART II - LINE 10(b) - (AT COST) CORPORATE STOCK	12/31/16		
	<u>Book Value</u>	<u>Fair Market Value</u>	
5000 Shares ALPS Alerian MLP ETF	62,595	63,000	
750 Shares AT&T Inc	30,027	31,897	
450 Shares Abbvie Inc	28,996	28,179	
25 Shares Amazon.com Inc	18,996	18,747	
200 Shares American Tower Corp Reit	21,305	21,136	
300 Shares Ameriprise Financial Inc	30,262	33,282	
400 Shares Apple Inc	41,881	46,328	
500 Shares Baxter International Inc	22,446	22,170	
400 Shares CBS Corp CL B	21,728	25,448	
1000 Shares CSX Corp	27,909	35,930	
200 Shares Celgene Corp	22,829	23,150	
500 Shares Cerner Corp	32,387	23,685	
1250 Shares Cisco Systems Inc	37,569	37,775	
325 Shares Compass Minerals Intl Inc	25,623	25,464	
1000 Shares Conagra Foods Inc	37,729	39,550	
1000 Shares Corning Inc	24,587	24,270	
150 Shares Costco Wholesale Corp	22,923	24,016	
400 Shares Crown Castle International Corp	33,459	34,708	
1459.855 Shares DFA US Small Cap	50,000	49,401	
350 Shares Dow Chemical Co	20,640	20,027	
700 Shares Enbridge Inc	29,430	29,484	
300 Shares Facebook Inc CL A	37,481	34,515	
150 Shares Fleetcor Technologies Inc	22,602	21,228	
400 Shares Fortune Brands Home & Sec Inc	23,070	21,384	
1300 Shares General Electric Co	40,765	41,080	
400 Shares General Mills Inc	25,288	24,708	
625 Shares Goodyear Tire & Rubber Co	19,903	19,294	
175 Shares Home Depot Inc	22,672	23,464	
600 Shares Intel Corp	22,006	21,762	
150 Shares International Business Machines	22,935	24,898	
750 Shares International Paper Co	31,719	39,795	
225 Shares Kimberly-Clark Corp	25,696	25,677	
400 Shares Kohls Corp	20,815	19,752	
350 Shares Kraft Heinz Company	29,658	30,562	
600 Shares LKQ Corp	19,210	18,390	
700 Shares Lamb Weston Holdings Inc	24,075	26,495	
1000 Shares MGM Resorts International	26,017	28,830	
225 Shares McDonalds Corp	27,192	27,387	
400 Shares Merck & Co Inc	22,944	23,548	
400 Shares Microsoft Corp	21,596	24,856	
225 Shares Netflix Inc	21,593	27,855	
300 Shares Old Dominion Freight Lines Inc	21,315	25,737	
750 Pfizer Inc	24,049	24,360	
350 Shares Procter & Gamble Co	30,434	29,428	
400 Shares Qualcomm Inc	21,887	26,080	
600 Shares Rogers Communication Inc	23,094	23,148	
400 Shares Royal Dutch Shell PLC Sponsored ADR B	23,246	23,188	
1500 Shares SPDR S&P 600 Small Cap ETF	166,310	181,245	
500 Shares Sonoco Products	26,504	26,350	
600 Shares Starbucks Corp	33,632	33,312	
525 Shares TD Ameritrade Holding Corp	23,450	22,890	
1000 Shares Tallgrass Energy GP LP	24,816	26,800	

STATEMENT 12 (1/2)

PRIVATE FOUNDATIONS		2016 Form 990-PF Statement
THE MORGAN CHARITABLE FOUNDATION	47-5577049	
PART II - LINE 10(b) - (AT COST) CORPORATE STOCK	12/31/16	
	<u>Book Value</u>	<u>Fair Market Value</u>
425 Shares Target Corp	29,326	30,698
1000 Shares Twenty First Century Fox Inc CL A	28,893	28,040
700 Shares Unilever PLC Sponsored ADR	28,387	28,490
325 Shares Union Pacific Corp	28,744	33,696
250 Shares United Rentals Inc	20,033	26,395
300 Shares VCA, Inc	19,496	20,595
225 Shares Vail Resorts Inc	30,010	36,295
1500 Vanguard Mid Cap ETF	197,063	197,445
700 Shares Verizon Communications Inc	36,785	37,366
400 Shares Visa Inc CL A	32,248	31,208
700 Shares Vodafone Group PLC New Sponsored ADR	17,687	17,101
250 Shares Walgreens Boots Alliance Inc	21,436	20,690
250 Shares West Pharmaceutical Services Inc	20,438	21,208
1200 Shares Williams Cos Inc	29,977	37,368
35536 Shares Valley View Bancshares Inc	1,151,366	2,194,703
250 Shares Arch Cap Group Ltd	21,742	21,573
300 Shares Eaton Corp PLC	19,268	20,127
400 Shares NXP Semiconductors N V	34,581	39,204
	<u>\$ 3,336,775</u>	<u>\$ 4,467,867</u>
STATEMENT 12 (2/2)		

PRIVATE FOUNDATIONS		2016 Form 990-PF Statement	
THE MORGAN CHARITABLE FOUNDATION	47-5577049		
PART II - LINE 10(c) - (AT COST) CORPORATE BONDS	12/31/16		
	Book Value	Fair Market Value	
AT&T INC GLOBAL NOTE DTD 2/1/2008 5 5% 2/1/2018	35,960	35,326	
AMAZON.COM INC SR NOTE DTD 11/29/2012 2 5% 11/29/2022	33,816	32,657	
AMGEN INC SR GLBL NT DTD 5/22/2014 3.625% 5/22/2024	34,882	33,569	
ANHEUSER BUSCH INBEV FINANCE INC SENIOR GLOBAL NOTE DTD 1/13/2016 1 9% 2/1/2019	29,264	29,042	
APPLE INC GLOBAL NOTE DTD 5/3/2013 2 4% 5/3/2023	36,209	35,054	
ASTRAZENECA PLC SR NOTE DTD 9/18/2012 1.95% 9/18/2019	33,467	33,046	
BANK OF AMERICA CORP DTD 10/19/2015 2 625% 10/19/2020	32,471	32,018	
BLACKROCK INC SR NT DTD 3/18/2014 3.5% 3/18/2024	45,347	43,499	
CVS HEALTH CORP SENIOR GLOBAL NOTE DTD 7/20/2015 3.875% 7/20/2025	31,395	29,916	
CATERPILLAR FINANCIAL SERVICES MTN DTD 11/9/2015 1.8% 11/3/2018	25,017	25,000	
CHEVRON CORP NEW NOTE DTD 12/5/2012 1.104% 12/5/2017	34,993	34,921	
CITIGROUP INC SR GLBL NT 20 DTD 10/26/2015 2 65% 10/26/2020	36,571	36,025	
DFA ONE-YEAR FIXED INCOME I	100,000	100,000	
DOW CHEMICAL CO NOTE DTD 11/9/2010 4 25% 11/15/2020	31,504	30,713	
EBAY INC SR GLBL NT DTD 7/28/2014 3.45% 8/1/2024	31,686	30,517	
GENERAL ELECTRIC CAPITAL CORP MEDIUM TERM NOTE DTD 8/7/2009 6% 8/7/2019	30,645	29,832	
GOLDMAN SACHS GROUP INC MEDIUM TERM NOTE DTD 12/15/2010 6% 6/15/2020	34,122	33,268	
INTEL CORP SR NOTE DTD 12/11/2012 2.7% 12/15/2022	36,304	35,158	
JPMORGAN CHASE & CO DTD 12/20/2007 6% 1/15/2018	27,621	27,121	
KINDER MORGAN INC DEL SR GLBL NT DTD 11/26/2014 3.05% 12/1/2019	41,613	41,589	
LORD ABBETT SHORT DURATION INCOME I	150,000	148,732	
MCDONALDS CORP MED TERM NT DTD 12/9/2015 3 7% 1/30/2026-2025	41,504	39,706	
MICROSOFT CORP NOTE DTD 12/6/2013 3 625% 12/15/2023	40,482	38,970	
MORGAN STANLEY SENIOR NOTE DTD 7/28/2011 5.5% 7/28/2021	35,256	34,352	
NATIONAL OIL WELL VARCO INC SR NT DTD 11/20/2012 2.6% 12/1/2022	22,474	22,242	
PEPSICO INC SR NT DTD 4/30/2015 2 75% 4/30/2025	34,843	33,313	
PRUDENTIAL FINANCIAL INC MEDIUM TERM NOTE DTD 6/8/2009 7 375% 6/15/2019	24,294	23,640	
RAYMOND JAMES FINANCIAL INC SR GLBL NT 26 DTD 12/12/2016 3 625% 9/15/2026	22,180	21,455	
SHELL INTERNATIONAL FIN BV SR GLBL NT DTD 11/05/2015 1.625% 11/10/2018	26,180	26,029	
TIME WARNER INC SENIOR NOTE DTD 6/8/2012 3 4% 6/15/2022	32,487	31,181	
21ST CENTURY FOX AMER INC SR GLBL NT DTD 2/15/2015 4.5% 2/15/2021	28,795	27,798	
UNITEDHEALTH GROUP INC SENIOR GLOBAL NOTE DTD 7/23/2015 1 9% 7/16/2018	28,351	28,124	
VANGUARD HIGH YIELD ADM	99,656	100,364	
VERIZON COMMUNICATIONS INC SENIOR NOTE DTD 11/7/2012 2 45% 11/1/2022	33,027	31,875	
WALGREENS BOOTS ALLIANCE INC SR GLBL NT 18 DTD 5/26/2016 1 75% 5/30/2018-2016	30,167	30,030	
WELLS FARGO CO DTD 9/28/2015 3.55% 9/29/2025	37,701	35,940	
	<u>\$ 1,430,284</u>	<u>\$ 1,402,022</u>	