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Return of Private Foundation

OMB No 1545-0052

2016Department of the Treasury
Internal Revenue Service

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

▶ 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

, 2016, and ending

, 20

Name of foundation KANSAS HEALTH FOUNDATION		A Employer identification number 48-0873431						
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) (316) 262-7676						
City or town, state or province, country, and ZIP or foreign postal code WICHITA, KS 67202-3405		C If exemption application is pending, check here. <input type="checkbox"/>						
G Check all that apply: <table border="0"> <tr> <td><input type="checkbox"/> Initial return</td> <td><input type="checkbox"/> Initial return of a former public charity</td> </tr> <tr> <td><input type="checkbox"/> Final return</td> <td><input type="checkbox"/> Amended return</td> </tr> <tr> <td><input type="checkbox"/> Address change</td> <td><input type="checkbox"/> Name change</td> </tr> </table>		<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity	<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return	<input type="checkbox"/> Address change	<input type="checkbox"/> Name change	D 1. Foreign organizations, check here. <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation. <input type="checkbox"/>
<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity							
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return							
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change							
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here. <input type="checkbox"/>						
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 483,231,633.		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here. <input checked="" type="checkbox"/>						
J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (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) (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 <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B.	3,239.	3,239.		
	3 Interest on savings and temporary cash investments.	1,978,162.	6,617,222.		
	4 Dividends and interest from securities	107,145.	107,145.		
	5a Gross rents				
	b Net rental income or (loss)	2,828,997.			
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a 67,427,340.				
	7 Capital gain net income (from Part IV, line 2)		7,135,256.		
	8 Net short-term capital gain.				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit on (loss) (attach schedule)				
	11 Other income (attach schedule) ATCH. 1.	1,219,265.	1,948,252.		
	12 Total. Add lines 1 through 11.	6,136,808.	15,811,114.	0.	
	13 Compensation of officers, directors, trustees, etc.	903,163.	88,510.		750,060.
	14 Other employee salaries and wages	1,413,303.	138,504.		966,699.
	15 Pension plans, employee benefits	619,225.	60,684.		423,550.
	16a Legal fees (attach schedule) ATCH. 2.	25,662.	2,515.		15,580.
	b Accounting fees (attach schedule) ATCH. 3.	73,837.	7,236.		51,530.
	c Other professional fees (attach schedule) [4]	3,699,386.	3,991,408.		2,380,441.
	17 Interest. ATCH. 5.	153,724.	234,960.		153,724.
	18 Taxes (attach schedule) (see instructions) [6].	11,239.			
	19 Depreciation (attach schedule) and depletion.	571,157.	55,973.		
	20 Occupancy	352,651.	34,560.		283,201.
	21 Travel, conferences, and meetings	401,508.	39,348.		274,631.
	22 Printing and publications	422,057.	41,362.		288,350.
	23 Other expenses (attach schedule) ATCH. 7.	320,945.	31,688.		217,271.
	24 Total operating and administrative expenses. Add lines 13 through 23.	8,967,857.	4,726,748.		5,805,037.
	25 Contributions, gifts, grants paid	10,909,690.			18,058,392.
	26 Total expenses and disbursements. Add lines 24 and 25	19,877,547.	4,726,748.	0.	23,863,429.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-13,740,739.			
	b Net investment income (if negative, enter -0-)		11,084,366.		
	c Adjusted net income (if negative, enter -0-)			0.	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing		1,545,603.	21,659,411.	21,659,411.
	2	Savings and temporary cash investments		17,737,101.	9,387,421.	9,387,421.
	3	Accounts receivable ▶				
		Less allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less allowance for doubtful accounts ▶				
	5	Grants receivable.				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less allowance for doubtful accounts ▶				
	8	Inventories for sale or use.				
	9	Prepaid expenses and deferred charges		58,161.	57,137.	57,137.
	10a	Investments - U S and state government obligations (attach schedule).				
	b	Investments - corporate stock (attach schedule) ATCH 8		93,595,945.	74,998,396.	74,998,396.
	c	Investments - corporate bonds (attach schedule).		13,243,001.	13,595,312.	13,595,312.
	Liabilities	11	Investments - land, buildings, and equipment basis ▶ 366,155.		366,155.	366,155.
		Less accumulated depreciation (attach schedule) ▶				
12		Investments - mortgage loans.				
13		Investments - other (attach schedule) ATCH 8		325,808,169.	341,803,081.	341,803,081.
14		Land, buildings, and equipment basis ▶ ATCH 9 16,878,476.		11,695,282.	11,502,796.	11,870,193.
		Less accumulated depreciation (attach schedule) ▶ 5,375,680.				
15		Other assets (describe ▶ ATCH 10)		531,691.	7,860,682.	7,860,682.
16		Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)		464,581,108.	481,230,391.	483,231,633.
17		Accounts payable and accrued expenses		493,208.	496,813.	
18		Grants payable.		25,285,054.	17,707,456.	
Net Assets or Fund Balances	19	Deferred revenue.				
	20	Loans from officers, directors, trustees, and other disqualified persons.				
	21	Mortgages and other notes payable (attach schedule)		6,265,751.	5,969,782.	
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)		32,044,013.	24,174,051.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here. <input checked="" type="checkbox"/> X and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted		432,537,095.	457,056,340.	
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>					
	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)		432,537,095.	457,056,340.	
	31	Total liabilities and net assets/fund balances (see instructions)		464,581,108.	481,230,391.	

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	432,537,095.
2	Enter amount from Part I, line 27a.	2	-13,740,739.
3	Other increases not included in line 2 (itemize) ▶ ATCH 12	3	38,259,984.
4	Add lines 1, 2, and 3	4	457,056,340.
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	457,056,340.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1 a SEE PART IV SCHEDULE					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	7,135,256.	
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	-174,388.	

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

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

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

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

☐ Yes ☒ No

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2015	24,929,609.	480,129,045.	0.051923
2014	25,737,565.	504,877,252.	0.050978
2013	24,605,148.	482,901,685.	0.050953
2012	20,824,322.	449,972,045.	0.046279
2011	23,348,350.	467,650,887.	0.049927
2 Total of line 1, column (d)			2 0.250060
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 0.050012
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 450,686,612.
5 Multiply line 4 by line 3.			5 22,539,739.
6 Enter 1% of net investment income (1% of Part I, line 27b).			6 110,844.
7 Add lines 5 and 6.			7 22,650,583.
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 24,124,588.

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)	1	0.
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		
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	0.
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	0.
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	
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	0.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	0.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be Credited to 2017 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	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? <u>ATCH 25</u>	X	
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ <u>0.</u> (2) On foundation managers <input type="checkbox"/> \$ <u>0.</u>		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ <u>0.</u>		
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?	X	
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 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). ATCH 13 ATCH 14	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 ► WWW.KANSASHEALTH.ORG	13 X	
14 The books are in care of ► STEPHEN WEBSTER Telephone no ► (316) 262-7676 Located at ► 309 E DOUGLAS WICHITA, KS ZIP+4 ► 67202-3405		
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? <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? ATCH 26 <input checked="" type="checkbox"/> Yes <input 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) ATCH 26 <input checked="" type="checkbox"/> Yes <input 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 ► <input type="checkbox"/>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ►		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	2b	X
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 checked="" type="checkbox"/> Yes <input 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)	3b	X
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☒ Yes ☐ No(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). ATCH 21 ☒ Yes ☐ No(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ **5b** ☒Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☒ Yes ☐ No

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

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

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? ☐ Yes ☒ No**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 15		903,163.	133,500.	26,440.

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
ATCH 16		614,055.	132,942.	9,138.

Total number of other employees paid over \$50,000. ☐ **9**

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
ATCH 17		1,747,076.

Total number of others receiving over \$50,000 for professional services **19**

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 SEE ATTACHMENT 22	
	92,078.
2 SEE ATTACHMENT 22	
	117,805.
3 SEE ATTACHMENT 22	
	133,470.
4 SEE ATTACHMENT 22	
	156,482.

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	447,872,966.
b	Average of monthly cash balances	1b	5,069,005.
c	Fair market value of all other assets (see instructions).	1c	4,607,889.
d	Total (add lines 1a, b, and c)	1d	457,549,860.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	457,549,860.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions).	4	6,863,248.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	450,686,612.
6	Minimum investment return. Enter 5% of line 5	6	22,534,331.

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	22,534,331.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	
b	Income tax for 2016 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	22,534,331.
4	Recoveries of amounts treated as qualifying distributions	4	193,103.
5	Add lines 3 and 4	5	22,727,434.
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	22,727,434.

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	23,863,429.
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	261,159.
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	24,124,588.
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	110,844.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	24,013,744.

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.

Form 990-PF (2016)

Page **9****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				22,727,434.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.				
b Total for prior years 20 <u>14</u> , 20 <u>13</u> , 20 <u>12</u>				
3 Excess distributions carryover, if any, to 2016				
a From 2011				
b From 2012				
c From 2013				
d From 2014 858,257.				
e From 2015 756,061.				
f Total of lines 3a through e	1,614,318.			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ <u>24,124,588.</u>				
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.				22,727,434.
e Remaining amount distributed out of corpus.	1,397,154.			
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	3,011,472.			
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017.				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	3,011,472.			
10 Analysis of line 9				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014 858,257.				
d Excess from 2015 756,061.				
e Excess from 2016 1,397,154.				

Form **990-PF** (2016)

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

NOT APPLICABLE

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

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

4942(j)(3) or

4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets.					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

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

ATCH 18

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

SEE ATTACHMENT 23

c Any submission deadlines

SEE ATTACHMENT 23

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

SEE ATTACHMENT 23

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 ATTACHMENT 24A				18,058,392.
Total			3a	18,058,392.
b Approved for future payment SEE ATTACHMENT 24B				4,341,661.
Total			3b	4,341,661.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount		
1 Program service revenue						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments .			14	3,239.		
4 Dividends and interest from securities			14	1,978,162.		
5 Net rental income or (loss) from real estate						
a Debt-financed property						
b Not debt-financed property			16	107,145.		
6 Net rental income or (loss) from personal property. .						
7 Other investment income						
8 Gain or (loss) from sales of assets other than inventory			18	2,828,997.		
9 Net income or (loss) from special events . . .						
10 Gross profit or (loss) from sales of inventory. . .						
11 Other revenue a _____						
b ATCH 19 _____						1,219,265.
c _____						
d _____						
e _____						
12 Subtotal Add columns (b), (d), and (e)				4,917,543.		1,219,265.
13 Total. Add line 12, columns (b), (d), and (e)				13		6,136,808.

(See worksheet in line 13 instructions to verify calculations)

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

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


- | 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | Yes | No |
|---|-------|-----|----|
| a Transfers from the reporting foundation to a noncharitable exempt organization of | | | |
| (1) Cash | 1a(1) | | X |
| (2) Other assets | 1a(2) | | X |
| b Other transactions | | | |
| (1) Sales of assets to a noncharitable exempt organization | 1b(1) | | X |
| (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | | X |
| (3) Rental of facilities, equipment, or other assets | 1b(3) | | X |
| (4) Reimbursement arrangements | 1b(4) | | X |
| (5) Loans or loan guarantees | 1b(5) | | X |
| (6) Performance of services or membership or fundraising solicitations | 1b(6) | | X |
| c Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | | X |
| d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received | | | |

[illegible]

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

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

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.

Sign Here		11/13/17	CFO & VP of Finance	May the IRS discuss this return with the preparer shown below (see instructions)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
	Signature of officer or trustee	Date	Title	

Paid Preparer Use Only	Print/Type preparer's name STEPHANIE L STEWART	Preparer's signature <i>Stephanie Stewart</i>	Date 11/10/2017	Check <input type="checkbox"/> if self-employed	PTIN P01646944
	Firm's name ▶ KPMG LLP			Firm's EIN ▶ 13-5565207	
	Firm's address ▶ 210 PARK AVE., SUITE 2650 OKLAHOMA CITY, OK 73102			Phone no 405-239-6411	

Form **990-PF** (2016)

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
29554101.		PUBLICLY TRADED SECURITIES PROPERTY TYPE: SECURITIES 29124434.				P	VAR 429,667.	VAR
6,705,589.		GAIN/(LOSS) FROM FLOW-THROUGH INVESTMENT				P	VAR 6,705,589.	VAR
TOTAL GAIN (LOSS)							<u>7,135,256.</u>	

ATTACHMENT 1FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
LITIGATION SETTLEMENTS	7,821.	7,821.	
MINERALS/ROYALTY INCOME	253,303.	510,794.	
FAIR VALUE GAAP ADJUSTMENT FOR RELATED PARTY LEASE	622,000.		
PARTNERSHIP OTHER INCOME/LOSS	336,141.	1,405,604.	
PARTNERSHIP ORDINARY INCOME/LOSS		24,033.	
TOTALS	<u>1,219,265.</u>	<u>1,948,252.</u>	

ATTACHMENT 2FORM 990PF, PART I - LEGAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
LEGAL FEES	25,662.	2,515.		15,580.
TOTALS	<u>25,662.</u>	<u>2,515.</u>		<u>15,580.</u>

ATTACHMENT 3FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ACCOUNTING FEES	73,837.	7,236.		51,530.
TOTALS	<u>73,837.</u>	<u>7,236.</u>		<u>51,530.</u>

ATTACHMENT 4FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
TECHNICAL ASSISTANT CONSULTANT	1,654,018.	162,094.		
MANAGER INVESTMENT FEES	555,297.	555,297.		
CONSULTING FEES	887,651.	887,651.		
OTHER PROFESSIONAL FEES	602,420.	59,037.		2,380,441.
PARTNERSHIP INVESTMENT EXPENSE		2,327,329.		
TOTALS	<u>3,699,386.</u>	<u>3,991,408.</u>		<u>2,380,441.</u>

ATTACHMENT 5FORM 990PF, PART I - INTEREST EXPENSE

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
CHARITABLE-USE INTEREST EXPENSE	153,724.			153,724.
INTEREST EXPENSE		234,960.		
TOTALS	<u>153,724.</u>	<u>234,960.</u>		<u>153,724.</u>

ATTACHMENT 6

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
STATE TAXES PAID	11,239.			
TOTALS	<u>11,239.</u>			

ATTACHMENT 7

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
POSTAGE	1,657.	162.	1,134.
OFFICE SUPPLIES	32,985.	3,232.	23,717.
OFFICE REPAIRS & MAINTENANCE	15,303.	1,500.	6,075.
SUBSCRIPTIONS	5,934.	582.	4,059.
DUES	134,320.	13,163.	91,875.
CORPORATE REGISTRATION & FEES	4,027.	395.	3,280.
EQUIPMENT RENTAL	10,576.	1,036.	7,234.
HUMAN RESOURCES	50,930.	4,991.	34,351.
INSURANCE	60,804.	5,959.	41,590.
MISCELLANEOUS	4,409.	668.	3,956.
TOTALS	320,945.	31,688.	217,271.

Kansas Health Foundation
Investment Listing
12/31/2016

Form 990 PF, Page 2, Part II, Lines 10 & 13

	Beginning of Year Book Value	End of Year Book Value	End of Year Fair Market Value
Part II, Line 10b Investments - Corporate Stocks			
Investment Pools			
DFA EMERGING MARKETS	10,032,726	-	-
EAGLE CAPITAL	14,681,901	13,953,222	13,953,222
FIRST PACIFIC CAPITAL FUND	4,457,176	5,475,987	5,475,987
HARRIS ASSOCIATED CONCENTRATED VALUE (U S)	13,250,879	15,710,710	15,710,710
LEXINGTON VI-A	1,694,867	-	-
TIMES SQUARE SMALL CAP GROWTH	6,216,557	6,741,702	6,741,702
NEON LIBERTY EM FUND	17,018,095	16,232,503	16,232,503
CEVIAN CAPITAL II	9,896,125	-	-
VANGUARD ISHARES GOLD TRUST	2,987,160	7,600,991	7,600,991
VAN ECK INTERMEDIATE GOLD	7,162,445	2,268,157	2,268,157
GOTHAM ENHANCED LONG FUND	6,198,015	7,015,124	7,015,124
Investments - Corporate Stocks	\$ 93,595,945	\$ 74,998,396	\$ 74,998,396

Part II, Line 10c Investments - Corporate Bonds

PIMCO TOTAL RETURN FUND (FIXED)	13,243,001	13,595,312	13,595,312
Investments - Corporate Bonds	\$ 13,243,001	\$ 13,595,312	\$ 13,595,312

Part II, Line 13 Investments - Other

Assets Held at Comenca

1607 CAPITAL BOND	13,871,726	14,147,354	14,147,354
ACADIAN NON- U S EQUITIES	10,243,185	8,988,316	8,988,316
ADAGE CAPITAL MARKETS	22,265,509	24,381,157	24,381,157
AEW GLOBAL EQUITIES	10,129,711	10,072,764	10,072,764
BRANDES EQUITIES	12,741,347	13,747,845	13,747,845
CEVIAN CAPITAL II (U S CLASS A)	-	11,645,242	11,645,242
CITY OF LONDON	17,767,392	19,153,506	19,153,506
HARRIS INTL EQUITIES	12,944,843	13,922,641	13,922,641
KESTREL U S SMALL CAP FD	4,924,506	6,666,713	6,666,713
NEON LIBERTIES (CLASS A-NEW ELIGIBLE SERIES D 1/15 SHARES)	-	1,925,420	1,925,420
OLDFIELD DODD EQUITIES	8,257,066	9,945,435	9,945,435
RYDER (JOHAM EQUITIES)	12,528,481	13,195,902	13,195,902
SSGA INTER FIXED (INTL GOVT CORP)	31,394,831	26,336,366	26,336,366
STATE STREET (SSGA 500) (EX TOBACCO)	7,304,572	8,160,860	8,160,860
WELLINGTON ENERGY EQUITIES	6,872,237	9,421,550	9,421,550
WELLINGTON GLOBAL EQUITIES	7,605,848	7,579,309	7,579,309
WELLINGTON CTF COMMODITIES	4,560,611	-	-

Assets not held in Custody

LONE SAVIN	-	2,796,392	2,796,392
MAP 2004 EQUITIES	3,646,016	3,630,105	3,630,105
MAP 2012 EQUITIES	4,284,617	4,944,484	4,944,484
ILLIQUIDS & HOLDBACKS	-	31,233	31,233

Kansas Health Foundation
Investment Listing
12/31/2016

Form 990 PF, Page 2, Part II, Lines 10 & 13

	<u>Beginning of Year Book Value</u>	<u>End of Year Book Value</u>	<u>End of Year Fair Market Value</u>
Assets included in SIF			
KHF FUND, L P	-	131,110,488	131,110,488
57 STARS GLOBAL OPPORTUNITY FUND III, LP	1,690,633	-	-
57 STARS FUND IV	118,706	-	-
ARLINGTON FUND I (KHF SERIES)	65,521,655	-	-
COMMONFUND CAPITAL INTERNATIONAL PARTNERS V LP	922,903	-	-
COMMONFUND CAPITAL INTERNATIONAL PARTNERS VI LP	2,376,126	-	-
COMMONFUND CAPITAL NATURAL RESOURCES PARTNERS IX LP	1,792,394	-	-
COMMONFUND CAPITAL NATURAL RESOURCES PARTNERS VII LP	2,420,835	-	-
COMMONFUND CAPITAL NATURAL RESOURCES PARTNERS VIII LP	3,243,832	-	-
COMMONFUND CAPITAL PRIVATE EQUITY PARTNERS VI LP	992,996	-	-
COMMONFUND CAPITAL PRIVATE EQUITY PARTNERS VII LP	1,711,595	-	-
COMMONFUND CAPITAL VENTURE PARTNERS IX LP	3,104,349	-	-
COMMONFUND CAPITAL VENTURE PARTNERS VII LP	784,409	-	-
COMMONFUND CAPITAL VENTURE PARTNERS VIII LP	4,424,993	-	-
HRJ SPECIAL OPPORTUNITIES II (US) LP	1,296,786	-	-
LEGACY VENTURES VI, LLC	4,115,967	-	-
LEXINGTON CAPITAL PARTNERS VII, LP	1,112,303	-	-
LONE STAR REAL ESTATE FUND III (U S) LP	1,702,716	-	-
MARCUS CAPITAL PARTNERS FUND II LP	198,317	-	-
METROPOLITAN REAL ESTATE PARTNERS GLOBAL II, LP	1,805,975	-	-
METROPOLITAN REAL ESTATE PARTNERS II, LP	829,869	-	-
METROPOLITAN REAL ESTATE PARTNERS IV, LP	1,483,601	-	-
METROPOLITAN REAL ESTATE PARTNERS VIII, LP	2,603,352	-	-
PARK STREET CAPITAL NATURAL RESOURCE FUND III, LP	3,376,867	-	-
PARK STREET CAPITAL NATURAL RESOURCE FUND IV, LP	2,367,645	-	-
PARK STREET CAPITAL PRIVATE EQUITY FUND VII, LP	2,947,283	-	-
PROPHET EQUITY FUND II LP	759,057	-	-
RESOURCE CAPITAL FUND VI, LP	2,087,668	-	-
SPUR VENTURES II, LP	6,757,077	-	-
SPUR VENTURES III, LP	7,409,338	-	-
STRATEGIC INVESTORS FUND VII	459,518	-	-
TIFF REALTY AND RESOURCES 2008, LLC	2,798,630	-	-
TIFF REALTY AND RESOURCES II, LLC	1,248,275	-	-
Investments - Other	\$ 325,808,169	\$ 341,803,081	\$ 341,803,081
Total investments	\$ 432,647,115	\$ 430,396,789	\$ 430,396,789

KANSAS HEALTH FOUNDATION
12/31/2016
EIN: 48-0873431

ATTACHMENT 9

Part II, Line 14 - Land, Buildings and Equipment

Assets Description	Date Purchased	KHF & KLC Cost or Other Basis	Useful Lives	Deprec. Method	Deprec. Prior Years	Current Year Deprec.	12/31/2016 Accum. Deprec.
Land	Various	\$587,273	---	---	---	---	---
Building and Improvements	Various	\$13,367,796	10-40 yrs.	S/L	\$2,973,275	\$381,958	\$3,355,233
Office Equipment/Artwork/Antiques	Various	\$1,537,232	1-10 yrs.	S/L	\$1,176,341	\$70,702	\$1,247,043
Automobiles	Various	\$41,718	4 yrs.	S/L	\$1,250	\$5,000	\$6,250
Computer Hardware/Software	Various	<u>\$1,344,457</u>	3-10 yrs.	S/L	<u>\$658,554</u>	<u>\$108,599</u>	<u>\$767,153</u>
		<u>\$16,878,476</u>			<u>\$4,809,420</u>	<u>\$566,260</u>	<u>\$5,375,680</u>

Part II, Line II - Investments, Land

Investments - Land (Market value - \$2,000,000) **\$366,155**

TOTAL **\$17,244,631**

Part I, Line 19 - Depreciation and Amortization

Amortization Expense	\$4,898
Total Depreciation Expense	\$566,260
Total Part I, Line 19	<u>\$571,158</u>

FORM 990PF, PART II - OTHER ASSETSATTACHMENT 10

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
ACCRUED INTEREST AND DIVIDENDS		
RECEIVABLE	50,389.	50,389.
CASH SURRENDER VALUE OF LIFE		
INSURANCE	202,878.	202,878.
RECEIVABLE FOR PENDING SALE		
OF INVESTMENTS	31,436.	31,436.
DEPOSITS	3,523.	3,523.
DIVIDENDS RECEIVABLE - SIF	1,991.	1,991.
PREPAID AND DUE FROM		
UNDERLYING FUNDS - SIF	7,562,317.	7,562,317.
OTHER RECEIVABLES	8,148.	8,148.
TOTALS	<u>7,860,682.</u>	<u>7,860,682.</u>

ATTACHMENT 11FORM 990PF, PART II - MORTGAGES AND OTHER NOTES PAYABLE

LENDER: INTRUST BANK N.A.
ORIGINAL AMOUNT: 7,000,000.
INTEREST RATE: 2.7300 %
DATE OF NOTE: 10/05/2012
MATURITY DATE: 07/01/2033
REPAYMENT TERMS: PRINCIPAL & INT. PAID IN EQUAL MONTHLY INSTALLMENT
SECURITY PROVIDED: OFFICE BUILDING
PURPOSE OF LOAN: TO FINANCE CONSTRUCTION OF AN ADJACENT OFFICE BLDG
DESCRIPTION AND FMV OF CONSIDERATION: \$7,000,000 OF CASH RECEIVED AND EXPENDED FOR THE PROJECT AS OF 12/31/2016.

BEGINNING BALANCE DUE 6,265,751.

ENDING BALANCE DUE 5,969,782.

TOTAL BEGINNING MORTGAGES AND OTHER NOTES PAYABLE 6,265,751.

TOTAL ENDING MORTGAGES AND OTHER NOTES PAYABLE 5,969,782.

ATTACHMENT 12FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCESDESCRIPTIONAMOUNT

UNREALIZED GAIN ON INVESTMENT

38,259,984.

TOTAL

38,259,984.

ATTACHMENT 13FORM 990PF, PART VII-A, LINE 11A-TRANSFERS FROM CONTROLLED ENTITY STATEMENT

TOTAL AMOUNT

3,500,000.

CONTROLLED ENTITY'S NAME: KHF FUND, LP
CONTROLLED ENTITY'S ADDRESS: 125 HIGH STREET
SECOND LINE ADDRESS: BOSTON, MA 02110
EIN: 47-5535610
TRANSFER AMOUNT: 3,500,000.
EXPLANATION OF TRANSFER FROM CONTROLLED ENTITY:
DISTRIBUTION RECEIVED FROM PARTNERSHIP INVESTMENT

KHF FUND, LP IS NOT AN EXCESS BUSINESS HOLDING
WITH RESPECT TO KANSAS HEALTH FOUNDATION.

ATTACHMENT 14FORM 990PF, PART VII-A, LINE 11A-TRANSFERS TO CONTROLLED ENTITY STATEMENT

TOTAL AMOUNT 136,251,137.

CONTROLLED ENTITY'S NAME: KHF FUND, LP
CONTROLLED ENTITY'S ADDRESS: 125 HIGH STREET
CITY, STATE & ZIP: BOSTON, MA 02110
EIN: 47-5535610

TRANSFER AMOUNT: 136,251,137.

EXPLANATION OF TRANSFER TO CONTROLLED ENTITY:

CAPITAL CONTRIBUTION TO PARTNERSHIP INVESTMENT

TRANSFER OF INVESTMENTS TO INITIALLY FUND INVESTMENT PARTNERSHIP

KHF FUND, LP IS NOT AN EXCESS BUSINESS HOLDING
WITH RESPECT TO KANSAS HEALTH FOUNDATION.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 15

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
STEVE COEN 309 E. DOUGLAS WICHITA, KS 67202-3405	PRESIDENT & CEO 40.00	369,546.	67,031.	10,235.
STEPHEN WEBSTER 309 E. DOUGLAS WICHITA, KS 67202-3405	VICE PRESIDENT & CFO 40.00	184,189.	37,999.	6,880.
CHRIS POWER 309 E. DOUGLAS WICHITA, KS 67202-3405	VP OF ADMINISTRATION 40.00	209,428.	28,470.	1,380.
SHELLEY BUHLER 309 E. DOUGLAS WICHITA, KS 67202-3405	PAST BOARD CHAIR 1.00	10,500.	0.	489.
MATT ALLAN 309 E. DOUGLAS WICHITA, KS 67202-3405	BOARD MEMBER 1.00	17,000.	0.	2,480.
CLAUDIA BAKELY 309 E. DOUGLAS WICHITA, KS 67202-3405	BOARD MEMBER 1.00	17,000.	0.	473.

KANSAS HEALTH FOUNDATION

2016 FORM 990-PF

48-0873431

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 15 (CONT'D)

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
DONNA SHANK 309 E. DOUGLAS WICHITA, KS 67202-3405	BOARD VICE-CHAIR 1.00	17,000.	0.	0.
MOLLIE CARTER 309 E. DOUGLAS WICHITA, KS 67202-3405	BOARD MEMBER 1.00	17,000.	0.	717.
MICHAEL LENNEN 309 E. DOUGLAS WICHITA, KS 67202-3405	BOARD CHAIR 1.00	19,000.	0.	2,278.
JEFFRY JACK 309 E. DOUGLAS WICHITA, KS 67202-3405	BOARD MEMBER 1.00	17,000.	0.	591.
JUNETTA EVERETT 309 E. DOUGLAS WICHITA, KS 67202-3405	BOARD MEMBER 1.00	17,000.	0.	396.
PATRICK WOODS 309 E. DOUGLAS WICHITA, KS 67202-3405	BOARD MEMBER 1.00	8,500.	0.	521.
GRAND TOTALS		903,163.	133,500.	26,440.

990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEES

<u>NAME AND ADDRESS</u>		<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>		<u>COMPENSATION</u>	<u>CONTRIBUTIONS EXPENSE ACCT TO EMPLOYEE AND OTHER BENEFIT PLANS ALLOWANCES</u>
JEFF WILLETT 309 E. DOUGLAS WICHITA, KS 67202-3405		VP - PROGRAMS 40.00		178,899.	30,161. 1,618.
DEANNA VAN HERSH 309 E. DOUGLAS WICHITA, KS 67202-3405		VP - PROGRAMS 40.00		119,078.	24,009. 1,880.
CHASE WILLHITE 309 E. DOUGLAS WICHITA, KS 67202-3405		ASST. VP - COMMUNICATION 40.00		112,321.	22,669. 1,880.
KATHLEEN LAWLESS 309 E. DOUGLAS WICHITA, KS 67202-3405		CONTROLLER 40.00		102,247.	27,786. 1,880.
JEFF USHER 309 E. DOUGLAS WICHITA, KS 67202-3405		SENIOR PROGRAM OFFICER 40.00		101,510.	28,317. 1,880.
TOTAL COMPENSATION				614,055.	132,942. 9,138.

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 17

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
TCC GROUP, INC. 31 WEST 27TH STREET, 4TH FLOOR NEW YORK, NY 10001	PROG. CONSULTING	176,008.
WICHITA STATE UNIVERSITY 1845 FAIRMOUNT, BOX 201 WICHITA, KS 67260-0201	PROF. SERV. PROVIDER	185,886.
OPUS DESIGN BUILD 4900 MAIN STREET, SUITE 300 KANSAS CITY, MO 64112	CONTRACTOR	244,931.
RTI INTERNATIONAL HILL BLDG., ROOM 204, 3040 CORNWALLIS RD. RESEARCH TRIANGLE PARK, NC 27709-2194	PROG. CONSULTING	480,342.
CAMBRIDGE ASSOCIATES 2730 SAND HILL ROAD MENLO PARK, CA 94025	INVEST. CONSULTING	659,909.
TOTAL COMPENSATION		<u>1,747,076.</u>

ATTACHMENT 18FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

GRANTS MANAGER
309 E. DOUGLAS
WICHITA, KS 67202-3405
316-262-7676

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUEATTACHMENT 19

DESCRIPTION	BUSINESS CODE	AMOUNT	EXCLUSION CODE	RELATED OR EXEMPT FUNCTION INCOME	
				AMOUNT	
LITIGATION SETTLEMENTS			01		7,821.
MINERALS INCOME (MAP)			15		253,303.
FAIR VALUE GAAP ADJ FOR RELATED PARTY LEASE			01		622,000.
OTHER INCOME FROM PARTNERSHIPS			01		336,141.
TOTALS				<u>1,219,265.</u>	

990PF, Page 3, Part IV

	Sales Proceeds	Cost Basis	Realized Gains/(Loss)
<u>Public Securities</u>			
DFA Emerging Markets Value Fund	11,882,797	12,439,921	(557,125)
Harris Associates U.S. Funds (U.S. Stock)	6,934,486	5,408,753	1,525,733
Harris Associates U.S. Funds (ADR)	338,853	360,368	(21,515)
Harris Associates U.S. Funds (Intl Stock)	397,966	673,753	(275,787)
Van Eck Fds Intl Investment Gold	10,000,000	10,241,579	(241,579)
Miscellaneous	-	60	(60)
Total Public Securities	29,554,101	29,124,434	429,667
<u>Flow-Through Investments</u>			
K-1 Capital Gains (Losses)	6,724,903		6,724,903
Less: UBIT Gains(Losses)	19,314		19,314
Total Flow Through Capital Gains(Losses)	6,705,589	-	6,705,589
<u>Other Capital Gains (Losses)</u>			
Other	-	-	-
Total Other Capital Gains(Losses)	-	-	-
TOTAL CAPITAL GAINS(LOSSES)	\$ 36,259,690	\$ 29,124,434	\$ 7,135,256

**KANSAS HEALTH FOUNDATION
309 E. Douglas
Wichita, Kansas 67202**

EIN 48-0873431

Part VII-B, Statements Regarding Activities
Line 5a(4), Taxes on taxable expenditures

Grantee: Kansas Health Institute (a Code section 4942 (j) (3) private
operating foundation)
212 SW Eighth Avenue, Suite 300
Topeka, Kansas 66603-3936

Grant Number: 200501005-01

Amount and date of grant: \$4,490,000 October 21, 2005

There were no grant payments in 2016.

Purpose: To partner with Kansas Health Foundation and Kansas Department of Health and Environment in developing a statewide immunization plan to improve age-appropriate childhood immunizations.

Based on a financial report received from the grantee on April 27, 2016, for the period ended December 31, 2015, \$2,900,000 had been spent for the intended charitable purpose of the grant. This grant was closed October 19, 2016. The balance of \$1,800,000 has been transferred to grant 200610001-01

KANSAS HEALTH FOUNDATION
309 E. Douglas
Wichita, Kansas 67202

EIN 48-0873431

Part VII-B, Statements Regarding Activities
Line 5a(4), Taxes on taxable expenditures

Grantee: Kansas Health Institute (a Code section 4942 (j) (3) private operating foundation)
 212 SW Eighth Avenue, Suite 300
 Topeka, Kansas 66603-3936

Grant Number: 200610001-01

Amount and date of grant: \$30,000,000 November 10, 2006. On August 14, 2014 the grant amount was reduced to \$28,200,000. On January 5, 2017 the grant amount was reduced to \$27,539,853. The balance was increased by \$18,000,000 with transfer of funds from grant 200501005-01.

Grant payments made in 2016:

<u>Date</u>	<u>Amount</u>
1/21/16	\$3,000,000

Purpose: To provide 10 years of core support to the Kansas Health Institute as it works to effectively provide information to policymakers and other leaders in the state, so they can make informed decisions that can improve the health of all Kansans.

Based on a financial report received from the grantee on June 15, 2017, for the period ended December 31, 2016, \$24,209,628 had been spent for the intended charitable purpose of the grant.

KANSAS HEALTH FOUNDATION
309 E. Douglas
Wichita, Kansas 67202

EIN 48-0873431

Part VII-B, Statements Regarding Activities
Line 5a (4), Taxes on taxable expenditures

Grantee: Hutchinson Community Foundation (HCF) (a Code section 509(a)
(1) Public Charity).
1 North Main Street, Suite 501
Hutchinson, KS 67504-0298

The grant was made to HCF as fiscal sponsor for the Kansas Association of Community Foundations (KACF). KACF is a membership organization dedicated to leveraging the resources of Kansas community foundations to strengthen and promote community philanthropy. KACF has not received a tax exempt determination letter from the Internal Revenue Service. Therefore, expenditure responsibility is being exercised on this grant.

Grant Number: 200701002D-1

Amount and date of grant: \$1,399,922 April 1, 2011

There were no grant payments made in 2016

Purpose: To provide training to the Kansas community foundation field that will help support the goals and objectives of the Kansas Health Foundation's **Giving Resources to Our World** program (**GROW II**), provide technical assistance to the foundations participating in the GROW II endowment building program to ensure their success and provide operating funds to KACF.

Based on a financial report received from the grantee on January 26, 2017, for the period ended December 31, 2016 \$1,276,668 had been spent for the intended charitable purpose of the grant.

KANSAS HEALTH FOUNDATION
309 E. Douglas
Wichita, Kansas 67202

EIN 48-0873431

Part VII-B, Statements Regarding Activities
Line 5a (4), Taxes on taxable expenditures

Grantee: Hutchinson Community Foundation (HCF) (a Code section 509(a)
 (1) Public Charity).
 1 North Main Street, Suite 501
 Hutchinson, KS 67504-0298

The grant was made to HCF as fiscal sponsor for the Kansas Association of Community Foundations (KACF). KACF is a membership organization dedicated to leveraging the resources of Kansas community foundations to strengthen and promote community philanthropy. KACF has not received a tax exempt determination letter from the Internal Revenue Service. Therefore, expenditure responsibility is being exercised on this grant.

Grant Number: 200701002D-1B

Amount and date of grant: \$2,152,309 November 7, 2011

Grant payments made in 2016:

<u>Date</u>	<u>Amount</u>
12/01/16	\$373,409

Purpose: To provide training to the Kansas community foundation field that will help support the goals and objectives of the Kansas Health Foundation's **Giving Resources to Our World** program (**GROW II**), provide technical assistance to the foundations participating in the GROW II endowment building program to ensure their success and provide operating funds to KACF.

Based on a financial report received from the grantee on January 27, 2017, for the period ended December 31, 2016, \$1,478,281 had been spent for the intended charitable purpose of the grant.

**KANSAS HEALTH FOUNDATION
309 E. Douglas
Wichita, Kansas 67202**

EIN 48-0873431

Part VII-B, Statements Regarding Activities
Line 5a (4), Taxes on taxable expenditures

Grantee: Greater Northwest Kansas Community Foundation 509(a) (3) Type I
107 West Bressler
Bird City, KS 67731

The grant was made to the Foundation as fiscal sponsor for the Kansas Association of Community Foundations (KACF). KACF is a membership organization dedicated to leveraging the resources of Kansas community foundations to strengthen and promote community philanthropy. KACF has not received a tax exempt determination letter from the Internal Revenue Service. Therefore, expenditure responsibility is being exercised on this grant.

Grant Number: 201204007-231

Amount and date of grant: \$100,000 June 12, 2014

Grant payments made in 2016:

<u>Date</u>	<u>Amount</u>
6/2/16	\$34,000

Purpose: To support local leadership teams in pursuing community-wide strategies that support healthy eating and physical activity.

Based on a financial report received from the grantee on May 31, 2017, for the period ended April 30, 2017, \$96,695.95 had been spent for the intended charitable purpose of the grant. The remaining balance of \$3,304.05 will be used for the original purpose of the grant. This grant was closed in September 2017.

**KANSAS HEALTH FOUNDATION
309 E. Douglas
Wichita, Kansas 67202**

EIN 48-0873431

Part VII-B, Statements Regarding Activities
Line 5a(4), Taxes on taxable expenditures

Grantee: Kansas Health Institute (a Code section 4942 (j) (3) private
operating foundation)
212 SW Eighth Avenue, Suite 300
Topeka, Kansas 66603-3936

Grant Number: 201504006

Amount and date of grant: \$218,164 April 23, 2015. On December 31, 2016 the
grant amount was reduced to \$158,017.44.

There were no Grant payments made in 2016.

Purpose: To sustain the News Service's ability to cover issues impacting the
health of Kansas.

Based on a financial report received from the grantee on December 15, 2016,
for the period ended December 31, 2016, \$158,017 had been spent for the
intended charitable purpose of the grant. The grant was closed on January 18,
2017.

**KANSAS HEALTH FOUNDATION
309 E. Douglas
Wichita, Kansas 67202**

EIN 48-0873431

Part VII-B, Statements Regarding Activities
Line 5a(4), Taxes on taxable expenditures

Grantee: Kansas Health Institute (a Code section 4942 (j) (3) private
operating foundation)
212 SW Eighth Avenue, Suite 300
Topeka, Kansas 66603-3936

Grant Number: 201507004-11

Amount and date of grant: \$100,145 October 30, 2015

There were no Grant payments made in 2016.

Purpose: To improve health through access to and consumption of water.

Based on a financial report received from the grantee on December 1, 2016, for the period ended October 31, 2016, \$43,498 had been spent for the intended charitable purpose of the grant.