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## Return of Private Foundation

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

OMB No 1545-0052

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](http://www.irs.gov/form990pf).

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning APR 1, 2016, and ending MAR 31, 2017

ENVELOPE POSTMARK DATE AUG 04 2017

Name of foundation

WILLIAM T. KEMPER II CHARITABLE TRUST

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

118 WEST 47TH STREET

Room/suite

A Employer identification number

43-6337610

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

KANSAS CITY, MO 64112

G Check all that apply:  Initial return  Initial return of a former public charity  
 Final return  Amended return  
 Address change  Name change

B Telephone number

(816) 234-2568

H Check type of organization:  Section 501(c)(3) exempt private foundation  
 Section 4947(a)(1) nonexempt charitable trust  Other taxable private foundationC If exemption application is pending, check here ► I Fair market value of all assets at end of year **4,954,499.** (Part I, column (d) must be on cash basis) J Accounting method:  Cash  Accrual  
(from Part II, col (c), line 16)  Other (specify) \_\_\_\_\_D 1. Foreign organizations, check here ► 2. Foreign organizations meeting the 85% test, check here and attach computation ► E If private foundation status was terminated under section 507(b)(1)(A), check here ► F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► Part I Analysis of Revenue and Expenses  
(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B Interest on savings and temporary cash investments				
	3 Dividends and interest from securities	115,229.	115,229.		STATEMENT 1
Revenue	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10 Gross sales price for all assets on line 6a	364,576.	163,430.		
	7 Capital gain net income (from Part IV, line 2)		163,430.		
	8 Net short-term capital gain				
	9 Income modifications Gross sales less returns and allowances				
	10a b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 Total. Add lines 1 through 11	278,659.	278,659. <del>REMOVED</del>		
	13 Compensation of officers, directors, trustees, etc	61,177.	31,488.		29,688.
Operating and Administrative Expenses	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees				
	c Other professional fees				
	17 Interest				
	18 Taxes	4,426.	0.		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	65,603.	31,488.		29,688.
Disbursements	25 Contributions, gifts, grants paid	253,500.			253,500.
	26 Total expenses and disbursements. Add lines 24 and 25	319,103.	31,488.		283,188.
	27 Subtract line 26 from line 12:	-40,444.			
	a Excess of revenue over expenses and disbursements				
	b Net investment income (if negative, enter -0-)		247,171.		
	c Adjusted net income (if negative, enter -0-)			N/A	

623501 11-23-16 LHA For Paperwork Reduction Act Notice, see instructions.

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P 9N

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			
	2	Savings and temporary cash investments		9,667.	41,091.
	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 3	1,491,665.	1,434,288.
	c	Investments - corporate bonds	STMT 4	1,733,472.	1,718,981.
Liabilities	11	Investments - land, buildings, and equipment basis ►			
		Less accumulated depreciation ►			
	12	Investments - mortgage loans			
	13	Investments - other	STMT 5	336,960.	336,960.
	14	Land, buildings, and equipment basis ►			
		Less accumulated depreciation ►			
	15	Other assets (describe ► )			
	16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		3,571,764.	3,531,320.
					4,954,499.
	17	Accounts payable and accrued expenses			
Net Assets or Fund Balances	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.
		Foundations that follow SFAS 117, check here ► <input type="checkbox"/>			
		and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
Net Assets or Fund Balances	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>			
		and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds		3,571,764.	3,531,320.
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.
	29	Retained earnings, accumulated income, endowment, or other funds		0.	0.
	30	Total net assets or fund balances		3,571,764.	3,531,320.
	31	Total liabilities and net assets/fund balances		3,571,764.	3,531,320.

## 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	3,571,764.
2	Enter amount from Part I, line 27a	2	-40,444.
3	Other increases not included in line 2 (itemize) ►	3	0.
4	Add lines 1, 2, and 3	4	3,531,320.
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	3,531,320.

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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.)
<b>1a PUBLICLY TRADED SECURITIES</b>				VARIOUS	12/31/16
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 364,576.		201,146.		163,430.	
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				163,430.	
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	163,430.	
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	334,893.	5,227,138.	.064068
2014	320,731.	5,070,994.	.063248
2013	246,599.	4,872,632.	.050609
2012	234,815.	4,520,891.	.051940
2011	287,754.	4,482,299.	.064198

2 Total of line 1, column (d)

2 .294063

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 .058813

4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5

4 4,789,820.

5 Multiply line 4 by line 3

5 281,704.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 2,472.

7 Add lines 5 and 6

7 284,176.

8 Enter qualifying distributions from Part XII, line 4

8 283,188.

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

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)**1a Exempt operating foundations described in section 4940(d)(2), check here ►  and enter "N/A" on line 1.

Date of ruling or determination letter: \_\_\_\_\_ (attach copy of letter if necessary-see instructions)

b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ►  and enter 1% of Part I, line 27b

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-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-

6 Credits/Payments:

a 2016 estimated tax payments and 2015 overpayment credited to 2016

6a 3,440.

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 3,440.

8 Enter any **penalty** for underpayment of estimated tax. Check here  if Form 2220 is attached

8

9 Tax due. If the total of lines 5 and 8 is more than line 7, enter **amount owed**

9 1,503.

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** ►

Refunded ►

11

**Part VII-A Statements Regarding Activities**

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

1a Yes  No 

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?

1b Yes  No *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.*1c Yes  No 

c Did the foundation file Form 1120-POL for this year?

1c Yes  No 

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:

(1) On the foundation. ► \$ 0. (2) On foundation managers. ► \$ 0.

2 Yes  No 

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ 0.

2 Yes  No 

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?

3 Yes  No *If "Yes," attach a detailed description of the activities*3 Yes  No 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*4a Yes  No 

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

4b Yes  No 

b If "Yes," has it filed a tax return on Form 990-T for this year?

5 Yes  No 

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

2 Yes  No *If "Yes," attach the statement required by General Instruction T*3 Yes  No 

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:

4a Yes  No 

• By language in the governing instrument, or

4b Yes  No 

• 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?

5 Yes  No 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*6 Yes  No 

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ►

7 Yes  No 

MO

8b Yes  No 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*9 Yes  No 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*10 Yes  No 10 Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*

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

		Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	X
14	The books are in care of ► <u>COMMERCE BANK</u> Located at ► <u>118 W. 47TH ST. KANSAS CITY, MO</u>	Telephone no. ► (816) 234-2568 ZIP+4 ► 64112	
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? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►	16	Yes X No

## 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	X No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	X No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	X No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<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	X 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	X No
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ►	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)): a At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? If "Yes," list the years ►	<input type="checkbox"/> Yes	X 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.)	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►	N/A	
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	X No
b	If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016)	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b	X

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

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)?

Organizations relying on a current notice regarding disaster assistance check here

N/A



5b

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?

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

 Yes  No

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

N/A

7b

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

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

(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
COMMERCE BANK P.O. BOX 419248 KANSAS CITY, MO 64141-6248	TRUSTEE 5.00	31,488.	0.	0.
ROBERT W. LOYD 2046 CONDOLEA DR LEAWOOD, KS 66209-1652	TRUSTEE 5.00	29,688.	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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services ► 0

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

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

	Expenses
1 N/A	
2	
3	
4	

**Part IX-B** **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
<b>Total. Add lines 1 through 3</b>	<b>0.</b>

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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	4,833,957.
b Average of monthly cash balances	1b	28,804.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	4,862,761.
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	4,862,761.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	72,941.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,789,820.
6 Minimum investment return. Enter 5% of line 5	6	239,491.

**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	239,491.
2a Tax on investment income for 2016 from Part VI, line 5	2a	4,943.
b Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	4,943.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	234,548.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	234,548.
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	234,548.

**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	283,188.
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	283,188.
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	0.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	283,188.

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

**Part XIII Undistributed Income (see instructions)**

	(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				234,548.
2 Undistributed income, if any, as of the end of 2016			0.	
a Enter amount for 2015 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011	70,871.			
b From 2012	12,442.			
c From 2013	7,633.			
d From 2014	72,013.			
e From 2015	80,386.			
f Total of lines 3a through e	243,345.			
4 Qualifying distributions for 2016 from Part XII, line 4: ► \$ 283,188.			0.	
a Applied to 2015, but not more than line 2a				
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				234,548.
e Remaining amount distributed out of corpus	48,640.			
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:	291,985.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		0.		
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		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				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7	70,871.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	221,114.			
10 Analysis of line 9:				
a Excess from 2012	12,442.			
b Excess from 2013	7,633.			
c Excess from 2014	72,013.			
d Excess from 2015	80,386.			
e Excess from 2016	48,640.			

**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

b Check box to indicate whether the foundation is a private operating foundation described in section 509(a)(2)(B)(ii).

4942(1)(3) or

4942(I)(5)

**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 6

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

**c Any submission deadlines.**

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

## Part XV Supplementary Information (continued)

## 3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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 STATEMENT B	NONE	SEE STATEMENT	SEE STATEMENT B	253,500.
Total			► 3a	253,500.
b Approved for future payment				
NONE				
Total			► 3b	0.

## Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

	Unrelated business income		(e) Related or exempt function income
	(a) Business code	(b) 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			
4 Dividends and interest from securities			14 115,229.
5 Net rental income or (loss) from real estate:			
a Debt-financed property			
b Not debt-financed property			
6 Net rental income or (loss) from personal property			
7 Other investment income			
8 Gain or (loss) from sales of assets other than inventory			18 163,430.
9 Net income or (loss) from special events			
10 Gross profit or (loss) from sales of inventory			
11 Other revenue:			
a			
b			
c			
d			
e			
12 Subtotal. Add columns (b), (d), and (e)		0.	278,659.
13 Total. Add line 12, columns (b), (d), and (e)			13 278,659.
(See worksheet in line 12 instructions to verify calculations.)			

## **Relationship of Activities to the Accomplishment of Exempt Purposes**

**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?

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

- (1) Cash
- (2) Other assets

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

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

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

**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
STMT D		

**Sign  
Here**

and belief, it is true, correct, and complete Declaration  
► Douglas L. Nelson \*  
Signature of officer or trustee

108/01/2017

► CO-TRUSTEE

May the IRS discuss this return with the preparer shown below (see instr.)?

Signature of preparer or trustee		Date	Year		
<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name ►			Firm's EIN ►	
	Firm's address ►			Phone no.	

\* VICE PRESIDENT, THE COMMERCE TRUST COMPANY

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Form 990-PF (2016)

## WILLIAM T. KEMPER II CHARITABLE TRUST

43-6337610

FORM 990-PF

DIVIDENDS AND INTEREST FROM SECURITIES

STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
DIVIDENDS AND INTEREST	115,229.	0.	115,229.	115,229.	
TO PART I, LINE 4	115,229.	0.	115,229.	115,229.	

FORM 990-PF

TAXES

STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX ESTIMATED PAYMENTS	3,440.	0.		0.
PRIOR YEAR EXCISE TAX	986.	0.		0.
TO FORM 990-PF, PG 1, LN 18	4,426.	0.		0.

FORM 990-PF

CORPORATE STOCK

STATEMENT 3

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK STMT A	1,434,288.	2,748,151.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,434,288.	2,748,151.

FORM 990-PF

CORPORATE BONDS

STATEMENT 4

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS STMT A	1,718,981.	1,803,551.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,718,981.	1,803,551.

WILLIAM T. KEMPER II CHARITABLE TRUST

43-6337610

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	5
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ALTERNATIVE INVESTMENTS STMT A	COST	336,960.	361,706.
TOTAL TO FORM 990-PF, PART II, LINE 13		336,960.	361,706.

FORM 990-PF

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

STATEMENT 6

## NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

CHRISTOPHER G. BLAIR, COMMERCE BANK  
118 WEST 47TH STREET  
KANSAS CITY, MO 64112

## TELEPHONE NUMBER

(816) 234-2568

## FORM AND CONTENT OF APPLICATIONS

CONTACT COMMERCE BANK AT (816) 234-2568

## ANY SUBMISSION DEADLINES

NONE

## RESTRICTIONS AND LIMITATIONS ON AWARDS

DONATIONS MUST BE USED FOR RELIGIOUS, CHARITABLE, SCIENTIFIC OR EDUCATIONAL  
PURPOSES IN THE UNITED STATES.

**List of Assets**

<i>Description</i>	<i>Shares</i>	<i>Cost/ Per Unit</i>	<i>Market/ Value/ Per Unit</i>	<i>Percent Of Assets</i>	<i>Annual Income</i>	<i>Projected Annual Income</i>	<i>Current Yield</i>
<b><i>Cash and Cash Equivalents</i></b>							
Financial Square Tr Government Fd	41,090.56	41,090.56	41,090.56	0.83%	151.00	0.37%	
Admin C1 Fund 466		1.00	1.00				
Income Cash	-1,630.26	-1,630.26	-1,630.26	-0.03%	0.00	0.00%	
Principal Cash	1,630.26	1,630.26	1,630.26	0.03%	0.00	0.00%	
<b>Total Cash and Cash Equivalents</b>	<b>\$ 41,090.56</b>	<b>\$ 41,090.56</b>	<b>\$ 41,090.56</b>	<b>0.83%</b>	<b>\$ 151.00</b>	<b>0.37%</b>	
<b><i>Equity Investments</i></b>							
<b>Domestic Equities</b>							
<b>Common Stocks</b>							
Adobe System Inc	242	6,836.50	31,491.46	0.64%	0.00	0.00%	
		28.25	130.13				
Alphabet Inc Class A	69	13,956.26	58,498.20	1.18%	0.00	0.00%	
		202.27	847.80				
Alphabet Inc Class C	69	13,883.07	57,239.64	1.16%	0.00	0.00%	
		201.20	829.56				
Amazon Com Inc	13	9,170.02	11,525.02	0.23%	0.00	0.00%	
		705.39	886.54				
American International Group Inc	323	16,201.65	20,164.89	0.41%	413.00	2.05%	
		50.16	62.43				
Anthem Inc	300	12,120.49	49,614.00	1.00%	780.00	1.57%	
		40.40	165.38				
Apple Inc	494	14,116.69	70,968.04	1.43%	1,126.00	1.59%	
		28.58	143.66				
AT&T Inc	1,136	36,529.05	47,200.80	0.95%	2,226.00	4.72%	
		32.16	41.55				

**William T Kemper II Charitable Trust**  
 April 1, 2016 - March 31, 2017  
 Account Number 46-0011-01-8

FIN: 43-6337610

**List of Assets**

Description	Shares	Cost/ Per Unit	Market Value/ Per Unit	Percent Of Assets	Annual Income	Projected Annual Income	Current Yield
Chevron Corporation	396	46,287.53 116.89	42,518.52 107.37	0.86%	1,710.00		4.02%
Cme Group Inc	200	12,809.24 64.05	23,760.00 118.80	0.48%	528.00		2.22%
Comcast Corporation Cl-A	800	28,049.36 35.06	30,072.00 37.59	0.61%	504.00		1.68%
Commerce Bancshares Inc	6,160	317.19 0.05	345,945.60 56.16	6.98%	5,544.00		1.60%
Costco Whls Corp	161	18,100.51 112.43	26,998.09 167.69	0.54%	289.00		1.07%
CVS Health Corporation	259	25,240.67 97.45	20,331.50 78.50	0.41%	518.00		2.55%
Danaher Corp	357	9,677.03 27.11	30,534.21 85.53	0.62%	199.00		0.65%
Eog Resources Incorporated	215	6,610.28 30.75	20,973.25 97.55	0.42%	144.00		0.69%
Eversource Energy	597	24,928.64 41.76	35,091.66 58.78	0.71%	1,134.00		3.23%
Exxon Mobil Corporation	396	18,219.96 46.01	32,475.96 82.01	0.66%	1,188.00		3.66%
Facebook Inc-A	68	8,726.90 128.34	9,659.40 142.05	0.19%	0.00		0.00%
Fidelity National Information Services	465	26,297.30 56.54	37,023.30 79.62	0.75%	539.00		1.46%
Fortive Corp	178	3,002.32 16.87	10,719.16 60.22	0.22%	49.00		0.46%
General Mills Inc	500	17,052.48 34.11	29,505.00 59.01	0.60%	960.00		3.25%
Honeywell Intl Inc	234	24,283.98 103.78	29,219.58 124.87	0.59%	622.00		2.13%

**List of Assets**

Description	Shares	Cost/ Per Unit	Market Value/ Per Unit	Percent Of Assets	Annual Income	Projected Annual Income	Current Yield
Intel Corp	396	8,272.21 20.89	14,283.72 36.07	0.29%	431.00	431.00	3.02%
iShares Nasdaq Biotechnology Index Fund	161	19,450.93 120.81	47,216.47 293.27	0.95%	102.00	102.00	0.22%
iShares US Basic Materials ETF	436	18,753.16 43.01	38,865.04 89.14	0.78%	542.00	542.00	1.40%
Johnson and Johnson	377	22,902.75 60.75	46,955.35 124.55	0.95%	1,206.00	1,206.00	2.57%
JP Morgan Chase & Co	396	15,677.10 39.59	34,784.64 87.84	0.70%	792.00	792.00	2.28%
Kar Auction Services Inc	100	3,827.68 38.28	4,367.00 43.67	0.09%	128.00	128.00	2.93%
Lockheed Martin Corp	181	13,591.29 75.09	48,435.60 267.60	0.98%	1,317.00	1,317.00	2.72%
Logmein Inc	193	19,079.92 98.86	18,817.50 97.50	0.38%	0.00	0.00	0.00%
Lowes Companies Inc	626	13,640.87 21.79	51,463.46 82.21	1.04%	876.00	876.00	1.70%
Merck & Co Inc	636	20,173.92 31.72	40,411.44 63.54	0.82%	1,195.00	1,195.00	2.96%
Microsoft Corp	876	22,956.23 26.21	57,693.36 65.86	1.16%	1,366.00	1,366.00	2.37%
Mondelez International Inc	739	18,650.82 25.24	31,836.12 43.08	0.64%	561.00	561.00	1.76%
Nasdaq Inc	114	7,446.79 65.32	7,917.30 69.45	0.16%	145.00	145.00	1.84%
Newell Brands Inc.	597	15,933.22 26.69	28,160.49 47.17	0.57%	453.00	453.00	1.61%
Nike Inc Class B	166	8,701.22 52.42	9,251.18 55.73	0.19%	119.00	119.00	1.29%

**List of Assets**

<i>Description</i>	<i>Shares</i>	<i>Cost/ Per Unit</i>	<i>Market Value/ Per Unit</i>	<i>Percent Of Assets</i>	<i>Annual Income</i>	<i>Projected Income</i>	<i>Current Yield</i>
Oracle Corporation	357	9,814.75 27.49	15,925.77 44.61	0.32%	271.00	271.00	1.70%
Pepsico Inc	436	21,998.92 50.46	48,770.96 111.86	0.98%	1,312.00	1,312.00	2.69%
Pfizer Inc	1,020	20,202.26 19.81	34,894.20 34.21	0.70%	1,305.00	1,305.00	3.74%
Procter & Gamble Co	400	22,141.00 55.35	35,940.00 89.85	0.73%	1,071.00	1,071.00	2.98%
Qualcomm Inc	426	22,957.31 53.89	24,426.84 57.34	0.49%	903.00	903.00	3.70%
Schlumberger LTD	328	21,131.43 64.43	25,616.80 78.10	0.52%	656.00	656.00	2.56%
Thermo Fisher Corp	55	8,696.14 158.11	8,448.00 153.60	0.17%	33.00	33.00	0.39%
Union Pacific Corp	292	9,192.97 31.48	30,928.64 105.92	0.62%	706.00	706.00	2.28%
United Parcel Service B	218	15,896.29 72.92	23,391.40 107.30	0.47%	723.00	723.00	3.09%
United Technologies Corp	117	7,861.23 67.19	13,128.57 112.21	0.26%	308.00	308.00	2.35%
US Bancorp	514	14,859.74 28.91	26,471.00 51.50	0.53%	575.00	575.00	2.17%
Wells Fargo & Company	558	19,016.64 34.08	31,058.28 55.66	0.63%	848.00	848.00	2.73%
Zimmer Biomet Holdings Inc	76	9,187.28 120.89	9,280.36 122.11	0.19%	72.00	72.00	0.79%
<b>Total Common Stocks</b>		<b>\$ 824,426.19</b>	<b>\$ 1,880,268.77</b>	<b>37.95%</b>	<b>\$ 36,489.00</b>	<b>1.94%</b>	
<b>Exchange Traded Funds</b>							

**William T Kemper II Charitable Trust**  
 April 1, 2016 - March 31, 2017

Account Number 46-00111-01-8

**List of Assets**

<i>Description</i>	<i>Shares</i>	<i>Cost/ Per Unit</i>	<i>Market Value/ Per Unit</i>	<i>Percent Of Assets</i>	<i>Annual Income</i>	<i>Projected Annual Income</i>	<i>Current Yield</i>
<sup>1</sup> Shares DJ Select Dividend ETF	685	39,926.66 58.29	62,403.50 91.10	1.26%	1,894.00		3.04%
<sup>1</sup> Shares Russell Midcap Growth ETF	382	32,063.55 83.94	39,636.32 103.76	0.80%	402.00		1.02%
<sup>1</sup> Shares Russell Midcap Value ETF	2,858	63,513.62 22.22	237,185.42 82.99	4.79%	4,735.00		2.00%
<b>Total Exchange Traded Funds</b>	<b>\$ 135,503.83</b>		<b>\$ 339,225.24</b>	<b>6.85%</b>	<b>\$ 7,031.00</b>		<b>2.07%</b>
<b>Mutual Funds</b>							
Clearbridge Small Cap Growth Fund Class I	1,597.669	50,118.89 31.37	48,649.02 30.45	0.98%	0.00		0.00%
Commerce Midcap Growth Fund Institutional # 339	4,084.905	92,688.92 22.69	149,875.16 36.69	3.03%	743.00		0.50%
DFA US Targeted Value Portfolio	2,199.539	50,919.34 23.15	52,810.93 24.01	1.07%	541.00		1.02%
<b>Total Mutual Funds</b>	<b>\$ 193,727.15</b>		<b>\$ 251,335.11</b>	<b>5.07%</b>	<b>\$ 1,284.00</b>		<b>0.51%</b>
<b>Total Domestic Equities</b>	<b>\$ 1,153,657.17</b>		<b>\$ 2,470,829.12</b>	<b>49.87%</b>	<b>\$ 44,804.00</b>		<b>1.81%</b>
<b>International Equities</b>							
<b>Exchange Traded Funds</b>							
<sup>1</sup> Shares MSCI Emerging Markets ETF	1,419	31,524.66 22.22	55,894.41 39.39	1.13%	939.00		1.68%
SPDR S&P International Small Cap ETF	1,462	45,868.20 31.37	46,082.24 31.52	0.93%	1,225.00		2.66%
<b>Total Exchange Traded Funds</b>	<b>\$ 77,392.86</b>		<b>\$ 101,976.65</b>	<b>2.06%</b>	<b>\$ 2,164.00</b>		<b>2.12%</b>
<b>International Equity Mutual Funds</b>							

**List of Assets**

<i>Description</i>	<i>Shares</i>	<i>Cost/ Per Unit</i>	<i>Market Value/ Per Unit</i>	<i>Percent Of Assets</i>	<i>Annual Income</i>	<i>Projected Annual Income</i>	<i>Current Yield</i>
MFS Research International Fund-I	10,369,299	203,238.26	175,344.85	3.54%	3,214.00		1.83%
		19.60	16.91				
<b>Total International Equity Mutual Funds</b>	<b>\$ 203,238.26</b>		<b>\$ 175,344.85</b>	<b>3.54%</b>	<b>\$ 3,214.00</b>		<b>1.83%</b>
<b>Total International Equities</b>	<b>\$ 280,631.12</b>		<b>\$ 277,321.50</b>	<b>5.60%</b>	<b>\$ 5,378.00</b>		<b>1.94%</b>
<b>Total Equity Investments</b>	<b>\$ 1,434,288.29</b>		<b>\$ 2,748,150.62</b>	<b>55.47%</b>	<b>\$ 50,182.00</b>		<b>1.83%</b>
<i>Fixed Income Investments</i>							
<b>Credit</b>							
Vanguard Intermediate Term Investment Grade Fund Adm	25,344.984	247,367.04 9.76	245,846.34 9.70	4.96%	7,133.00		2.90%
<b>Total Credit</b>	<b>\$ 247,367.04</b>		<b>\$ 245,846.34</b>	<b>4.96%</b>	<b>\$ 7,133.00</b>		<b>2.90%</b>
<b>Treasury Tips</b>							
iShares Treasury Inflation Protected Securities Bond ETF	438	46,355.10 105.83	50,216.70 114.65	1.01%	799.00		1.59%
<b>Total Treasury Tips</b>	<b>\$ 46,355.10</b>		<b>\$ 50,216.70</b>	<b>1.01%</b>	<b>\$ 799.00</b>		<b>1.59%</b>
<i>Diversified Taxable Mutual Funds</i>							
Baird Aggregate Bond Fund-Is	15,354.676	165,523.41 10.78	165,062.77 10.75	3.33%	4,038.00		2.45%
Commerce Bond Fund Fund #333	65,606.083	1,217,973.15 18.57	1,299,000.44 19.80	26.22%	40,678.00		3.13%
<b>Total Diversified Taxable Mutual Funds</b>	<b>\$ 1,383,496.56</b>		<b>\$ 1,464,063.21</b>	<b>29.55%</b>	<b>\$ 44,716.00</b>		<b>3.05%</b>
<b>Domestic Preferred Stock</b>							
iShares US Preferred Stock ETF	480	18,312.00 38.15	18,576.00 38.70	0.37%	1,049.00		5.65%
<b>Total Domestic Preferred Stock</b>	<b>\$ 18,312.00</b>		<b>\$ 18,576.00</b>	<b>0.37%</b>	<b>\$ 1,049.00</b>		<b>5.65%</b>
<i>Emerging Markets</i>							

Emerging Markets

**William T Kemper II Charitable Trust**  
 April 1, 2016 - March 31, 2017

Account Number: 46-00111-01-8

**List of Assets**

<i>Description</i>	<i>Shares</i>	<i>Cost/ Per Unit</i>	<i>Market Value/ Per Unit</i>	<i>Percent Of Assets</i>	<i>Annual Income</i>	<i>Projected Annual Income</i>	<i>Current Yield</i>
Fidelity Advisor Emerging Markets Income Fund Class I	1,785.107	23,450.68 13.14	24,848.69 13.92	0.50%	1,306.00		5.26%
<b>Total Emerging Markets</b>		<b>\$ 23,450.68</b>	<b>\$ 24,848.69</b>	<b>0.50%</b>	<b>\$ 1,306.00</b>		<b>5.26%</b>
<b>Total Fixed Income Investments</b>		<b>\$ 1,718,981.38</b>	<b>\$ 1,803,550.94</b>	<b>36.40%</b>	<b>\$ 55,003.00</b>		<b>3.05%</b>

*Alternative Investments*

<i>Hedge Funds</i>							
Principal Global Multi-Strategy Fund-Inst	4,416.785	45,978.73 10.41		49,291.32 11.16	0.99%	72.00	0.15%
Robeco Boston Partners Long/Short Research Fund	10,230.281	153,045.00 14.96		162,252.26 15.86	3.27%	0.00	0.00%
Swan Defined Risk Fund I	8,390.278	91,957.45 10.96		101,354.56 12.08	2.05%	1,417.00	1.40%
<b>Total Hedge Funds</b>		<b>\$ 290,981.18</b>		<b>\$ 312,898.14</b>	<b>6.32%</b>	<b>\$ 1,489.00</b>	<b>0.48%</b>
<i>Traded Real Estate</i>							
Prudential Global Real Estate Fund-Q	2,111.053	45,978.73 21.78		48,807.55 23.12	0.99%	1,213.00	2.49%
<b>Total Traded Real Estate</b>		<b>\$ 45,978.73</b>		<b>\$ 48,807.55</b>	<b>0.99%</b>	<b>\$ 1,213.00</b>	<b>2.49%</b>
<i>Total Alternative Investments</i>		<b>\$ 336,959.91</b>		<b>\$ 361,705.69</b>	<b>7.30%</b>	<b>\$ 2,702.00</b>	<b>0.75%</b>
<i>Miscellaneous</i>							
Anadarko Finance Company Securities Litigation	1	0.00 0.00		0.00 0.00	0.00%	0.00	0.00%
6/12/09 - 6/9/10 Filing Dated 11/8/14							

William T Kemper II Charitable Trust  
April 1, 2016 - March 31, 2017

Account Number 46-0011-01-8

EIN: 43-6337610

### List of Assets

Description	Shares	Cost/ Per Unit	Market Value/ Per Unit	Percent Of Assets	Annual Income	Projected Annual Income	Current Yield
Bank of America Corporation Securities Litigation 9/18/08-4/21/09	1	0.00 0.00	0.00 0.00	0 00%	0 00	0 00	0.00%
Johnson & Johnson Securities Litigation 10/14/08 - 11/26/10	1	0.00 0.00	0.00 0.00	0 00%	0 00	0 00	0.00%
<b>Total Miscellaneous</b>		<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>0.00%</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>0.00%</b>
<b>Net Assets and Liabilities</b>		<b>\$ 3,531,320.14</b>	<b>\$ 4,954,497.81</b>	<b>100.00%</b>	<b>\$ 108,038.00</b>	<b>2.18%</b>	

Name	Address	City	State	Zip Code	Relationship to Any Foundation Manager of Substantial Contributor	Status	Purpose	Amount
Franklin County Historical Society	PO Box 145	Ottawa	KS	66067	None	PC	Used at the discretion of the board of trustees & administration	5,000
Musical Theatre Heritage Inc	1800 Central, Ste 101	Kansas City	MO	64108	None	PC	Used at the discretion of the board of trustees & administration	15,000
Happybottoms	1941 Central St	Kansas City	MO	64108	None	PC	Used at the discretion of the board of trustees & administration	5,000
Union Station Kansas City Inc	30 W Pershing, Ste 400	Kansas City	MO	64108	None	PC	Used at the discretion of the board of trustees & administration	5,000
Pembroke Hill School	400 W 51st St	Kansas City	MO	64112	None	PC	Used at the discretion of the board of trustees & administration	25,000
Thomas S Watson Supporting Foundation	1901 W 47th Pl, Ste 200	Westwood	KS	66205	None	SO-TYPE III-FI	Funds to be used for First Tee Event	5,000
Kansas University Endowment Association	1891 Constant Ave	Lawrence	KS	66047	None	PC	Used at the discretion of the board of trustees & administration	5,000
Pheasants Forever	1783 Buerkle Cir	St Paul	MN	55110	None	PC	Used at the discretion of the board of trustees & administration	10,000
Women's Foundation Of Greater Kansas City	6800 W 64th St, Ste 110	Shawnee Mission	KS	66202	None	PC	Used at the discretion of the board of trustees & administration	5,000
Boy Scouts Of America, Heart Of America Council	10210 Holmes Rd	Kansas City	MO	64131	None	PC	Used at the discretion of the board of trustees & administration	5,000
UMKC Conservatory Of Music And Dance	5100 Rockhill Rd, PAC 415	Kansas City	MO	64110	None	PC	Used at the discretion of the board of trustees & administration	5,000
Big Brothers Big Sisters	3908 Washington Ave	Kansas City	MO	64111	None	PC	Used at the discretion of the board of trustees & administration	25,000
Liberty Memorial Association (Natl WW1 Museum)	100 W 26th St	Kansas City	MO	64108	None	PC	Used at the discretion of the board of trustees & administration	15,000
NAIA - Champions Of Character Foundation	1200 Grand Blvd	Kansas City	MO	64106	None	SO-TYPE I	Used at the discretion of the board of trustees & administration	15,000
Rotary Club Youth Camp Association Inc	22310 NE Colbern Rd	Kansas City	MO	64086	None	PC	Used at the discretion of the board of trustees & administration	5,000

## William T Kemper II Charitable Trust

EIN: 43-6331760

Kansas City Metropolitan Crime Commission (S.A.V.E.)	3100 Broadway, Ste 226	Kansas City	MO	64111	None	PC	Funds to be used for Guns & Hoses Event	1,000
Kansas University Endowment Association	1891 Constant Ave	Lawrence	KS	66047	None	PC	Used at the discretion of the board of trustees & administration	15,000
KC Healthy Kids (Hartwig Legacy Foundation)	PO Box 480227	Kansas City	MO	64148	None	PC	Used at the discretion of the board of trustees & administration	5,000
City Union Mission	1100 E 11th St	Kansas City	MO	64106	None	PC	Used at the discretion of the board of trustees & administration	5,000
Salvation Army-Kansas & Western Missouri Div HQ	3637 Broadway	Kansas City	MO	64111	None	PC	Used at the discretion of the board of trustees & administration	5,000
Spire Chamber Ensemble	7819 N Birch Lane	Kansas City	MO	64151	None	PC	Used at the discretion of the board of trustees & administration	3,500
National Association Of Basketball Coaches Foundation (NABC Fdn)	1111 Main St, Ste 1000	Kansas City	MO	64105	None	PC	Funds to be used for the Hall of Fame	3,000
Secret Order Of The Key Incorporated	1421 E Frontier Ln	Olathe	KS	66062	None	PC	Funds to be used for Christmas Elves	5,000
The Derrick Thomas/Neil Smith Third And Long Foundation	8301 State Line Road	Kansas City	MO	64114	None	PC	Used at the discretion of the board of trustees & administration	5,000
Union Station Kansas City Inc	30 W Pershing, Ste 400	Kansas City	MO	64108	None	PC	Used at the discretion of the board of trustees & administration	5,000
Artists Helping The Homeless Inc	11412 Knox Pkwy, Ste 840	Overland Park	KS	66210	None	PC	Used at the discretion of the board of trustees & administration	2,500
Art Council Of Johnson County	15301 W 87th Pkwy, Ste 840	Lenexa	KS	66219	None	PC	Funds to be used for the Shooting Stars Recognition & Scholarship	5,000
Musical Theatre Heritage Inc	1800 Central, Ste 101	Kansas City	MO	64108	None	PC	Used at the discretion of the board of trustees & administration	15,000
Operation Breakthrough	3039 Troost Ave	Kansas City	MO	64109	None	PC	Used at the discretion of the board of trustees & administration	5,000
St Paul's Episcopal Church	4041 Main Street	Kansas City	MO	64111	None	PC	Used at the discretion of the board of trustees & administration	2,500
Midwest Innocence Project	605 W 47th St, Ste 222	Kansas City	MO	64112	None	PC	Funds to be used for Training & Research	10,000
Franklin County Historical Society	PO Box 145	Ottawa	KS	66067	None	PC	Used at the discretion of the board of trustees & administration	5,000

## William T Kemper II Charitable Trust

EIN: 43-6331760

MAATR (Mid-America Assn For Autistic Training & Research	10777 Barkley #220 C	Overland Park	KS	66211	None	PC	Used at the discretion of the board of trustees & administration	5,000
Nelson-Atkins Museum Of Art	4525 Oak St	Kansas City	MO	64111	None	PC	Used at the discretion of the board of trustees & administration	1,000
<b>Total</b>								<b>253,500</b>

JOINT FIDUCIARY STATEMENT

Name of Trust: William T Kemper II Charitable Trust  
Name of Fiduciary: Commerce Trust Company  
Identification Number: 43-6337610  
Year End: 3/31/2017

In accordance with the requirements of IRC Sec. 6012(b) (5) and Reg. 1.6012-3(c), the fiduciary filing this return states that he has sufficient knowledge of the affairs of the above mentioned trust to enable him to execute this return, and that this return is, to the best of his knowledge and belief, true and correct.

WILLIAM T KEMPER II CHARITABLE TRUST  
FORM 990PF, PART XVII, LINE 2b -  
INFORMATION REGARDING AFFILIATION  
WITH TAX-EXEMPT ORGANIZATIONS  
DESCRIBED IN SEC. 501(C) OF THE CODE  
(OTHER THAN SEC. 501(C)(3)) OR IN SEC. 527

EIN: 43-6337610

NAME OF ORGANIZATION:  
MOUNT HOPE MAUSOLEUM ENDOWMENT  
TYPE OF ORGANIZATION:  
501(C)(13)  
DESCRIPTION OF RELATIONSHIP:  
COMMON TRUSTEE

NAME OF ORGANIZATION:  
ANN A TRAVER CHARITABLE TRUST B  
TYPE OF ORGANIZATION:  
501(C)(4)  
DESCRIPTION OF RELATIONSHIP:  
COMMON TRUSTEE

NAME OF ORGANIZATION:  
IVY J TRIMMER - CHRISTIAN CHURCH  
TYPE OF ORGANIZATION:  
501(C)(4)  
DESCRIPTION OF RELATIONSHIP:  
COMMON TRUSTEE

NAME OF ORGANIZATION:  
IVY J TRIMMER TRUST  
TYPE OF ORGANIZATION:  
501(C)(4)  
DESCRIPTION OF RELATIONSHIP:  
COMMON TRUSTEE

NAME OF ORGANIZATION:  
ALICE G OGG TRUST UNDER WILL  
TYPE OF ORGANIZATION:  
501(C)(4)  
DESCRIPTION OF RELATIONSHIP:  
COMMON TRUSTEE

NAME OF ORGANIZATION:  
MARY HARTMANN FOUNDATION  
TYPE OF ORGANIZATION:  
501(C)(4)  
DESCRIPTION OF RELATIONSHIP:  
COMMON TRUSTEE

NAME OF ORGANIZATION:  
SHAARE SHOLEM CEMETERY TRUST  
TYPE OF ORGANIZATION:  
501(C)(13)  
DESCRIPTION OF RELATIONSHIP:  
COMMON TRUSTEE

NAME OF ORGANIZATION:  
ADATH JOSEPH CEMETERY FUND  
TYPE OF ORGANIZATION:  
501(C)(13)  
DESCRIPTION OF RELATIONSHIP:  
COMMON TRUSTEE

NAME OF ORGANIZATION:  
NINA BOZARTH T/U/W FBO KAMPF  
CEMETERY  
TYPE OF ORGANIZATION:  
501(C)(13)  
DESCRIPTION OF RELATIONSHIP:  
COMMON TRUSTEE