

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

OMB No 1545-0052

2017

Open to Public Inspection

Department of the Treasury
Internal Revenue Service▶ Do not enter social security numbers on this form as it may be made public.
▶ Go to www.irs.gov/Form990PF for instructions and the latest information.

For calendar year 2017 or tax year beginning

, 2017, and ending

, 20

Name of foundation

A Employer identification number

THE MASSMAN FOUNDATION**43-6045266**

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

Room/suite

B Telephone number (see instructions)

4400 W. 109TH STREET**300****913-291-2600**

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

C If exemption application is pending, check here ☐**OVERLAND PARK, KS 66211**G Check all that apply. ☐ Initial return ☐ Initial return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name changeD 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐H Check type of organization: ☐ Section 501(c)(3) exempt private foundation **04**
☐ Section 4947(a)(1) nonexempt charitable trust ☒ Other taxable private foundationE If private foundation status was terminated under section 507(b)(1)(A), check here ☐I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ **2,197,193** (Part I, column (d) must be on cash basis)
J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify) _____F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐**Part I****Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

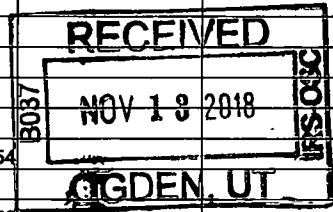
(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

		(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 type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	127	127		
	4 Dividends and interest from securities	41,470	41,470		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		47,476		
	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 or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	41,597	89,073		
	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	6,154	6,154		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	1,750	1,750		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	2,053	2,053		
	24 Total operating and administrative expenses. Add lines 13 through 23	9,957	9,957		
	25 Contributions, gifts, grants paid	71,500			
	26 Total expenses and disbursements. Add lines 24 and 25	81,457	9,957		
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	(39,860)			
	b Net investment income (if negative, enter -0-)		79,116		
	c Adjusted net income (if negative, enter -0-)				



61.21

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash—non-interest-bearing		115,902	16,901	16,901
	2	Savings and temporary cash investments				
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments—U.S. and state government obligations (attach schedule)				
	b	Investments—corporate stock (attach schedule)	904,437	931,923	1,334,890	
	c	Investments—corporate bonds (attach schedule)	583,116	661,019	660,375	
	11	Investments—land, buildings, and equipment: basis ▶				
	Less: accumulated depreciation (attach schedule) ▶					
12	Investments—mortgage loans					
13	Investments—other (attach schedule)					
14	Land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation (attach schedule) ▶					
15	Other assets (describe ▶ ALTERNATIVE INVESTMENTS)	166,649	167,877	185,027		
16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	1,770,104	1,777,720	2,197,193		
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)				
Net Assets or Fund Balances		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				
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	1,770,104	1,777,720		
	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)		1,777,720		
	31	Total liabilities and net assets/fund balances (see instructions)				

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	1,770,104
2	Enter amount from Part I, line 27a	2	(39,860)
3	Other increases not included in line 2 (itemize) ▶ NET CAPITAL GAINS ON INVESTMENTS	3	47,476
4	Add lines 1, 2, and 3	4	1,777,720
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	1,777,720

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE SCHEDULE 1				
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 446,943		399,467	47,476	
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) FMV 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	47,476	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c). See instructions. If (loss), enter -0- in Part I, line 8		3		

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☐ No
 If "Yes," the foundation doesn't 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))
2016	95,731	1,954,404	0.0490
2015	103,764	2,063,342	0.0503
2014	136,847	2,139,090	0.0640
2013	139,817	2,056,790	0.0680
2012	160,585	1,981,583	0.0810
2 Total of line 1, column (d)			2 0.3123
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5 0, or by the number of years the foundation has been in existence if less than 5 years			3 0.0625
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			4 2,088,238
5 Multiply line 4 by line 3			5 130,515
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 791
7 Add lines 5 and 6			7 131,306
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 71,500

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1		1,582
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		1,582
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)	4		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5		1,582
6	Credits/Payments:			
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	2,212	
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		2,212
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		
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		630
11	Enter the amount of line 10 to be: Credited to 2018 estimated tax 630 Refunded	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		✓
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the 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		✓
c Did the foundation file Form 1120-POL for this year?		✓
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ _____ (2) On foundation managers. ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		✓
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 Did the foundation have unrelated business gross income of \$1,000 or more during the year?		✓
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by <i>General Instruction T</i> .		✓
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?	✓	
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	✓	
8a Enter the states to which the foundation reports or with which it is registered. See instructions. ▶ MISSOURI		
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 <i>General Instruction G</i> ? If "No," attach explanation		✓
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 2017 or the tax year beginning in 2017? See the instructions for Part XIV. If "Yes," complete Part XIV		✓
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		✓

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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		✓
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		✓
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	✓	
14 The books are in care of ► JOSEPH T. KOPP Telephone no. ► (913) 291-2600 Located at ► 4400 W. 109TH STREET, SUITE 300, OVERLAND PARK, KS ZIP+4 ► 66211-1319		
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		<input type="checkbox"/>
16 At any time during calendar year 2017, 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 ►		✓

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

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

	Yes	No
1a During the year, did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions	1b	
Organizations relying on a current notice regarding disaster assistance, check here <input type="checkbox"/>		
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 2017?	1c	✓
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 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► 20____, 20____, 20____, 20____		
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. ► 20____, 20____, 20____, 20____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2017 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 2017.)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	✓
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 2017?	4b	✓

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

	Yes	No
5a During the year, did the foundation pay or incur any amount to:		
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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	<input type="checkbox"/>	
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?	<input type="checkbox"/> Yes	<input type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b	<input checked="" type="checkbox"/>
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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	7b	

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, and 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
H.J. MASSMAN IV 4400 W. 109TH ST, #300, OVERLAND PARK, KS 66211	PRESIDENT 1 HOUR	0	0	0
J.T. KOPP 4400 W. 109TH ST, #300, OVERLAND PARK, KS 66211	SECRETARY 1 HOUR	0	0	0
T.H. MASSMAN J.M. MASSMAN M.H. SCHNOEBELEN	DIRECTORS	0	0	0

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

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

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

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

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

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

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		
2		
3		
4		

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

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

Amount

1	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	2,060,415
b	Average of monthly cash balances	1b	59,623
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	2,120,038
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	2,120,038
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	31,800
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,088,238
6	Minimum investment return. Enter 5% of line 5	6	104,412

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	104,412
2a	Tax on investment income for 2017 from Part VI, line 5	2a	1,582
b	Income tax for 2017. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,582
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	102,830
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	102,830
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	102,830

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	71,500
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4	4	71,500
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	71,500

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 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				102,830
2 Undistributed income, if any, as of the end of 2017:				
a Enter amount for 2016 only				
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2017:				
a From 2012 62,335				
b From 2013 40,526				
c From 2014 33,351				
d From 2015 3,469				
e From 2016				
f Total of lines 3a through e	139,681			
4 Qualifying distributions for 2017 from Part XII, line 4: ► \$ 71,500				
a Applied to 2016, 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 2017 distributable amount				71,500
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a).)	31,330			31,330
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	108,351			
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 2016. Subtract line 4a from line 2a. Taxable amount—see instructions				
f Undistributed income for 2017. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2018				
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 2012 not applied on line 5 or line 7 (see instructions)	31,005			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	77,346			
10 Analysis of line 9:				
a Excess from 2013 40,526				
b Excess from 2014 33,351				
c Excess from 2015 3,469				
d Excess from 2016 0				
e Excess from 2017 0				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2017, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Tax year	Prior 3 years			(e) Total
(a) 2017	(b) 2016	(c) 2015	(d) 2014	
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., to individuals or organizations under other conditions, complete items 2a, b, c, and d. See instructions.

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

H.J. MASSMAN IV
4400 W. 109TH STREET, SUITE 300, OVERLAND PARK, KS 66211, (913) 291-2600

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

IN WRITING, STATING PURPOSE, AMOUNT REQUESTED AND WHEN NEEDED

- c** Any submission deadlines:

NONE

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

PRIMARILY IN THE GREATER KANSAS CITY AREA

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

Form **990-PF** (2017)

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					127
4	Dividends and interest from securities					41,470
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					
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)					
13	Total. Add line 12, columns (b), (d), and (e)					41,597

(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) (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)		✓
	(2) Other assets	1a(2)		✓
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		✓
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		✓
	(3) Rental of facilities, equipment, or other assets	1b(3)		✓
	(4) Reimbursement arrangements	1b(4)		✓
	(5) Loans or loan guarantees	1b(5)		✓
	(6) Performance of services or membership or fundraising solicitations	1b(6)		✓
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		✓
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) (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.				May the IRS discuss this return with the preparer shown below? See instructions <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
	Signature of officer or trustee	11/10/2018 Date	SECRETARY Title		
Paid Preparer Use Only	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			

THE MASSMAN FOUNDATION CHARITABLE CONTRIBUTIONS December 31, 2017

Attachment to 2017 Form 990-PF Part XV a

RECIPIENT	FOUNDATION STATUS OF RECIPIENT	PURPOSE	AMOUNT
Conception Abbey P O Box 501 Conception, MO 64433-0501	PC	Final installment for "Monastery Building Renovations" campaign	5,000
Cristo Rey Kansas City 211 W Linwood Blvd Kansas City, MO 64111	PC	Contribution towards Student Transportation Plan	20,000
JDRF, Omaha-Council Bluffs Chapter 9202 W. Dodge Road, Suite 304 Omaha, NE 68114	PC	Contribution towards Fund a Cure Event	5,000
Kansas City Community Gardens 6917 Kensington Kansas City, MO 64132	PC	Grant for essential operating support	3,000
Memorial Sloan-Kettering Cancer Center 1275 York Avenue New York, NY 10065	GROUP	Unrestricted contribution to support charitable activities	1,000
Missouri Colleges Fund 3401 West Truman Blvd , Suite 202 Jefferson City, MO 65109-6892	PC	Unrestricted contribution to support charitable activities	5,000
Operation Breakthrough, Inc. 3039 Troost Kansas City, MO 64109	PC	Unrestricted contribution to support charitable activities	5,000
Redemptorist Social Services Center, Inc 207 W Linwood Kansas City, MO 64111	PC	Contribution for Holiday Fund Drive	10,000

**THE MASSMAN FOUNDATION
CHARITABLE CONTRIBUTIONS
December 31, 2017**

Attachment to 2017 Form 990-PF
Part XV a

RECIPIENT	FOUNDATION STATUS OF RECIPIENT	PURPOSE	AMOUNT
Swope Health Services 3801 Blue Parkway Kansas City, MO 64130	PC	Contribution towards New Mobile Medical Unit	10,000
Welcome House 1414 E. 27th Street Kansas City, MO 64108	PC	Grant towards Sober Living Recovery Program transportation needs	5,000
Wildwood Outdoor Education Center 1403 Southwest Blvd., 2B Kansas City, KS 66103	PC	Unrestricted contribution to support charitable activities	2,500
			<u>\$71,500</u>

**STATEMENTS REGARDING ACTIVITIES
THE MASSMAN FOUNDATION
CALENDAR YEAR ENDED DECEMBER 31, 2017**

**Attachment to 2017 Form 990-PF
Part VII-A**

Line 8b

Missouri and Kansas do not require the filing of a copy of Form 990-PF

CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME
THE MASSMAN FOUNDATION
CALENDAR YEAR ENDED DECEMBER 31, 2017

Schedule 1
Attachment to 2017 Form 990-PF
Part IV

Description	How Acquired	Date Acquired	Date Sold	Shares sold	Value per share	Gross sales price	Tax cost per share	Cost or other basis	Net gain / (loss)
Mfs Research International Fund-I	P	06/22/11	03/28/17	588 582	16 990	10,000 00	16 290	9,588 00	412 00
Harbor Bond Fund	P	01/01/06	04/11/17	2,172 024	11 510	25,000 00	11 848	25,735 12	(735 12)
Fidelity Advisor Emerging Markets Income Fund-I	P	03/24/10	07/13/17	713 267	14 020	10,000 00	12 920	9,215 41	784 59
Harbor Bond Fund	P	01/01/06	07/13/17	17,640 492	11 590	204,453 30	11 848	209,012 44	(4,559 14)
Hartford Floating Rate Fund-Y	P	06/03/09	07/13/17	1,696 491	8 690	14,742 51	7 590	12,876 40	1,866 11
Hartford Floating Rate Fund-Y	P	04/10/17	07/13/17	29 631	8 690	257 49	8 700	257 79	(0 30)
Commerce Midcap Growth Fund	P	03/02/16	10/10/17	187 219	40 060	7,500 00	32 300	6,047 18	1,452 82
DFA US Targeted Value Portfolio	P	02/23/15	10/10/17	399 361	25 040	10,000 00	22 680	9,057 51	942 49
Hartford Midcap Fund-Y	P	03/02/16	10/10/17	213 129	35 190	7,500 00	26 360	5,618 08	1,881 92
T Rowe Price New Horizons Fund-I	P	09/26/11	10/11/17	136 861	54 800	7,500 00	32 491	4,446 74	3,053 26
iShares Russell Midcap Value ETF	P	03/02/16	10/11/17	200 000	85 548	17,109 60	67 240	13,448 00	3,661 60
iShares Russell Midcap Value ETF	P	11/06/06	10/11/17	50 000	85 548	4,277 40	47 100	2,355 18	1,922 22
iShares Russell 1000 Value ETF	P	06/12/12	10/11/17	250 000	119 567	29,891 81	66 030	16,507 50	13,384 31
iShares Russell 1000 Value ETF	P	10/19/09	10/11/17	50 000	119 567	5,978 36	57 790	2,889 32	3,089 04
iShares Russell 1000 Growth ETF	P	12/29/15	10/11/17	150 000	126 917	19,037 55	101 160	15,173 97	3,863 58
AQR Managed Futures Strategy Fund-I	P	06/22/11	12/18/17	2,928 398	9 150	26,794 85	9 970	29,196 15	(2,401 30)
Alerian MLP ETF	P	12/03/13	12/19/17	250 000	10 79587	2,698 97	14 990	3,747 74	(1,048 77)
Alerian MLP ETF	P	06/11/13	12/19/17	1,250 000	10 79587	13,494 84	14 410	18,009 35	(4,514 51)
Alerian MLP ETF	P	03/27/17	12/19/17	500 000	10 79587	5,397 94	12 570	6,285 00	(887 07)
Capital Gains distributions (all)	P	Var	12/31/17			25,308 81		0 00	25,308 81
Total of all capital gains						<u>446,943 42</u>		<u>399,466 88</u>	<u>47,476 54</u>

The Massman Foundation
FUND BALANCE
December 31, 2017

	Shares	Cost	6,001 54	Per Unit	Market Value	%
Cash at Commerce Bank (regular checking)						
Investments						
At Banks:						
Commerce Bank Money Market Account		10,899 15			10,899 15	0 50%
Corporate Stocks/Funds:						
Domestic Equities:						
<u>Exchange Traded Funds</u>						
iShares Russell Midcap Value ETF	1,000 000	46,880 23		89 15	89,150 00	4 06%
iShares Russell 1000 Growth ETF	1,450 000	100,969 90		134 68	195,286 00	8 89%
iShares Russell 1000 Value ETF	1,700 000	98,236 88		124 34	211,378 00	9 62%
		246,087 01			495,814 00	22 57%
<u>Mutual Funds</u>						
Commerce Midcap Growth Fund Institutional	1,205 969	38,952 82		39 50	47,635 78	2 17%
DFA US Large Cap Value Portfolio	1,926 533	67,679 10		39 12	75,365 97	3 43%
DFA US Targeted Value Portfolio	2,591 460	58,774 34		24 89	64,501 44	2 94%
Hartford Midcap Fund-Y	1,494 003	39,381 92		35 76	53,425 55	2 43%
T Rowe Price Growth Stock Fund-I	464 770	25,000 00		62 70	29,141 08	1 33%
T Rowe Price New Horizons Funds	830 486	26,983 23		52 63	43,708 48	1 99%
Vanguard Morgan Growth Fund - Ad	891 482	51,792 43		90 71	80,866 33	3 68%
		308,563 84			394,644 63	17 96%
		554,650 85			890,458 63	
Total domestic equities						
International Equities:						
<u>Exchange Traded Funds</u>						
Vanguard Emerging Markets-ETF	1,950 000	75,000 50		45 91	89,524 50	4 07%
Total Exchange Traded Funds		75,000 50			89,524 50	
<u>International Equity Mutual Funds</u>						
DFA International Small Company Portfolio	4,214 005	77,500 00		21 27	89,631 89	4 08%
Dodge & Cox International Stock Fund	1,883 504	80,000 00		46 32	87,243 91	3 97%
Mfs Research International Fund-I	8,919 375	144,772 24		19 96	178,030 73	8 10%
		302,272 24			354,906 53	16 15%
		377,272 74			444,431 03	20 23%
		931,923 59			1,334,889 66	60 75%
Total international equities						
Total equity investments						
Fixed Income Investments:						
<u>Credit</u>						
Vanguard Intermediate Term Investment						
Grade Fund Adm	10,145 224	100,000 00		9 75	98,915 93	4 50%
		100,000 00			98,915 93	
<u>Diversified Taxable Mutual Funds</u>						
Baird Aggregate Bond Fund-Is	9,199 632	100,000 00		10 87	100,000 00	4 55%
Commerce Bond Fund #333	12,925 963	260,000 00		20 01	258,648 52	11 77%
Dodge & Cox Income Fund	7,256 894	100,000 00		13 76	99,854 86	4 54%
		460,000 00			458,503 38	20 87%
<u>Taxable High Yield Funds</u>						
Blackrock High Yield Bond Portfolio	3,185 339	24,068 70		7 80	24,845 64	1 13%
Hartford Floating Rate Fund-Y	5,732 772	49,742 21		8 71	49,932 44	2 27%
Vanguard High Yield Corporate Fund Adm	2,525 252	15,000 00		5 92	14,949 49	0 68%
		88,810 91			89,727 57	4 08%
<u>Emerging Markets</u>						
Fidelity Advisor Emerging Markets Income Fund-I	944 893	12,208 02		14 00	13,228 50	0 60%
		12,208 02			13,228 50	0 60%
		661,018 93			660,375 38	30 06%
Total Fixed Income Investments						
Alternative Investments:						
<u>Hedge Funds</u>						
Principal Global Multi-Strategy Fund	4,389 816	50,000 00		11 30	49,604 92	2 26%

The Massman Foundation
FUND BALANCE
December 31, 2017

				Cost	Per Unit	Market Value	%
Robeco Boston Partners Long/Short Res Fund	3,525,299			50,000 00	17 01	59,965 34	2 73%
Swan Defined Risk Fund I	4,113,627			50,000 00	13 02	53,559 42	2 44%
				150,000 00		163,129 68	7 42%
<i>Infrastructure</i>							
Alerian MLP ETF	0 00			0 00	10 37	0 00	0 00%
				0 00		0 00	
<i>Traded Real Estate</i>							
Vanguard REIT Index Fund-Adm	186 28			17,877 12	117 55	21,897 57	1 00%
				17,877 12		21,897 57	
Total Alternative Investments				167,877 12		185,027 25	8 42%
Total Investments at Commerce Trust				1,771,718 79		2,191,191 44	
Bal, December 31, 2017				1,777,720 33		2,197,192 98	100 00%

**OPERATING AND ADMINISTRATIVE EXPENSES
THE MASSMAN FOUNDATION
CALENDAR YEAR ENDED DECEMBER 31, 2017**

**Attachment to 2017 Form 990-PF
Part I**

Line 16c - Other professional fees

Commerce Bank investment fees	<u>\$6,154</u>
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Line 18 - Taxes

United States Treasury - investment tax	<u>\$1,750</u>
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Line 23 - Other expenses

Directors and officers insurance	\$803
Exponent Philanthropy dues	750
Philanthropy Roundtable dues	500
	<u>\$2,053</u>