

For calendar year 2018, or tax year beginning 01-01-2018, and ending 12-31-2018

Name of foundation KELLY FAMILY FOUNDATION		A Employer identification number 27-6825262	
Number and street (or P O box number if mail is not delivered to street address) PO BOX 3955		Room/suite	B Telephone number (see instructions) (913) 210-1788
City or town, state or province, country, and ZIP or foreign postal code OLATHE, KS 66063		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 25,823,468	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) <u>(Part I, column (d) must be on cash basis)</u>	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ☒ If the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	193,496	193,496		
	4 Dividends and interest from securities	602,511	602,511		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 _____	821,939			
	b Gross sales price for all assets on line 6a _____ 10,506,003				
	7 Capital gain net income (from Part IV, line 2)		821,939		
	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	1,617,946	1,617,946		
	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	143	143		0
	b Accounting fees (attach schedule)	9,100	9,100		0
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	62,712	6,889		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	71,955	16,132		0
	25 Contributions, gifts, grants paid	1,756,100			1,756,100
	26 Total expenses and disbursements. Add lines 24 and 25	1,828,055	16,132		1,756,100
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-210,109			
	b Net investment income (if negative, enter -0-)		1,601,814		
c Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing	899,824	4,322,606	4,322,606
	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)	15,588,174	12,456,863	13,383,339
	c	Investments—corporate bonds (attach schedule)	8,746,828	8,245,248	8,117,523
	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 ▶ _____)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	25,234,826	25,024,717	25,823,468	
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)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	25,234,826	25,024,717	
30	Total net assets or fund balances (see instructions)	25,234,826	25,024,717		
31	Total liabilities and net assets/fund balances (see instructions) .	25,234,826	25,024,717		

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	25,234,826
2	Enter amount from Part I, line 27a	2	-210,109
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	25,024,717
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	25,024,717

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a ST COVERED FROM INVESTMENT ACCOUNT	P		2018-12-31
b LT COVERED FROM INVESTMENT ACCOUNT	P		2018-12-31
c LT NONCOVERED FROM INVESTMENT ACCOUNT	P		2018-12-31
d BOND AMORTIZATION ADJUSTMENT	P		2018-12-31
e CAPITAL GAIN DISTRIBUTIONS	P		2018-12-31

(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 4,181,502		4,093,164	88,338
b 5,304,151		4,586,100	718,051
c 1,009,068		1,004,800	4,268
d 8,919			8,919
e 2,363			2,363

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			88,338
b			718,051
c			4,268
d			8,919
e			2,363

2 Capital gain net income or (net capital loss)	2	821,939
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 does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see 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))
2017	1,752,619	27,535,922	0 063648
2016	1,940,916	27,439,255	0 070735
2015	2,061,378	28,805,091	0 071563
2014	1,720,071	32,279,485	0 053287
2013	1,644,113	31,305,727	0 052518

2 Total of line 1, column (d)	2	0 311751
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 062350
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	27,354,783
5 Multiply line 4 by line 3	5	1,705,571
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	16,018
7 Add lines 5 and 6	7	1,721,589
8 Enter qualifying distributions from Part XII, line 4	8	1,756,100

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	1	16,018
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2.	3	16,018
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	16,018
6	Credits/Payments		
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a	25,270
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	0
d	Backup withholding erroneously withheld	6d	0
7	Total credits and payments. Add lines 6a through 6d.	7	25,270
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	0
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	9,252
11	Enter the amount of line 10 to be Credited to 2019 estimated tax ☐ 9,252 Refunded ☐	11	0

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? (see Instructions for definition). <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	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		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ 0		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	2	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? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	Yes
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	Yes
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
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?	6	No
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ KS		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i> .	8b	Yes
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 2018 or the taxable year beginning in 2018? See the instructions for Part XIV <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A Statements Regarding Activities (continued)

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <u>N/A</u>	13	Yes	
14	The books are in care of ▶ <u>BONNIE C KELLY CO LATHROP GAGE</u> Telephone no ▶ <u>(913) 451-5161</u>			

Located at ▶ 10851 MASTIN BLVD SUITE 1000 OVERLAND PARK KS ZIP+4 ▶ 662101669

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —check here ▶ ☐			
	and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			
16	At any time during calendar year 2018, 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?	16	Yes	No
	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.

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions. ☐	1b		
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 2018?	1c		No
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 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? ☐ Yes ☒ 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? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2018 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 2018).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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 2018?	4b		No

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))?	☐ 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.		5b	
Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	☐ Yes ☐ No		
If "Yes," attach the statement required by Regulations section 53.4945–5(d)			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No	6b	No
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	☐ Yes ☒ No		
If "Yes" to 6b, file Form 8870			
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No	7b	
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	☐ Yes ☒ No		
8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment during the year?	☐ Yes ☒ No		

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation. See instructions**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
BONNIE C KELLY CO LATHROP GAGE	TRUSTEE	0	0	0
10851 MASTIN BLVD SUITE 1000 OVERLAND PARK, KS 662101669	1 00			
GERALD A KELLY JR CO LATHROP GAGE	TRUSTEE	0	0	0
10851 MASTIN BLVD SUITE 1000 OVERLAND PARK, KS 662101669	1 00			

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. ▶ 0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
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	
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 ►	0

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	23,922,676
b	Average of monthly cash balances.	1b	3,848,677
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	27,771,353
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	27,771,353
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	416,570
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	27,354,783
6	Minimum investment return. Enter 5% of line 5.	6	1,367,739

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	1,367,739
2a	Tax on investment income for 2018 from Part VI, line 5.	2a	16,018
b	Income tax for 2018 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	16,018
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	1,351,721
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	1,351,721
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	1,351,721

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	1,756,100
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	1,756,100
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	16,018
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,740,082

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 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				1,351,721
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2018				
a From 2013.				
b From 2014.				
c From 2015.				702,275
d From 2016.				581,521
e From 2017.				541,877
f Total of lines 3a through e.	1,825,673			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ <u>1,756,100</u>				
a Applied to 2017, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2018 distributable amount.				1,351,721
e Remaining amount distributed out of corpus	404,379			
5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	2,230,052			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2017 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019				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 2013 not applied on line 5 or line 7 (see instructions).	0			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	2,230,052			
10 Analysis of line 9				
a Excess from 2014.				
b Excess from 2015.				702,275
c Excess from 2016.				581,521
d Excess from 2017.				541,877
e Excess from 2018.				404,379

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 2018, enter the date of the ruling. ▶

b Check box to indicate whether the organization 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) 2018	(b) 2017	(c) 2016	(d) 2015	
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))
See Additional Data Table

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

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 e-mail address of the person to whom applications should be addressed
BONNIE C KELLY CO LATHROP GAGE
10851 MASTIN BLVD SUITE 1000
OVERLAND PARK, KS 662101669
(913) 451-5161

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

c Any submission deadlines
NOT APPLICABLE

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors
ALL SUBMISSIONS SHOULD RELATE TO THE FOUNDATION'S MISSION STATEMENT AND BE USED TO IMPROVE THE QUALITY OF LIFE IN CHILDREN, WOMEN AND ANIMALS WITHIN THE UNITED STATES BY SUPPORTING PROGRAMS THAT FOCUS ON EDUCATION, MENTAL AND PHYSICAL WELLNESS AND CALIBER OF LIFE

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 <i>Paid during the year</i> See Additional Data Table				
Total			▶ 3a	
b <i>Approved for future payment</i>				
Total			▶ 3b	

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments			14	193,496	
4 Dividends and interest from securities. . . .			14	602,511	
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	821,939	
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		1,617,946	0
13 Total. Add line 12, columns (b), (d), and (e). (See worksheet in line 13 instructions to verify calculations)			13		1,617,946

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)(3) (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)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No
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.			

(a) Line No	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c)(3) (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.

*****	2019-08-19	*****
Signature of officer or trustee	Date	Title

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

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
	SARA B STUBLER				P01332766
	Firm's name ▶ MARKSNELSON LLC				Firm's EIN ▶ 48-1238645
Firm's address ▶ 1310 E 104TH ST SUITE 300 KANSAS CITY, MO 64131					Phone no (816) 743-7700

Form 990PF Part XV Line 1a - 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).

BONNIE C KELLY CO LATHROP GAGE
GERALD A KELLY JR CO LATHROP GAGE

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i>				
ACADEMY FOR INTEGRATED ARTS 7910 TROOST KANSAS CITY, MO 64131	N/A	EXEMPT	THE MISSION OF THE ACADEMY FOR INTEGRATED ARTS IS TO USE THE ARTS TO PREPARE STUDENTS FOR AN ADMISSIONS-BASED COLLEGE PREPARATORY SECONDARY SCHOOL THE ARTS WILL SERVE AS A CATALYST FOR LEARNING, ACHIEVEMENT, CURIOSITY AND SELF-ESTEEM	120,000
AMERICASHARE15 WEST 26TH STREET NEW YORK, NY 10010	N/A	EXEMPT	TO ASSIST WOMEN AND CHILDREN AFFECTED BY THE AIDS EPIDEMIC IN KENYA	1,600
BARRIER ISLAND FREE MEDICAL CLINIC 3226 MAYBANK HWY BUILDING C JOHNS ISLAND, SC 29455	N/A	EXEMPT	DONATION TO PROVIDE MEDICAL SUPPORT TO THOSE IN NEED	25,000
Total ▶ 3a				1,756,100

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
BENEDICTINE COLLEGE 1020 NORTH 2ND STREET ATCHISON, KS 66002	N/A	EXEMPT	DONATION TO A COLLEGE TO SUPPORT EDUCATION	50,000
BIRTHRIGHT OF GREATER KANSAS CITY 6309 WALNUT ST KANSAS CITY, MO 64113	N/A	EXEMPT	TO PROVIDE CARING, LOVING, NON-JUDGEMENTAL SUPPORT TO WOMEN AND GIRLS WHO ARE DISTRESSED BY AN UNPLANNED PREGNANCY	5,000
CATHOLIC CHARITIES OF KANSAS CITY - ST JOSEPH 4001 BLUE PARKWAY SUITE 250 KANSAS CITY, MO 64130	N/A	EXEMPT	DONATION TO HELP THE CATHOLIC CHURCH PROVIDE CHARITY TO THE UNDERPRIVILEGED	15,000
Total ► 3a				1,756,100

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
CATHOLIC CHARITIES OF NE KANSAS 9720 WEST 87TH STREET OVERLAND PARK, KS 66212	N/A	EXEMPT	DONATION TO HELP THE CATHOLIC CHURCH PROVIDE CHARITY TO THE UNDERPRIVILEGED	15,000
CATHOLIC EDUCATION FOUNDATION 12615 PARALLEL PARKWAY KANSAS CITY, KS 66109	N/A	EXEMPT	DONATION TO HELP PROVIDE CATHOLIC EDUCATION FOR UNDERPRIVILEGED CHILDREN	125,000
CENTER FOR ACTION AND CONTEMPLATION 1705 FIVE POINTS RD SW ALBUQUERQUE, NM 87195	N/A	EXEMPT	DONATION TO A CENTER FOR EXPERIENTIAL EDUCATION, ROOTED IN THE GOSPELS, ENCOURAGING THE TRANSFORMATION OF HUMAN CONSCIOUSNESS THROUGH CONTEMPLATION	2,500
Total ► 3a				1,756,100

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
CHARLESTON AREA THERAPEUTIC RIDING CENTER 2669 HAMILTON ROAD JOHNS ISLAND, SC 29455	N/A	EXEMPT	TO ASSIST WITH PROVIDING QUALITY THERAPEUTIC HORSEBACK RIDING PROGRAMS TO INDIVIDUALS WITH A WIDE VARIETY OF DISABILITIES IN A SAFE AND ENJOYABLE ENVIRONMENT	40,000
CHARLESTON COLLEGIATE SCHOOL 2024 ACADEMY DRIVE JOHNS ISLAND, SC 29455	N/A	EXEMPT	DONATION TO A SCHOOL TO SUPPORT EDUCATION	4,000
CHILDREN'S INTERNATIONAL 2000 EAST RED BRIDGE ROAD PO BOX 219055 KANSAS CITY, MO 64121	N/A	EXEMPT	DONATION TO BRING REAL AND LASTING CHANGE TO CHILDREN LIVING IN POVERTY	25,000
Total ▶ 3a				1,756,100

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
CHILDREN'S MERCY HOSPITAL 2401 GILLHAM ROAD KANSAS CITY, MO 64108	N/A	EXEMPT	DONATION TO HELP CHILDREN WITH LIFE THREATENING ILLNESSES AND THEIR FAMILIES	100,000
CHURCH OF THE NATIVITY 3800 W 119TH ST LEAWOOD, KS 66209	N/A	EXEMPT	TO PROVIDE A PLACE OF WORSHIP, RECONCILIATION, AND OFFER AN OCCASION FOR A DEEPENING CONVERSION AND STEP FORWARD IN THE JOURNEY TO GOD	500
CITY UNION MISSION 1100 E 11TH STREET KANSAS CITY, MO 64106	N/A	EXEMPT	DONATION TO HELP PROVIDE CLOTHING AND OTHER ITEMS FOR THE POOR AND HOMELESS	5,000
Total ▶ 3a				1,756,100

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
CRISTO REY 211 WEST LINWOOD BOULEVARD KANSAS CITY, MO 64111	N/A	EXEMPT	DONATION TO A SISTERS OF CHARITY HIGH SCHOOL PROVIDING COLLEGE PREP EDUCATION AND SCHOLARSHIPS	35,000
CYSTIC FIBROSIS FOUNDATION 6931 ARLINGTON ROAD 2ND FLOOR BETHESDA, MD 20814	N/A	EXEMPT	DONATION TO HELP SUPPORT THOSE WITH CYSTIC FIBROSIS	5,000
DARTMOUTH COLLEGE 6066 DEVELOPMENT OFFICE HANOVER, NH 03755	N/A	EXEMPT	DONATION TO A SCHOOL TO SUPPORT EDUCATION	15,000
Total ▶ 3a				1,756,100

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
DOCTORS WITHOUT BORDERS 333 7TH AVENUE NEW YORK, NY 10001	N/A	EXEMPT	DONATION TO DELIVER INDEPENDENT MEDICAL CARE TO VICTIMS OF ARMED CONFLICT, BRING RELIEF IN THE AFTERMATH OF NATURAL OR MAN-MADE DISASTERS, AND FIGHT DEADLY EPIDEMICS IN MORE THAN 70 COUNTRIES AROUND THE WORLD	10,000
EDDIE BAKER SCHOOL OF MUSIC 2803 E 51ST ST KANSAS CITY, MO 64130	N/A	EXEMPT	DONATION TO SUPPORT MUSICA EDUATION FOR CHILDREN	100
FAITH HOME CHURCH 144 FAITH HOME ROAD GREENWOOD, SC 29649	N/A	EXEMPT	TO PROVIDE A PLACE OF WORSHIP, RECONCILIATION, AND OFFER AN OCCASION FOR A DEEPENING CONVERSION AND STEP FORWARD IN THE JOURNEY TO GOD	1,000
Total ► 3a				1,756,100

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
HABITAT FOR HUMANITY 1423 E LINWOOD BLVD KANSAS CITY, MO 64109	N/A	EXEMPT	DONATION TO PROVIDE SUPPORT TO BUILD HOMES, COMMUNITY AND HOPE	500
HEART TO HEARTPO BOX 15566 LENEXA, KS 66285	N/A	EXEMPT	DONATION TO PROVIDE CRISIS RELIEF WORLDWIDE	300,000
INCLUSION CONNECTIONS 2073 E SANTA FE OLATHE, KS 66062	N/A	EXEMPT	TO ASSIST TEENS AND YOUNG ADULTS WITH DISABILITIES BY CREATING INCLUSIVE OPPORTUNITIES FOR COMMUNITY INVOLVEMENT	10,000
Total ► 3a				1,756,100

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
INTER FAITH HOSPITALITY NETWORK 6315 W 110TH ST OVERLAND PARK, KS 66211	N/A	EXEMPT	TO PROVIDE A PLACE OF WORSHIP, RECONCILIATION, AND OFFER AN OCCASION FOR A DEEPENING CONVERSION AND STEP FORWARD IN THE JOURNEY TO GOD	150
KANSAS CITY HOSPICE 9221 WARD PARKWAY SUITE 100 KANSAS CITY, MO 64114	N/A	EXEMPT	DONATION TO ASSIST THE HOSPICE PROVIDE CARE TO THE ELDERLY	5,000
KANSAS CITY SYMPHONY 1703 WYANDOTTE SUITE 200 KANSAS CITY, MO 64108	N/A	EXEMPT	TO HELP TRANSFORM HEARTS, MINDS AND COMMUNITIES THROUGH THE POWER OF SYMPHONIC MUSIC	10,000
Total ▶ 3a				1,756,100

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
KAUFFMAN CENTER1601 BROADWAY KANSAS CITY, MO 64108	N/A	EXEMPT	TO ENRICH THE LIVES OF EVERYONE IN OUR COMMUNITY THROUGH EXTRAORDINARY AND DIVERSE PERFORMING ARTS EXPERIENCES	2,500
KIAWAH CARES 23 BEACHWALKER DRIVE KIAWAH ISLAND, SC 29455	N/A	EXEMPT	TO HELP CELEBRATE A COMMUNITY, AS WELL AS WORK TOGETHER TO ADDRESS SOCIAL ISSUES ON THE ISLANDS OF KIAWAH AND JOHNS & WADMALAW	17,000
KIDS ON POINTPO BOX 22731 CHARLESTON, SC 29413	N/A	EXEMPT	DONATION TO SUPPORT AFTER SCHOOL AND SUMMER PROGRAMS FOR CHILDREN	1,000
Total ► 3a				1,756,100

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
KIDS TLC480 SOUTH ROGERS ROAD OLATHE, KS 66062	N/A	EXEMPT	DONATION TO HELP KIDS AND FAMILIES DURING THE DARKEST TIMES OF THEIR LIVES THROUGH COMMITMENT AND EXPERTISE	5,000
KVC HEALTH SYSTEMS 21350 W 153RD STREET OLATHE, KS 66061	N/A	EXEMPT	DONATION TO ASSIST CHILDREN AND FAMILIES WITH MENTAL HEALTH CARE, MEDICAL, SOCIAL SERVICES AND EDUCATION	25,000
LOVE COUNTY FOOD BANK 3355 S PURDUE OKLAHOMA CITY, OK 73137	N/A	EXEMPT	TO PROVIDE FOOD FOR THOSE IN NEED IN LOVE COUNTY, OK	150
Total ► 3a				1,756,100

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
LOVE FUND FOR CHILDREN 3030 SUMMIT KANSAS CITY, MO 64108	N/A	EXEMPT	HELPING BUILD A KANSAS CITY COMMUNITY IN WHICH EVERY CHILD LIVES A LIFE WITHOUT NEED	15,000
MARCH OF DIMES 4400 COLLEGE BOULEVARD 180 OVERLAND PARK, KS 66211	N/A	EXEMPT	DONATION TO ASSIST CHILDREN BORN PREMATURELY OR WITH BIRTH DEFECTS AND THEIR FAMILIES	200
MAYOR'S CHRISTMAS TREE FUND PO BOX 768 OLATHE, KS 66051	N/A	EXEMPT	DONATION TO HELP PROVIDE CHRISTMAS TREES TO THOSE WHO CANNOT AFFORD THEM	2,500
Total ▶ 3a				1,756,100

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
NELSON ATKINS MUSEUM OF ART 4525 OAK STREET KANSAS CITY, MO 64111	N/A	EXEMPT	TO PRESERVE AND CELEBRATE THE DIVERSE CULTURES AND OFFER A RICH COLLECTION OF ORIGINALS - FROM ANCIENT TO CONTEMPORARY WORKS OF ART	2,500
NORTHAMPTON SURVIVAL CENTER 675 N ST CLAIR 21ST FLOOR CHICAGO, IL 60611	N/A	EXEMPT	DONATION TO HELP BATTLE CANCER THROUGH SCIENTIFIC DISCOVERY, ADVANCING MEDICAL KNOWLEDGE, PROVIDING COMPASSIONATE STATE-OF-THE-ART CANCER CARE, AND TRAINING THE NEXT GENERATION OF CLINICIANS AND SCIENTISTS	25,000
OUR LADY OF MARY 3333 BROADWAY BLVD KANSAS CITY, MO 64111	N/A	EXEMPT	TO PROVIDE A PLACE OF WORSHIP, RECONCILIATION, AND OFFER AN OCCASION FOR A DEEPENING CONVERSION AND STEP FORWARD IN THE JOURNEY TO GOD	150
Total ▶ 3a				1,756,100

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
PHOENIX FAMILY3908 WASHINGTON ST KANSAS CITY, MO 64111	N/A	EXEMPT	DONATION TO A HOME FOR THE UNDERPRIVILEGED	2,000
PHYLLIS FRENCH WOMEN WHO CARE 29779 HIGHWAY J PO BOX 366 WRIGHT CITY, MO 63390	N/A	EXEMPT	100+ WOMEN WHO CARE KC IS A GROUP OF WOMEN WHO ARE INTERESTED IN SUPPORTING OUR LOCAL COMMUNITY IN THE KANSAS CITY METRO AREA BY CONTRIBUTING TO LOCAL CHARITIES TOGETHER AS A UNIT TO INCREASE THE IMPACT	100
ROCKHURST HIGH SCHOOL 9301 STATE LINE ROAD KANSAS CITY, MO 64114	N/A	EXEMPT	DONATION TO HELP PROVIDE EDUCATION TO YOUNG BOYS BASED ON JESUIT IDEALS AND CATHOLIC EDUCATIONAL TRADITION	50,000
Total ▶ 3a				1,756,100

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i>				
ROSEBROOKSPO BOX 320599 KANSAS CITY, MO 64132	N/A	EXEMPT	DONATION TO HELP PROVIDE EMERGENCY SHELTER FOR WOMEN AND CHILDREN ESCAPING LIFE THREATENING ABUSE	25,000
SAFEHOMEPO BOX 4563 OVERLAND PARK, KS 66204	N/A	EXEMPT	DONATION TO BREAK THE CYCLE OF DOMESTIC VIOLENCE AND PARTNER ABUSE FOR VICTIMS AND THEIR CHILDREN BY PROVIDING SHELTER, ADVOCACY, COUNSELING, AND PREVENTION EDUCATION IN OUR COMMUNITY	65,000
SALVATION ARMY 1110 EAST TRUMAN ROAD KANSAS CITY, MO 64108	N/A	EXEMPT	DONATION TO SUPPORT THE MISSIONS OF THE SALVATION ARMY	5,000
Total ▶ 3a				1,756,100

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
SCHOOL OF FAITHPO BOX 25467 SHAWNEE MISSION, KS 66225	N/A	EXEMPT	DONATION TO PROVIDE ONGOING ADULT CATECHESIS AT SCHOOLS AND PARISHES THROUGHOUT THE ARCHDIOCESE OF KANSAS CITY	25,000
SEA ISLAND HABITAT FOR HUMANITY 3304 MAYBANK HWY JOHNS ISLAND, SC 29455	N/A	EXEMPT	TO PROVIDE HOUSING SOLUTIONS FOR LOCAL FAMILIES AND ELIMINATE SUBSTANDARD HOUSING THROUGH CONSTUCTING, REHABILITATING AND PRESERVING HOMES	276,100
SHADOW GLEN ELEMENTARY SCHOLARSHIP 26000 SHADOW GLEN ST OLATHE, KS 66061	N/A	EXEMPT	TO PROVIDE THE HIGHEST STANDARDS OF SERVICE AND PERFORMANCE TO INDIVIDUALS PASSIONATE ABOUT THEIR GOLF EXPERIENCE AND LIFESTYLE	250
Total ► 3a				1,756,100

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
SMILES CHANGE LIVES 2405 GRAND STE 300 KANSAS CITY, MO 64108	N/A	EXEMPT	PROVIDE ORTHODONTIC TREATMENT FOR CHILDREN OF LOW-INCOME HOUSEHOLDS	5,000
SOJOURNERS408 C ST NE WASHINGTON, DC 20002	N/A	EXEMPT	TO INVEST IN A MISSION SEEKING TO INSPIRE HOPE AND BUILD A MOVEMENT TO TRANSFORM INDIVIDUALS, COMMUNITIES, THE CHURCH, AND THE WORLD	2,500
SPECIAL OLYMPICS9001 WEST 67TH ST MERRIAM, KS 66202	N/A	EXEMPT	TO PROVIDE YEAR-ROUND SPORTS TRAINING AND ATHLETIC COMPETITION IN A VARIETY OF OLYMPIC-TYPE SPORTS FOR CHILDREN AND ADULTS WITH INTELLECTUAL DISABILIITES	200
Total ▶ 3a				1,756,100

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
ST AGNES5250 MISSION RD ROELAND PARK, KS 66205	N/A	EXEMPT	TO PROVIDE A PLACE OF WORSHIP, RECONCILIATION, AND OFFER AN OCCASION FOR A DEEPENING CONVERSION AND STEP FORWARD IN THE JOURNEY TO GOD	1,500
ST LAWRENCE CATHOLIC CENTER 1631 CRESCENT RD LAWRENCE, KS 66044	N/A	EXEMPT	DONATION TO CATHOLIC CENTER TO SUPPORT EDUCATION	10,000
THE GIVING GROVE (KC COMMUNITY GARDENS) 6917 KENSINGTON AVENUE KANSAS CITY, MO 64132	N/A	EXEMPT	TO HELP AT RISK COMMUNITIES GROW, HARVEST AND SHARE HEALTHY FOOD BY PROVIDING THE RESOURCES NEEDED TO PLANT EDIBLE TREE GARDENS ON SCHOOL GROUNDS, CHURCH LAND, COMMUNITY GROUNDS, AND UNUSED VACANT LAND	5,000
Total ► 3a				1,756,100

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
THE UNION2450 GRAND BLVD STE 144 KANSAS CITY, MO 64108	N/A	EXEMPT	TO PROVIDE SUPPORT FOR THE LGBTQ COMMUNITY	13,500
THE WOMEN'S FUND OF WEST MASS 1350 MAIN ST STE 1006 SPRINGFIELD, MA 01103	N/A	EXEMPT	DONATION TO HELP FUEL PROGRESS TOWARD GENDER EQUITY BY FUNDING THE MOST PROMISING SOLUTIONS COLLABORATING WITH RESULTS-ORIENTED PARTNERS, AND BY ELEVATING THE COLLECTIVE POWER OF LOCAL WOMEN TO TAKE CHARGE, AND TO LEAD WITH PURPOSE	1,000
TITAN HARDWOOD CLUB 5818 HAMMOCK ISLES DR NAPLES, FL 34119	N/A	EXEMPT	DONATION TO SUPPORT CHILDREN'S EXTRACURRICULAR ACTIVITIES	25,000
Total ▶ 3a				1,756,100

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
TOYS FOR TOTS 18251 QUANTICO GATEWAY DRIVE TRIANGLE, VA 22172	N/A	EXEMPT	DONATION TO PROVIDE TOYS FOR LESS FORTUNATE CHILDREN	1,000
UMKC - BLOCH SCHOOL OF MANAGEMENT 5110 CHERRY STREET KANSAS CITY, MO 64110	N/A	EXEMPT	TO HELP DEVELOP PURPOSEFUL, ENTREPRENEURIAL AND INNOVATIVE LEADERS TO MEET CHANGING GLOBAL DEMANDS, AND ADVANCE KNOWLEDGE AND PRACTICE THROUGH EXCELLENT TEACHING, SCHOLARSHIP, OUTREACH AND SERVICE	5,000
UNIVERSITY OF DENVER 2199 S UNIVERSITY BLVD DENVER, CO 80208	N/A	EXEMPT	DONATION TO HELP RUN THE LARGEST PRIVATE UNITERSTY IN THE ROCKY MOUNTAIN REGION	15,000
Total ▶ 3a				1,756,100

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
UNIVERSITY OF KANSAS CANCER CENTER 3901 RAINBOW BOULEVARD KANSAS CITY, KS 66160	N/A	EXEMPT	DONATION TO ASSIST IN THE CARE OF AND RESEARCH FOR CANCER PATIENTS	200,000
VCP8900 TROOST AVE KANSAS CITY, MO 64131	N/A	EXEMPT	DONATION TO HELP BUILD TINY HOMES FOR VETERANS	100
WABASH1000 ALUMNI CENTER MANHATTAN, KS 66506	N/A	EXEMPT	DONATION TO SUPPORT EDUCATION	1,000
Total ▶ 3a				1,756,100

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
WAYSIDE WAIFS 3901 MARTHA TRUMAN ROAD KANSAS CITY, MO 64137	N/A	EXEMPT	PROVIDE SUPPORT FOR HOMELESS PETS	500
Total  3a				1,756,100

TY 2018 Accounting Fees Schedule**Name:** KELLY FAMILY FOUNDATION**EIN:** 27-6825262

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	9,100	9,100		0

TY 2018 Investments Corporate Bonds Schedule

Name: KELLY FAMILY FOUNDATION

EIN: 27-6825262

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
BAIRD INVESTMENT ACCOUNTS - BONDS	8,245,248	8,117,523

TY 2018 Investments Corporate Stock Schedule

Name: KELLY FAMILY FOUNDATION

EIN: 27-6825262

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
BAIRD INVESTMENT ACCOUNTS - STOCK	12,456,863	13,383,339

TY 2018 Legal Fees Schedule**Name:** KELLY FAMILY FOUNDATION**EIN:** 27-6825262

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	143	143		0

TY 2018 Taxes Schedule**Name:** KELLY FAMILY FOUNDATION**EIN:** 27-6825262

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES PAID	6,889	6,889		0
NONDEDUCTIBLE FEDERAL TAXES	55,823	0		0