

Form 990-PF

Return of Private Foundation

Department of the Treasury
Internal Revenue Service

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

► Do not enter social security numbers on this form as it may be made public.

► Go to www.irs.gov/Form990PF for instructions and the latest information.

2018

Open to Public Inspection

For calendar year 2018 or tax year beginning

, 2018, and ending

, 20

Name of foundation

THE DEBRUCE FOUNDATION

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

Room/suite

4520 MAIN STREET,

1500

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

KANSAS CITY, MO 64111

G Check all that apply	<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity
	<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return
<input checked="" type="checkbox"/> X Address change	<input type="checkbox"/> Name change	

H Check type of organization X Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ► \$ 14,270,767.	J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> X Accrual
	<input type="checkbox"/> Other (specify) _____

(Part I, column (d) must be on cash basis)

A Employer identification number

43-1484142

B Telephone number (see instructions)

() -

C If exemption application is pending, check here. D 1. Foreign organizations, check here.
2. Foreign organizations meeting the 85% test, check here and attach computation E If private foundation status was terminated under section 507(b)(1)(A), check here. F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here.

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)	5,000,000.			
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B.				
3 Interest on savings and temporary cash investments.	439,301.	439,301.		
4 Dividends and interest from securities	18,003.	20,953.		
5a Gross rents	268,635.			
b Net rental income or (loss) _____				
6a Net gain or (loss) from sale of assets not on line 10				RECEIVED IN CORRES
b Gross sales price for all assets on line 6a _____				IRS - C 09
7 Capital gain net income (from Part IV, line 2)		34,644.		NOV 12 2019
8 Net short-term capital gain.				
9 Income modifications				JORDEN, UTAH
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule) ATCH. 1		457,166.		
12 Total. Add lines 1 through 11	5,725,939.	952,064.		
13 Compensation of officers, directors, trustees, etc	155,809.			155,809.
14 Other employee salaries and wages	1,422,856.			
15 Pension plans, employee benefits	80,334.			5,378.
16a Legal fees (attach schedule)	57,338.			21,618.
b Accounting fees (attach schedule)	4,200.	2,100.		2,100.
c Other professional fees (attach schedule) [2]	419,404.			194,526.
17 Interest				
18 Taxes (attach schedule) (see instructions) [3]	146.			
19 Depreciation (attach schedule) and depletion				
20 Occupancy	692,602.			112,521.
21 Travel, conferences, and meetings	9,501.			644.
22 Printing and publications	5,487.			699.
23 Other expenses (attach schedule) ATCH. 4	144,542.	31,560.		91,319.
24 Total operating and administrative expenses	2,992,219.	33,660.		584,614.
Add lines 13 through 23.				
25 Contributions, gifts, grants paid	1,109,808.			1,109,808.
26 Total expenses and disbursements Add lines 24 and 25	4,102,027.	33,660.		1,694,422.
27 Subtract line 26 from line 12	1,623,912.			
a Excess of revenue over expenses and disbursements				
b Net investment income (if negative, enter -0-)		918,404.		
c Adjusted net income (if negative, enter -0-)				

SCANNED

JAN 28 2020

Revenue

DEC 09 2019

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

28

Operating and Administrative Expenses

Received in
Batching Order

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
	1 Cash - non-interest-bearing				
	2 Savings and temporary cash investments	138,721.	3,412,083.	4,999,510.	4,999,510.
	3 Accounts receivable ►				
	Less allowance for doubtful accounts ►		10.	138,721.	138,721.
	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)				
	c Investments - corporate bonds (attach schedule)				
	11 Investments - land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
	12 Investments - mortgage loans.				
	13 Investments - other (attach schedule)	ATCH 5	8,856,176.	9,338,984.	9,098,901.
	14 Land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
	15 Other assets (describe ► ATCH 6)		33,635.	33,635.	33,635.
	16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)		12,301,904.	14,510,850.	14,270,767.
	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.	
	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 checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds				
	28 Paid-in or capital surplus, or land, bldg , and equipment fund.				
	29 Retained earnings, accumulated income, endowment, or other funds		12,301,904.	14,510,850.	
	30 Total net assets or fund balances (see instructions)		12,301,904.	14,510,850.	
	31 Total liabilities and net assets/fund balances (see instructions)		12,301,904.	14,510,850.	

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	12,301,904.
2 Enter amount from Part I, line 27a.	2	1,623,912.
3 Other increases not included in line 2 (itemize) ► ATCH 7	3	585,034.
4 Add lines 1, 2, and 3	4	14,510,850.
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	14,510,850.

Form 990-PF (2018)

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)
1 a SEE PART IV SCHEDULE					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g))		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) 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	34,644.	
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	0.	

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

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2017	5,757,830.	12,994,691.	0.443091
2016	5,092,743.	13,074,337.	0.389522
2015	6,571,299.	13,964,479.	0.470572
2014	12,554,786.	14,789,317.	0.848909
2013	5,446,211.	6,700,517.	0.812805
2 Total of line 1, column (d)			2.964899
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			0.592980
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5			10,851,993.
5 Multiply line 4 by line 3.			6,435,015.
6 Enter 1% of net investment income (1% of Part I, line 27b)			9,184.
7 Add lines 5 and 6.			6,444,199.
8 Enter qualifying distributions from Part XII, line 4			4,080,317.
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 ► <input type="checkbox"/> and enter "N/A" on line 1 . . .	1	18,368.
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		
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	18,368.
3	Add lines 1 and 2	3	0.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)	4	0.
5	Tax based on Investment Income. Subtract line 4 from line 3 If zero or less, enter -0-	5	18,368.
6	Credits/Payments		
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a	16,586.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	25,000.
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d	7	41,586.
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	43.
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	23,175.
11	Enter the amount of line 10 to be Credited to 2019 estimated tax ► 23,175. Refunded ►	11	

Part VII-A Statements Regarding Activities

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

1b 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

1c Did the foundation file Form 1120-POL for this year?

1d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year
(1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____

1e 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?

4b If "Yes," has it filed a tax return on Form 990-T for this year?

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by *General Instruction T*

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 ► MO,
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G*? If "No," attach explanation

9 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 tax year beginning in 2018? 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

1a	Yes	No
1b	X	
1c	X	
2	X	
3	X	
4a	X	
4b		
5	X	
6	X	
7	X	
8b	X	
9	X	
10	X	

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

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 ► WWW.DEBRUCE.ORG

	Yes	No
11		X
12		X
13	X	

14 The books are in care of ► PAUL DEBRUCE Telephone no. ► 816-216-1272
Located at ► 4520 MAIN STREET, SUITE 1500 KANSAS CITY, MO ZIP+4 ► 64111

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here ► 15
and enter the amount of tax-exempt interest received or accrued during the year

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?
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►

	Yes	No
16		X

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

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

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? 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
Organizations relying on a current notice regarding disaster assistance, check here ►

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?

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 ►

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)

c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►

3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? 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)

4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?

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?

	Yes	No
1b		X
1c		X
2b		
3b		X
4a		X
4b		X

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

5a	During the year, did the foundation pay or incur any amount to	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		Yes	No
	(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		6b	X
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?					
	If "Yes" to 6b, file Form 8870					
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		7b	
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?					
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(s) during the year?	<input type="checkbox"/> Yes	<input type="checkbox"/> No			

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
ATCH 8		155,809.	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
ATCH 9		1,042,388.	46,313.	0.

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

2

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

3 Five highest-paid independent contractors for professional services. See instructions. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
ATCH 10		454,533.

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.

Organizations and other beneficiares served; conferences convened; research papers produced, etc	
1	NOT APPLICABLE
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.

1	THINKSHIFT, A TRANSDISCIPLINARY RESEARCH AND INNOVATION COLLABORATIVE, SEEKING SOLUTIONS AND PRESENTING NEW PERSPECTIVES ON THE CRITICAL COMPONENTS FOR SUCCESS IN THE 21ST CENTURY.	2,385,895.
2		

All other program-related investments. See instructions.

3 NONE

Total. Add lines 1 through 3 ➤ 2,385,895.

• Form 990-PF (2018)

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	
b Average of monthly cash balances	1b	2,280,373.
c Fair market value of all other assets (see instructions)	1c	8,736,879.
d Total (add lines 1a, b, and c)	1d	11,017,252.
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	11,017,252.
4 Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	165,259.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	10,851,993.
6 Minimum investment return. Enter 5% of line 5	6	542,600.

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	542,600.
2a Tax on investment income for 2018 from Part VI, line 5	2a	18,368.
b Income tax for 2018 (This does not include the tax from Part VI)	2b	
c Add lines 2a and 2b.	2c	18,368.
3 Distributable amount before adjustments Subtract line 2c from line 1.	3	524,232.
4 Recoveries of amounts treated as qualifying distributions.	4	
5 Add lines 3 and 4	5	524,232.
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	524,232.

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	1,694,422.
b Program-related investments - total from Part IX-B.	1b	2,385,895.
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	4,080,317.
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	0.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	4,080,317.

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				524,232.
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only.				
b Total for prior years 20 16, 20 15, 20 14				
3 Excess distributions carryover, if any, to 2018				
a From 2013	5,113,261.			
b From 2014	11,933,332.			
c From 2015	5,931,977.			
d From 2016	4,449,837.			
e From 2017	5,149,203.			
f Total of lines 3a through e	32,577,610.			
4 Qualifying distributions for 2018 from Part XII, line 4 ► \$	4,080,317.			
a Applied to 2017, 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 2018 distributable amount				524,232.
e Remaining amount distributed out of corpus	3,556,085.			
5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	36,133,695.			
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 2017 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2019.				
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 2013 not applied on line 5 or line 7 (see instructions)	5,113,261.			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	31,020,434.			
10 Analysis of line 9				
a Excess from 2014	11,933,332.			
b Excess from 2015	5,931,977.			
c Excess from 2016	4,449,837.			
d Excess from 2017	5,149,203.			
e Excess from 2018	3,556,085.			

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

NOT APPLICABLE

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 ►				4942(j)(3) or	4942(j)(5)
b	Check box to indicate whether the foundation is a private operating foundation described in section					
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			
		(a) 2018	(b) 2017	(c) 2016	(d) 2015	(e) Total
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)(ii)					
	(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))

PAUL DEBRUCE

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

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

c Any submission deadlines

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

Form 990-PF (2018)

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)				
<i>a Paid during the year</i>				
ATCH 11				
Total			► 3a	1,109,808.
<i>b Approved for future payment</i>				
ATCH 12				
Total			► 3b	4,175,000.

JSA
8E1491 1 000

Form 990-PF (2018)

Part XVI-A Analysis of Income-Producing Activities

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	439,301.	
4	Dividends and interest from securities			14	18,003.	
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		
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)				457,304.	
13	Total Add line 12, columns (b), (d), and (e)				13	457,304.

(See worksheet in line 13 instructions to verify calculations)

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)	X
(2)	Other assets	1a(2)	X
b	Other transactions		
(1)	Sales of assets to a noncharitable exempt organization	1b(1)	X
(2)	Purchases of assets from a noncharitable exempt organization	1b(2)	X
(3)	Rental of facilities, equipment, or other assets	1b(3)	X
(4)	Reimbursement arrangements	1b(4)	X
(5)	Loans or loan guarantees	1b(5)	X
(6)	Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received		

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

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

**Sign
Here**

► Patricia Brown

11-11-19

Date

CEO

May the IRS discuss this return
with the preparer shown below?
See instructions Yes No

Paid Preparer Use Only	Print/Type preparer's name ANNE WALKER	Preparer's signature <i>Anne Walker</i>	Date 11/6/19	Check <input type="checkbox"/> if self-employed	PTIN P00377634
	Firm's name ► JMW & ASSOCIATES, LLC	Firm's EIN ► 57-1224592			
	Firm's address ► 6400 GLENWOOD SUITE 100 OVERLAND PARK, KS	66202	Phone no	913-499-4920	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj. basis		Gain or (loss)	
		TOTAL SHORT-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					32,024.	
		TOTAL LONG-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					2,620.	
TOTAL GAIN(LOSS)							<u>34,644.</u>	

Name of the organization
THE DEBRUCE FOUNDATION

Employer identification number
43-1484142

Organization type (check one)

Filers of: **Section:**

Form 990 or 990-EZ

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

Form 990-PF

- 501(c)(3) exempt private foundation
- 4947(a)(1) nonexempt charitable trust treated as a private foundation
- 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions

General Rule

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

Special Rules

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

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

Name of organization THE DEBRUCE FOUNDATION

Employer identification number
43-1484142**Part I** **Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	PAUL DEBRUCE 4520 MAIN STREET, SUITE 1500 KANSAS CITY, MO 64111	\$ 5,000,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization THE DEBRUCE FOUNDATION

Employer identification number

43-1484142

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
		\$ _____	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$ _____	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$ _____	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$ _____	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$ _____	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$ _____	

Name of organization THE DEBRUCE FOUNDATION

Employer identification number

43-1484142

Part III **Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor.** Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively religious, charitable, etc., contributions of \$1,000 or less* for the year. (Enter this information once. See instructions) ► \$ _____
Use duplicate copies of Part III if additional space is needed.

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

FORM 990PF, PART I - OTHER INCOME

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
GUILFORD CAPITAL INVESTMENT OTHER INCOME		457,166.
TOTALS		<u>457,166.</u>

ATTACHMENT 1

ATTACHMENT 2FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>CHARITABLE PURPOSES</u>
MARKETING & BRANDING FEES	1,062.	194,526.
CONSULTING FEES	418,342.	
TOTALS	<u>419,404.</u>	<u>194,526.</u>

FORM 990PF, PART I - TAXESDESCRIPTION

PROPERTY TAXES PAID

REVENUE
AND
EXPENSES
PER BOOKS

146.

TOTALS

146.CHARITABLE
PURPOSESATTACHMENT 3

ATTACHMENT 4FORM 990PF, PART I - OTHER EXPENSES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
FURNITURE & COMPUTERS	12,757.	11,952.	3,393.
GUILFORD CAPITAL INVEST EXP			
IT EXPENSE	68,610.		64,059.
MEALS & ENTERTAINMENT	5,765.		2,634.
MISCELLANEOUS EXPENSES	41.		28.
OFFICE EXPENSE	23,003.		17,098.
POSTAGE	163.		31.
REPAIRS & MAINTENANCE	2,334.		
INVESTMENT FEES	19,667.		
SUBSCRIPTIONS & DUES	12,202.		
TOTALS	<u>144,542.</u>	<u>31,560.</u>	<u>91,319.</u>

FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
PALMER SQUARE CLO	3,343,790.	3,343,790.	3,343,790.
PALMER SQUARE GUILFORD CAP	5,512,386.	5,995,194.	5,755,111.
TOTALS	<u>8,856,176.</u>	<u>9,338,984.</u>	<u>9,098,901.</u>

ATTACHMENT 5

FORM 990PF, PART II - OTHER ASSETS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
FURNITURE & EQUIPMENT	33,635.	33,635.	33,635.
TOTALS	<u><u>33,635.</u></u>	<u><u>33,635.</u></u>	<u><u>33,635.</u></u>

ATTACHMENT 6

ATTACHMENT 7FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
BOOK AND NII GAINS/LOSSES	34,644.
BOOK AND NII INCOME/EXPENSE	448,164.
BOOK AND TAX UNREALIZED G/L	102,226.
TOTAL	<u>585,034.</u>

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 8

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
		<u>0.</u>	<u>0.</u>	<u>0.</u>
PAUL E. DEBRUCE 4520 MAIN STREET, 1500 KANSAS CITY, MO 64111	PRESIDENT & CEO 1.00	0.	0.	0.
LEO MORTON 4520 MAIN STREET, 1500 KANSAS CITY, MO 64111	VICE PRESIDENT 1.00	155,809.	0.	0.
DAVID FRANTZE 1201 WALNUT STREET, SUITE 2900 KANSAS CITY, MO 64106	SECRETARY & TREASURER 1.00	0.	0.	0.
	GRAND TOTALS	<u>155,809.</u>	<u>0.</u>	<u>0.</u>

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

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS EXPENSE ACCT TO EMPLOYEE AND OTHER BENEFIT PLANS ALLOWANCES</u>	<u>ATTACHMENT 9</u>
ELISSA ASHWOOD 617 LACHMAN LANE PACIFIC PALISADES, CA 90272	PROGRAMS SPECIALIST 40.00 .	262,237.	0.	0.
CHARLES A. WEST 4010 BROOKSIDE PARKWAY DECATUR, GA 30034	ENTREPRENEUR SPECIAL 40.00	252,000.	0.	0.
LEIGH ANNE TAYLOR KNIGHT 9705 SUNSET CIRCLE LENEXA, KS 66220	EXECUTIVE DIRECTOR 40.00	200,566.	9,313.	0.
DARYL A. WILLIAMS 4204 NE KENNESAW RIDGE LEE'S SUMMIT, MO 64064	FOUNDING DIRECTOR 40.00	164,916.	18,500.	0.
DARREN W. WOODRUFF 4262 JEFFERSON STREET #8104 KANSAS CITY, MO 64112	FOUNDING DIRECTOR 40.00	162,669.	18,500.	0.
	TOTAL COMPENSATION	<u>1,042,388.</u>	<u>46,313.</u>	<u>0.</u>

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 10

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
PED CAPITAL MANAGEMENT, LLC 4520 MAIN STREET, SUITE 1500 KANSAS CITY, MO 64111	CONSULTING	290,850.
STINSON LEONARD STREET LLP PO BOX 843052 KANSAS CITY, MO 64184	LEGAL SERVICES	54,838.
THE PURPLE GUYS, LLC 1155 ADAMS STREET, STE 140 KANSAS CITY, KS 66103	IT SERVICES	57,845.
KC SOCIAL INNOVATIONS CENTER 1712 MAIN STREET #419 KANSAS CITY, MO 64108	TECHNICAL SERVICES	51,000.
	TOTAL COMPENSATION	<u>454,533.</u>

THE DEBRUCE FOUNDATION
DONATIONS PAID DURING THE YEAR
DECEMBER 31, 2018

Organization	Status of Recipient	Relationship	Purpose of Grant	Address	Date	Amount	Book Amount
The Kansas City Jazz Orchestra	PC	None	General Operating Support	1616 E 18 Street, Kansas City, MO 64108	1/5/2018	\$ 2,500.00	\$ 2,500.00
Franklin County Development Council	PC	None	General Operating Support	109 E 2nd Street, Olathe, KS 66067	1/19/2018	\$ 3,000.00	\$ 3,000.00
The National WWII Museum and Memorial	PC	None	General Operating Support	2 Memorial Dr, Kansas City, MO 64108	1/24/2018	\$ 2,500.00	\$ 2,500.00
Christ Rey Kansas City	PC	None	General Operating Support	211 Unwood Blvd, Kansas City, MO 64111	1/24/2018	\$ 2,500.00	\$ 2,500.00
Nelson Atkins Gallery Foundation - Jewel Ball	PC	None	General Operating Support	4525 Oak Street, Kansas City, MO 64111	2/27/2018	\$ 5,000.00	\$ 5,000.00
KCUR 89.3	PC	None	General Operating Support	4825 Troost, Suite 202, Kansas City, MO 64110	2/27/2018	\$ 3,500.00	\$ 3,500.00
MOCCA	PC	None	General Operating Support	3100 Broadway St # 400, Kansas City, MO 64111	2/29/2018	\$ 5,000.00	\$ 5,000.00
The University of Kansas Health System	NF	None	General Operating Support	Kansas City, KS	3/2/2018	\$ 50,000.00	\$ 50,000.00
Camp Fire National Headquarters	PC	None	General Operating Support	1801 Main St, Suite 200, Kansas City, MO 64108	3/7/2018	\$ 1,500.00	\$ 1,500.00
Operation Breakthrough	PC	None	General Operating Support	3039 Troost Ave, Kansas City, MO 64109	3/9/2018	\$ 1,400.00	\$ 1,400.00
Kansas City Repertory Theatre	PC	None	General Operating Support	4949 Cherry Street, Kansas City, MO 64110-2030	3/9/2018	\$ 10,000.00	\$ 10,000.00
Turn The Page KC	PC	None	General Operating Support	4049 Pennsylvania Ave, Kansas City, MO 64111	3/16/2018	\$ 5,000.00	\$ 5,000.00
The Leukemia & Lymphoma Society	PC	None	General Operating Support	6811 Shawnee Mission Pkwy #202, Mission, KS 66202	3/16/2018	\$ 10,000.00	\$ 10,000.00
Truman Library Institute	PC	None	General Operating Support	500 W US Hwy 24, Independence, MO 64050	3/29/2018	\$ 5,000.00	\$ 5,000.00
Lyric Opera	PC	None	General Operating Support	1725 Holmes St, Kansas City, MO 64108	4/23/2018	\$ 2,500.00	\$ 2,500.00
Kansas City Symphony	PC	None	General Operating Support	1703 W wandotte Street, Ste 200, Kansas City, MO 64108	5/11/2018	\$ 3,500.00	\$ 3,500.00
Kansas City Symphony	PC	None	General Operating Support	1703 W wandotte Street, Ste 200, Kansas City, MO 64108	5/14/2018	\$ 3,500.00	\$ 3,500.00
Kemper Museum of Contemporary Art	PC	None	General Operating Support	4420 Warwick Blvd, Kansas City, MO 64111	5/21/2018	\$ 1,000.00	\$ 1,000.00
UMKC Foundation	PC	None	General Operating Support	5115 Oak St, Room 202, Kansas City, MO 64111	5/23/2018	\$ 100,000.00	\$ 100,000.00
The USS Harry S Truman Cvn 75 Foundation, Inc	PC	None	General Operating Support	901 W Burning Tree Drive, Kansas City, MO 64145	6/4/2018	\$ 1,000.00	\$ 1,000.00
UMKC Conservatory of Music and Dance	PC	None	General Operating Support	4949 Cherry Street, Kansas City, MO 64110-2229	6/11/2018	\$ 1,000.00	\$ 1,000.00
Eisenhower Foundation	PC	None	General Operating Support	200 S 4th St, Abilene, KS 67410	6/12/2018	\$ 100,000.00	\$ 100,000.00
Kansas City Symphony	PC	None	General Operating Support	1703 W wandotte Street, Ste 200, Kansas City, MO 64108	6/12/2018	\$ 3,500.00	\$ 3,500.00
Kansas City Rose Society	PC	None	General Operating Support	5200 Pennsylvania Avenue, Kansas City, MO 64112	6/12/2018	\$ 1/2/2018	\$ 2,500.00
GreenLight Fund	PC	None	General Operating Support	120 St James Avenue, 6th Floor, 200 Clarendon St, Boston, MA 02116	7/2/2018	\$ 50,000.00	\$ 50,000.00
Kansas City Startup Foundation	PC	None	General Operating Support	1712 Main St #426, Kansas City, MO 64108	7/9/2018	\$ 2,000.00	\$ 2,000.00
Kemper Museum of Contemporary Art	PC	None	General Operating Support	4420 Warwick Blvd, Kansas City, MO 64111	7/9/2018	\$ 3,000.00	\$ 3,000.00
UMKC on Behalf of KCSourceLink	PC	None	General Operating Support	307 Administrative Center, 5115 Oak Street, Kansas City, MO 64112	7/12/2018	\$ 12,500.00	\$ 12,500.00
Monterey Bay Aquarium	PC	None	General Operating Support	886 Cannery Row, Monterey, CA 93940	7/20/2018	\$ 2,500.00	\$ 2,500.00
Kansas City Hospice Foundation	SQNK	None	General Operating Support	1500 Meadow Lake Parkway, Suite 200, Kansas City, MO 64114	8/6/2018	\$ 1,000.00	\$ 1,000.00
Children's Mercy	PC	None	General Operating Support	2401 Gillham Rd, Kansas City, MO 64108	8/30/2018	\$ 400,000.00	\$ 400,000.00
Harvest Ball Society	PC	None	General Operating Support	PO Box 34043, Kansas City, MO 64116	9/5/2018	\$ 5,000.00	\$ 5,000.00
Women's Foundation	NF	None	General Operating Support	2100 Central St #116, Kansas City, MO 64108	9/5/2018	\$ 10,000.00	\$ 10,000.00
Jewish Community Relations Bureau/ AIC	PC	None	General Operating Support	Overland Park, KS	9/24/2018	\$ 5,000.00	\$ 5,000.00
United Way	PC	None	General Operating Support	801 W 47th Street, Suite 500, Kansas City, MO 64112	9/24/2018	\$ 25,000.00	\$ 25,000.00
UMKC - KC Stem Alliance	PC	None	General Operating Support	4825 Troost Ave #108, Kansas City, MO 64110	9/27/2018	\$ 2,469.40	\$ 2,469.40
Show Me Institute	PC	None	General Operating Support	5297 Washington Place, Saint Louis, MO 63108	9/27/2018	\$ 10,000.00	\$ 10,000.00
UMKC Trustees	PC	None	General Operating Support	307 Administrative Center, 5115 Oak Street, Kansas City, MO 64112	9/28/2018	\$ 3,150.00	\$ 3,150.00
City of Fountains Foundation	PC	None	General Operating Support	P.O. Box 9183, Shawnee Mission, KS 66201	10/3/2018	\$ 10,000.00	\$ 10,000.00
United Way	PC	None	General Operating Support	801 W 47th Street, Suite 500, Kansas City, MO 64112	10/15/2018	\$ 25,000.00	\$ 25,000.00
The National WWII Museum and Memorial	PC	None	General Operating Support	2 Memorial Dr, Kansas City, MO 64108	11/3/2018	\$ 100,000.00	\$ 100,000.00
KCUR 89.3	PC	None	General Operating Support	4825 Troost, Suite 202, Kansas City, MO 64110	11/14/2018	\$ 5,000.00	\$ 5,000.00
Lyric Opera	PC	None	General Operating Support	1725 Holmes St, Kansas City, MO 64108	11/14/2018	\$ 2,500.00	\$ 2,500.00
Friends of University Academy	PC	None	General Operating Support	4049 Pennsylvania Ave, Suite 400, Kansas City, MO 64111	11/26/2018	\$ 1,500.00	\$ 1,500.00
Friends of the Zoo of Kansas City - Jazoo	PC	None	General Operating Support	6800 Zoo Drive, Kansas City, MO 64132	1/12/2018	\$ 5,000.00	\$ 5,000.00
Mid America Regional Council (MARC)	SO	None	General Operating Support	600 Broadway Blvd #200, Kansas City, MO 64105	7/19/2018	\$ 60,000.00	\$ 60,000.00
Symphony Orchestra - Lon Lane Inspired Occasions	N/A	None	General Operating Support	1703 W wandotte Street, Ste 200, Kansas City, MO 64108	9/7/2018	\$ 6,307.04	\$ 6,307.04
Symphony Orchestra - Lon Lane Inspired Occasions	N/A	None	General Operating Support	1703 W wandotte Street, Ste 200, Kansas City, MO 64108	9/7/2018	\$ 7,100.71	\$ 7,100.71
UMKC Athletics	PC	None	General Operating Support	307 Administrative Center, 5115 Oak Street, Kansas City, MO 64112	10/10/2018	\$ 1,500.00	\$ 1,500.00
Symphony Orchestra - Lon Lane Inspired Occasions	N/A	None	General Operating Support	1703 W wandotte Street, Ste 200, Kansas City, MO 64108	10/26/2018	\$ 1,350.71	\$ 1,350.71
Miscellaneous Donations	N/A	None	General Operating Support	N/A	VARIOUS	\$ 7,650.00	\$ 7,650.00
UMKC - Heart & Soul Event	-	None	General Operating Support	4825 Troost Ave #108, Kansas City, MO 64110	12/10/2018	\$ 15,000.00	\$ 15,000.00
Clinton County R-III Educational Foundation	PC	None	General Operating Support	800 West Frost Street, Plattsburg, MO 64477	12/10/2018	\$ 4,900.00	\$ 4,900.00
						\$ 1,109,807.86	\$ 1,109,807.86

ATTACHMENT II

THE DEBRUCE FOUNDATION
DONATIONS APPROVED FOR FUTURE PAYMENT
DECEMBER 31, 2018

Organization	Status of Recipient	Relationship	Purpose of Grant	Address	Amount
Truman Library Institute	PC	None	General Operating Support	500 W US Hwy 24, Independence, MO 64050	\$ 100,000.00
KU Endowment Association	PC	None	General Operating Support	P.O. Box 928, Lawrence, KS 66044-0928	\$ 100,000.00
Kansas City Art Institute	PC	None	General Operating Support	4415 Warwick Blvd, Kansas City, MO 64111	\$ 2,000,000.00
UMKC Foundation	PC	None	General Operating Support	5115 Oak St Room 202, Kansas City, MO 64111	\$ 200,000.00
The Greenlight Fund	PC	None	General Operating Support	200 Clarendon Street, 44th Floor, Boston, MA 02116	\$ 200,000.00
Eisenhower Foundation	PC	None	General Operating Support	200 S E 4th St, Abilene, KS 67410	\$ 400,000.00
Children's Mercy	PC	None	General Operating Support	2401 Gillham Rd, Kansas City, MO 64108	\$ 800,000.00
National WWI Museum and Memorial	PC	None	General Operating Support	2 Memorial Dr, Kansas City, MO 64108	\$ 200,000.00
Wild Salmon Center	PC	None	General Operating Support	721 NW 9th Ave, Portland, OR 97209	\$ 175,000.00
					<u>\$ 4,175,000.00</u>