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Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation**2008****Note** The foundation may be able to use a copy of this return to satisfy state reporting requirements.For calendar year 2008, or tax year beginning **OCT 1, 2008**, and ending **SEP 30, 2009****G** Check all that apply: ☐ Initial return ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation THOMAS W. BRIGGS FOUNDATION, INC.		A Employer identification number 62-6039986
	Number and street (or P.O. box number if mail is not delivered to street address)	Room/suite	B Telephone number (901) 680-0276
	6075 POPLAR AVENUE		
	City or town, state, and ZIP code MEMPHIS, TN 38119		
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation			C If exemption application is pending, check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 12,618,116.			D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
J Accounting method: ☐ Cash ☒ Accrual ☐ Other (specify) _____			E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	43,977.		N/A	
	2 Check ☐ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	32,441.	31,855.		STATEMENT 1
	4 Dividends and interest from securities	134,443.	134,443.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	288,309.			
	b Gross sales price for all assets on line 6a	4,367,491.			
	7 Capital gain net income (from Part IV, line 2)		288,309.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income	<15,579.>	<15,579.>		STATEMENT 3	
12 Total. Add lines 1 through 11	483,591.	439,028.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	45,200.	15,067.		30,133.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	STMT 4 27,875.	9,292.		18,583.
	c Other professional fees	STMT 5 784.	784.		0.
	17 Interest	8,537.	8,537.		0.
	18 Taxes	STMT 6 7,362.	1,071.		2,142.
	19 Depreciation and depletion	609.	0.		
	20 Occupancy	16,494.	5,498.		10,996.
	21 Travel, conferences, and meetings	738.	246.		492.
	22 Printing and publications				
	23 Other expenses	STMT 7 130,596.	112,340.		18,256.
	24 Total operating and administrative expenses. Add lines 13 through 23	238,195.	152,835.		80,602.
	25 Contributions, gifts, grants paid	197,767.			482,500.
26 Total expenses and disbursements. Add lines 24 and 25	435,962.	152,835.		563,102.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	47,629.				
b Net investment income (if negative, enter -0-)		286,193.			
c Adjusted net income (if negative, enter -0-)			N/A		

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	121,415.	590,179.	590,179.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	1,453.	8,253.	8,253.
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 9	13,751,815.	12,019,211.	12,019,211.
	14 Land, buildings, and equipment: basis ▶ 23,816.			
	Less accumulated depreciation STMT 10 ▶ 23,343.	1,082.	473.	473.
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	13,875,765.	12,618,116.	12,618,116.
	17 Accounts payable and accrued expenses			
	18 Grants payable	689,324.	404,591.	
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 11)	2,983.	0.	
23 Total liabilities (add lines 17 through 22)	692,307.	404,591.		
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	13,183,458.	12,213,525.	
	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			
28 Paid-in or capital surplus, or land, bldg., and equipment fund				
29 Retained earnings, accumulated income, endowment, or other funds				
30 Total net assets or fund balances	13,183,458.	12,213,525.		
31 Total liabilities and net assets/fund balances	13,875,765.	12,618,116.		

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	13,183,458.
2 Enter amount from Part I, line 27a	2	47,629.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	13,231,087.
5 Decreases not included in line 2 (itemize) ▶ <u>UNREALIZED GAIN/(LOSS) ON INVESTMENTS</u>	5	1,017,562.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	12,213,525.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b SEE ATTACHED STATEMENT			
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 4,367,491.		4,079,182.	288,309.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			
c			
d			
e			288,309.

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	288,309.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

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

☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year; see 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))
2007	789,052.	15,887,557.	.049665
2006	806,700.	16,311,671.	.049455
2005	709,144.	14,370,257.	.049348
2004	660,530.	13,282,098.	.049731
2003	540,760.	12,418,488.	.043545

2 Total of line 1, column (d)	2	.241744
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.048349
4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5	4	11,392,883.
5 Multiply line 4 by line 3	5	550,835.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,862.
7 Add lines 5 and 6	7	553,697.
8 Enter qualifying distributions from Part XII, line 4	8	563,102.

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 letter: _____ (attach copy of ruling letter if necessary-see instructions)		1	2,862.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		3	2,862.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	2,862.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2008 estimated tax payments and 2007 overpayment credited to 2008	6a 9,800.		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d 577.		
7 Total credits and payments. Add lines 6a through 6d		7	10,377.
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	7,515.
11 Enter the amount of line 10 to be: Credited to 2009 estimated tax ☒ 2,880. Refunded ☒		11	4,635.

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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ☒ \$ 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? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ TN		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2008 or the taxable year beginning in 2008 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>JO ANNE TILLEY</u> Telephone no. ► <u>901-680-0276</u> Located at ► <u>6075 POPLAR AVENUE, SUITE 330</u> ZIP+4 ► <u>38119</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15		N/A

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ 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 page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ☐	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2008?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2008, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2008? ☐ 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.) N/A	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. ► _____		
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 2008 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 2008.) N/A	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2008?	4b	X

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ 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)?

N/A

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?

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

X

If you answered "Yes" to 6b, also file Form 8870.

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

☐ Yes ☒ No

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

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 12		45,200.	0.	0.

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

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

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

0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	11,247,482.
b	Average of monthly cash balances	1b	318,897.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	11,566,379.
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	11,566,379.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	173,496.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	11,392,883.
6	Minimum investment return. Enter 5% of line 5	6	569,644.

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	569,644.
2a	Tax on investment income for 2008 from Part VI, line 5	2a	2,862.
b	Income tax for 2008. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,862.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	566,782.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	566,782.
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	566,782.

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	563,102.
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	563,102.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	2,862.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	560,240.

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.

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7				566,782.
2 Undistributed income, if any, as of the end of 2007				
a Enter amount for 2007 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2008:				
a From 2003				
b From 2004	11,471.			
c From 2005	11,321.			
d From 2006	10,448.			
e From 2007	14,266.			
f Total of lines 3a through e	47,506.			
4 Qualifying distributions for 2008 from Part XII, line 4: ► \$ 563,102.				
a Applied to 2007, 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 2008 distributable amount				563,102.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2008 (If an amount appears in column (d), the same amount must be shown in column (a))	3,680.			3,680.
6 Enter the net total of each column as indicated below:				
a Corpus: Add lines 3f, 4c, and 4e. Subtract line 5	43,826.			
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 2007. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2008. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2009				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2003 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a	43,826.			
10 Analysis of line 9:				
a Excess from 2004	7,791.			
b Excess from 2005	11,321.			
c Excess from 2006	10,448.			
d Excess from 2007	14,266.			
e Excess from 2008				

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

- 1 a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2008, enter the date of the ruling

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

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

[illegible]

- 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 the instructions.)
----------------	--

1 Information Regarding Foundation Managers:

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

NONE

- b** List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

THOMAS W. BRIGGS FOUNDATION, INC. (NO SPECIFIC INDIVIDUAL), 901-680-0276
6075 POPLAR AVE, MEMPHIS, TN 38119

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

SEE ATTACHED STATEMENT

- c Any submission deadlines:

NO DEADLINES

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

MID-SOUTH AREA (TN, ARK, MS - IN MEMPHIS AREA) EMPHASIS ON BUT NOT LIMITED TO YOUTH AND EDUCATION.

Part XV Supplementary Information (continued)**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 Paid during the year				
SEE STATEMENT 13				
Total			3a	482,500.
b Approved for future payment				
Total SEE STATEMENT 14			3b	404,591.

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

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

[illegible]

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

- b** If "Yes," complete the following schedule.

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

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 or fiduciary) is based on all information of which preparer has any knowledge.

Sign Here

Signature of officer or trustee

Date _____

Title

signature

MAURIE C. THOMAS

Date

01/25/10

Check if self-employed	
------------------------	--

Preparer's identifying number

Firm's name (or yours if self-employed),
address, and ZIP code

DIXON HUGHES PLLC

999 S. SHADY GROVE RD, STE 400

MEMPHIS, TN 38120

EIN ▶

Phone no. (901) 761-3000

Form **990-PF** (2008)

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, 990-EZ, and 990-PF.

OMB No 1545-0047

2008

Name of the organization

THOMAS W. BRIGGS FOUNDATION, INC.

Employer identification number

62-6039986

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 organizations filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990, or Form 990-EZ, that met the 33 1/3% support test of the regulations under sections 509(a)(1)/170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on Form 990, Part VIII, line 1h or 2% of the amount on Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, aggregate contributions or bequests of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, some contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to 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. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year) ▶ \$ _____

Caution. Organizations that are not covered by the General Rule and/or the Special Rules do not file Schedule B (Form 990, 990-EZ, or 990-PF), but they **must** answer "No" on Part IV, line 2 of their Form 990, or check the box in the heading of their Form 990-EZ, or on line 2 of their Form 990-PF, to certify that they do not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions
for Form 990. These instructions will be issued separately.

Schedule B (Form 990, 990-EZ, or 990-PF) (2008)

Name of organization

Employer identification number

THOMAS W. BRIGGS FOUNDATION, INC.**62-6039986****Part I Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	THE ESTATE OF ISABELL BATEMAN P O BOX 357 MEMPHIS, TN 38150	\$ 43,977.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

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.)
1a	LTCG THRU LONGLEAF PARTNERS TRUST FUND	P	VARIOUS	VARIOUS
b	LTCG THRU LONGLEAF SMALL CAPITAL FUND	P	VARIOUS	VARIOUS
c	SALE OF LONGLEAF SMALL CAPITAL FUND	P	VARIOUS	VARIOUS
d	SALE OF PALLADIAN PARTNERS V	P	VARIOUS	VARIOUS
e	GT PROPERTY HOLDINGS IV	P	VARIOUS	VARIOUS
f	TIFF ABSOLUTE	P	VARIOUS	VARIOUS
g	LONGLEAF PARTNERS TRUST	P	VARIOUS	VARIOUS
h	LONGLEAF SMALL CAPITAL FUND	P	VARIOUS	VARIOUS
i	TIFF ABSOLUTE	P	VARIOUS	VARIOUS
j	GT OFFSHORE FUND	P	VARIOUS	VARIOUS
k	GT OFFSHORE FUND	P		
l	THRU K-1'S	P		
m	THRU K-1'S	P		
n				
o				

(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 77,247.			77,247.
b 33,144.			33,144.
c 75,000.		117,561.	<42,561.>
d 50,000.		38,042.	11,958.
e 35,000.		28,322.	6,678.
f 525,000.		284,774.	240,226.
g 1,800,000.		1,901,571.	<101,571.>
h 900,100.		936,560.	<36,460.>
i 375,000.		172,494.	202,506.
j 447,000.		324,631.	122,369.
k 50,000.		42,560.	7,440.
l		88,536.	<88,536.>
m		144,131.	<144,131.>
n			
o			

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			77,247.
b			33,144.
c			<42,561.>
d			11,958.
e			6,678.
f			240,226.
g			<101,571.>
h			<36,460.>
i			202,506.
j			122,369.
k			7,440.
l			<88,536.>
m			<144,131.>
n			
o			

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	288,309.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

2008 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	C o v	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
1	FURNITURE & FIXTURES	VARIOUS	200DB	7.00			23,816.				23,816.	23,343.		609.	23,952.
	* TOTAL 990-PF PG 1 DEPR						23,816.				23,816.	23,343.		609.	23,952.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
INVESTMENTS	32,441.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	32,441.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDENDS FROM INVESTMENTS	134,443.	0.	134,443.
TOTAL TO FM 990-PF, PART I, LN 4	134,443.	0.	134,443.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
THRU K-1'S OTHER INCOME	<19,953.> 4,374.	<19,953.> 4,374.	
TOTAL TO FORM 990-PF, PART I, LINE 11	<15,579.>	<15,579.>	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
AUDIT - LEGAL AND ACCOUNTING	27,875.	9,292.		18,583.
TO FORM 990-PF, PG 1, LN 16B	27,875.	9,292.		18,583.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT ADVISORY FEES	784.	784.		0.	
TO FORM 990-PF, PG 1, LN 16C	784.	784.		0.	

FORM 990-PF	TAXES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
PAYROLL TAXES	3,213.	1,071.		2,142.	
EXCISE TAX	61.	0.		0.	
FOREIGN TAXES PAID PER K-1S OF PASS-THROUGH ENTITIES	3,511.	0.		0.	
FEDERAL INCOME TAX WITHHELD	577.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	7,362.	1,071.		2,142.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
OFFICE EXPENSE	2,148.	716.		1,432.	
INSURANCE	3,397.	1,132.		2,265.	
AWARDS DINNER	7,744.	2,581.		5,163.	
MISCELLANEOUS	859.	286.		573.	
FOUNDATION ACTIVITIES/ PROJECTS	12,760.	4,253.		8,507.	
OTHER DEDUCTIONS THRU K-1'S INVESTMENT EXPENSES THRU K-1'S	7,210.	7,210.		0.	
NON DEDUCTIBLE THROUGH K-1S	96,004.	96,004.		0.	
	474.	158.		316.	
TO FORM 990-PF, PG 1, LN 23	130,596.	112,340.		18,256.	

FOOTNOTES

STATEMENT 8

PAGE 5, PART VII-B QUESTION 1A(4)
COMPENSATION OF OFFICERS AND DIRECTORS

THE FOUNDATION PAID CERTAIN OFFICERS AND DIRECTORS FOR SERVICES RENDERED IN MANAGING THE INVESTMENTS OF THE FOUNDATION, MAINTAINING BOOKS AND RECORDS AND CARRYING OUT THE EXEMPT FUNCTIONS OF THE FOUNDATION. SALARIES, DIRECTORS' FEES AND ADVISORY BOARD FEES WERE PAID AS SHOWN ON ATTACHED SCHEDULE. THE AMOUNTS PAID WERE NOT EXCESSIVE. THEREFORE, THE PAYMENTS ARE NOT AN ACT OF SELF DEALING.

PAGE 10, PART XV, LINE 2B

THE REQUEST MUST BE IN WRITING. THE MATERIAL SUBMITTED MUST INCLUDE A COPY OF THE ORGANIZATION'S TAX EXEMPTION LETTER, A LIST OF BOARD OF DIRECTORS, SOURCES OF FUNDING, THE HISTORY AND GOALS OF THE ORGANIZATION, FINANCIAL STATEMENTS, CURRENT OPERATING BUDGET AND THE SPECIFIC PURPOSE FOR WHICH THE GRANT WILL BE USED.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
GT OFFSHORE FUND LTD.	FMV	1,370,318.	1,370,318.
GT REAL PROPERTY IV	FMV	98,944.	98,944.
HIGHLAND CAPITAL MGMT	FMV	295,732.	295,732.
MIDLAND INTERNATIONAL PARTNERS FUND	FMV	2,298,632.	2,298,632.
MUTUAL FUNDS	FMV	1,659,024.	1,659,024.
PALLADIAN PARATNERS V, LLC	FMV	712,829.	712,829.
PALLADIAN PARTNERS IV, LLC	FMV	637,562.	637,562.
RREEF AMERICA II	FMV	843,542.	843,542.
TIFF ABSOLUTE RETURN	FMV	1,778,170.	1,778,170.
PIMCO TOTAL RETURN	FMV	824,458.	824,458.
MIDLAND US FUND	FMV	1,200,000.	1,200,000.
GT EMERGING MARKETS	FMV	300,000.	300,000.
TOTAL TO FORM 990-PF, PART II, LINE 13		12,019,211.	12,019,211.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT	10
DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
FURNITURE & FIXTURES	23,816.	23,343.	473.
TOTAL TO FM 990-PF, PART II, LN 14	23,816.	23,343.	473.

FORM 990-PF	OTHER LIABILITIES	STATEMENT	11
DESCRIPTION	BOY AMOUNT	EOY AMOUNT	
ACCRUED FEDERAL TAXES	2,983.	0.	
TOTAL TO FORM 990-PF, PART II, LINE 22	2,983.	0.	

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS STATEMENT 12
 TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JOANNE TILLEY 6075 POPLAR AVE # 330 MEMPHIS TN 38119	EXECUTIVE DIRECTOR/SECTY 30.00	42,000.	0.	0.
BUZZY HUSSEY 6075 POPLAR AVE # 330 MEMPHIS TN 38119	CHAIRMAN 1.00	400.	0.	0.
JAMES D. WITHERINGTON, JR. 6075 POPLAR AVE # 330 MEMPHIS TN 38119	PRESIDENT 1.00	400.	0.	0.
STEPHEN H RHEA, JR 6075 POPLAR AVE # 330 MEMPHIS TN 38119	VICE PRESIDENT 5.00	400.	0.	0.
HUNTER WITHERINGTON 6075 POPLAR AVE # 330 MEMPHIS TN 38119	TREASURER 1.00	200.	0.	0.
KATHLEEN D BLAIR 6075 POPLAR AVE # 330 MEMPHIS TN 38119	DIRECTOR 1.00	200.	0.	0.
LAWRENCE JENSON 6075 POPLAR AVE # 330 MEMPHIS TN 38119	DIRECTOR 1.00	400.	0.	0.
RICHARD C. RANTZOW 6075 POPLAR AVE # 330 MEMPHIS TN 38119	DIRECTOR 1.00	400.	0.	0.
KENNETH S. ROBINSON 6075 POPLAR AVE # 330 MEMPHIS TN 38119	DIRECTOR 5.00	400.	0.	0.
SPENCE WILSON 6075 POPLAR AVE # 330 MEMPHIS TN 38119	DIRECTOR 1.00	200.	0.	0.
GWEN P. OWEN 6075 POPLAR AVE # 330 MEMPHIS TN 38119	ADVISORY DIRECTOR 1.00	200.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		45,200.	0.	0.

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 13

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
BALLET MEMPHIS	NONE PROGRAM SUPPORT	PUBLIC	5,000.
CHRISTIAN BROTHERS UNIVERSITY	NONE PROGRAM SUPPORT	PUBLIC	50,000.
COMMUNITY SERVICE AWARD	NONE PROGRAM SUPPORT	PUBLIC	25,000.
DIXON GALLERY AND GARDENS	NONE PROGRAM SUPPORT	PUBLIC	16,500.
EMMANUEL EPISCOPAL	NONE PROGRAM SUPPORT	PUBLIC	25,000.
FACING HISTORY & OURSELVES	NONE PROGRAM SUPPORT	PUBLIC	2,500.
FOOD BANK	NONE PROGRAM SUPPORT	PUBLIC	8,500.
FOR THE KINGDOM CAMP	NONE PROGRAM SUPPORT	PUBLIC	25,000.
JIFF	NONE PROGRAM SUPPORT	PUBLIC	34,000.
LEBONHEUR CHILDREN'S MEDICAL CENTER	NONE PROGRAM SUPPORT	PUBLIC	10,000.
MEMPHIS ACADEMY OF SCIENCE & ENGINEERING	NONE PROGRAM SUPPORT	PUBLIC	5,000.

MEMPHIS BOTANIC GARDEN	NONE PROGRAM SUPPORT	PUBLIC	50,000.
MEMPHIS BROOKS MUSEUM OF ART	NONE PROGRAM SUPPORT	PUBLIC	1,000.
MEMPHIS SYMPHONY ORCHESTRA	NONE PROGRAM SUPPORT	PUBLIC	10,000.
MEMPHIS THEOLOGICAL SEMINARY	NONE PROGRAM SUPPORT	PUBLIC	10,000.
MEMPHIS ZOO	NONE PROGRAM SUPPORT	PUBLIC	25,000.
MIFA	NONE PROGRAM SUPPORT	PUBLIC	8,500.
M.O.S.T.	NONE PROGRAM SUPPORT	PUBLIC	7,500.
NEIGHBORHOOD CHRISTIAN CENTER	NONE PROGRAM SUPPORT	PUBLIC	11,000.
PORTER-LEATH	NONE PROGRAM SUPPORT	PUBLIC	10,000.
SALVATION ARMY	NONE PROGRAM SUPPORT	PUBLIC	30,000.
TEACH FOR AMERICA	NONE PROGRAM SUPPORT	PUBLIC	25,000.
TENNIS MEMPHIS	NONE PROGRAM SUPPORT	PUBLIC	5,000.
THE NEIGHBORHOOD SCHOOL	NONE PROGRAM SUPPORT	PUBLIC	10,000.

THEATRE MEMPHIS	NONE PROGRAM SUPPORT	PUBLIC	10,000.
UNIVERSITY OF MEMPHIS TEACHER AWARDS	NONE PROGRAM SUPPORT	PUBLIC	15,000.
WKNO-TV/FM	NONE PROGRAM SUPPORT	PUBLIC	11,000.
YOUNG LIFE	NONE PROGRAM SUPPORT	PUBLIC	6,000.
YOUNG WOMEN STRIVING FOR EXCELLENCE	NONE PROGRAM SUPPORT	PUBLIC	5,000.
YOUTH VILLAGES	NONE PROGRAM SUPPORT	PUBLIC	26,000.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			482,500.

FORM 990-PF

GRANTS AND CONTRIBUTIONS
APPROVED FOR FUTURE PAYMENT

STATEMENT 14

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
AGAPE	NONE PROGRAM SUPPORT	PUBLIC	5,000.
COMMUNITY SERVICE AWARD	NONE PROGRAM SUPPORT	PUBLIC	25,000.
FOOD BANK	NONE PROGRAM SUPPORT	PUBLIC	8,500.
MEMPHIS ACADEMY OF SCIENCE & ENGINEERING	NONE PROGRAM SUPPORT	PUBLIC	15,000.
MEMPHIS ZOO	NONE PROGRAM SUPPORT	PUBLIC	200,000.
MIFA	NONE PROGRAM SUPPORT	PUBLIC	8,500.
NEIGHBORHOOD CHRISTIAN CENTER	NONE PROGRAM SUPPORT	PUBLIC	11,000.
NEW BALLET ENSEMBLE	NONE PROGRAM SUPPORT	PUBLIC	10,000.
SOUTHWEST TENNESSEE COMMUNITY COLLEGE	NONE PROGRAM SUPPORT	PUBLIC	100,000.
THE NEIGHBORHOOD SCHOOL	NONE PROGRAM SUPPORT	PUBLIC	10,000.
UNIVERSITY OF MEMPHIS TEACHER AWARDS	NONE PROGRAM SUPPORT	PUBLIC	15,000.

WKNO-TV/FM	NONE PROGRAM SUPPORT	PUBLIC	11,000.
YOUNG LIFE	NONE PROGRAM SUPPORT	PUBLIC	6,000.
YOUTH VILLAGES	NONE PROGRAM SUPPORT	PUBLIC	6,000.
LESS DISCOUNT AMOUNT TO NET PRESENT VALUE			<26,409.>
TOTAL TO FORM 990-PF, PART XV, LINE 3B			<u>404,591.</u>