Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust Treated as a Private Foundation

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

OMB No 1545-0052

2011

For calendar year 2011, or tax year beginning , 2011, and ending ,

THE DAN AND MARGARET MADDOX CHARITABLE FUND
P.O. BOX 58493
NASHVILLE, TN 37205

A Employer identification number: 23-7017790

B Telephone number (see the instructions): 615-481-8787

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 ► [ ]

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

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

I Fair market value of all assets at end of year (from Part II, column (c), line 16) ► $ 44,746,559.

J Accounting method: [X] Cash [ ] Accrual [ ] Other (specify) (Part I, column (d) must be on cash basis.)

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc, received (att sch)				
	2 Ck ► [X] if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	377,991.	377,991.		
	4 Dividends and interest from securities	776,539.	776,539.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	1,340,891.			
	b Gross sales price for all assets on line 6a 28,651,671.				
	7 Capital gain net income (from Part IV, line 2)		1,340,891.		
	8 Net short-term capital gain			0.	
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less: Cost of goods sold				
	c Gross profit/(loss) (att sch)				
	11 Other income (attach schedule) SEE STATEMENT 1	70,920.	70,920.		
	12 **Total.** Add lines 1 through 11	2,566,341.	2,566,341.	0.	
OPERATING AND ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc	93,750.			79,688.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits	10,245.			8,708.
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch) SEE ST 2	15,750.			
	c Other prof fees (attach sch) SEE ST 3	37,323.			19,034.
	17 Interest				
	18 Taxes (attach schedule)(see instrs) SEE STM 4	93,934.	26,965.		6,096.
	19 Depreciation (attach sch) and depletion	458.			
	20 Occupancy	4,200.			3,570.
	21 Travel, conferences, and meetings	4,271.			3,630.
	22 Printing and publications				
	23 Other expenses (attach schedule) SEE STATEMENT 5	315,240.	294,924.		16,388.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	575,171.	321,889.		137,114.
	25 Contributions, gifts, grants paid PART XV	2,318,718.			2,318,718.
	26 **Total expenses and disbursements.** Add lines 24 and 25	2,893,889.	321,889.	0.	2,455,832.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	-327,548.			
	b **Net investment income** (if negative, enter -0-)		2,244,452.		
	c **Adjusted net income** (if negative, enter -0-)			0.	

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1	Cash – non-interest-bearing			
	2	Savings and temporary cash investments	602,818.	511,467.	511,467.
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less. allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach sch). ▶			
		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) STATEMENT 6	3,174,583.	7,291,535.	7,182,145.
	c	Investments – corporate bonds (attach schedule) STATEMENT 7	8,202,124.	10,491,963.	10,699,360.
	11	Investments – land, buildings, and equipment: basis ▶			
		Less: accumulated depreciation (attach schedule) ▶			
	12	Investments – mortgage loans			
	13	Investments – other (attach schedule) STATEMENT 8	31,960,453.	25,305,375.	26,353,358.
	14	Land, buildings, and equipment: basis ▶ 1,375.			
		Less: accumulated depreciation (attach schedule) SEE STMT 9 ▶ 1,146.	687.	229.	229.
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers – see the instructions. Also, see page 1, item I)	43,940,665.	43,600,569.	44,746,559.
LIABILITIES	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0.	0.	
NET ASSETS OR FUND BALANCES		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	43,940,665.	43,600,569.	
	28	Paid-in or capital surplus, or land, building, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	43,940,665.	43,600,569.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	43,940,665.	43,600,569.	

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	43,940,665.
2	Enter amount from Part I, line 27a	2	-327,548.
3	Other increases not included in line 2 (itemize). ▶	3	
4	Add lines 1, 2, and 3	4	43,613,117.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 10	5	12,548.
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	43,600,569.

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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a	SEE STATEMENT 11			
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			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
	(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (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	1,340,891.
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	-325,312.

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2010	2,617,976.	45,699,143.	0.057287
2009	1,605,041.	45,880,219.	0.034983
2008	337,040.	42,014,062.	0.008022
2007	1,900,000.	1,204,388.	1.577565
2006			

2	**Total** of line 1, column (d)	2	1.677857
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	0.419464
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	46,792,676.
5	Multiply line 4 by line 3	5	19,627,843.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	22,445.
7	Add lines 5 and 6	7	19,650,288.
8	Enter qualifying distributions from Part XII, line 4	8	2,455,832.

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)

1 a	Exempt operating foundations described in section 4940(d)(2), check here . . . ► ☐ and enter 'N/A' on line 1. Date of ruling or determination letter: ________ (attach copy of letter if necessary – see instrs)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► ☐ and enter 1% of Part I, line 27b.	1	44,889.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3	Add lines 1 and 2	3	44,889.
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	44,889.
6	Credits/Payments:		
a	2011 estimated tax pmts and 2010 overpayment credited to 2011 . . . 6a 37,120.		
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	62,120.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	268.
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter amount owed ►	9	0.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ►	10	16,963.
11	Enter the amount of line 10 to be: Credited to 2012 estimated tax ► 16,963. Refunded ►	11	0.

Part VII-A Statements Regarding Activities

			Yes	No
1 a	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?	1 a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?	1 b		X
	If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file **Form 1120-POL** for this year?	1 c		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.*	2		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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If 'Yes,' has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If 'Yes,' attach the statement required by General Instruction T.*	5		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?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If 'Yes,' complete Part II, column (c), and Part XV*	7	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*	8b	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 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? *If 'Yes,' complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If 'Yes,' attach a schedule listing their names and addresses.*	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ► WWW.MADDOXCHARITABLEFUND.ORG

14 The books are in care of ► REV. MARY K. FRISKICS-WARREN Telephone no. ► 615-481-8787

Located at ► 2323 21ST AVE. SOUTH NASHVILLE TN ZIP + 4 ► 37212

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** — Check here N/A ► ☐

and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A

			Yes	No
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If 'Yes,' enter the name of the foreign country ►			

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☒ Yes ☐ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is 'Yes' to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	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 2011?	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 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☒ No			
	If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__ .			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer 'No' and attach statement — see instructions.)	2b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ► 20__ , 20__ , 20__ , 20__ .			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If 'Yes,' did it have excess business holdings in 2011 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 2011.)*	3b	N/A	
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 2011?	4b		X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? . . . ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? . . . ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? . . . ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) . . . ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? . . . ☐ Yes ☒ No

b If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? . . . **5b** N/A

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 'Yes' to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? . ☐ Yes ☒ No

b If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction? . N/A . **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation (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
SEE STATEMENT 12		93,750.	9,375.	0.

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

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

Total number of other employees paid over $50,000 . . . ► 0

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
		83,775.
Total number of others receiving over $50,000 for professional services	►	

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ►	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes:		
a	Average monthly fair market value of securities	1a	46,896,523.
b	Average of monthly cash balances	1b	608,732.
c	Fair market value of all other assets (see instructions).	1c	
d	**Total** (add lines 1a, b, and c)	1d	47,505,255.
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	47,505,255.
4	Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	712,579.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	46,792,676.
6	**Minimum investment return.** Enter 5% of line 5	6	2,339,634.

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	2,339,634.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	44,889.		
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	44,889.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	2,294,745.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	2,294,745.
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	2,294,745.

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	2,455,832.
b	Program-related investments — total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,455,832.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	2,455,832.

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 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7					2,294,745.
2 Undistributed income, if any, as of the end of 2011:					
a Enter amount for 2010 only				210,244.	
b Total for prior years: 20___, 20___, 20___			0.		
3 Excess distributions carryover, if any, to 2011:					
a From 2006					
b From 2007					
c From 2008					
d From 2009					
e From 2010					
f **Total** of lines 3a through e		0.			
4 Qualifying distributions for 2011 from Part XII, line 4: ► $ 2,455,832.					
a Applied to 2010, but not more than line 2a				210,244.	
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 2011 distributable amount					2,245,588.
e Remaining amount distributed out of corpus		0.			
5 Excess distributions carryover applied to 2011 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		0.			0.
6 **Enter the net total of each column as indicated below:**					
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5		0.			
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 2010. Subtract line 4a from line 2a. Taxable amount — see instructions				0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012					49,157.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)		0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)		0.			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a		0.			
10 Analysis of line 9.					
a Excess from 2007					
b Excess from 2008					
c Excess from 2009					
d Excess from 2010					
e Excess from 2011					

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, 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)

	Tax year	Prior 3 years			
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
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 organization had $5,000 or more in assets at any time during the year – see instructions.)

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

SEE STATEMENT 14

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

SEE STATEMENT FOR LINE 2A

c Any submission deadlines

SEE STATEMENT FOR LINE 2A

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

SEE STATEMENT FOR LINE 2A

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 15				
Total			► 3a	2,318,718.
b *Approved for future payment* BELMONT UNIVERSITY 1900 BELMONT BLVD. NASHVILLE, TN 37212	NONE	PUBLIC	TO SUPPORT DAN & MARGARET MADDOX PRESIDENTIAL SCHOLARS PROGRAM.	349,993.
Total			► 3b	349,993.

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	377,991.	
4 Dividends and interest from securities			14	776,539.	
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	1,340,891.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a K-1: DTC CREDIT OPP			14	70,553.	
b K-1:METRO REAL ESTATE			14	367.	
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				2,566,341.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 2,566,341.

(See worksheet in line 13 instructions to verify calculations.)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)
N/A	

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	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

(a) Line no.	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
N/A			

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		

Sign Here

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

Signature of officer or trustee | Date 7-26-12 | Title Board Chair

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
STEPHEN T. DOLAN		7/25/12		P00666397

Firm's name ► FRASIER, DEAN & HOWARD, PLLC — Firm's EIN ► 62-1073578

Firm's address ► 3310 WEST END AVENUE, STE. 550, NASHVILLE, TN 37203 — Phone no (615) 383-6592

STATEMENT 1
FORM 990-PF, PART I, LINE 11
OTHER INCOME

	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
K-1: DTC CREDIT OPP	$ 70,553.	$ 70,553.	
K-1:METRO REAL ESTATE	367.	367.	
TOTAL	$ 70,920.	$ 70,920.	$ 0.

STATEMENT 2
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	$ 15,750.			
TOTAL	$ 15,750.	$ 0.	$ 0.	$ 0.

STATEMENT 3
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CONSULTANTS	$ 36,398.			$ 18,199.
CONTRACT SUPPORT	325.			325.
PAYROLL SERVICE	600.			510.
TOTAL	$ 37,323.	$ 0.	$ 0.	$ 19,034.

STATEMENT 4
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL INCOME TAX	$ 59,797.			
FOREIGN INCOME TAX	26,965.	$ 26,965.		
PAYROLL TAXES	7,172.			$ 6,096.
TOTAL	$ 93,934.	$ 26,965.	$ 0.	$ 6,096.

STATEMENT 5
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BOARD & COMMITTEE ACTIVITIES	$ 2,070.			$ 1,552.
INSURANCE	6,132.			4,599.
INVESTMENT EXPENSES	57,884.	$ 57,884.		
K-1: DTC CREDIT OPPORTUNITY FUND	44,434.	44,434.		
K-1: DTC EQUITY OPP COMMON	2,737.	2,737.		
K-1: INTERNATIONAL EQUITY COMMON TRUST	115,326.	115,326.		
K-1: LARGE CAP U.S. EQUITY COMMON TRUST	12,499.	12,499.		
K-1: METRO REAL ESTATE PARTNERS	16,731.	16,731.		
K-1: SMALL/MID CAP U.S. EQUITY COMMON	45,313.	45,313.		
MISCELLANEOUS	482.			410.
OFFICE EXPENSE	11,632.			9,827.
TOTAL	$ 315,240.	$ 294,924.	$ 0.	$ 16,388.

STATEMENT 6
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

CORPORATE STOCKS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
VANGUARD 500 INDEX FUND	COST	$ 0.	$ 0.
VANGUARD DIV APPRECIATION	COST	3,035,125.	3,120,952.
VANGUARD INSTL INDEX FD	COST	3,012,737.	3,007,820.
VANGUARD MSCI EMERGING MARKETS ETF	COST	1,243,673.	1,053,373.
	TOTAL	$ 7,291,535.	$ 7,182,145.

STATEMENT 7
FORM 990-PF, PART II, LINE 10C
INVESTMENTS - CORPORATE BONDS

CORPORATE BONDS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
VANGUARD TOTAL BOND MARKET INDEX	COST	$ 8,585,672.	$ 8,550,359.
STEELPATH MLP SELECT FD	COST	0.	0.
JP MORGAN ALERIAN MLP INDEX FUND	COST	1,906,291.	2,149,001.
	TOTAL	$ 10,491,963.	$ 10,699,360.

STATEMENT 8
FORM 990-PF, PART II, LINE 13
INVESTMENTS - OTHER

OTHER INVESTMENTS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
INTERNATIONAL EQUITY COMMON TRUST FUND	COST	$ 6,211,443.	$ 6,341,062.
REAL ESTATE COMMON TRUST FUND	COST	0.	0.
SMALL/MID CAP U.S. EQUITY COMMON TRUST	COST	1,158,395.	1,696,804.
DTC CREDIT OPPORTUNITY FUND	COST	4,725,696.	4,621,874.
FINTAN INVESTMENTS LTD	COST	3,395,457.	3,917,318.
WINSTON GLOBAL	COST	7,500,000.	7,488,331.
EQUITY OPPORTUNITY FUND	COST	2,261,458.	2,218,947.
METRO REAL ESTATE PTNRS GLOBAL	COST	52,926.	69,022.
	TOTAL	$ 25,305,375.	$ 26,353,358.

STATEMENT 9
FORM 990-PF, PART II, LINE 14
LAND, BUILDINGS, AND EQUIPMENT

CATEGORY	BASIS	ACCUM. DEPREC.	BOOK VALUE	FAIR MARKET VALUE
FURNITURE AND FIXTURES	$ 1,375.	$ 1,146.	$ 229.	$ 229.
TOTAL	$ 1,375.	$ 1,146.	$ 229.	$ 229.

STATEMENT 10
FORM 990-PF, PART III, LINE 5
OTHER DECREASES

DIFFERENCE BETWEEN 1099 INCOME AND CASH RECEIVED	$ 12,548.
TOTAL	$ 12,548.

STATEMENT 11
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
1	FROM K-1: INTERNATIONAL EQUITY	PURCHASED	VARIOUS	VARIOUS
2	FROM K-1: INTERNATIONAL EQUITY	PURCHASED	VARIOUS	VARIOUS
3	FROM K-1: LARGE CAP U.S. EQUITY	PURCHASED	VARIOUS	VARIOUS
4	FROM K-1: LARGE CAP U.S. EQUITY	PURCHASED	VARIOUS	VARIOUS
5	FROM K-1: DTC EQUITY OPP COMMON	PURCHASED	VARIOUS	VARIOUS
6	FROM K-1: DTC EQUITY OPP COMMON	PURCHASED	VARIOUS	VARIOUS
7	FROM K-1: SMALL/MID CAP U.S. EQUITY	PURCHASED	VARIOUS	VARIOUS
8	FROM K-1: SMALL/MID CAP U.S. EQUITY	PURCHASED	VARIOUS	VARIOUS
9	FROM K-1: DTC CREDIT OPPORTUNITY FUND	PURCHASED	VARIOUS	VARIOUS
10	FROM K-1: DTC CREDIT OPPORTUNITY FUND	PURCHASED	VARIOUS	VARIOUS
11	3686.257 FPA CRESCENT FUND	PURCHASED	VARIOUS	10/31/2011
12	7674.946 GATEWAY FUND	PURCHASED	VARIOUS	10/31/2011

STATEMENT 11 (CONTINUED)
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
13	19182.5566 LARGE CAP US EQUITY FUND	PURCHASED	VARIOUS	7/29/2011
14	16917.866 PIMCO ALL ASSET FUND	PURCHASED	VARIOUS	VARIOUS
15	160354.438 STEELPATH MLP SELECT	PURCHASED	VARIOUS	VARIOUS
16	4147.7 VANGUARD 500 INDEX FUND-SIGN	PURCHASED	VARIOUS	8/01/2011
17	8284 VANGUARD DIV APPRECIATION	PURCHASED	VARIOUS	8/31/2011
18	18815.331 VANGUARD INSTL INDEX FUND	PURCHASED	8/01/2011	10/31/2011
19	3090 VANGUARD MSCI EMERGING MARKETS	PURCHASED	2/01/2011	8/31/2011
20	98973.697 VANGUARD TOTAL BOND MARKET INDEX-SIG	PURCHASED	VARIOUS	VARIOUS
21	180036.3204 DTC CREDIT OPP FUND	PURCHASED	2/27/2009	11/30/2011
22	80814.1155 INTERNATIONAL EQUITY FUND	PURCHASED	VARIOUS	VARIOUS
23	129656.7953 LARGE CAP US EQUITY FUND	PURCHASED	VARIOUS	7/29/2011
24	52026.5154 SMALL/MID CAP US EQUITY	PURCHASED	VARIOUS	VARIOUS
25	27951.929 VANGUARD 500 INDEX FUND-SIGN	PURCHASED	VARIOUS	VARIOUS
26	671636.512 VANGUARD TOTAL BOND MARKET INDEX-SIG	PURCHASED	VARIOUS	VARIOUS
27	16893.57 FINTAN INVESTMENTS LTD	PURCHASED	VARIOUS	1/20/2011
28	CAPITAL GAIN DIVIDENDS			

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I)-(J)	(L) GAIN (LOSS)
1	0.		133,366.	-133,366.				$-133,366.
2	204,265.		0.	204,265.				204,265.
3	31,376.		0.	31,376.				31,376.
4	277,609.		0.	277,609.				277,609.
5	3,099.		0.	3,099.				3,099.
6	1,394.		0.	1,394.				1,394.
7	0.		9,158.	-9,158.				-9,158.
8	312,694.		0.	312,694.				312,694.
9	0.		26,436.	-26,436.				-26,436.
10	85,223.		0.	85,223.				85,223.
11	99,934.		100,913.	-979.				-979.
12	199,318.		202,716.	-3,398.				-3,398.
13	374,198.		388,089.	-13,891.				-13,891.
14	205,867.		205,725.	142.				142.
15	1622651.		1734749.	-112,098.				-112,098.
16	406,599.		384,629.	21,970.				21,970.
17	436,144.		460,765.	-24,621.				-24,621.
18	2160000.		2217763.	-57,763.				-57,763.
19	135,712.		146,621.	-10,909.				-10,909.
20	1081595.		1070875.	10,720.				10,720.
21	3030000.		2861464.	168,536.				168,536.
22	1775000.		2034452.	-259,452.				-259,452.
23	2529241.		2465906.	63,335.				63,335.
24	1771500.		1495394.	276,106.				276,106.
25	2745731.		2898112.	-152,381.				-152,381.
26	7288390.		6869104.	419,286.				419,286.
27	1850000.		1604543.	245,457.				245,457.
28								24,131.
							TOTAL	$ 1340891.

**STATEMENT 12
FORM 990-PF, PART VIII, LINE 1
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES**

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN-SATION	CONTRI-BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
MARY K. FRISKICS-WARREN NASHVILLE, TN	EXECUTIVE DIREC 40.00	$ 93,750.	$ 9,375.	$ 0.
ROBERT S. BRANDT NASHVILLE, TN	CHAIR 3.00	0.	0.	0.
JAMES H. CHEEK, III NASHVILLE, TN	TRUSTEE 1.00	0.	0.	0.
GARY M. CLARK BRENTWOOD, TN	TRUSTEE 1.00	0.	0.	0.
CYNTHIA CROOM BRENTWOOD, TN	TRUSTEE 2.00	0.	0.	0.
G. THOMAS CURTIS NASHVILLE, TN	TRUSTEE 2.00	0.	0.	0.
CHARLES A. ELCAN NASHVILLE, TN	VICE CHAIR 2.00	0.	0.	0.
BECKY HARRELL NASHVILLE, TN	TREASURER 1.00	0.	0.	0.
PATRICIA HART BRENTWOOD, TN	SECRETARY 2.00	0.	0.	0.
DENISE MCBRIDE NASHVILLE, TN	TRUSTEE 2.00	0.	0.	0.
ARTHUR REBROVICK, JR. NASHVILLE, TN	TRUSTEE 2.00	0.	0.	0.
LARRY T. THRAILKILL BRENTWOOD, TN	TRUSTEE 2.00	0.	0.	0.

STATEMENT 12 (CONTINUED)
FORM 990-PF, PART VIII, LINE 1
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN-SATION	CONTRI-BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
HERSHELL A. WARREN NASHVILLE, TN	TRUSTEE 2.00	$ 0.	$ 0.	$ 0.
DAVID WILSON GOODLETTSVILLE, TN	TRUSTEE 2.00	0.	0.	0.
	TOTAL	$ 93,750.	$ 9,375.	$ 0.

STATEMENT 13
FORM 990-PF, PART VIII, LINE 3
COMPENSATION OF FIVE HIGHEST PAID CONTRACTORS

NAME AND ADDRESS	TYPE OF SERVICE	COMPENSATION
DIVERSIFIED TRUST TWO AMERICAN CENTER, 3100 WEST END NASHVILLE, TN 37203-1464	INVESTMENT ADVISOR	83,775.
	TOTAL	$ 83,775.

STATEMENT 14
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM:	
NAME:	DAN AND MARGARET MADDOX CHARITABLE TRUST
CARE OF:	
STREET ADDRESS:	P.O. BOX 58493
CITY, STATE, ZIP CODE:	NASHVILLE, TN 37205
TELEPHONE:	615-385-1006
FORM AND CONTENT:	COMPLETE THE 20XX APPLICATION FORM. ALL APPLICATIONS MUST BE IN THE CHARITABLE FUND'S OFFICE NO LATER THAN JUNE 30, 20XX, 4:30 P.M. CST. ADDITIONAL INFORMATION MAY BE REQUESTED AS THE BOARD OF DIRECTORS CONSIDERS REQUESTS. ATTACHMENTS ALL ATTACHMENTS MUST BE AVAILABLE TO THE CHARITABLE FUND NO LATER THAN JUNE 30, 20XX, 4:30 P.M. CST. APPLYING ORGANIZATIONS MAY CHOOSE TO SUBMIT ATTACHMENTS BY UPDATING THEIR ONLINE GIVINGMATTERS.COM PROFILE OR BY ATTACHING COPIES TO THE APPLICATION. • BUDGET (ON THE FORM PROVIDED ON THE CHARITABLE FUND'S WEB SITE) • 20XX OR 20XY IRS FORM 990 • 20XX OR 20XY AUDIT, INCLUDING THE SAS 112 LETTER (IF THE ORGANIZATION HAS AN AUDIT, REVIEW OR COMPILATION)

STATEMENT 14 (CONTINUED)
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

• LIST OF GOVERNING BOARD OF DIRECTORS AS OF JUNE 30, 20XX
• IRS DETERMINATION LETTER
IF THE 20XX IRS FORM 990 OR THE 20XX AUDIT ARE NOT AVAILABLE BY JUNE 30, 20XX, THE PREVIOUS YEAR'S DOCUMENTS SHOULD BE SUBMITTED OR BE AVAILABLE ON GIVINGMATTERS.COM FOR THE CHARITABLE FUND TO REVIEW. A BRIEF COVER LETTER SHOULD INDICATE WHEN THE 20XX DOCUMENTS WILL BE COMPLETE AND AVAILABLE. IMMEDIATELY UPON COMPLETION OF THE 20XX IRS FORM 990 AND 20XX AUDIT, PLEASE MAKE THEM AVAILABLE TO THE CHARITABLE FUND BY UPLOADING THEM ON GIVINGMATTERS.COM OR BY MAILING THEM TO THE CHARITABLE FUND'S P.O. BOX.

SUBMISSION DEADLINES: JUNE 30, 20XX

RESTRICTIONS ON AWARDS: EXCLUSIONS:
WITHIN OUR THREE AREAS OF INTEREST, THE CHARITABLE FUND WILL NOT CONSIDER FUNDING FOR THE FOLLOWING PURPOSES:
• CAPITAL IMPROVEMENTS OR CAPITAL PURCHASES*
• OPERATING EXPENSES*
• ORGANIZATIONS INCORPORATED FOR LESS THAN 3 YEARS
• 501(C)(3) ORGANIZATIONS THAT ARE GOVERNMENT OR GOVERNMENT AFFILIATES, SUPPORTING ORGANIZATIONS,* OR PRIVATE FOUNDATIONS
• ENDOWMENTS
• PRIVATE SCHOOLS, INCLUDING CHARTER SCHOOLS, NOT PREVIOUSLY SUPPORTED BY DAN AND MARGARET MADDOX
• SCHOLARSHIPS TO SPECIFIC INSTITUTIONS NOT PREVIOUSLY SUPPORTED BY DAN AND MARGARET MADDOX
• ADVOCACY EFFORTS
• INDIRECT COSTS, ADMINISTRATIVE EXPENSES OR OVERHEAD
• CONGREGATIONS AND RELIGIOUS ORGANIZATIONS FOR PROJECTS THAT PRIMARILY BENEFIT THEIR OWN MEMBERS OR FOR EVANGELICAL PURPOSES (EXCEPTION: CONGREGATIONS WITH BROAD COMMUNITY SUPPORT AND SEPARATE FINANCIAL STATEMENTS)
• PERSONAL TRAVEL (STAFF)

*MAY BE APPROVED DEPENDING ON THE NATURE OF THE PROJECT OR NATURE OF SUPPORTING ORGANIZATION

STATEMENT 15
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
BASS-N-BUDDIES 142 DIXON LANE CASTALIAN SPRINGS, TN 37031	NONE	PUBLIC	TO SUPPORT THE FISHING PROGRAM FOR DISABLE YOUTH.	$ 5,000.

STATEMENT 15 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
BELMONT UNIVERSITY 1900 BELMONT BLVD. NASHVILLE, TN 37212	NONE	PUBLIC	TO SUPPORT DAN & MARGARET MADDOX PRESIDENTIAL SCHOLARS PROGRAM.	$ 158,018.
BIG BROTHERS/BIG SISTERS OF MID-TN 1704 CHARLOTTE AVE., STE. 130 NASHVILLE, TN 37203	NONE	PUBLIC	TO SUPPORT HIGH SCHOOL BIGS PROGRAM & TO SUPPORT CHILD MENTORING PROGRAM	100,500.
BOOK 'EM 421 GREAT CIRCLE ROAD, STE. 100A NASHVILLE, TN 37228	NONE	PUBLIC	TO SUPPORT THE READING IS FUNDAMENTAL PROGRAM.	6,000.
BOOKS FROM BIRTH OF MIDDLE TN 3401 WEST END AVE., STE. 460W NASHVILLE, TN 37203	NONE	PUBLIC	TO PURCHASE BOOKS FOR THEIR PROGRAM.	25,000.
BOYS & GIRLS CLUB OF RUTHERFORD COUNTY PO BOX 3343 MURFREESBORO, TN 37133	NONE	PUBLIC	TO SUPPORT GOALS FOR GRADUATION.	41,000.
BRIDGE PROGRAM 1000 CHURCH STREET NASHVILLE, TN 37203	NONE	PUBLIC	TO SUPPORT THE SUMMER BRIDGE PROGRAM.	58,000.
COMMUNITY RESOURCE CENTER 218 OMOHUNDRO PLACE NASHVILLE, TN 37210	NONE	PUBLIC	TO SUPPORT THE SCHOOL SUPPLY GIVEAWAY PROGRAM.	5,300.
DUCKS UNLIMITED ONE WATERFOWL WAY MEMPHIS, TN 38120	NONE	PUBLIC	TO SUPPORT CONSERVATION EFFORTS IN MIDDLE TENNESSEE.	50,000.
EAST NASHVILLE HOPE EXCHANGE 419 WOODLAND STREET NASHVILLE, TN 37206	NONE	PUBLIC	TO SUPPORT THE SUMMER EDUCATION PROGRAM.	7,000.

STATEMENT 15 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
FANNIE BATTLE DAY HOME FOR CHILDREN 911 SHELBY AVE. NASHVILLE, TN 37206	NONE	PUBLIC	TO SUPPORT THE PRE-K PROGRAM.	$ 50,000.
FENTRESS COUNTY CHILDREN'S CENTER 340 W. CENTRAL AVE. JAMESTOWN, TN 38556	NONE	PUBLIC	TO SUPPORT THE YOUTH LIFE SKILLS PROGRAM.	15,000.
HANDS ON NASHVILLE 209 10TH AVE. SOUTH, STE. 318 NASHVILLE, TN 37203	NONE	PUBLIC	TO SUPPORT THE YOUTH VOLUNTEER CORPS PROGRAM.	62,000.
INNER-CITY KIDS EMPOWERMENT SVCS (IKE) P.O. BOX 3533 LEBANON, TN 37088	NONE	PUBLIC	TO SUPPORT THE IKE TUTORING AND MENTORING PROGRAM.	5,000.
IN FULL MOTION P.O. BOX 70270 NASHVILLE, TN 37207	NONE	PUBLIC	TO SUPPORT THE ACT PREPARATION PROGRAM.	55,000.
LAND TRUST FOR TENNESSEE 209 10TH AVE. SOUTH, STE. 530 NASHVILLE, TN 37203	NONE	PUBLIC	TO SUPPORT THE WILDLIFE CONSERVATION PROGRAM.	46,000.
LEWIS COUNTY HISTORICAL SOCIETY P.O. BOX 703 HOHENWALD, TN 38462	NONE	PUBLIC	TO ENHANCE THE MADDOX COLLECTION EXHIBIT.	33,000.
MARTHA O'BRYAN CENTER 711 SOUTH 7TH STREET NASHVILLE, TN 37206	NONE	PUBLIC	TO SUPPORT THE THRIVE YOUTH DEVELOPMENT AND TRANSITIONAL COACH.	65,000.
MONROE HARDING 1120 GLENDALE LANE NASHVILLE, TN 37204	NONE	PUBLIC	TO SUPPORT THE RESIDENTIAL ENRICHMENT PROGRAM.	75,000.
NASHVILLE CONFLICT RESOLUTION CENTER P.O. BOX 110801 NASHVILLE, TN 37222	NONE	PUBLIC	TO SUPPORT THE YOUTH MEDIATION PROGRAM AND TO TRAIN PEER MEDIATORS.	15,000.

STATEMENT 15 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUNDATION STATUS	PURPOSE OF GRANT	AMOUNT
OASIS CENTER 1704 CHARLOTTE AVE., STE. 201 NASHVILLE, TN 37203	NONE	PUBLIC	TO SUPPORT THE OASIS LEARNING CENTER.	$ 35,000.
PENCIL FOUNDATION 421 GREAT CIRCLE ROAD, STE. 100 NASHVILLE, TN 37228	NONE	PUBLIC	TO SUPPORT THE MATH PARTNERS AND READING PARTNERS PROGRAMS.	16,500.
PRESTON TAYLOR MINISTRIES P.O. BOX 90442 NASHVILLE, TN 37209	NONE	PUBLIC	TO SUPPORT THE ACADEMIC ENRICHMENT AFTERSCHOOL PROGRAM.	15,000.
SAFE HAVEN FAMILY SHELTER 1234 3RD AVE. S NASHVILLE, TN 37210	NONE	PUBLIC	TO SUPPORT THE CHILDREN AND YOUTH PROGRAM	15,000.
SECOND HARVEST 331 GREAT CIRCLE ROAD NASHVILLE, TN 37228	NONE	PUBLIC	TO SUPPORT THE BACKPACK PROGRAM IN MIDDLE TENNESSEE RURAL COUNTIES & TO SUPPORT THE FLOOD RECOVERY AND DISASTER RESPONSE.	225,000.
TENNESSEE WILDLIFE FEDERATION 300 ORLANDO AVE., STE. 200 NASHVILLE, TN 37209	NONE	PUBLIC	TO SUPPORT THE GREAT OURDOORS UNIVERSITY.	60,000.
TENNESSEE WILDLIFE RESOURCES FOUNDATION 5000 LINBAR DRIVE, STE. 265 NASHVILLE, TN 37211	NONE	PUBLIC	TO SUPPORT TN KIDS IN THE OUTDOORS THROUGH SCHOLARSHIP AND EQUIPMENT PURCHASE.	75,000.
WAYNE REED CHILDCARE CENTER 11B LINDSLEY AVE. NASHVILLE, TN 37210	NONE	PUBLIC	TO SUPPORT THE PRE-K PROGRAM.	20,000.
YOUNG MEN'S CHRISTIAN ASSOC. OF MID-TN 1000 CHURCH STREET NASHVILLE, TN 37203	NONE	PUBLIC	TO SUPPORT THE MARGARET MADDOX YMCA TEEN CENTER OPERATIONS.	125,000.

STATEMENT 15 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
AMERICAN CANCER SOCIETY 2000 CHARLOTTE AVENUE NASHVILLE, TN 37203	NONE	PUBLIC	TO SUPPORT CAMP HORIZON.	$ 17,400.
CANNON COUNTY YOUTH DREAM 300 S. COLLEGE ST WOODBURY, TN 37190	NONE	PUBLIC	TO SUPPORT MINI-GRANT PROGRAM FOR CANNON COUNTY TEACHERS.	6,000.
CASA INC. (DAVIDSON) 601 WOODLAND STREET NASHVILLE, TN 37203	NONE	PUBLIC	TO SUPPORT VOLUNTEER DEVELOPMENT.	10,000.
CASA WORKS INC. 224 WEST FORT STREET MANCHESTER, TN 37355	NONE	PUBLIC	TO SUPPORT VOLUNTEER DEVELOPMENT.	15,000.
DISCOVERY CENTER 502 E. BORAD STREET MURFREESBORO, TN 37130	NONE	PUBLIC	TO SUPPORT SCIENCE OUTREACH PROGRAM.	10,000.
FIFTYFORWARD 174 RAINS AVE. NASHVILLE, TN 37203	NONE	PUBLIC	TO SUPPORT THE FRIENDS LEARNING IN PAIRS PROGRAM.	52,000.
FIRST STEPS 4414 GRANNY WHITE PIKE NASHVILLE, TN 37204	NONE	PUBLIC	TO SUPPORT PRE-K EXCELLENCE IN EDUCATION.	10,000.
GALLATIN CHILD CARE CENTER 445 HULL CIRCLE GALLATIN, TN 37066	NONE	PUBLIC	TO PURCHASE SCREENING & ASSESSMENT EDUCATIONAL MATERIALS.	1,000.
GALLATIN SHALOM ZONE 600 SMALL STREET NASHVILLE, TN 37066	NONE	PUBLIC	TO SUPPORT THE ACHIEVEMENT IN THE MAKING PROGRAM.	25,000.
GIRL SCOUTS OF MIDDLE TENNESSEE 4522 GRANNY WHITE PIKE NASHVILLE, TN 37204	NONE	PUBLIC	TO SUPPORT THE L.E.A.D. PROGRAM FOR SOCIO-ECONOMICAL LY NEEDY GIRLS.	65,000.

STATEMENT 15 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
HOMEWORK HOTLINE 4805 PARK AVENUE NASHVILLE, TN 37209	NONE	PUBLIC	TO SUPPORT HOMEWORK ASSISTANCE FOR MIDDLE TENNESSEE RURAL COUNTIES.	$ 25,000.
JUNIOR ACHIEVEMENT 120 POWELL PLACE NASHVILLE, TN 37204	NONE	PUBLIC	TO SUPPORT JA BIZTOWN & ECONOMICS FOR SUCCESS FOR EAST NASHVILLE MIDDLE SCHOOL STUDENTS.	19,000.
KING'S DAUGHTERS CHILD DEVELEPOMENT CENT 590 N. DUPONT STREET MADISON, TN 37215	NONE	PUBLIC	TO SUPPORT THE PRE-K PROGRAM.	55,000.
MIDDLE TN COUNCIL, BOY SCOUTS OF AMER. 3414 HILLSBORO PIKE NASHVILLE, TN 37215	NONE	PUBLIC	TO SUPPORT THE SCOUTREACH PROGRAM FOR SOCIO-ECONOMICAL LY NEEDY BOYS.	65,000.
NASHVILLE INT'L CENTER FOR ENPOWERMENT 3221 NOLENSVILLE PIKE NASHVILLE, TN 37211	NONE	PUBLIC	TO SUPPORT THE YOUTH IMPACT INITIATIVE.	15,000.
NASHVILLE ZOO 3777 NOLENSVILLE ROAD NASHVILLE, TN 37211	NONE	PUBLIC	TO SUPPORT EDUCATION PROGRAMS.	10,000.
ROCKETOWN OF MIDDLE TN PO BOX 331129 NASHVILLE, TN 37203	NONE	PUBLIC	TO SUPPORT THE REACT AFTERSCHOOL PROGRAM.	20,000.
SALAMA URBAN MINISTRIES 1205 8TH AVENUE SOUTH NASHVILLE, TN 37203	NONE	PUBLIC	TO SUPPORT THE SALAMA INSTITUTE.	45,000.
YOUTH VILLAGES 3310 PERIMETER HILL DRIVE NASHVILLE, TN 37211	NONE	PUBLIC	TO SUPPORT AFTER FOSTER CARE PROGRAM.	45,000.
YOUTH LIFE LEARNING CENTER PO BOX 90212 NASHVILLE, TN 37209	NONE	PUBLIC	TO SUPPORT AFTERSCHOOL ACADEMIC PROGRAM.	25,000.

STATEMENT 15 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
YOU HAVE THE POWER 2814 12TH AVE SOUTH NASHVILLE, TN 37204	NONE	PUBLIC	TO SUPPORT THE EDUCATIONAL PROGRAM IN SUMNER COUNTY TO PREVENT CRIME & VICTIMIZATION.	$ 5,000.
AGAPE 4555 TROUSDALE DRIVE NASHVILLE, TN 37204	NONE	PUBLIC	TO SUPPORT THE FOSTER CARE PROGRAM	10,000.
ARC OF DAVIDSON COUNTY 111 N. WILSON BLVD. NASHVILLE, TN 37205	NONE	PUBLIC	TO SUPPORT POSITIVE DECISION-MAKING FOR STUDENTS WITH DISABILITIES.	5,000.
ASSISTANCE LEAGUE OF NASHVILLE P.O. BOX 653 BRENTWOOD, TN 37024	NONE	PUBLIC	TO SUPPORT OPERATION SCHOOL BELL.	3,500.
BETHLEHEM CENTERS OF NASHVILLE 1417 CHARLOTTE AVE. NASHVILLE, TN 37203	NONE	PUBLIC	TO PURCHASE FURNISHINGS AND SPONSOR FIELD TRIPS FOR THE SUMMER DISCOVERY AND AFTERSCHOOL PROGRAMS.	25,000.
BRIDGES 415 4TH AVE. SOUTH, STE A. NASHVILLE, TN 37201	NONE	PUBLIC	TO SUPPORT THE YOUTH CENTER FOR DEAF AND HARD OF HEARING.	12,000.
CATHOLIC CHARITIES OF TENNESSEE INC. 30 WHITE BRIDGE RD. NASHVILLE, TN 37205	NONE	PUBLIC	TO SUPPORT HISPANIC FAMILY SERVICES LEARNING AND NURTURING GROUPS.	35,000.
CENTER FOR HEALTH SERVICES 1211 STEVENSON CENTER LANE NASHVILLE, TN 37232	NONE	PUBLIC	TO SUPPORT THE COMMUNITIES AND STUDENTS TOGETHER FOR LEARNING ENHANCED SERVICES (CASTLES) PROGRAM.	30,000.

STATEMENT 15 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
CUMBERLAND RIVER COMPACT P.O. BOX 41721 NASHVILLE, TN 37220	NONE	PUBLIC	TO SUPPORT THE CATFISH RODEO URBAN FISHING EXPERIENCE.	$ 5,000.
GRACE M. EATON CHILDCARE 1702 PEARL STREET NASHVILLE, TN 37203	NONE	PUBLIC	TO SUPPORT THE PRE-KINDERGARTEN AND AFTERSCHOOL PROGRAMS.	35,000.
MEN OF VALOR 1420 DONELSON PIKE, SUITE B-6 NASHVILLE, TN 37217	NONE	PUBLIC	TO SUPPORT THE CHILDREN'S PROGRAM.	50,000.
RENEWAL HOUSE PO BOX 280356 NASHVILLE, TN 37228	NONE	PUBLIC	TO SUPPORT CHILDREN'S PROGRAM.	500.
RUTHERFORD BOOKS FROM BIRTH INC. 105 WEST VINE STREET MURFREESBORO, TN 37130	NONE	PUBLIC	TO PURCHASE BOOKS FOR MONTHLY MAILING	5,000.
SOUTHEASTERN COUNCIL OF FOUNDATIONS 50 HURT PLAZA, STE 350 ATLANTA, GA 30303	NONE	PUBLIC	TO PROVIDE GENERAL SUPPORT.	4,500.
STARS 1704 CHARLOTTE AVE., STE 200 NASHVILLE, TN 37203	NONE	PUBLIC	TO SUPPORT THE STUDENT ASSISTANCE PROGRAM AT BAXTER ALTERNATIVE LEARNING CENTER.	15,000.
STARS 1704 CHARLOTTE AVE., STE 200 NASHVILLE, TN 37203	NONE	PUBLIC	TO SUPPORT THE ANTI-BULLYING PROGRAM	500.
TENNESSEE ENVIRONMENTAL COUNCIL ONE VANTAGE WAY, STE E-250 NASHVILLE, TN 37228	NONE	PUBLIC	TO SUPPORT THE FISH HABITAT RESTORATION INITIATIVE IN MIDDLE TN	54,000.
TENNESSEE PARKS AND GREENWAYS FDN 1205-A LINDEN NASHVILLE, TN 37212	NONE	PUBLIC	TO SUPPORT FISHING ACCESS TO CUMMINS FALLS	25,000.
			TOTAL	$ 2,318,718.