Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ **Do not enter social security numbers on this form as it may be made public.**
▶ **Information about Form 990-PF and its instructions is at *www.irs.gov/form990pf*.**

OMB No 1545-0052

2015

Open to Public Inspection

For calendar year 2015, or tax year beginning 01-01-2015 , and ending 12-31-2015

Name of foundation
CREWS FAMILY FOUNDATION

A Employer identification number
46-1600634

Number and street (or P O box number if mail is not delivered to street address) PO BOX 488 | Room/suite

B Telephone number (see instructions)
(901) 854-4014

City or town, state or province, country, and ZIP or foreign postal code
COLLIERVILLE, TN 380270488

C If exemption application is pending, check here ▶ ☐

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1. Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶$ 11,584,336

J Accounting method ☐ Cash ☐ Accrual ☑ Other (specify) GAAP
(Part I, column (d) must be on cash basis)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I Analysis of Revenue and Expenses

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

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	1,200,000			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	255	255		
	4	Dividends and interest from securities	391,801	391,801		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	246,368			
	b	Gross sales price for all assets on line 6a 3,152,473				
	7	Capital gain net income (from Part IV, line 2)		246,368		
	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) (attach schedule)				
	11	Other income (attach schedule)	5,102	5,102		
	12	**Total.** Add lines 1 through 11	1,843,526	643,526		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0	0		0
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	6,400	0		6,400
	c	Other professional fees (attach schedule)	59,812	59,812		0
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	3,760	3,760		0
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	187,179	187,086		93
	24	**Total operating and administrative expenses.** Add lines 13 through 23	257,151	250,658		6,493
	25	Contributions, gifts, grants paid	981,257			981,257
	26	**Total expenses and disbursements.** Add lines 24 and 25	1,238,408	250,658		987,750
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	605,118			
	b	**Net investment income** (if negative, enter -0-)		392,868		
	c	**Adjusted net income** (if negative, enter -0-)				

Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets 1	Cash—non-interest-bearing			
2	Savings and temporary cash investments		894,852	894,852
3	Accounts receivable ▶			
	Less allowance for doubtful accounts ▶	132		
4	Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
7	Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments—U S and state government obligations (attach schedule)			
b	Investments—corporate stock (attach schedule)	5,472,495	4,692,067	4,692,067
c	Investments—corporate bonds (attach schedule)			
11	Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)	7,466,689	5,997,417	5,997,417
14	Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)			
16	**Total assets**(to be completed by all filers—see the instructions Also, see page 1, item I)	12,939,316	11,584,336	11,584,336
Liabilities 17	Accounts payable and accrued expenses	59,994		
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities**(add lines 17 through 22)	59,994	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	12,879,322	11,584,336	
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**(see instructions)	12,879,322	11,584,336	
31	**Total liabilities and net assets/fund balances**(see instructions)	12,939,316	11,584,336	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	12,879,322
2	Enter amount from Part I, line 27a	2	605,118
3	Other increases not included in line 2 (itemize) ▶	3	16,361
4	Add lines 1, 2, and 3	4	13,500,801
5	Decreases not included in line 2 (itemize) ▶	5	1,916,465
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	11,584,336

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	See Additional Data Table			
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	See Additional Data Table			
b				
c				
d				
e				

	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	See Additional Data Table			
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	246,368
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)
If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2014	839,234	12,150,125	0 069072
2013	740,407	11,040,696	0 067062
2012	0	10,153,613	0 000000
2011			
2010			

2	**Total** of line 1, column (d).	2	0 136134
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 045378
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.	4	11,867,825
5	Multiply line 4 by line 3.	5	538,538
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	3,929
7	Add lines 5 and 6.	7	542,467
8	Enter qualifying distributions from Part XII, line 4.	8	987,750

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 page 18 of the instructions)**

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ____________ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b			1	3,929
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	0
3	Add lines 1 and 2			3	3,929
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	3,929
6	Credits/Payments				
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	6,902		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	3,750		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	10,652
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	6,723
11	Enter the amount of line 10 to be **Credited to 2015 estimated tax** ▶ 6,723 **Refunded** ▶			11	0

Part VII-A **Statements Regarding Activities**

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b		No
	*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?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ 0 **(2)** On foundation managers ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
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*	7	Yes	
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	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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

		Line	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		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	Yes	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶HILLIARD R CREWS JR Telephone no ▶(901) 854-4014

Located at ▶PO BOX 488 COLLIERVILLE TN ZIP+4 ▶380270488

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

		Line	Yes	No
16	At any time during calendar year 2015, 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		No
	See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) 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.

			Line	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		
	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 2015?		1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015?	☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____, 20____, 20____, 20____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all**years listed, answer "No" and attach statement—see instructions)		2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☑ Yes ☐ No			
b	If "Yes," did it have excess business holdings in 2015 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 2015).*		3b		No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?		4b		No

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 4945(d)(4)(A)? (see instructions) ☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	**5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53 4945–5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		No
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	Title, and average hours per week **(b)** devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
HILLIARD R CREWS JR 10001 HOLMES ROAD COLLIERVILLE,TN 38017	PRESIDENT/DIRECTOR 2 00	0	0	0
JASON L CREWS 294 DUBRAY MANOR DRIVE COLLIERVILLE,TN 38017	TREASURER/DIRECTOR 0 25	0	0	0
STACY CREWS MCGEE 3145 SHEA ROAD COLLIERVILLE,TN 38017	SECRETARY/DIRECTOR 4 00	0	0	0

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

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

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

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

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

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

Total number of others receiving over $50,000 for professional services. . . . . ▶	0

Part IX-A **Summary of Direct Charitable Activities**

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

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

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

Part X Minimum Investment Return

(All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes			
a	Average monthly fair market value of securities		1a	11,875,063
b	Average of monthly cash balances		1b	173,490
c	Fair market value of all other assets (see instructions)		1c	0
d	**Total** (add lines 1a, b, and c)		1d	12,048,553
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	12,048,553
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	180,728
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	11,867,825
6	**Minimum investment return.** Enter 5% of line 5		6	593,391

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	593,391
2a	Tax on investment income for 2015 from Part VI, line 5	2a 3,929		
b	Income tax for 2015 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	3,929
3	Distributable amount before adjustments Subtract line 2c from line 1		3	589,462
4	Recoveries of amounts treated as qualifying distributions		4	0
5	Add lines 3 and 4		5	589,462
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	589,462

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	987,750
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	987,750
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	3,929
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	983,821

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 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7					589,462
2 Undistributed income, if any, as of the end of 2015					
a Enter amount for 2014 only.				0	
b Total for prior years 20___ , 20___ , 20___			0		
3 Excess distributions carryover, if any, to 2015					
a From 2010.					
b From 2011.					
c From 2012.					
d From 2013.	182,627				
e From 2014.	241,980				
f **Total** of lines 3a through e.		424,607			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ $ 987,750					
a Applied to 2014, 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 2015 distributable amount.					589,462
e Remaining amount distributed out of corpus		398,288			
5 Excess distributions carryover applied to 2015 *(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		822,895			
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 2014 Subtract line 4a from line 2a Taxable amount—see instructions				0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015					0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)		0			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions) . . .		0			
9 **Excess distributions carryover to 2016.** Subtract lines 7 and 8 from line 6a		822,895			
10 Analysis of line 9					
a Excess from 2011. . . .					
b Excess from 2012. . . .					
c Excess from 2013. . . .	182,627				
d Excess from 2014. . . .	241,980				
e Excess from 2015. . . .	398,288				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2015, enter the date of the ruling. . . . . . ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2015	**(b)** 2014	**(c)** 2013	**(d)** 2012	
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))

See Additional Data Table

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

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

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

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

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

c Any submission deadlines

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

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 Additional Data Table				
Total . . . . ▶ **3a**				981,257
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

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	255	
4 Dividends and interest from securities. . .			14	391,801	
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.			14	5,102	
8 Gain or (loss) from sales of assets other than inventory			18	246,368	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory . .					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .		0		643,526	0

13 **Total.** Add line 12, columns (b), (d), and (e). 13 643,526

(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)

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

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

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

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

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

******	2016-11-15	******
Signature of officer or trustee	Date	Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
PAUL B BERRYHILL				P00869671

Firm's name ▶ REYNOLDS BONE & GRIESBECK PLC — Firm's EIN ▶ 62-0428728

Firm's address ▶ 5100 WHEELIS DRIVE SUITE 300 MEMPHIS, TN 381174568 — Phone no (901) 682-2431

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
CHARLES SCHWAB - 9631	P		
CHARLES SCHWAB - 9631	P		
RAYMOND JAMES - 6523	P		
RAYMOND JAMES - 6523	P		
MORGAN KEEGAN MEZZANINE FUND	D		
COMPOUND CAPITAL INVESTMENT FUND	D		
COMPOUND CAPITAL INVESTMENT FUND	D		
GULLANE CAPITAL	P		
GULLANE CAPITAL	P		
CAPITAL GAINS DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
1,168,000		1,228,648	-60,648
275,558		293,073	-17,515
178,694		184,694	-6,000
1,213,243		1,128,093	85,150
		25,809	-25,809
77,168			77,168
206,791			206,791
9,490			9,490
		45,788	-45,788
23,529			23,529

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-60,648
			-17,515
			-6,000
			85,150
			-25,809
			77,168
			206,791
			9,490
			-45,788
			23,529

Form 990PF Part XV Line 1a - List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000).

HILLIARD R CREWS JR
JASON L CREWS
STACY CREWS MCGEE

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
AGAPE CHILD & FAMILY SERVICES INC 111 RACINE STREET MEMPHIS,TN 38111		PC	GENERAL - HEARTLIGHT CONFERENCE	5,000
AMERICAN HEART ASSOCIATION 5384 POPLAR AVE STE 100 MEMPHIS,TN 38119		PC	GENERAL - OPERATING	3,000
ARISE TO READ 2000 APPLING RD CORDOVA,TN 38018		PC	GENERAL - OPERATING	20,000
ARTS MEMPHIS 575 S MENDENHALL ROAD MEMPHIS,TN 38117		PC	GENERAL - OPERATING	1,000
BOY SCOUTS OF AMERICA 171 S HOLLYWOOD MEMPHIS,TN 38112		PC	GENERAL - OPERATING	1,000
BRIARCREST CHRISTIAN SCHOOL 6000 BRIARCREST AVENUE MEMPHIS,TN 38120		PC	GENERAL - OPERATING	5,210
BRIDGES 477 NORTH FIFTH STREET MEMPHIS,TN 38105		PC	GENERAL - OPERATING	10,000
CAMPUS CRUSADE FOR CHRIST PO BOX 628222 ORLANDO,FL 328628222		PC	GENERAL - OPERATING	5,000
CHRISTIAN MEDICAL & DENTAL ASSOCIATIONS PO BOX 7500 BRISTOL,TN 376217500		PC	GENERAL - OPERATING	1,000
CHURCH HEALTH CENTER 1210 PEABODY AVENUE MEMPHIS,TN 38104		PC	GENERAL - OPERATING	201,000
COLON CANCER COALITION 5666 LINCOLN DRIVE STE 270 EDINA,MN 55436		PC	GENERAL - OPERATING	1,000
COMMUNITY FOUNDATION OF GREATER MEMPHIS 1900 UNION AVENUE MEMPHIS,TN 38104		PC	GENERAL - CREWS/SHELBY GROUP FUND	40,000
DREAM FACTORY OF MEMPHIS INC PO BOX 381766 GERMANTOWN,TN 381831766		PC	GENERAL - OPERATING	5,000
GERMANTOWN UNITED METHODIST CHURCH 2331 SOUTH GERMANTOWN RD GERMANTOWN,TN 38138		PC	GENERAL - OPERATING	12,000
GIFTS OF LOVE INC 3639 NEW GETWELL STE 1 MEMPHIS,TN 38118		PC	GENERAL - OPERATING	500
Total . . . . ▶ **3a**				981,257

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
GLOBAL SERVICES ASSOCIATES PO BOX 20425 BOULDER,CO 80308		PC	GENERAL - OPERATING	5,000
GRACE EVANGELICAL CHURCH 9750 WOLF RIVER BLVD GERMANTOWN,TN 38139		PC	GENERAL - OPERATING	14,250
HOPE HOUSE 23 S IDLEWILD ST MEMPHIS,TN 38104		PC	GENERAL - OPERATING	1,000
JUNIOR ACHIEVEMENT 307 MADISON AVE MEMPHIS,TN 38103		PC	GENERAL - OPERATING	5,000
LEBONHEUR CHILDREN'S HOSPITAL FOUNDATION 850 POPLAR AVENUE MEMPHIS,TN 38105		PC	GENERAL - OPERATING	2,500
LIFE CHOICES 5575 RALEIGH LAGRANGE RD MEMPHIS,TN 38134		PC	GENERAL - OPERATING	1,000
LIFE OF PRAISE 2708 TRAVIS DRIVE MCKINNEY,TX 75070		PC	GENERAL - OPERATING	18,000
MADD 7512 2ND ST GERMANTOWN,TN 38138		PC	GENERAL - OPERATING	500
MAKE-A-WISH 1780 MORIAH WOODS BLVD STE 10 MEMPHIS,TN 381174215		PC	GENERAL - OPERATING	2,000
MEMPHIS ATHLETIC 2107 BALL ROAD MEMPHIS,TN 38114		PC	GENERAL - OPERATING	2,000
MEMPHIS CHILD ADVOCACY CENTER 1085 POPLAR AVENUE MEMPHIS,TN 38105		PC	GENERAL - OPERATING	1,000
MEMPHIS DEVELOPMENT FOUNDATION 203 S MAIN STREET MEMPHIS,TN 38103		PC	GENERAL - OPERATING	2,000
MEMPHIS LEADERSHIP FOUNDATION 1548 POPLAR AVE MEMPHIS,TN 38104		PC	GENERAL - OPERATING	4,000
MEMPHIS SYMPHONY ORCHESTRA 585 SOUTH MENDENHALL RD MEMPHIS,TN 381174215		PC	GENERAL - OPERATING	2,500
MEMPHIS UNION MISSION 383 POPLAR AVENUE MEMPHIS,TN 381010330		PC	GENERAL - OPERATING	5,000
Total . . . . ▶ **3a**				981,257

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
MID-SOUTH FOOD BANK 239 SOUTH DUDLEY MEMPHIS,TN 38104		PC	GENERAL - OPERATING	5,250
MIFA PO BOX 3130 MEMPHIS,TN 38173		PC	GENERAL - OPERATING	35,000
NEW LEADERS 530 OAK COURT DRIVE SUITE 155 MEMPHIS,TN 38117		PC	GENERAL - OPERATING	100,000
NEW MEMPHIS INSTITUTE 22 N FRONT ST MEMPHIS,TN 38103		PC	GENERAL - OPERATING	2,000
PALMER HOME FOR CHILDREN PO BOX 746 COLUMBUS,MS 39703		PC	GENERAL - OPERATING	2,500
PINK PALACE MUSEUM 3050 CENTRAL AVE MEMPHIS,TN 38111		PC	GENERAL - OPERATING	1,000
PLOUGH FOUNDATION 62 N MAIN ST STE 201 MEMPHIS,TN 38103		PC	GENERAL - OPERATING	20,000
RUF 1700 N BROWN RD STE 104 LAWRENCEVILLE,GA 30043		PC	GENERAL - OPERATING	5,000
SERVICE OVER SELF (SOS) 2505 POPLAR AVENUE MEMPHIS,TN 38112		PC	GENERAL - OPERATING	1,000
SHELBY FARMS PARK CONSERVANCY 500 NORTH PINE LAKE DRIVE MEMPHIS,TN 38134		PC	GENERAL - OPERATING	3,600
SOCIETY OF ENTREPRENEURS PO BOX 770839 MEMPHIS,TN 38177		PC	GENERAL - OPERATING	5,000
ST GEORGE'S INDEPENDENT SCHOOL 1880 WOLF RIVER BLVD COLLIERVILLE,TN 380179052		PC	GENERAL - OPERATING	12,510
ST JUDE CHILDREN'S RESEARCH HOSPITAL 51 GERMANTOWN COURT STE 309 CORDOVA,TN 38018		PC	GENERAL - OPERATING	10,100
STREETS MINISTRIES PO BOX 42181 MEMPHIS,TN 381742181		PC	GENERAL - OPERATING	5,000
TEACH FOR AMERICA 175 TOYOTA PLAZA STE 350 MEMPHIS,TN 38103		PC	GENERAL - OPERATING	260,350
Total . . . . ▶ **3a**				981,257

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
TENNIS MEMPHIS 4145 SOUTHERN AVE MEMPHIS, TN 38117		PC	GENERAL - OPERATING	1,000
THE BADDOUR CENTER PO BOX 97 SENATOBIA, MS 38668		PC	GENERAL - OPERATING	1,000
UNITED WAY OF THE MID-SOUTH 6775 LENOX CENTER CT STE 200 MEMPHIS, TN 38115		PC	GENERAL - OPERATING	50,000
UNIVERSITY OF MEMPHIS FOUNDATION 635 NORMAL STREET ALUMNI CTR MEMPHIS, TN 381523750		PC	GENERAL - OPERATING	71,237
WOUNDED WARRIOR 4899 BELFORT RD STE 300 JACKSONVILLE, FL 32256		PC	GENERAL - OPERATING	1,000
YOUNG LIFE 658 COLONIAL RD MEMPHIS, TN 38117		PC	GENERAL - OPERATING	250
YOUTH LEADERSHIP OF MEMPHIS 1255 LYNNFIELD RD STE 141 MEMPHIS, TN 38119		PC	GENERAL - OPERATING	2,000
YOUTH VILLAGES PO BOX 341154 MEMPHIS, TN 381841154		PC	GENERAL - OPERATING	10,000
Total . . . . ▶ **3a**				981,257

TY 2015 Accounting Fees Schedule

Name: CREWS FAMILY FOUNDATION

EIN: 46-1600634

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	6,400	0		6,400

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491320027526

TY 2015 General Explanation Attachment

Name: CREWS FAMILY FOUNDATION

EIN: 46-1600634

Identifier	Return Reference	Explanation
	FORM 990-PF, PART VII-A, LINE 12	RECIPIENT CREWS/SHELBY GROUP FUND - DONOR ADVISED FUND C/O COMMUNITY FOUNDATION OF GREATER MEMPHISHOW DISTRIBUTION ACCOMPLISHES CHARITABLE PURPOSE THE DISTRIBUTION CONTINUES TO BE EARMARKED FOR THE PURPOSES OF RELIGIOUS, CHARITABLE, SCIENTIFIC, LITERARY, OR EDUCATIONAL PURPOSES OR FOR THE PREVENTION OF CRUELTY TO CHILDREN OR ANIMALS THE DONOR ADVISED FUND WILL ALSO ALLOW OTHERS TO HELP DIRECT THE ALLOCATION OF FUNDS TO LOCAL CHARITABLE ORGANIZATIONS THE AMOUNT TREATED AS A QUALIFYING DISTRIBUTION $40,000

Identifier	Return Reference	Explanation
SECTION 1 263(A)-1(F) DE MINIMIS SAFE HARBOR ELECTION	FORM 990-PF	CREWS FAMILY FOUNDATIONP O BOX 488COLLIERVILLE, TN 38027-0488EMPLOYER IDENTIFICATION NUMBER 46-1600634FOR THE YEAR ENDING DECEMBER 31, 2015THE CREWS FAMILY FOUNDATION IS MAKING THE DE MINIMIS SAFE HARBOR ELECTION UNDER REG SEC 1 263(A)-1(F)

TY 2015 Investments Corporate Stock Schedule

Name: CREWS FAMILY FOUNDATION

EIN: 46-1600634

Name of Stock	End of Year Book Value	End of Year Fair Market Value
RAYMOND JAMES #6523	4,692,067	4,692,067

TY 2015 Investments - Other Schedule

Name: CREWS FAMILY FOUNDATION

EIN: 46-1600634

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
MORGAN KEEGAN MEZZANINE FUND, LP	FMV	90,712	90,712
COMPOUND CAPITAL INVESTMENT FUND, LP	FMV	3,016,708	3,016,708
GULLANE CAPITAL PARTNERS, LLC	FMV	1,164,716	1,164,716
CCSD II, LP	FMV	634,388	634,388
DUNCAN WILLIAMS #1360	FMV	1,090,893	1,090,893

TY 2015 Other Decreases Schedule

Name: CREWS FAMILY FOUNDATION

EIN: 46-1600634

Description	Amount
UNREALIZED INVESTMENT LOSSES	1,855,816
BOOK/TAX DIFFERENCES - COMPOUND CAPITAL INVESTMENT FUND, LP	1,192
BOOK/TAX DIFFERENCES - GULLANE CAPITAL PARTNERS, LLC	59,437
BOOK/TAX DIFFERENCES - CCSD II, LP	20

TY 2015 Other Expenses Schedule

Name: CREWS FAMILY FOUNDATION

EIN: 46-1600634

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MK MEZZANINE FUND - PORTFOLIO DEDUCTIONS	4,961	4,961		0
COMPOUND CAPITAL INVESTMENT FUND - PORTFOLIO DEDUCTIONS	62,749	62,749		0
GULLANE CAPITAL PTNRS - INVESTMENT INTEREST	22,687	22,687		0
CCSD II LP - PORTFOLIO DEDUCTIONS	22,011	22,011		0
GULLANE CAPITAL PTNRS - OTHER DEDUCTIONS	2,739	2,739		0
BANK SERVICE CHARGES	75	75		0
P O BOX RENTAL	185	92		93
GULLANE CAPITAL PTNRS - OTHER TRADE/BUSINESS EXPENSES	71,668	71,668		0
CCSD II LP - OTHER DEDUCTIONS	104	104		0

TY 2015 Other Income Schedule

Name: CREWS FAMILY FOUNDATION

EIN: 46-1600634

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
CCSD II LP - OTHER INCOME	5,102	5,102	5,102

TY 2015 Other Increases Schedule

Name: CREWS FAMILY FOUNDATION

EIN: 46-1600634

Description	Amount
BOOK/TAX DIFFERENCES - MORGAN KEEGAN MEZZANINE FUND, LP	16,361

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491320027526

TY 2015 Other Professional Fees Schedule

Name: CREWS FAMILY FOUNDATION

EIN: 46-1600634

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT ADVISORY FEES	59,812	59,812		0

TY 2015 Taxes Schedule

Name: CREWS FAMILY FOUNDATION

EIN: 46-1600634

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES WITHHELD	3,760	3,760		0

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, or 990-PF

▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at *www irs gov/form990*

OMB No 1545-0047

2015

Name of the organization	Employer identification number
CREWS FAMILY FOUNDATION	46-1600634

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☑ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

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

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

General Rule

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

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the $33\frac{1}{3}$% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc , purposes, but no such contributions totaled more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc , contributions totaling $5,000 or more during the year . . . . ▶ $ ____________

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

Name of organization
CREWS FAMILY FOUNDATION

Employer identification number
46-1600634

Part I **Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	JASON L CREWS 294 DUBRAY MANOR DRIVE COLLIERVILLE, TN 38017	$ 600,000	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
2	STACY CREWS MCGEE 3145 SHEA ROAD COLLIERVILLE, TN 38017	$ 600,000	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization	Employer identification number
CREWS FAMILY FOUNDATION	46-1600634

Part II **Noncash Property**

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

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

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

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

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

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

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

Name of organization	Employer identification number
CREWS FAMILY FOUNDATION	46-1600634

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

Use duplicate copies of Part III if additional space is needed

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

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

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

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