



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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

OMB No 1545-0052

2015Department of the Treasury
Internal Revenue Service► Do not enter social security numbers on this form as it may be made public.
► Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

Open to Public Inspection

For calendar year 2015 or tax year beginning , 2015, and ending , 20

Name of foundation JAMES GRAHAM BROWN FOUNDATION, INC		A Employer identification number 61-0724060
Number and street (or P O box number if mail is not delivered to street address) 4350 BROWNSBORO ROAD	Room/suite 200	B Telephone number (see instructions) (502) 896-2440
City or town, state or province, country, and ZIP or foreign postal code LOUISVILLE, KY 40207		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 ☐ 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 ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 335,122,936 (Part I, column (d) must be on cash basis.)		
J Accounting method: ☐ Cash ☒ Accrual ☐ Other (specify) _____		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	8,531	8,531		
	4 Dividends and interest from securities	1,892,819	2,688,944		
	5a Gross rents		0		
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	12,228,345			
	b Gross sales price for all assets on line 6a 138,712,753				
	7 Capital gain net income (from Part IV, line 2)		19,632,080		
	8 Net short-term capital gain			19,632,080	
	9 Income modifications				
	10a Gross sales less returns and allowances	0			
b Less: Cost of goods sold	0				
c Gross profit or (loss) (attach schedule)	0				
11 Other income (attach schedule)	341,111	1,012,350	0		
12 Total. Add lines 1 through 11	14,470,806	23,341,905	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	658,545	251,856		321,144
	14 Other employee salaries and wages	228,626	0		222,322
	15 Pension plans, employee benefits	135,219	32,677		82,793
	16a Legal fees (attach schedule)	360	360	0	0
	b Accounting fees (attach schedule)	41,840	20,502	0	21,338
	c Other professional fees (attach schedule)	895,266	769,156	0	126,110
	17 Interest		60,804		
	18 Taxes (attach schedule) (see instructions)	12,088	57,957	0	0
	19 Depreciation (attach schedule) and depletion	23,459	23,459	0	
	20 Occupancy	194,466	48,616		145,849
	21 Travel, conferences, and meetings	56,780	429		27,635
	22 Printing and publications				
	23 Other expenses (attach schedule)	172,817	1,597,583	0	2,053
	24 Total operating and administrative expenses. Add lines 13 through 23	2,419,466	2,863,399	0	949,244
	25 Contributions, gifts, grants paid	15,892,019			15,914,619
26 Total expenses and disbursements. Add lines 24 and 25	18,311,485	2,863,399	0	16,863,863	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	(3,840,679)				
b Net investment income (if negative, enter -0-)		20,478,506			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

Cat No 11289X

Form **990-PF** (2015)

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		1,142,840	5,270,624	5,270,624
	2 Savings and temporary cash investments		14,318,677	5,044,584	5,044,584
	3 Accounts receivable ▶ 38,160				
	Less: allowance for doubtful accounts ▶		11,190	38,160	38,160
	4 Pledges receivable ▶				
	Less: allowance for doubtful accounts ▶		0	0	0
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)		0	0	0
	7 Other notes and loans receivable (attach schedule) ▶ 0				
	Less: allowance for doubtful accounts ▶ 0		0	0	0
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges		623,727	789,064	789,064
	10a Investments—U S. and state government obligations (attach schedule)		0	0	0
	b Investments—corporate stock (attach schedule)		0	0	0
	c Investments—corporate bonds (attach schedule)		0	0	0
	11 Investments—land, buildings, and equipment: basis ▶ 0				
Liabilities	Less: accumulated depreciation (attach schedule) ▶ 0		0	0	0
	12 Investments—mortgage loans				
	13 Investments—other (attach schedule)		336,309,990	321,205,122	321,205,122
	14 Land, buildings, and equipment: basis ▶ 245,745				
	Less: accumulated depreciation (attach schedule) ▶ 108,343		154,856	137,402	137,402
	15 Other assets (describe ▶)		2,658,085	2,637,980	2,637,980
	16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item l)		355,219,365	335,122,936	335,122,936
	17 Accounts payable and accrued expenses		989,799	774,058	
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons		0	0	
	21 Mortgages and other notes payable (attach schedule)		0	0	
	22 Other liabilities (describe ▶)		1,400,000	1,100,000	
	23 Total liabilities (add lines 17 through 22)		2,389,799	1,874,058	
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		352,829,566	333,248,878	
	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)		352,829,566	333,248,878	
	31 Total liabilities and net assets/fund balances (see instructions)		355,219,365	335,122,936	

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	352,829,566
2 Enter amount from Part I, line 27a	2	(3,840,679)
3 Other increases not included in line 2 (itemize) ▶	3	0
4 Add lines 1, 2, and 3	4	348,988,887
5 Decreases not included in line 2 (itemize) ▶	5	15,740,009
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	333,248,878

Form **990-PF** (2015)

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	GOLDMAN SACHS	PURCHASE		
b	ACTIVITY FROM K-1'S	PURCHASE		
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 138,712,753		125,961,751	12,751,002
b 6,881,078			6,881,078
c			
d			
e			

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a		0	12,751,002
b		0	6,881,078
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	19,632,080
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	19,632,080

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.

(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	14,748,011	348,620,206	0.042304
2013	18,871,869	333,465,775	0.056593
2012	19,454,028	332,200,948	0.058561
2011	15,170,363	344,862,438	0.043990
2010	14,242,018	333,661,632	0.042684

2 Total of line 1, column (d)	2	0.244132
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	0.048826
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	351,285,475
5 Multiply line 4 by line 3	5	17,151,865
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	204,785
7 Add lines 5 and 6	7	17,356,650
8 Enter qualifying distributions from Part XII, line 4 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.	8	16,863,863

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b	1	409,570	
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		
3	Add lines 1 and 2	3	409,570	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	409,570	
6	Credits/Payments:			
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	100,000	
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c	300,000	
d	Backup withholding erroneously withheld	6d	0	
7	Total credits and payments. Add lines 6a through 6d	7	400,000	
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	9,570	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0	
11	Enter the amount of line 10 to be: Credited to 2016 estimated tax Refunded	11	0	

Part VII-A Statements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	Yes	No
1a			✓
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?		✓
1b			
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	✓
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	✓
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	✓
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	✓
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	✓
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	✓
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	✓
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ AZ, KY, CA, MA		
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	✓
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	✓
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	✓

Form 990-PF (2015)

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)		✓
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)		✓
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► WWW.JGBF.ORG	✓	
14 The books are in care of ► MASON B. RUMMEL Telephone no. ► (502) 896-2440 Located at ► 4350 BROWNSBORO ROAD, SUITE 200, LOUISVILLE, KY ZIP+4 ► 40207		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here. and enter the amount of tax-exempt interest received or accrued during the year		15
16 At any time during calendar year 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? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►		✓

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.**

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

Form **990-PF** (2015)

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)? ☐ Yes ☒ NoOrganizations 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? ☐ Yes ☒ No

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
R. ALEX RANKIN 4350 BROWNSBORO ROAD, 200, LOUISVILLE, KY 40207	CHAIRMAN, CEO, 10 0	126,500	3,795	
MASON RUMMEL 4350 BROWNSBORO ROAD, 200, LOUISVILLE, KY 40207	PRESIDENT, SECRETARY, 50 0	225,000	38,250	
KATHY KOTCAMP 4350 BROWNSBORO ROAD, 200, LOUISVILLE, KY 40207	TREASURER, 30 0	123,000	8,400	
(SEE STATEMENT)				

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
TINA WALTERS 4350 BROWNSBORO ROAD, 200, LOUISVILLE, KY 40207	GRANT DIRECTOR, 40	135,000	9,450	
ANDREA HOUSER 4350 BROWNSBORO ROAD, 200, LOUISVILLE, KY 40207	GRANTS COORDINATOR, 40	59,000	4,043	

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

Form 990-PF (2015)

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
GOLDMAN SACHS 200 WEST STREET, 29TH FLOOR, NEW YORK, NY 10282	INVESTMENT MANAGEMENT	261,322
MORGAN STANLEY 4969 US HWY 42, SUITE 1200, LOUISVILLE, KY 40222	INVESTMENT MANAGEMENT	250,000
MORGAN CREEK CAPITAL MANAGEMENT 301 W BARBEE CHAPEL RD, SUITE 200, CHAPEL HILL, NC	INVESTMENT MANAGEMENT	197,508
STATE STREET CORPORATION 801 PENNSYLVANIA ST, KANSAS CITY, MO 64105	INVESTMENT CUSTODIAL	60,326
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	
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

Form **990-PF** (2015)

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	349,170,410
b	Average of monthly cash balances	1b	3,841,877
c	Fair market value of all other assets (see instructions)	1c	3,622,713
d	Total (add lines 1a, b, and c)	1d	356,635,000
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	
3	Subtract line 2 from line 1d	3	356,635,000
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	5,349,525
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	351,285,475
6	Minimum investment return. Enter 5% of line 5	6	17,564,274

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	17,564,274
2a	Tax on investment income for 2015 from Part VI, line 5	2a	409,570
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	0
c	Add lines 2a and 2b	2c	409,570
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	17,154,704
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	17,154,704
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	17,154,704

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	16,863,863
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	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	16,863,863
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	16,863,863

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				17,154,704
2 Undistributed income, if any, as of the end of 2015:				
a Enter amount for 2014 only			14,588,547	
b Total for prior years: 20 <u>11</u> ,20 <u>12</u> ,20 <u>13</u>		0		
3 Excess distributions carryover, if any, to 2015:				
a From 2010	0			
b From 2011	0			
c From 2012	0			
d From 2013	0			
e From 2014	0			
f Total of lines 3a through e	0			
4 Qualifying distributions for 2015 from Part XII, line 4: ► \$ <u>16,863,863</u>			14,588,547	
a Applied to 2014, but not more than line 2a				
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				2,275,316
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a).)				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				
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 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				14,879,388
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	0			
10 Analysis of line 9:				
a Excess from 2011				
b Excess from 2012				
c Excess from 2013				
d Excess from 2014				
e Excess from 2015				

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 foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Tax year	Prior 3 years			(e) Total
(a) 2015	(b) 2014	(c) 2013	(d) 2012	
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 $\frac{2}{3}$ of minimum investment return shown in Part X, line 6 for each year listed				
c "Support" alternative test—enter:				
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				
(3) Largest amount of support from an exempt organization				
(4) Gross investment income				

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)

1 Information Regarding Foundation Managers:

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

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 e-mail address of the person to whom applications should be addressed: (SEE STATEMENT)

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

c Any submission deadlines. SEE ATTACHMENT

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

Part XV Supplementary Information *(continued)***3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year (SEE STATEMENT)				
Total				3a 15,914,619
b Approved for future payment				
Total				3b 0

Form **990-PF** (2015)

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue:					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments			14	8,531	
4	Dividends and interest from securities			14	1,892,819	
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			15	341,111	
8	Gain or (loss) from sales of assets other than inventory			18	12,228,345	
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		14,470,806	0
13	Total. Add line 12, columns (b), (d), and (e)				13 14,470,806	14,470,806

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

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

[illegible]

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

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

[illegible]

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

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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	11/4/2016 Date	PRESIDENT Title
May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No			

Paid Preparer Use Only	Print/Type preparer's name RACHEL SPURLOCK		Date 2016.11.14 09:37:47 -05'00'		Check ☐ if self-employed	PTIN P00520729
	Firm's name ▶ CROWE HORWATH LLP				Firm's EIN ▶ 35-0921680	
	Firm's address ▶ 9600 BROWNSBORO ROAD SUITE 400 LOUISVILLE KY 40241-1122				Phone no (502) 326-3996	

Supplemental Information**Supplemental Information.** additional information (see instructions)

Return Reference - Identifier	Explanation
FORM 990 PF, PART XV, LINE 2 A - PERSON TO WHOM APPLICATIONS SHOULD BE ADDRESSED	MASON RUMMEL, 4350 BROWNSBORO RD, SUITE 200, LOUISVILLE, KY 40207, 502-896-2440

Part I, Line 6a

Net gain or (loss) from sale of assets

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Accumulated Depreciation	Sales Expense	Total (net)
(1) GOLDMAN SACHS		Purchase			11,786,524					11,786,524
(2) MORGAN CREEK		Purchase				522,657				(522,657)
(3) RUSSELL		Purchase			1,014,653					1,014,653
(4) ING		Purchase			291,894					291,894
(5) DWS		Purchase				342,069				(342,069)
Total										12,228,345

Part I, Line 11

Other income

Description	(a) Revenue and expenses	(b) Net investment income	(c) Adjusted net income
(1) OTHER INCOME FROM PASS THROUGH		671,239	
(2) OIL LEASE & ROYALTY INCOME	270,805	270,805	
(3) OTHER INCOME	70,306	70,306	
TOTAL	341,111	1,012,350	0

Part I, Line 16a

Legal fees

Description	(a) Revenue and expenses	(b) Net investment income	(c) Adjusted net income	(d) Charitable disbursements
(1) LEGAL FEES	360	360		
TOTAL	360	360	0	0

Part I, Line 16b

Accounting fees

Description	(a) Revenue and expenses	(b) Net investment income	(c) Adjusted net income	(d) Charitable disbursements
(1) ACCOUNTING FEES	41,840	20,502		21,338
TOTAL	41,840	20,502	0	21,338

Part I, Line 16c

Other professional fees

Description	(a) Revenue and expenses	(b) Net investment income	(c) Adjusted net income	(d) Charitable disbursements
(1) INVESTMENT MANAGEMENT FEES	769,156	769,156		
(2) CONSULTING SERVICES	63,973			63,973
(3) PROPERTY MGMT	10,000			10,000
(4) BROWN FELLOWS	52,137			52,137
TOTAL	895,266	769,156	0	126,110

Part I, Line 18

Taxes

Description	(a) Revenue and expenses	(b) Net investment income	(c) Adjusted net income	(d) Charitable disbursements
(1) PROPERTY TAX	2,561	2,561		
(2) CURRENT AND DEFERRED TAXES	9,527			
(3) FOREIGN TAXES PAID		55,396		
TOTAL	12,088	57,957	0	0

Part I, Line 19

Depreciation and depletion

Description of property	Date acquired	Cost or other basis (exclude any land)	Depreciation allowed or allowable in prior years	Method of computation	Rate or Life Rate	Rate(%) or life (years)	Depreciation this year
(1) EQUIPMENT							23,459
Total		0	0				23,459

Part I, Line 23

Other expenses

Description	(a) Revenue and expenses	(b) Net investment income	(c) Adjusted net income	(d) Charitable disbursements
(1) ENVIRONMENTAL MATTERS	168,626			
(2) MISCELLANEOUS EXPENSE	4,191	2,137		2,053
(3) OTHER EXPENSE FROM PASS THROUGH		1,595,446		
TOTAL	172,817	1,597,583	0	2,053

<i>Description</i>	<i>Type</i>	<i>BOY Amount</i>	<i>EOY Amount</i>	<i>Fair Market Value</i>
ALTERNATIVE INVESTMENTS	END OF YEAR MARKET VALUE	223,802,885	190,854,879	190,854,879
INTERNATIONAL SECURITIES	END OF YEAR MARKET VALUE	51,722,467	13,284,983	13,284,983
MUTUAL FUNDS	END OF YEAR MARKET VALUE	58,324,508	114,367,963	114,367,963
OTHER INVESTMENTS	END OF YEAR MARKET VALUE	2,460,130	2,697,297	2,697,297

Description of Investment	BOY Cost or Other Basis	EOY Cost or Other Basis	EOY Accumulated Depreciation	EOY Amount	FMV Amount
EQUIPMENT	154,856	245,745	108,343	137,402	137,402

Part II, Line 15 (Column a,
Column b & column c)

Other Assets (continued)

Description	Book Value BOY	Book Value EOY	Fair Market Value
TIMBERLANDS, TIMBER, AND MINERAL RIGHTS	2,637,980	2,637,980	2,637,980
OTHER ASSETS	20,105	0	0

Part II, Line 22 (Column a,
Column b)

Other Liabilities (continued)

Description	BOY Amount	EOY Amount
DEFERRED FEDERAL EXCISE TAX LIABILITY	1,400,000	1,100,000

Description	Amount
(1) UNREALIZED LOSS ON SECURITIES	15,740,009
TOTAL	15,740,009

Name of Grant	Address	Date	Amount	Purpose	Amount Expended	Amount Diverted	Dates and Reports	Verification Date	Results
REGIONAL LEADERSHIP COALITION	614 WEST MAIN STREET, LOUISVILLE, KY 40202		100,000	VETERANS WORKFORCE PROGRAM	100,000	0	UPON REQUEST		GRANT FUNDS WERE EXPENDED FOR SPECIFIED GRANT PURPOSE AS OUTLINED IN THE GRANT AWARD LETTER

Name	Address	Title, and average hours per week devoted to position	Compensation (If not paid, enter -0-)	Contributions to employee benefit plans and deferred compensation	Expense account, other allowances
ALICE HOUSTON	4350 BROWNSBORO ROAD, 200, LOUISVILLE, KY 40207	TRUSTEE, 1	18,750	0	
DAN FOX	4350 BROWNSBORO ROAD, 200, LOUISVILLE, KY 40207	TRUSTEE, 1	19,500	0	
JOSEPH A PARADIS, III	4350 BROWNSBORO ROAD, 200, LOUISVILLE, KY 40207	TRUSTEE, 1	18,950	0	
R. TED STEINBOCK, MD	4350 BROWNSBORO ROAD, 200, LOUISVILLE, KY 40207	TRUSTEE, 1	19,600	0	
ROBERT W. ROUNSAVALL, II	4350 BROWNSBORO ROAD, 200, LOUISVILLE, KY 40207	TRUSTEE, 1	18,600	0	
ULLYSES BRIDGEMAN	4350 BROWNSBORO ROAD, 200, LOUISVILLE, KY 40207	TRUSTEE, 1	17,000	0	
W. BARRETT NICHOLS	4350 BROWNSBORO ROAD, 200, LOUISVILLE, KY 40207	TRUSTEE, 1	21,200	0	

Name and Address	Relationship	Foundation status	Purpose	Amount
SEE STATEMENT				15,914,619

JAMES GRAHAM BROWN FOUNDATION, INC.

61-0724060

List of Grants for 2015

CIVIC AFFAIRS/PUBLIC BENEFIT						
Name	Purpose	2015 Grant Amount	2015 Paid Amount	Tax Status	Individual	Payment Date
21st Century Parks 471 West Main Street Louisville, KY 40202-4226	Cliffside Center Construction	1,500,000.00	1,500,000.00	PC	N/A	12/16/2015
Boy Scouts of America, Lincoln Heritage Council 12001 Sycamore Station Place Louisville, KY 40299	"Honoring the Past...Building the Future" Capital Development Project	500,000.00	500,000.00	PC	N/A	12/16/2015
Center for Nonprofit Excellence 323 W. Broadway Suite 501 Louisville, KY 40202	CNPE Capacity Building Project	150,000.00	150,000.00	PC	N/A	7/13/2015
Center for Nonprofit Excellence 323 W. Broadway Suite 501 Louisville, KY 40202	2015 CNPE Pyramid Award Luncheon	500.00	500.00	PC	N/A	9/22/2015
Community Foundation of Louisville, Inc. - 55,000 Degrees 325 W Main St Ste 1110 Louisville, KY 40202-4251	Greater Louisville Project	25,000.00	25,000.00	PC	N/A	12/16/2015
Community Foundation of Louisville, Inc. - 55,000 Degrees 325 W Main St Ste 1110 Louisville, KY 40202-4251	Fund for Louisville	100,948.00	100,948.00	PC	N/A	11/30/2015
Community Foundation of Louisville, Inc. - 55,000 Degrees 325 W Main St Ste 1110 Louisville, KY 40202-4251	Donors Forum membership	550.00	550.00	PC	N/A	6/10/2015
Community Ventures Corporation 1450 North Broadway Lexington, KY 40505	Chef Space - Small Business (Kitchen) Incubator	250,000.00	250,000.00	PC	N/A	12/16/2015

JAMES GRAHAM BROWN FOUNDATION, INC.

61-0724060

List of Grants for 2015

Council on Foundations Membership Lock Box P.O. Box 75661 Baltimore, MD 21275	2015 membership dues	22,600.00	22,600.00	PC	N/A	1/1/2015
Housing Partnership, Inc. 1512 Crums Lane, Suite 401 Louisville, KY 40216	Beyond 9th	750,000.00	750,000.00	PC	N/A	12/16/2015
Idea Festival - Intelligent Change Initiative, Inc. 200 W Vine St Ste 420 Lexington, KY 40507-1620	IdeaFestival	20,000.00	20,000.00	SOUNDK	N/A	6/29/2015
Kentuckiana Works Foundation 410 West Chestnut Street, Suite #200 Louisville, KY 40202	The Mayor's SummerWorks Program	100,000.00	100,000.00	SOUNDK	N/A	7/13/2015
Kentucky Natural Lands Trust 433 Chestnut St Berea, KY 40403-1510	Dan Blanton Tract in the Pine Mountain Wildlife Corridor	500,000.00	500,000.00	PC	N/A	12/16/2015
Kentucky Public Radio 619 South Fourth St. Louisville, KY 40202	Raise Your Voice Campaign	250,000.00	250,000.00	PC	N/A	6/30/2015
Louisville Urban League 1535 West Broadway Louisville, KY 40203	Zones of Hope	226,000.00	226,000.00	PC	N/A	12/16/2015
One West Corporation 1250 River Rd Louisville, KY 40206-1728	OneWest	250,000.00	250,000.00	PC	N/A	6/29/2015
Philanthropy Roundtable 1150 17th Street, NW Suite 503 Washington, DC 20036	membership	6,000.00	6,000.00	PC	N/A	2/10/2015

JAMES GRAHAM BROWN FOUNDATION, INC.

61-0724060

List of Grants for 2015

Regional Leadership Coalition 4100 Charlestown Road New Albany, IN 47150	Where Opportunity Knox	100,000.00	100,000.00	PF	N/A	12/16/2015
Seed Capital Kentucky Inc 200 York St Louisville, KY 40203-2224	West Louisville Foodport	1,000,000.00	1,000,000.00	PC	N/A	6/29/2015
Southeastern Council of Foundations 50 Hurt Plaza Suite 350 Atlanta, GA 30303	Annual meeting sponsor	5,000.00	5,000.00	PC	N/A	10/6/2015
The Endeavor Initiative, Inc. 900 Broadway Ste 301 New York, NY 10003-1240	Establishing Endeavor Louisville	350,000.00	350,000.00	PC	N/A	6/29/2015
Yew Dell, Inc. Po Box 1334 Crestwood, KY 40014-1334	Event Pavilion	100,000.00	100,000.00	PC	N/A	6/30/2015
TOTAL CIVIC		6,206,598.00	6,206,598.00			
CULTURE, HUMANITIES						
American Cave Conservation Association, Inc. P080X 409 119 East Main Street Horse Cave, KY 42749-0000	Hidden River Cave Expansion	100,000.00	100,000.00	PC	N/A	12/18/2015
Kentucky Derby Museum Corporation 704 Central Avenue Louisville, KY 40208	The Greatest Race - Kentucky Derby Museum Show Update	750,000.00	750,000.00	POF	N/A	12/16/2015
TOTAL CULTURE		850,000.00	850,000.00			
EDUCATION						
Alice Lloyd College 100 Purpose Rd Pippa Passes, KY 41844-9005	Campus Center and Strategic Growth Initiative	500,000.00	500,000.00	PC	N/A	8/3/2015

JAMES GRAHAM BROWN FOUNDATION, INC.

61-0724060

List of Grants for 2015

Americas Promise-The Alliance For Youth 1110 Vermont Avenue, NW Suite 950 Washington, DC 20005	Examining Graduation Rates in Kentucky - Case Study	25,500.00	25,500.00	PC	N/A	9/11/2015
Campbellsville University 1 University Drive, UPO 784 Campbellsville, KY 42718	Engaged Campus	450,000.00	450,000.00	PC	N/A	12/16/2015
Centre College 600 West Walnut Street Danville, KY 40422-1394	Brown Fellows Program	1,007,534.62	1,007,534.62	PC	N/A	12/21/2015
Community Coordinated Child Care, Inc. (4-C) 1215 S 3rd Street Louisville, Kentucky 40203	Coaching For Quality (A 3 Year Project)	413,000.00	413,000.00	PC	N/A	12/16/2015
Community Foundation of Louisville, Inc. - 55,000 Degrees 325 W Main St Ste 1110 Louisville, KY 40202-4251	Greater Louisville Project - Cradle to Career Annual Progress Report	2,000.00	2,000.00	PC	N/A	9/9/2015
Governor's Scholars Program Foundation, Inc. 1024 Capital Center Drive Suite 210 Frankfort, KY 40601-7514	Governor's Scholars Program	25,000.00	25,000.00	PC	N/A	6/29/2015
Junior Achievement of Kentuckiana, Inc. 1401 W Muhammad Ali Blvd Louisville, KY 40203-1745	Junior Achievement Programs for High School Students	103,500.00	103,500.00	PC	N/A	6/29/2015
Kentucky Science & Technology Corporation PO Box 1049 Lexington, KY 40588-1049	Governor's School for Entrepreneurs	75,000.00	75,000.00	PC	N/A	6/29/2015
Lincoln Foundation, Inc. 200 W Broadway Ste 500 Louisville, KY 40202-2125	Whitney M. YOUNG Scholars Program® Expansion	750,000.00	750,000.00	PC	N/A	12/16/2015

JAMES GRAHAM BROWN FOUNDATION, INC.

61-0724060

List of Grants for 2015

Louisville Free Public Library Foundation 301 York Street Louisville, KY 402032257	The Campaign for the South Central Regional Library	500,000.00	500,000.00 PC	N/A	12/16/2015
Mattingly Center for Continuing Education 1520 Baxter Ave Louisville, KY 40205-1009	Discovery	64,500.00	64,500.00 PC	N/A	12/16/2015
Metro United Way 334 East Broadway Louisville, KY 40202-1739	Changing the Odds for Kids and Their Families	1,000,000.00	1,000,000.00 PC	N/A	12/16/2015
Pitt Academy 7515 Westport Road Louisville, KY 40222	Help Us Grow Their Future	150,000.00	150,000.00 PC	N/A	12/16/2015
Spalding University 824 S 4Th St Louisville, KY 40203-2116	The Center for Restorative Justice	500,000.00	500,000.00 PC	N/A	12/16/2015
St. George's Community Center 1205 S 26Th St Louisville, KY 40210-1425	"Project Blossom"	12,000.00	12,000.00 PC	N/A	11/16/2015
Teach Kentucky, Inc. 2000 Strathmoor Blvd Louisville, KY 40205-2528	Teach Kentucky	100,000.00	100,000.00 PC	N/A	6/29/2015
University of Louisville Belknap Campus Louisville, KY 40292	Brown Fellows Program	528,292.05	528,292.05 PC	N/A	12/21/2015
West End School 3628 Virginia Ave Louisville, KY 40211-1664	West End School Renovation	273,000.00	273,000.00 PC	N/A	6/29/2015
TOTAL EDUCATION		6,479,326.67	6,479,326.67		
HUMAN SERVICES					

JAMES GRAHAM BROWN FOUNDATION, INC.

61-0724060

List of Grants for 2015

Name	Purpose	Grant Amount	Paid Amount	Tax Status	Individual	Payment Date
Americana Community Center 4801 Southside Drive Louisville, KY 40214	Americana Dream Initiative	555,000.00	555,000.00	PC	N/A	12/16/2015
Apple Patch Community, Inc. 7408 Highway 329 Crestwood, KY 40014-8884	Apple Patch Information Technology Infrastructure and Electronic Health Record Project	270,800.00	270,800.00	PC	N/A	12/16/2015
Big Brothers Big Sisters of Kentuckiana, Inc. 1519 Gardiner Lane Louisville, KY 40218-4519	Project BBBS (Big+Better+Best=SUCCESS)	100,000.00	100,000.00	PC	N/A	12/16/2015
Family Scholar House 403 Reg Smith Cir Louisville, KY 40208-2746	Riverport Scholar House	400,000.00	400,000.00	PC	N/A	12/16/2015
Kentucky Casa Network Po Box 555 Prospect, KY 40059-0555	Growing the KCN to Work Towards Ending Child Abuse and Neglect	168,000.00	168,000.00	PC	N/A	12/16/2015
The Center for Women and Families Po Box 2048 Louisville, KY 40201-2048	From Lemons to Lemonade	500,000.00	500,000.00	PC	N/A	12/16/2015
Volunteers of America of Kentucky, Inc. 570 S 4Th St Louisville, KY 40202-2504	Enhancing Technological Capacity for Electronic Health Records Implementation	248,548.00	248,548.00	PC	N/A	12/16/2015
Wellspring Inc Po Box 1927 Louisville, KY 40201-1927	Quality Behavioral Healthcare Requires Quality Technology	136,346.00	136,346.00	PC	N/A	9/28/2015
TOTAL HUMAN SERVICES		2,378,694.00	2,378,694.00			
TOTAL 2015 GRANTS		15,914,618.67	15,914,618.67			