

	·		Exempt Organization Bus	inace	Income T	av Batı	ırn		OMB No 1545-06	387
Form	990-T	•	and proxy tax unde				arri			
		Fee eals	• • •		•	•	20		2017	,
Denart	ment of the Treasury	For cale	ndar year 2017 or other tax year beginning ► Go to www.irs.gov/Form990T for in					1		
	I Revenue Service	▶ Do s	not enter SSN numbers on this form as it ma					Ope 501	n to Public Inspect (c)(3) Organization	tion for
ΔΠ	Check box if address changed		Name of organization ($\overline{}$		r identification nu	
	mpt under section	Print	JAMES GRAHAM BROWN FOUNDATION	(Em	ployee	es' trust, see instruc	ctions)			
	501(C) © 3)	or	Number, street, and room or suite no. If a P.O.	box, see ins	structions				1-0724060	_
	408(e) 220(e)	Туре	4350 BROWNSBORO ROAD, SUITE 200)			1		business activity uctions)	codes
	408A 🔲 530(a)		City or town, state or province, country, and Zi	IP or foreign	postal code					
C Boo	529(a)	- 0	LOUISVILLE, KY 40207	5	23000) ;				
at e	k value of all assets nd of year		oup exemption number (See instruction neck organization type ► ✓ 501(c) o		n 🗆 5016	c) trust	<u> 401(a</u>	a) tru	et 🗆 Other	r trust
H D	escribe the orga		n's primary unrelated business activity					•	st Ü Ottlei	liust
			e corporation a subsidiary in an affiliated						▶ ☐ Yes 🗸	No
	-		and identifying number of the parent of			. ,	3 1			_
J T	he books are in i	care of	► MASON RUMMEL			phone num	nber 🕨		(502) 896-244	0
Par	t Unrelate	d Trad	e or Business Income		(A) Income	(B) Expenses		(C) Net	
1a	Gross receipts	s or sale							1	
b				\rightarrow	0	[<u> </u>	ļ.,
2	-	-	Schedule A, line 7)	2	0					
3	•		t line 2 from line 1c .	3	0				0	1
4a b	. •		ne (attach Schedule D)		(24,517)				(24,517)	
C			* *	4c	(24,517)		-		(24,317)	
5	•		erships and S corporations (attach stateme		633,514				633,514	1
6	Rent income (6	0		0		0	+
7	•		ced income (Schedule E)	7	0		0		0	
8	Interest, annuities,	royalties,	and rents from controlled organizations (Schedule	e F) 8	0		0		0	
9	Investment incom	e of a sec	ction 501(c)(7), (9), or (17) organization (Schedule	e G) 9	0		0		0	
10	•	•	ıvıty ıncome (Schedule I)	10	0		0		0	
11	_		Schedule J)	11	0		0		0	-
12	•		ructions, attach schedule)	12	0	<u> </u>			0	
) 13 Par	Total. Combin		Taken Elsewhere (See instructions	13	608,997	ictions) (F	0		608,997	
: '			be directly connected with the unre				xcept lo	COI	imbulions,	
14			cers, directors, and trustees (Schedule			· · · ·	. 1	14	0	
15	Salaries and w			IEVE	7		.	15	0	<u> </u>
16	Repairs and m	naintena	ance					16	0	
17	Bad debts			9 2018	IXI .			17	0	
18	Interest (attac		dule) 🛣 '``	1 9 ZOIÓ	RS-OS(18	0	
19	Taxes and lice	enses .			j호		·	19	12,189	
20	Charitable cor	ntributio	ons (See instructions for limita (in Alle	徑N, U	T ·		ا ،	20	0	
21 22	Depreciation (orm 4562)	n return	21 22a		0	22b	0	
23	Depletion .	lion cia	illied on Schedule A and elsewhere of	nretum	224		91	23	127,033	-
24	•	to defe	rred compensation plans				<u> </u>	24	0	!
25	Employee ben		•	•		• •	F	25	0	!
26			nses (Schedule I)					26	0	
27	•		sts (Schedule J)				.	27	0	
28	Other deduction					•	. [28	18,200	
29			dd lines 14 through 28		_		. [29	157,422	-
30			xable income before net operating loss		on Subtract line	e 29 from lii	ne 13	30	451,575	-
31			duction (limited to the amount on line				·	31	451,575	-
32			exable income before specific deductions			ı iine 30 .	-	32	0	
33 34			ienerally \$1,000, but see line 33 instru taxable income. Subtract line 33 fror			eater than li	ne 32	33		
9 4	enter the smal				_		. 02,	34	0	
For P			Notice, see instructions.		Cat No 11291		L		Form 990-T	

Here	' 	ure of officer	Kunemul		PRESIDENT Title		with the pi	reparer shown below
Paid Preparer		Print/Type prepare KIM SCIFRES	r's name	Preparer's signature	Scilons	Date 11/12/2018	Check If self-employed	PTIN P01316095
Jse O		Firm's name ▶	CROWE LLP	700	John S.		Fırm's EIN ►	35-0921680
Jse C	rily	Firm's address ▶	9600 BROWNSBORO	ROAD, SUITE 400, L	OUISVILLE, KY 4024	1-1122	Phone no	(502) 326-3996
								Form 990-T (20

Sche	dule A-Cost of Goods So	ld. Ent	er method of in	vento	ry va	luation >					
1	Inventory at beginning of year	1	0		6	Inventory a	t end of ye	ar	6		0
2	Purchases .	2	2 0		7	Cost of	goods sol	d. Subtract			
3	Cost of labor	3	0			line 6 from	line 5. En	ter here and			
4a	Additional section 263A cos	sts	-			ın Part I, lın	ne 2 .		7		0
	(attach schedule)	4	a 0		8			ion 263A (wit			s No
b	Other costs (attach schedule)	4	b 0			property p	roduced or	acquired for	resale) a	apply	
5	Total. Add lines 1 through 4b					to the orga	nization?			•	Ш
	dule C—Rent Income (From Instructions)	m Rea	Il Property and	l Pers	onal	Property I	_eased W	ith Real Pro	perty)		
1. Desc	ription of property										
(1)											
(2)											
(3)									•		
(4)										_	
	2. Rer	nt receive	d or accrued								
	om personal property (if the percentage personal property is more than 10% but more than 50%)	(b) From real ar percentage of rent 50% or if the rent	for perso	onal pro	perty exceeds		eductions directly n columns 2(a) and			ome	
(1)											
(2)											
(3)						·					
(4)	· · ·										
Total		0	Total				0 (b) Total	deductions.			
(c) Tot	al income. Add totals of columns	2(a) and	2(b) Enter					re and on page	1,		
here ar	nd on page 1, Part I, line 6, column	(A)	<u> </u>				0 Part I, lir	ie 6, column (B)	<u> </u>		0
Sche	dule E—Unrelated Debt-Fi	nance	d Income (see	ınstruc	ctions)				ib	
	Description of debt-finance	ed prope	erty	Gross income from or allocable to debt-financed property		3. Deductions directly connected with or allocable to debt-financed property (a) Straight line depreciation (b) Other deductions					
							n schedule)				
(1)							•		1		
(2)	· · ·										
(3)			<u> </u>								
(4)											
а	4. Amount of average 5. Average a acquisition debt on or of or allo allocable to debt-financed debt-finance		e adjusted basis allocable to nced property h schedule)		4 di	olumn vided lumn 5		come reportable 2 × column 6)	(column	ocable deduc n 6 × total of c 3(a) and 3(b))	columns
(1)						%					
(2)						. %					
(3)		·				%					
(4)						%					
								and on page 1, 7, column (A)		ere and on line 7, colur	
Totals						•		0			0
	dividends-received deductions in	cluded i	n column 8				·	•	-		0
	·			_						- 000	T (0017)

Schedule F-Int	erest, Ann	uities	, Royalties,					janizatio	ns (se	e instru	ctions)	
· .				Exemp	ot C	ontrolled	Organizations					
1. Name of cor organizati			2. Employer ification number			ted income structions)	4. Total of specified payments made	ınclude	5. Part of column 4 that is included in the controlling organization's gross income			ductions directly cted with income in column 5
(1)												
(2)		-		·								
(3)	_				-							
(4)												
Nonexempt Contr	olled Organi	zations	s					•				
		3. Net unrelated ind (loss) (see instruct			ınclude	10. Part of column 9 that is included in the controlling organization's gross income			eductions directly ted with income in column 10			
(1)												
(2)												
(3)	_				_				_			
(4)												
								Enter h	olumns 5 ere and c line 8, co	on page 1, lumn (A)	Enter h	olumns 6 and 11 ere and on page 1, line 8, column (B)
Totals		l		ion FO	4/-	\/7\ (0\	ov (47) Overani	-otion /			0	0
1. Description		incon	2. Amount o		T(C	3. direc	Deductions ctly connected ach schedule)	4. 9	4. Set-asides (attach schedule)			tal deductions et-asides (col. 3 olus col. 4)
(4)						(atte	acri scriedule)		-		<u> </u>	nus cor 4)
(1)												
(2)						ļ						
(4)						<u> </u>						
E		Enter here and Part I, line 9, o				-	I				re and on page 1, ne 9, column (B)	
Totals		•			0						_	0
Schedule I - Ex	ploited Ex	empt	Activity Inc	ome, C)th	<u>er Than</u>	Advertising In	come (s	see inst	ructions	s)	
1. Description o	f exploited activ	ity	2. Gross unrelated business inco from trade of business	d connected with production of		rectly cted with uction of elated	4. Net income (loss) from unrelated trade or business (column 2 minus column 3) If a gain, compute cols 5 through 7	5. Gross income from activity that is not unrelated business income		6. Expenses attributable to column 5		7. Excess exempt expenses (column 6 minus column 5, but not more than column 4)
(1)							_					
(2)												
(3)												
(4)												
Takala			Enter here and page 1, Part line 10, col (a	I, p A) Ir	age	ere and on 1, Part I,), col (B)						Enter here and on page 1, Part II, line 26
Totals Schedule J—Ad	vertising !	ncor	ne (see instriu	0 ctions)		- 0	<u> </u>					
						Consoli	dated Basis					
Tarer mee	ine i tom r	CHOC		ted on		00113011	4. Advertising	!		Ι		7. Excess readership
1. Name of periodical		2. Gross advertising income	ad		Direct sing costs	gain or (loss) (col 2 minus col 3) If a gain, compute cols 5 through 7		5. Circulation income		adership osts	costs (column 6 minus column 5, but not more than column 4)	
(1)]				_	
(2)							1				_	
(3)							1					
(4)			<u> </u>									
Totals (carry to Part	II, line (5))	•	<u> </u>	0		0	0		0		0	0
											F	orm 990-T (2017)

(1)

(2)

(3)

(4)

Total. Enter here and on page 1, Part II, line 14

Income From Periodicals Reported on a Separate Basis (For each periodical listed in Part II, fill in columns Part II 2 through 7 on a line-by-line basis.) 7. Excess readership costs (column 6 4. Advertising gain or (loss) (col 2 minus col 3) If 2. Gross 3. Direct 5. Circulation 6 Readership minus column 5, but advertising 1. Name of periodical advertising costs ıncome costs not more than a gain, compute cols 5 through 7 income column 4) (1) (2) (3) (4) 0 0 ▶ 0 Totals from Part I Enter here and Enter here and on Enter here and on page 1, Part I, line 11, col (A) page 1, Part I, line 11, col (B) on page 1, Part II, line 27 Totals, Part II (lines 1-5) 0 Schedule K—Compensation of Officers, Directors, and Trustees (see instructions) 3. Percent of time devoted to business 4. Compensation attributable to unrelated business 1. Name 2. Title

Form **990-T** (2017)

0

%

%

%

%

▶

Name of Partnership	EIN	UBI
ALTERNATIVE INVESTMENTS		
(1) ADVANCED CANCER THERAPEUTICS, LLC	20-8295531	-103,733
(2) GOLDMAN SACHS SOCIAL IMPACT FUND, LP	46-3231672	5,346
(3) LBC CREDIT PARTNERS IV, LP	81-1718401	120,359
(4) MORGAN CREEK BRIC PLUS PRIVATE FUND, LTD	98-1087409	330
(5) MORGAN CREEK OPPORTUNITY FUND, LP SERIES B	30-0807461	-6,2 <u>3</u> 0
(6) MORGAN CREEK PARTNERS II, LP	20-5752350	-23,272
(7) MORGAN CREEK PARTNERS III, LP	26-1509153	258,107
(8) MORGAN CREEK PARTNERS IV, LP	26-4537443	349,226
(9) MORGAN CREEK PARTNERS V, LP	45-3479045	33,381
	Total for Part I, Line 5	633,514

Form 990T Part II, Line 19	Taxes and Licenses			
•				
· ·	Description	j	Amount	

·	Description		Amount
ALTERNATIVE INVESTMENTS			
(1) STATE UBI TAX EXPENSE			12,189
		Total for Part II, Line 19	12,189

Form 990T Part II, Line 20 Charitable Contributions

Year Generated	Amount Generated	Amount Used in Prior Years	Amount Used in Current Year	Amount Converted to NOL	Amount Remaining	Contribution Carryover Expires
2013	18,290,198				18,290,198	2018
2014	12,012,148				12,012,148	2019
2015	15,903,482				15,903,482	2020
2016	15,182,912			46,090	15,136,822	2021
2017	15,641,051			45,158	15,605,205	2022
Totals	77,029,791	0	0	91,248	76,947,855	

Form 990T Part II, Line 28	Other Deductions	
	Description	Amount
AL TERNATIVE INVESTMENTS	Description	, , , , , , , , , , , , , , , , , , ,

Total for Part II, Line 28

18,200

18,200

(1) TAX PREP FEES

Form 990T Part II, Line 31	Net Operating Loss Deduction Carryforward Schedule
----------------------------	--

Year Generated	Amount Generated	Converted Contributions	Amount Used in Prior Years	Amount Used in Current Year	Amount Remaining	NOL Expires
2009	739,633		581,507	158,126	0	2029
2010	532,827			293,449	239,378	2030
2011	240,402				240,402	2031
2012	0				0	2032
2013	496,245				496,245	2033
2014	375,286				375,286	2034
2015	273,853				273,853	2035
2016	0	46,090			46,090	2036
2017	0	45,158			<u>45,158</u>	2037
Totals	2,658,246	91,248	581,507	451,575	1,716,412	

SCHEDULE D (Form 1120)

Department of the Treasury Internal Revenue Service

Capital Gains and Losses

► Attach to Form 1120, 1120-C, 1120-F, 1120-FSC, 1120-H, 1120-IC-DISC, 1120-L, 1120-ND, 1120-PC, 1120-POL, 1120-REIT, 1120-RIC, 1120-SF, or certain Forms 990-T.

2017

OMB No 1545-0123

► Go to www.irs.gov/Form1120 for instructions and the latest information.

Name

Employer identification number

JAMI	ES GRAHAM BROWN FOUNDATION, INC				(61-0724060
Pai	Short-Term Capital Gains and Losses –	-Assets Held O	ne Year or Less			
	See instructions for how to figure the amounts to enter on the lines below. This form may be easier to complete if you round off cents to	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to r loss from Form 8949, Part I, line 2	1(s)	(h) Gain or (loss) Subtract column (e) from column (d) and combine
1a	whole dollars Totals for all short-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 1b.	(dated price)	(0.000000000000000000000000000000000000	column (g)		the result with column (g)
1b	Totals for all transactions reported on Form(s) 8949 with Box A checked					0
2	Totals for all transactions reported on Form(s) 8949 with Box B checked					0
3	Totals for all transactions reported on Form(s) 8949 with Box C checked					0
4	Short-term capital gain from installment sales from Fori	m 6252, line 26 or 3	37		4	
5	Short-term capital gain or (loss) from like-kind exchang	es from Form 8824			5	
6	Unused capital loss carryover (attach computation) .		6	(o)		
	Net short-term capital gain or (loss) Combine lines 1a t	through 6 in column	nh .	· · · ·	7	0
Par	<u> </u>	i i	1			(h) Corn or (local)
	See instructions for how to figure the amounts to enter on the lines below. This form may be easier to complete if you round off cents to	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments t or loss from Form 8949, Part II, line column (g)	n(s)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (q)
8a	whole dollars Totals for all long-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 8b.					0
8b	Totals for all transactions reported on Form(s) 8949 with Box D checked					0
9	Totals for all transactions reported on Form(s) 8949 with Box E checked					0
10	Totals for all transactions reported on Form(s) 8949 with Box F checked		2,143			(2,143)
11	Enter gain from Form 4797, line 7 or 9				11	
12	Long-term capital gain from installment sales from Form	m 6252, line 26 or 3	37		12	-
13	Long-term capital gain or (loss) from like-kind exchange	es from Form 8824			13	
14	Capital gain distributions (see instructions)				14	
15 Par	Net long-term capital gain or (loss) Combine lines 8a th	hrough 14 in colum	n h		15	(2,143)
16	Enter excess of net short-term capital gain (line 7) over	net long-term capi	tal loss (line 15)		16	0
17	Net capital gain Enter excess of net long-term capital g	gaın (line 15) over n	et short-term capit	al loss (line 7)	17	0
18	Add lines 16 and 17. Enter here and on Form 1120, pag Note: If losses exceed gains, see Capital losses in		proper line on other	returns .	18	0

8949 Form

Department of the Treasury

Internal Revenue Service

Sales and Other Dispositions of Capital Assets

▶ Go to www.irs.gov/Form8949 for instructions and the latest information.

File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

OMB No 1545-0074

Sequence No 12A

Marrie(s) shown on return	
JAMES GRAHAM BROWN FOUNDATION.	INC

Social security number or taxpayer identification number 61-0724060 Before you check Box A, B, or C below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker A substitute statement will have the same information as Form 1099-B. Either will show whether your basis (usually your cost) was reported to the IRS by your broker and may even tell you which box to check Short-Term. Transactions involving capital assets you held 1 year or less are short term. For long-term transactions, see page 2. Note: You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the totals directly on Schedule D, line 1a; you aren't required to report these transactions on Form 8949 (see instructions). You must check Box A, B, or C below. Check only one box. If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box. If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need. (A) Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above) (B) Short-term transactions reported on Form(s) 1099-B showing basis wasn't reported to the IRS (C) Short-term transactions not reported to you on Form 1099-B Adjustment, if any, to gain or loss If you enter an amount in column (a). enter a code in column (f) Gain or (loss). (c) (d) Cost or other basis (b) (a) See the separate instructions. Date sold or Subtract column (e) Proceeds See the **Note** below Description of property Date acquired from column (d) and disposed of (sales price) and see Column (e) (Example 100 sh XYZ Co) (Mo, day, yr) combine the result (Mo, day, yr) (see instructions) in the separate (a) Code(s) from Amount of with column (g) instructions instructions adjustment SHORT-TERM GAIN/LOSS FROM 0 0 **INVESTMENTS** 0 n

SHORT-TERM ORDINARY GAIN/LOSS FROM INVESTMENTS 2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, line 1b (if Box A above is checked), line 2 (if Box B above is checked), or line 3 (if Box C above is checked) 🕨

Note: If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See Column (g) in the separate instructions for how to figure the amount of the adjustment

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Attachment Sequence No 12A

Page 2

Name(s) shown on return Name and SSN or taxpayer identification no not required if shown on other side

JAMES GRAHAM BROWN FOUNDATION, INC

Social security number or taxpayer identification number
61-0724060

Before you check Box D, E, or F below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker. A substitute statement will have the same information as Form 1099-B. Either will show whether your basis (usually your cost) was reported to the IRS by your broker and may even tell you which box to check.

Part II

Long-Term. Transactions involving capital assets you held more than 1 year are long term. For short-term transactions, see page 1.

Note: You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the totals directly on Schedule D, line 8a; you aren't required to report these transactions on Form 8949 (see instructions).

You must check Box D, E, or F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

	(D) Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)
Г	(E) Long-term transactions reported on Form(s) 1099-B showing basis wasn't reported to the IRS

	(F) Long-term	transactions no	ot reported t	o vou on Fo	rm 1099-F
171	(F) LONG-LEITH	transactions in	ot reported t	o vou on re	ババル トレララーに

		•					
(a) Description of property		(c) Date sold or	(d) or Proceeds	(e) Cost or other basis See the Note below	Adjustment, if any, to gain or loss If you enter an amount in column (g), enter a code in column (f) See the separate instructions.		(h) Gain or (loss). Subtract column (e)
(Example 100 sh XYZ Co)	(Mo, day, yr)	disposed of (Mo , day, yr)	(sales price) (see instructions)	and see Column (e) in the separate instructions	(f) Code(s) from instructions	(g) Amount of adjustment	from column (d) and combine the result with column (g)
LONG-TERM GAIN/LOSS FROM INVESTMENTS			(2,143)				(2,143
LONG-TERM ORDINARY GAIN/LOSS FROM INVESTMENTS			0				(
2 Totals. Add the amounts in columns (c negative amounts) Enter each total he Schedule D, line 8b (if Box D above is above is checked), or line 10 (if Box F a	re and include or checked), line 9 (n your If Box E	(2,143)	0		0	(2,143)

Note: If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See Column (g) in the separate instructions for how to figure the amount of the adjustment

Form 8949 (2017)