EXTENDED TO NOVEMBER 15, 2019 29491334052129

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.

▶ Go to www.irs.gov/Form990PF for instructions and the latest information.

OMB No 1545-0052

2018

Open to Public Inspection

For calendar year 2018 or tax year beginning , and ending

Name of foundation: SMITH RICHARDSON FOUNDATION, INC.

A Employer identification number: 56-0611550

Number and street (or P O box number if mail is not delivered to street address): 701 GREEN VALLEY ROAD

Room/suite: 306

B Telephone number: 336-379-8600

City or town, state or province, country, and ZIP or foreign postal code: GREENSBORO, NC 27408-7096

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: [X] 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) ▶$ 469,899,873.

J Accounting method: ☐ Cash [X] Accrual ☐ Other (specify) (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))

		(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	2,611,000.		N/A	
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	9,755.	9,755.		
	4 Dividends and interest from securities	7,189,314.	7,170,430.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	28,575,736.			
	b Gross sales price for all assets on line 6a 261,178.				
	7 Capital gain net income (from Part IV, line 2)		28,757,769.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	-55,502,525.	2,030,248.	STATEMENT 1	
	12 Total. Add lines 1 through 11	-17,116,720.	37,968,202.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	1,353,000.	0.		1,353,000.
	14 Other employee salaries and wages	1,362,093.	0.		1,362,093.
	15 Pension plans, employee benefits	1,292,821.	0.		754,648.
	16a Legal fees STMT 2	1,290.	0.		1,290.
	b Accounting fees STMT 3	97,471.	0.		97,471.
	c Other professional fees STMT 4	318,677.	5,166,249.		288,497.
	17 Interest				
	18 Taxes STMT 5	439,208.	0.		116,792.
	19 Depreciation and depletion	97,546.	0.		
	20 Occupancy	33,864.	0.		33,864.
	21 Travel, conferences, and meetings	102,548.	0.		94,221.
	22 Printing and publications	2,369.	0.		2,369.
	23 Other expenses STMT 6	551,270.	0.		597,027.
	24 Total operating and administrative expenses. Add lines 13 through 23	4,773,741.	5,166,249.		4,701,272.
	25 Contributions, gifts, grants paid	23,661,891.			23,399,432.
	26 Total expenses and disbursements Add lines 24 and 25	28,435,632.	5,166,249.		28,100,704.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-45,552,352.			
	b Net investment income (if negative, enter -0-)		32,801,953.		
	c Adjusted net income (if negative, enter -0-)			N/A	

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	1,150,401.	169,452.	169,452.
	2 Savings and temporary cash investments	13,467.	14,363.	14,363.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	284,181.	251,850.	251,850.
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments land buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 7	513,971,113.	469,094,367.	469,094,367.
	14 Land, buildings, and equipment basis ▶ 1,111,584.			
	Less accumulated depreciation ▶ 777,733.	318,870.	333,851.	333,851.
	15 Other assets (describe ▶ OTHER RECEIVABLES)	137,168.	35,990.	35,990.
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	515,875,200.	469,899,873.	469,899,873.
Liabilities	17 Accounts payable and accrued expenses	10,905,397.	11,410,617.	
	18 Grants payable	8,585,403.	8,698,208.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 8)	2,262,000.	1,221,000.	
	23 **Total liabilities** (add lines 17 through 22)	21,752,800.	21,329,825.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26, and lines 30 and 31**			
	24 Unrestricted	494,122,400.	448,570,048.	
	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**	494,122,400.	448,570,048.	
	31 **Total liabilities and net assets/fund balances**	515,875,200.	469,899,873.	

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	494,122,400.
2	Enter amount from Part I, line 27a	2	-45,552,352.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	448,570,048.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	448,570,048.

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))
a				
b				
c				
d				
e	261,178.	157,289.	384,059.	28,757,769.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.

	(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				
b				
c				
d				
e				28,757,769.

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	28,757,769.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2017	26,513,585.	496,836,726.	.053365
2016	26,892,760.	472,404,686.	.056927
2015	27,418,688.	500,616,046.	.054770
2014	26,659,518.	516,719,478.	.051594
2013	25,231,755.	485,196,856.	.052003

2 **Total** of line 1, column (d)	2	.268659
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years	3	.053732
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	510,640,821.
5 Multiply line 4 by line 3	5	27,437,753.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	328,020.
7 Add lines 5 and 6	7	27,765,773.
8 Enter qualifying distributions from Part XII, line 4	8	28,211,087.

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 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	MOORINGS CAPITAL LLC (ST - GROSS)		VARIOUS	VARIOUS
b	MOORINGS CAPITAL LLC (LT - GROSS)		VARIOUS	VARIOUS
c	UBI LONG-TERM CAPITAL LOSS	P	VARIOUS	VARIOUS
d	UBI SHORT-TERM CAPITAL LOSS	P	VARIOUS	VARIOUS
e	STMT A (CAPITAL GAIN DISTRIBUTIONS)	P	VARIOUS	VARIOUS
f	STMT A (LT SALES)	P	VARIOUS	VARIOUS
g	MISCELLANEOUS EQUIPMENT (GROSS)	P	VARIOUS	VARIOUS
h	DONATED EQUIPMENT	P	VARIOUS	VARIOUS
i				
j				
k				
l				
m				
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				1,526,711.
b				27,014,617.
c				147,416.
d				14.
e	6,569.			6,569.
f	254,609.		191,796.	62,813.
g		157,289.	192,263.	-34,974.
h				34,603.
i				
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(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				1,526,711.
b				27,014,617.
c				147,416.
d				14.
e				6,569.
f				62,813.
g				-34,974.
h				34,603.
i				
j				
k				
l				
m				
n				
o				

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	28,757,769.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8		3	N/A

3

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 ▶ [X] and enter 1% of Part I, line 27b			1	328,020.
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	328,020.
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	328,020.
6	Credits/Payments:				
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a	488,236.		
b	Exempt foreign organizations - tax withheld at source	6b	0.		
c	Tax paid with application for extension of time to file (Form 8868)	6c	140,000.		
d	Backup withholding erroneously withheld	6d	0.		
7	*Total credits and payments. Add lines 6a through 6d*			7	628,236.
8	Enter any **penalty** for underpayment of estimated tax. Check here [X] if Form 2220 is attached			8	0.
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	300,216.
11	*Enter the amount of line 10 to be:* ***Credited to 2019 estimated tax*** ▶ 300,216. ***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		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition	1b		X
	If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		X
	If "Yes," attach a detailed description of the activities.			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	X	
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	X	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		X
	If "Yes," attach the statement required by *General Instruction T*			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	7	X	
8a	Enter the states to which the foundation reports or with which it is registered. See instructions. ▶ NC,CT			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G*? If "No," attach explanation	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2018 or the tax year beginning in 2018? See the instructions for Part XIV. If "Yes," complete Part XIV	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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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 STATEMENT 9 STATEMENT 10 STMT 12	11	X	
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions SEE STATEMENT 11	12	X	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ WWW.SRF.ORG

14 The books are in care of ▶ ROSS HEMPHILL Telephone no. ▶336-379-8600

Located at ▶701 GREEN VALLEY ROAD, SUITE 306, GREENSBORO, NC ZIP+4 ▶27408-7096

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - check here ▶☐

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

			Yes	No
16	At any time during calendar year 2018, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for 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		X
	Organizations relying on a current notice regarding disaster assistance, check here ▶☐					
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2018?			1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):					
a	At the end of tax year 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018?	☐ Yes	☒ No			
	If "Yes," list the years ▶ ______, ______, ______, ______					
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) N/A			2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ______, ______, ______, ______					
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes	☒ No			
b	If "Yes," did it have excess business holdings in 2018 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 2018.) N/A			3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?			4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2018?			4b		X

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

			Yes	No
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 SEE STATEMENT E	☒ 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		X
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? SEE STATEMENT E	☒ Yes ☐ No			
If "Yes," attach the statement required by Regulations section 53 4945-5(d)				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		X
If "Yes" to 6b, file Form 8870.				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b		
8 Is the foundation subject to the section 4960 tax on payment(s) of more than $1,000,000 in remuneration or excess parachute payment(s) during the year?	☒ Yes ☐ No			

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT B	0.00	1353000.	568,754.	0.

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ALLAN SONG - 701 GREEN VALLEY RD, GREENSBORO, NC 27408	SR PROGRAM OFFICER 37.50	219,503.	88,620.	0.
MARK STEINMEYER - 701 GREEN VALLEY RD, GREENSBORO, NC 27408	SR PROGRAM OFFICER 37.50	220,021.	60,621.	0.
DONNA M. WALSH - 701 GREEN VALLEY RD, GREENSBORO, NC 27408	EXECUTIVE ASSISTANT 37.50	183,011.	67,415.	0.
OLGA RAMOUS - 701 GREEN VALLEY RD, GREENSBORO, NC 27408	GRANT COORDINATOR 37.50	121,842.	48,177.	0.
TRACY OAKLEY - 701 GREEN VALLEY RD, GREENSBORO, NC 27408	PORTFOLIO ACCOUNTANT 37.50	103,845.	59,362.	0.

Total number of other employees paid over $50,000 ▶ 7

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
H. SMITH RICHARDSON TESTAMENTARY TRUST - 701 GREEN VALLEY RD, STE 306, GREENSBORO, NC	ACCOUNTING SERVICES	102,833.
INTELLIGENT TECHNOLOGIES, INC. 12 OAK BRANCH DRIVE, GREENSBORO, NC 27407	COMPUTER CONSULTANTS	98,610.
RSM US LLP 230 NORTH ELM STREET, GREENSBORO, NC 27401	AUDIT AND TAX SERVICES	97,471.
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 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes:			
a	Average monthly fair market value of securities		1a	515,855,969.
b	Average of monthly cash balances		1b	2,279,443.
c	Fair market value of all other assets		1c	281,665.
d	**Total** (add lines 1a, b, and c)		1d	518,417,077.
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	518,417,077.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	7,776,256.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	510,640,821.
6	**Minimum investment return.** Enter 5% of line 5		6	25,532,041.

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	25,532,041.
2a	Tax on investment income for 2018 from Part VI, line 5	2a 328,020.		
b	Income tax for 2018. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	328,020.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	25,204,021.
4	Recoveries of amounts treated as qualifying distributions		4	895,081.
5	Add lines 3 and 4		5	26,099,102.
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	26,099,102.

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	28,100,704.
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	110,383.
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	28,211,087.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b	5	328,020.
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	27,883,067.

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 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				26,099,102.
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only			22,809,648.	
b Total for prior years: ____ , ____ , ____		0.		
3 Excess distributions carryover, if any, to 2018				
a From 2013				
b From 2014				
c From 2015				
d From 2016				
e From 2017				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2018 from Part XII, line 4: ▶$ 28,211,087.				
a Applied to 2017, but not more than line 2a			22,809,648.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions) **	2,611,000.			
d Applied to 2018 distributable amount				2,790,439.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2018 (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	2,611,000.			
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 2017. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2018. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2019				23,308,663.
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)	2,611,000.			
8 Excess distributions carryover from 2013 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2019** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2014				
b Excess from 2015				
c Excess from 2016				
d Excess from 2017				
e Excess from 2018				

** SEE STATEMENT 13

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2018, enter the date of the ruling ▶

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

	Tax year	Prior 3 years			
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

Check here ▶ ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc., 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:

PETER L. RICHARDSON, PRESIDENT, 203-222-6222
SMITH RICHARDSON FOUNDATION, INC., 60 JESUP ROAD, WESTPORT, CT 06880

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

WRITTEN PROPOSAL ALONG WITH A COPY OF IRS EXEMPTION LETTER

c Any submission deadlines:

NONE

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

SEE ATTACHED STATEMENT OF PRIORITIES AND PROCEDURES (STATEMENT C)

Part XV Supplementary Information *(continued)*

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT D	NONE	SEE STMT D	SEE STMT D	23,399,432.
Total			▶ 3a	23,399,432.
b *Approved for future payment*				
SEE STATEMENT D	NONE	SEE STMT D	SEE STMT D	8,698,208.
Total			▶ 3b	8,698,208.

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)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income
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	9,755.	
4 Dividends and interest from securities	900000	18,884.	14	7,170,430.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory	900000	-147,430.	18	28,723,167.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a SEE STATEMENT 14		772,463.		-56,274,988.	
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		643,917.		-20,371,636.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 -19,727,719.

(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).

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) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

May the IRS discuss this return with the preparer shown below? See instr ☒ Yes ☐ No

Signature of officer or trustee: [signature] Date: 11/14/2019 Title: SVP/CFO

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
GARRICK L. MARTIN	[signature]	11-14-19		P00239389

Firm's name ▶ RSM US LLP Firm's EIN ▶ 42-0714325

Firm's address ▶ 230 N. ELM ST STE 1100 GREENSBORO, NC 27401 Phone no. (336) 272-4551

823622 12-11-18

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

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Go to www.irs.gov/Form990 for the latest information.

OMB No 1545-0047

2018

Name of the organization	Employer identification number
SMITH RICHARDSON FOUNDATION, INC.	56-0611550

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 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 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 (entering "N/A" in column (b) instead of the contributor name and address), 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 Don't 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 isn't covered by the General Rule and/or the Special Rules doesn't 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 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization: SMITH RICHARDSON FOUNDATION, INC.

Employer identification number: 56-0611550

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	H. SMITH RICHARDSON CHARITABLE TRUST 701 GREEN VALLEY ROAD SUITE 306 GREENSBORO, NC 274087096	$ 2,611,000.	Person [X] 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)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)

Name of organization: SMITH RICHARDSON FOUNDATION, INC.

Employer identification number: 56-0611550

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
SMITH RICHARDSON FOUNDATION, INC.	56-0611550

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 info. once.) ▶ $

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

FORM 990-PF | OTHER INCOME | STATEMENT 1

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME FROM MOORINGS CAPITAL LLC	0.	2,030,248.	
EQUITY IN PARTNERSHIP INCOME(LOSS)	-57,767,889.	0.	
EQUITY IN INC(LOSS) OF SRF PROPERTIES I (501(A) REAL EST. HOLDING COMPANY)	1,109,339.	0.	
EQUITY IN INC(LOSS) OF SRF PROPERTIES II (501(A) REAL EST. HOLDING COMPANY)	-65,463.	0.	
EQUITY IN INC(LOSS) OF SRF PROPERTIES III (501(A) REAL EST. HOLDING COMPANY)	316,896.	0.	
UNREALIZED GAIN/(LOSS)	-140,140.	0.	
GRANTS RETURNED (SEE STMT D)	895,081.	0.	
GRANTS CANCELLED (SEE STMT D)	149,654.	0.	
MISCELLANEOUS INCOME/(LOSS)	-3.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-55,502,525.	2,030,248.	

FORM 990-PF | LEGAL FEES | STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	44.	0.		44.
BROOKS PIERCE MCLENDON LEGAL FEES	900.	0.		900.
NEXSEN PRUET LEGAL FEES	215.	0.		215.
HAGAN BARRETT & LANGLEY PLLC	131.	0.		131.
TO FM 990-PF, PG 1, LN 16A	1,290.	0.		1,290.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
RSM US LLP	97,471.	0.		97,471.
TO FORM 990-PF, PG 1, LN 16B	97,471.	0.		97,471.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CUSTODIAN FEES	63.	63.		0.
EQUITY IN PSHP INCOME(LOSS): INVESTMENT EXPENSES (K-1'S)	0.	5,166,186.		0.
COMPUTER CONSULTING	138,040.	0.		107,923.
OTHER PROFESSIONAL FEES	180,574.	0.		180,574.
TO FORM 990-PF, PG 1, LN 16C	318,677.	5,166,249.		288,497.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	115,962.	0.		115,962.
FEDERAL EXCISE TAX	435,000.	0.		0.
DEFERRED FEDERAL EXCISE TAX BENEFIT	-991,000.	0.		0.
OTHER TAXES & LICENSES	830.	0.		830.
TO FORM 990-PF, PG 1, LN 18	-439,208.	0.		116,792.

FORM 990-PF | OTHER EXPENSES | STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK FEES	2,026.	0.		2,026.
CONSULTING FEES	133,021.	0.		133,021.
DUES & SUBSCRIPTIONS	20,011.	0.		20,011.
FURNITURE RENTAL	11,890.	0.		11,890.
INSURANCE	134,684.	0.		132,362.
MAINTENANCE	98,102.	0.		131,058.
OFFICE SUPPLIES	67,401.	0.		67,401.
POSTAGE	12,650.	0.		12,650.
TELEPHONE	53,953.	0.		53,953.
UTILITIES	17,532.	0.		17,532.
DONATED EQUIPMENT	0.	0.		15,123.
TO FORM 990-PF, PG 1, LN 23	551,270.	0.		597,027.

FORM 990-PF | OTHER INVESTMENTS | STATEMENT 7

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
PARTNERSHIP EQUITY	FMV	472,927,603.	472,927,603.
MUTUAL FUNDS	FMV	732,210.	732,210.
SMITH RICHARDSON FOUNDATION PROPERTIES I	FMV	-4,259,293.	-4,259,293.
SMITH RICHARDSON FOUNDATION PROPERTIES II	FMV	927,662.	927,662.
SMITH RICHARDSON FOUNDATION PROPERTIES III	FMV	-1,233,815.	-1,233,815.
TOTAL TO FORM 990-PF, PART II, LINE 13		469,094,367.	469,094,367.

FORM 990-PF | OTHER LIABILITIES | STATEMENT 8

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
DEFERRED EXCISE TAX	2,122,000.	1,131,000.
ACCRUED EXCISE TAX	140,000.	90,000.
TOTAL TO FORM 990-PF, PART II, LINE 22	2,262,000.	1,221,000.

FORM 990-PF | TRANSFERS TO CONTROLLED ENTITIES PART VII-A, LINE 11 | STATEMENT 9

NAME OF CONTROLLED ENTITY	EMPLOYER ID NO
MOORINGS CAPITAL LLC SEE STATEMENT F	56-2280118

ADDRESS

701 GREEN VALLEY ROAD, SUITE 306
GREENSBORO, NC 27408

DESCRIPTION OF TRANSFER

CAPITAL CONTRIBUTION TO MOORINGS CAPITAL LLC AS SHOWN ON 2018 K-1 RCVD FROM PARTNERSHIP.

	AMOUNT OF TRANSFER
	25,565,908.
TOTAL AMOUNT OF TRANSFERS TO CONTROLLED ENTITIES	25,565,908.

FORM 990-PF — TRANSFERS FROM CONTROLLED ENTITIES — STATEMENT 10
PART VII-A, LINE 11

NAME OF CONTROLLED ENTITY	EMPLOYER ID NO
MOORINGS CAPITAL LLC SEE STATEMENT F	56-2280118

ADDRESS

701 GREEN VALLEY ROAD, SUITE 306
GREENSBORO, NC 27408

DESCRIPTION OF TRANSFER

CASH DISTRIBUTION AS SHOWN ON 2018 SCHEDULE K-1 RCVD FROM PARTNERSHIP.

	AMOUNT OF TRANSFER
	49,565,908.

NAME OF CONTROLLED ENTITY	EMPLOYER ID NO
MOORINGS CAPITAL LLC SEE STATEMENT F	56-2280118

ADDRESS

701 GREEN VALLEY ROAD, SUITE 306
GREENSBORO, NC 27408

DESCRIPTION OF TRANSFER

REIMBURSEMENT FOR EXPENSES PROVIDED TO MOORINGS CAPITAL, LLC. SEE STATEMENT F.

	AMOUNT OF TRANSFER
	1,849,031.
TOTAL AMOUNT OF TRANSFERS FROM CONTROLLED ENTITIES	51,414,939.

FORM 990-PF EXPLANATION CONCERNING PART VII-A, LINE 12 QUALIFYING DISTRIBUTION STATEMENT STATEMENT 11

EXPLANATION

DURING 2018, THE SMITH RICHARDSON FOUNDATION, INC. MADE A $70,000 DISTRIBUTION TO FIDELITY CHARITABLE GIFT FUND. THE DISTRIBUTION WAS MADE AT THE REQUEST OF A TRUSTEE WHO HAS ADVISORY PRIVILEGES WITH THE FUND. THE FOUNDATION TREATED THE DISTRIBUTION AS A QUALIFIED DISTRIBUTION. COMBINING THIS DISTRIBUTION WITH OTHER CONTRIBUTIONS TO THE FIDELITY CHARITABLE GIFT FUND ALLOWS THE TRUSTEE TO USE HIS ADVISORY PRIVILEGES IN A MORE TIMELY, THOUGHTFUL AND MEANINGFUL MANNER.

FORM 990-PF	SCHEDULE OF CONTROLLED ENTITIES PART VII-A, LINE 11	STATEMENT 12

NAME OF CONTROLLED ENTITY	EMPLOYER ID NO
MOORINGS CAPITAL LLC SEE STATEMENT F	56-2280118

ADDRESS

EXCESS BUSINESS HOLDING [ ] YES [X] NO

701 GREEN VALLEY ROAD, SUITE 306
GREENSBORO, NC 27408

NAME OF CONTROLLED ENTITY	EMPLOYER ID NO
MOORINGS CAPITAL LLC SEE STATEMENT F	56-2280118

ADDRESS

EXCESS BUSINESS HOLDING [ ] YES [X] NO

701 GREEN VALLEY ROAD, SUITE 306
GREENSBORO, NC 27408

FORM 990-PF	ELECTION UNDER REGULATIONS SECTION 53.4942(A)-3(D)(2) TO TREAT EXCESS QUALIFYING DISTRIBUTIONS AS DISTRIBUTIONS OUT OF CORPUS	STATEMENT 13

FOUNDATION TRUSTEES HEREBY ELECT UNDER TREASURY REGULATION SECTION 53.4942(A)-3(D)(2) TO TREAT $2,611,000 OF GRANTS MADE IN 2018 AS A DISTRIBUTION FROM CORPUS.

SMITH RICHARDSON FOUNDATION, INC. 56-0611550

FORM 990-PF OTHER REVENUE STATEMENT 14

DESCRIPTION	BUS CODE	UNRELATED BUSINESS INC	EXCL CODE	EXCLUDED AMOUNT	RELATED OR EXEMPT FUNCTION INCOME
EQUITY IN PARTNERSHIP INCOME(LOSS)	900000	772,463.	14	-58540352.	
EQUITY IN INC(LOSS) OF SRF PROPERTIES I (501(A) REAL EST. HOLDING			14	1,109,339.	
EQUITY IN INC(LOSS) OF SRF PROPERTIES II (501(A) REAL EST. HOLDING			14	-65,463.	
EQUITY IN INC(LOSS) OF SRF PROPERTIES III (501(A) REAL EST. HOLDING			14	316,896.	
UNREALIZED GAIN/(LOSS)			14	-140,140.	
GRANTS RETURNED (SEE STMT D)			14	895,081.	
GRANTS CANCELLED (SEE STMT D)			14	149,654.	
MISCELLANEOUS INCOME/(LOSS)			14	-3.	
TOTAL TO FORM 990-PF, PG 12, LN 11		772,463.		-56274988.	

SMITH RICHARDSON FOUNDATION, INC.
EIN #56-0611550
For the Year Ended December 31, 2018

Form 990-PF, Page 6, Part VIII, Line 1 - Officers, Directors, Trustees, Foundation Managers and Their Compensation

(a) Name and address	(b) Title or Position	Time Devoted	(c) Compensation Salary or Fees	(d) Contributions to employee benefit plans & deferred comp	(e) Expense account, other allowances
Michael Blair New York, NY	Trustee, Audit & Compensation Cmt.	1	0	0	0
Karla Frank Greensboro, NC	Assistant Secretary	40 hours	162,249	57,743	0
Ross Hemphill Greensboro, NC	Senior VP, Chief Financial Officer & Investment Committee	47 hours	492,310	95,012	0
W Winburne King III Greensboro, NC	Trustee, General Counsel, & Investment Committee	40 hours	377,540	70,933	0
Dr Arvid R Nelson New Haven, CT	Trustee, Secretary, Audit Cmt Chairman Grants Committee	22 hours	60,000	0	0
John P Richardson Jr Redding, CT	Trustee	1	0	0	0
Nicolas L Richardson Seattle, WA	Trustee	1	0	0	0
P L Richardson Westport, CT	Chairman of the Trustees, President, Grants Cmt Chairman Investment Cmt Chairman	50 hours	1,174,290	251,854 (1)	0
Tyler B Richardson Greensboro, NC	Trustee, Investment Committee Grants Committee	1	0	0	0
Gary Smith Greensboro, NC	Compensation Cmt Chair, Audit Cmt member	1	0	0	0
E William Stetson III Norwich, VT	Trustee, Audit & Grants Committee	1	0	0	0

SMITH RICHARDSON FOUNDATION, INC.
EIN #56-0611550
For the Year Ended December 31, 2018

Form 990-PF, Page 6, Part VIII, Line 1 - Officers, Directors, Trustees, Foundation Managers and Their Compensation

(a) Name and address	(b) Title or Position	Time Devoted	(c) Compensation Salary or Fees	(d) Contributions to employee benefit plans & deferred comp	(e) Expense account, other allowances
Dr Marin Strmecki Easton, CT	Senior Vice-President, Director of Programs	50 hours	517,513	93,211	0
			$ 2,783,902	$ 568,754	0

Less	
Amount reimbursed for services provided to Moorings Capital, LLC (2)	1,205,959
Amount reimbursed for services provided to The H Smith Richardson Charitable Trust (3)	224,943
Form 990PF Part VIII	$ 1,353,000

(1) The amount reported above includes an estimate of the value of unvested retirement benefits that accrued during 2018 under an unfunded supplemental retirement plan The cost estimate reflects the portion of the retirement benefits allocable to the employee's service during the year See Statement G

(2) Moorings Capital LLC is an investment partnership entirely owned by tax-exempt entities Smith Richardson Foundation, Inc 's ownership is 65 60%

(3) The H Smith Richardson Charitable Trust is a tax-exempt private non-operating Foundation

SMITH RICHARDSON FOUNDATION, INC.
Schedule of Grants
12/31/2018

Year Grant Awarded	Grant Number		2018 Status of Foundation Recepient	2018 Status of Foundation Recepient	2017 Grants Unpaid 2017	2018 Grants Awarded 2018	2018 Grants Returned 2018	2018 Grants Cancelled 2018	2018 Grants Paid 2018	2018 Grants Unpaid 2018
2018	20181805	A J Linville Foundation	509a(1)	PC		2,500			2,500	
2018	20181798	A Wider Circle	509a(1)	PC		1,000			1,000	
2018	20181782	Aa Haa School for the Arts	509a(1)	PC		5,000			5,000	
2018	20181889	ABCD, Inc.	509a(1)	PC		10,000			10,000	
2018	20181883	ABRI/Homes for the Brave	509a(1)	PC		10,000			10,000	
2018	20181878	All Our Kin, Inc.	509a(1)	PC		10,000			10,000	
2018	20181774	Amara	509a(1)	PC		10,000			10,000	
2017	20171396	America Abroad Media	509a(1)	PC	250,000				250,000	
2016	20161042	American Academy for Strategic Education	509(a)	PF	523,050				259,050	264,000
2016	20161273	American Academy of Arts and Sciences	509a(1)	PC	107,859				107,859	
2018	20171601	American Enterprise Institute for Public Policy Research	509a(1)	PC		400,000			200,000	200,000
2018	20181829	American Enterprise Institute for Public Policy Research	509a(1)	PC		215,600			97,900	117,700
2018	20181838	American Enterprise Institute for Public Policy Research	509a(1)	PC		185,000			92,500	92,500
2016	20161254	American Foreign Policy Council	509a(1)	PC	450,000				450,000	
2018	20181649	American Foreign Policy Council	509a(1)	PC		90,000			90,000	
2018	20181828	American Foreign Policy Council	509a(1)	PC		818,439			404,171	414,268
2018	20181830	American Foreign Policy Council	509a(1)	PC		198,822			198,822	
2017	20161255	American Institutes for Research	509a(2)	PC	206,459				206,459	
2018	20181857	American University	509a(1)	PC		60,000			60,000	
2018	20181745	Ann Street Methodist Church	509a(1)	PC		5,000			5,000	
2018	20181771	Ann Street Methodist Church	509a(1)	PC		3,000			3,000	
2018	20181851	Ann Street Methodist Church	509a(1)	PC		10,000			10,000	
2018	20181730	AREI Inc.	509a(1)	PC		10,000			10,000	
2018	20181717	Army Distaff Foundation, Inc.	509a(2)	PC		7,500			7,500	
2018	20181764	Aspetuck Land Trust Inc.	509a(1)	PC		10,000			10,000	
2018	20181862	Association for Diplomatic Studies and Training (ADST)	509a(2)	PC		13,750			13,750	
2016	20161071	Association for Education Finance and Policy	509a(1)	PC			(2,956)			
2018	20181698	Association of the Graduates for the US Military Academy	509a(1)	PC		5,000			5,000	
2018	20181793	Association of the Graduates of the U S Military Academy	509a(1)	PC		5,000			5,000	
2018	20181670	Beatrix Farrand Garden Association Inc.	509a(1)	PC		2,500			2,500	
2018	20181770	Beaufort Historical Association Inc.	509a(1)	PC		3,000			3,000	
2018	20181856	Bethel High School	509a(1)	PC		2,000			2,000	
2018	20181621	Boston College	509a(1)	PC		7,500			7,500	
2018	20181662	Boston College	509a(1)	PC		50,000			50,000	
2017	20161337	Boston University	509a(1)	PC	84,080				84,080	
2018	20181744	Boys & Girls Club of Coastal Carolina, Inc.	509a(1)	PC		5,000			5,000	
2018	20181767	Brain & Behavior Research Foundation	509a(2)	PC		15,000			15,000	
2018	20181686	Bridgeport Hospital Foundation, Inc.	509a(1)	PC		25,000			25,000	
2018	20181879	Bridgeport Rescue Mission, Inc.	509a(1)	PC		10,000			10,000	
2012	20128881	Brookings Institution	509a(1)	PC			(155,452)			
2016	20150906	Brookings Institution	509a(1)	PC	100,000		(155,693)	(100,000)		
2017	20171346	Brookings Institution	509a(1)	PC	250,000				250,000	

SMITH RICHARDSON FOUNDATION, INC.
Schedule of Grants
12/31/2018

Year Grant Awarded	Grant Number		2018 Status of Foundation Recepient	2018 Status of Foundation Recepient	2017 Grants Unpaid 2017	2018 Grants Awarded 2018	2018 Grants Returned 2018	2018 Grants Cancelled 2018	2018 Grants Paid 2018	2018 Grants Unpaid 2018
2017	20171389	Brookings Institution	509a(1)	PC	50,000				50,000	
2017	20171523	Brookings Institution	509a(1)	PC	125,000				125,000	
2017	20171544	Brookings Institution	509a(1)	PC	50,000				50,000	
2018	20171597	Brookings Institution	509a(1)	PC		100,000			100,000	
2018	20181615	Brookings Institution	509a(1)	PC		50,000			50,000	
2018	20181666	Brookings Institution	509a(1)	PC		49,068			49,068	
2017	20171573	Brookings Institution	509a(1)	PC	49,654			(49,654)		
2016	20161166	Brown University	509a(1)	PC			(2 014)			
2017	20161257	Brown University	509a(1)	PC	250,000				250,000	
2018	20181853	BSA Pack 991	509a(1)	PC		2,500			2,500	
2018	20181747	Carteret Community Foundation, Inc.	509a(1)	PC		5,000			5,000	
2018	20181799	Catholic Charities of the Archodiocese of Washington Inc.	509a(2)	PC		3,000			3,000	
2018	20181651	Center for a New American Security	509a(1)	PC		175,000			175,000	
2018	20181654	Center for a New American Security	509a(1)	PC		175,000			175,000	
2018	20181818	Center for a New American Security	509a(1)	PC		175,000			175,000	
2018	20181833	Center for a New American Security	509a(1)	PC		175,000			175,000	
2018	20181874	Center for a New American Security	509a(1)	PC		24,970			24,970	
2018	20181885	Center for Community Self-Help	509a(1)	PC		10,000			10,000	
2018	20181743	Center for Creative Leadership	509a(1)	PC		1,000			1,000	
2018	20181877	Center for Creative Leadership	509a(1)	PC		10,000			10,000	
2018	20181839	Center for European Policy Analysis	509a(1)	PC		266,247			266,247	
2018	20181729	Center for Science in the Public Interest	509a(1)	PC		1,000			1,000	
2018	20181840	Center for Strategic and International Studies, Inc.	509a(1)	PC		599,860			299,930	299,930
2018	20181638	Center for Strategic and Budgetary Assessments	509a(1)	PC		200,000			100,000	100,000
2018	20181702	Center for Strategic and Budgetary Assessments	509a(1)	PC		100,000			100,000	
2018	20181640	Center for Strategic and International Studies, Inc.	509a(1)	PC		250,000			250,000	
2018	20181646	Center for Strategic and International Studies, Inc.	509a(1)	PC		200,000			50,000	150,000
2018	20181657	Center for Strategic and International Studies, Inc.	509a(1)	PC		150,000			150,000	
2018	20181661	Center for Strategic and International Studies, Inc.	509a(1)	PC		200,000			200,000	
2018	20181704	Center for Strategic and International Studies, Inc.	509a(1)	PC		200,000			200,000	
2018	20181738	Center for Strategic and International Studies, Inc.	509a(1)	PC		175,000			175,000	
2018	20181855	Center for Strategic and International Studies, Inc.	509a(1)	PC		50,000			50,000	
2018	20181894	Center for Urban Families, Inc.	509a(1)	PC		2,000			2,000	
2018	20181696	Checkerboard Foundation, Inc.	509a(1)	PC		2,500			2,500	
2018	20181794	Checkerboard Foundation, Inc.	509a(1)	PC		10,000			10,000	
2012	20128841	Chicago Council on Global Affairs	509a(1)	PC			(13,946)			
2018	20181850	Children of Fallen Patriots Foundation	509a(1)	PC		50,000			50,000	
2018	20181869	Children of Fallen Patriots Foundation	509a(1)	PC		2,500			2,500	
2018	20181669	Church of the Redeemer	509a(1)	PC		2,500			2,500	
2018	20181789	Church of the Redeemer	509a(1)	PC		2,500			2,500	
2018	20181668	Claremont McKenna College	509a(1)	PC		250,674			125,337	125,337
2015	20150898	Columbia University	509a(1)	PC			(42)			

Year Grant Awarded	Grant Number		2018 Status of Foundation Recepient	2018 Status of Foundation Recepient	2017 Grants Unpaid 2017	2018 Grants Awarded 2018	2018 Grants Returned 2018	2018 Grants Cancelled 2018	2018 Grants Paid 2018	2018 Grants Unpaid 2018
2016	20161043	Columbia University	509a(1)	PC	471 237				233,312	237,925
2016	20161050	Columbia University	509a(1)	PC			(41)			
2017	20171399	Columbia University	509a(1)	PC	150 000				150,000	
2018	20181710	Committee for Human Rights in North Korea	509a(1)	PC		450,000			225,000	225,000
2018	20181817	Committee on Capital Markets Regulation	509a(1)	PC		200,000			200,000	
2018	20181749	Connecticut Audubon Society Inc.	509a(1)	PC		10,000			10,000	
2018	20181802	Connecticut Burns Care Foundation Inc.	509a(2)	PC		5,000			5,000	
2018	20181779	Connecticut Food Bank Inc.	509a(1)	PC		5,000			5,000	
2017	20161304	Council on Foreign Relations, Inc.	509a(1)	PC			(22,454)			
2017	20171595	Council on Foreign Relations, Inc.	509a(1)	PC			(196,650)			
2018	20181653	Council on Foreign Relations, Inc.	509a(1)	PC		450,000			225,000	225,000
2018	20181655	Council on Foreign Relations, Inc.	509a(1)	PC		175,000			100,000	75,000
2018	20181800	Covenant House Washington DC	509a(1)	PC		3,000			3,000	
2018	20181807	Cystic Fibrosis Foundation	509a(1)	PC		10,000			10,000	
2018	20181772	Dartmouth College	509a(1)	PC		5,000			5,000	
2018	20181751	Delmarva Ornithological Society	509a(2)	PC		1,000			1,000	
2013	20129044	Duke University	509a(1)	PC			(3,718)			
2018	20181777	Duke University	509a(1)	PC		10,000			10,000	
2018	20181858	Duke University	509a(1)	PC		60,000			60,000	
2018	20181665	Electromagnetic Pulse Task Force on National and Homeland Secur	509a(1)	PC		25,000			25,000	
2018	20181658	EMP Task Force on National and Homeland Security	509a(1)	PC		300,000			150,000	150,000
2018	20181727	Environmental Defense Fund Inc.	509a(1)	PC		5,000			5,000	
2018	20181731	Environmental Film Festival in the Nation's Capital	509a(1)	PC		5,000			5,000	
2018	20181788	Fairfield County's Community Foundation Inc.	509a(1)	PC		5,000			5,000	
2018	20181881	Fairfield Museum and History Center	509a(1)	PC		10,000			10,000	
2018	20181765	Fairfield University	509a(1)	PC		20,000			20,000	
2018	20181872	Family Service of Greensboro Foundation Inc.	509a(1)	PC		1,000			1,000	
2018	20181784	Fidelity Charitable Gift Fund	509a(1)	PC		70,000			70,000	
2018	20181761	First Christian Church	509a(1)	PC		10,000			10,000	
2018	2018-1882	Folds of Honor Foundation	509a(1)	PC		10,000			10,000	
2017	20171546	Foreign Policy Research Institute	509a(1)	PC	50,000				50,000	
2018	20181783	Foundation Center	509a(1)	PC		20,000			20,000	
2017	20171455	Foundation for Resilient Societies	509a(1)	PC	125,000				125,000	
2018	20181852	Foundation for the Carolinas	509a(1)	PC		50,000			50,000	
2018	20181842	Free Russia Foundation	509a(1)	PC		198,137			198,137	
2018	20181759	Freedom House	509a(1)	PC		10,000			10,000	
2018	20181699	Friends of the American University of Afghanistan	509a(1)	PC		2,500			2,500	
2108	20181792	Friends of The American University of Afghanistan	509a(1)	PC		2,500			2,500	
2018	20181863	Friends of The American University of Afghanistan	509a(1)	PC		10,000			10,000	
2018	20181746	Friends of the Museum N.C. Maritime	509a(1)	PC		3,000			3,000	
2018	20181622	George Mason University	509a(1)	PC		7,500			7,500	
2015	20140209	Georgetown University	509a(1)	PC			(6,857)			

SMITH RICHARDSON FOUNDATION, INC.
Schedule of Grants
12/31/2018

Year Grant Awarded	Grant Number		2018 Status of Foundation Recepient	2018 Status of Foundation Recepient	2017 Grants Unpaid 2017	2018 Grants Awarded 2018	2018 Grants Returned 2018	2018 Grants Cancelled 2018	2018 Grants Paid 2018	2018 Grants Unpaid 2018
2018	20181797	Georgetown University	509a(1)	PC		50,000			50,000	
2017	20171533	Georgia State University Research Foundation, Inc.	509a(1)	PC	200,000					200,000
2018	20181844	Global Taiwan Institute	509a(1)	PC		80,687			80,687	
2018	20181740	Global Virus Network, Inc.	509a(1)	PC		10,000			10,000	
2017	20171393	Goucher College	509a(1)	PC	95,256				95,256	
2018	20181643	Grand Teton National Park Foundation	509a(1)	PC		7,500			7,500	
2018	20181664	Greensboro Day School	509a(1)	PC		5,000			5,000	
2018	20181667	Greensboro Day School	509a(1)	PC		5,000			5,000	
2018	20181756	Greensboro Day School	509a(1)	PC		5,000			5,000	
2018	20181809	Greensboro Day School	509a(1)	PC		5,000			5,000	
2018	20181870	Habib University Foundation US, Inc.	509a(1)	PC		5,000			5,000	
2018	20181618	Harvard University	509a(1)	PC		500,000				500,000
2018	20181623	Harvard University	509a(1)	PC		7,500			7,500	
2018	20181624	Harvard University	509a(1)	PC		7,500			7,500	
2018	20181672	Harvard University	509a(1)	PC		400,000			200,000	200,000
2018	20181733	Harvard University	509a(1)	PC		1,000			1,000	
2018	20181737	Haw River Assembly, Inc.	509a(1)	PC		5,000			5,000	
2018	20181900	Heart Care International Inc.	509a(1)	PC		100,000			100,000	
2018	20181763	Hillsdale College	509a(1)	PC		20,000			20,000	
2018	20181708	Holy Trinity Episcopal Church	509a(1)	PC		5,000			5,000	
2018	20181711	Holy Trinity Episcopal Church	509a(1)	PC		2,500			2,500	
2014	20140092	Hoover Institution	509a(1)	PC			(4 214)			
2016	20161150	Hoover Institution	509a(1)	PC			(44 394)			
2018	20181884	Hope Academy	509a(1)	PC		10,000			10,000	
2017	20171444	Hudson Institute, Inc.	509a(1)	PC	75,000				75,000	
2018	20181647	Hudson Institute, Inc.	509a(1)	PC		195,000			195,000	
2018	20181673	Hudson Institute, Inc.	509a(1)	PC		277,130			138,565	138,565
2018	20181656	Institute for International Studies	509a(1)	PC		177,559			130,000	47,559
2018	20181713	Institute for the Analysis of Global Security	509a(1)	PC		198,000			198,000	
2018	20181718	Institute for the Study of War, Inc.	509a(1)	PC		7,500			7,500	
2018	20181671	Jamestown Foundation	509a(1)	PC		500,000			250,000	250,000
2018	20181674	Jamestown Foundation	509a(1)	PC		213,510			106,755	106,755
2013	20139086	Johns Hopkins University	509a(1)	PC			(6,031)			
2017	20171428	Johns Hopkins University	509a(1)	PC			(1,101)			
2018	20181816	Johns Hopkins University	509a(1)	PC		171,297			105,111	66,186
2018	20181625	Kansas State University	509a(1)	PC		7,500			7,500	
2018	20181735	KIND, Inc.	509a(1)	PC		5,000			5,000	
2018	20181721	LibForAll Foundation	509a(1)	PC		250,000			150,000	100,000
2018	20181859	Lousiana State University	509a(1)	PC		60,000			60,000	
2018	20181626	Loyola University of Chicago	509a(1)	PC		7,500			7,500	
2018	20181610	Manhattan Institute for Policy Research	509a(1)	PC		100,000			100,000	
2018	20181836	Manhattan Institute for Policy Research Inc.	509a(1)	PC		50,000			50,000	

SMITH RICHARDSON FOUNDATION, INC.
Schedule of Grants
12/31/2018

Year Grant Awarded	Grant Number		2018 Status of Foundation Recepient	2018 Status of Foundation Recepient	2017 Grants Unpaid 2017	2018 Grants Awarded 2018	2018 Grants Returned 2018	2018 Grants Cancelled 2018	2018 Grants Paid 2018	2018 Grants Unpaid 2018
2018	20181854	March of Dimes	509a(1)	PC		1,000			1,000	
2018	20181785	Maritime Heritage Foundation of Beaufort North Carolina, Inc.	509a(1)	PC		10,000			10,000	
2017	20171465	Massachusetts Institute of Technology	509a(1)	PC	250,000				250,000	
2018	20181627	Massachusetts Institute of Technology	509a(1)	PC		7,500			7,500	
2018	20181628	Massachusetts Institute of Technology	509a(1)	PC		7,500			7,500	
2016	20161136	MDRC	509a(1)	PC	200,000				200,000	
2017	20171425	MDRC	509a(1)	PC	200,000				200,000	
2018	20181689	MDRC	509a(1)	PC		400,000			200,000	200,000
2018	20181892	MDRC	509a(1)	PC		5,000			5,000	
2018	20181694	Media & Policy Center Foundation of California	509a(1)	PC		100,000			100,000	
2018	20181846	Mediators Foundation Inc.	509a(2)	PC		15,000			15,000	
2018	20181860	Miami University	509a(1)	PC		60,000			60,000	
2018	20181685	Michigan State University	509a(1)	PC		400,000			200,000	200,000
2017	20171378	Middlebury Institute of International Studies at Monterey	509a(1)	PC	50,000				50,000	
2018	20181724	Middlebury Institute of International Studies at Monterey	509a(1)	PC		168,000			168,000	
2018	20181754	Musicians on Call Inc.	509a(1)	PC		5,000			5,000	
2015	20150901	National Bureau of Economic Research, Inc.	509a(1)	PC			(16)			
2017	20171528	National Bureau of Economic Research, Inc.	509a(1)	PC	200,000				200,000	
2018	20181811	National Bureau of Economic Research, Inc.	509a(1)	PC		250,000			250,000	
2018	20181893	National Campaign to Prevent Teen and Unplanned Pregnancy Pow	509a(1)	PC		2,000			2,000	
2018	20181827	National Endowment for Democracy	509a(1)	PC		200,000			200,000	
2018	20181806	National Jewish Foundation	509a(1)	PC		10,000			10,000	
2018	20181726	Nature Conservancy, Inc.	509a(1)	PC		2,000			2,000	
2018	20181659	New America Foundation	509a(1)	PC		200,000			100,000	100,000
2018	20181723	New America Foundation	509a(1)	PC		250,000			200,000	50,000
2018	20181796	New America Foundation	509a(1)	PC		38,320			38,320	
2018	20181826	New America Foundation	509a(1)	PC		170,000			170,000	
2018	20181684	New York University	509a(1)	PC		147,800			147,800	
2018	20181728	Newseum, Inc.	509a(3)	SOI		2,000			2,000	
2018	20181866	Niskanen Center	509a(1)	PC		50,000			50,000	
2018	20181734	North Carolina Coastal Federation, Inc.	509a(1)	PC		5,500			5,500	
2018	20181873	North Carolina Coastal Land Trust	509a(1)	PC		5,000			5,000	
2018	20181769	North Carolina Youth Shooting Foundation	509a(1)	PC		2,500			2,500	
2018	20181752	North Country Animal League	509a(1)	PC		1,000			1,000	
2018	20181712	Northeastern University	509a(1)	PC		195,500			195,500	
2017	20161336	Northwestern University	509a(1)	PC	50,731				50,731	
2018	20181848	Notheastern University	509a(1)	PC		20,000			20,000	
2018	20181732	Opera North	509a(2)	PC		10,000			10,000	
2018	20181682	Opportunity America	509a(1)	PC		47,300			47,300	
2018	20181750	Organization for Tropical Studies, Inc.	509a(1)	PC		5,000			5,000	
2018	20181813	Outcomes Research Institute	509a(1)	PC		500,000			250,000	250,000
2018	20181650	Pacific Council on International Policy	509a(1)	PC		136,500			136,500	

SMITH RICHARDSON FOUNDATION, INC.
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Year Grant Awarded	Grant Number		2018 Status of Foundation Recepient	2013 Status of Foundation Recepient	2017 Grants Unpaid 2017	2018 Grants Awarded 2018	2018 Grants Returned 2018	2018 Grants Cancelled 2018	2018 Grants Paid 2018	2018 Grants Unpaid 2018
2018	20181675	Pacific Forum	509a(1)	PC		340,557			168,782	171,775
2018	20181768	Piedmont Land Conservancy	509a(1)	PC		2,500			2,500	
2018	20181753	Plan International USA, Inc.	509a(2)	PC		1,000			1,000	
2018	20181629	Princeton University	509a(1)	PC		7,500			7,500	
2018	20181700	Princeton University	509a(1)	PC		150,000			150,000	
2018	20181758	Princeton University (Annual Giving)	509a(1)	PC		10,000			10,000	
2018	20181812	Prosperity Works	509a(1)	PC		66,710			66,710	
2018	20181642	Protestant Episcopal High School in Virginia	509a(1)	PC		7,500			7,500	
2018	20181707	Providence College	509a(1)	PC		3,000			3,000	
2018	20181776	Puget Soundkeeper Alliance	509a(1)	PC		10,000			10,000	
2018	20181739	Queen Esther Project	509a(1)	PC		10,000			10,000	
2018	20181773	Rainer Scholars	509a(1)	PC		10,000			10,000	
2018	20181748	ReadWorks, Inc.	509a(1)	PC		50,000			50,000	
2018	20181755	Red Dog Farm Animal Rescue Network	509a(1)	PC		5,000			5,000	
2017	20171345	Resources for the Future	509a(1)	PC	250,000				250,000	
2018	20171548	Rocky Mountain Institute	509a(1)	PC		200,000			200,000	
2018	20181760	Sandy Creek Baptist Church	509a(1)	PC		10,000			10,000	
2018	20181775	Seattle Children's Theater Association	509a(1)	PC		5,000			5,000	
2018	20181895	Seed Public Charter School of Washington, DC	509a(1)	PC		1,000			1,000	
2018	20181803	Share Our Strength Inc.	509a(1)	PC		5,000			5,000	
2018	20181810	SHE ROCKS INC.	509a(1)	PC		2,500			2,500	
2018	20181845	Siamak Pourzand Foundation	509a(1)	PC		94,800			94,800	
2018	20181757	Silicon Valley Education Foundation	509a(1)	PC		10,000			10,000	
2018	20181801	Sisters of the Humility of Mary	509a(1)	PC		3,000			3,000	
2018	20181676	Small Wars Foundation	509a(1)	PC		200,000			100,000	100,000
2018	20181736	Society for Science & The Public	509a(2)	PC		4,500			4,500	
2018	20181697	Squadron A Foundation	509a(1)	PC		2,500			2,500	
2018	20181795	Squadron A Foundation	509a(1)	PC		2,500			2,500	
2018	20181645	St. Barnabas Episcopal Church	509a(1)	PC		27,500			27,500	
2013	20139199	Stanford University	509a(1)	PC			(5,768)			
2017	20171386	Stanford University	509a(1)	PC	100,000				100,000	
2018	20181641	Stanford University	509a(1)	PC		50,000			50,000	
2018	20181791	The American Soc of the Mst Venble Order of the Hosp of St John o	509a(1)	PC		2,500			2,500	
2018	20181709	The Arab Gulf States Institute in Washington	509a(1)	PC		195,800			195,800	
2018	20181868	The Aspen Institute	509a(2)	PC		15,000			15,000	
2018	20181831	The Atlantc Council of the United States, Inc.	509a(1)	PC		148,525			118,525	30,000
2013	20139244	The Atlantic Council of the United States, Inc.	509a(1)	PC			(38,320)			
2017	20171452	The Atlantic Council of the United States, Inc.	509a(1)	PC	100,000				100,000	
2017	20171453	The Atlantic Council of the United States, Inc.	509a(1)	PC	100,000				100,000	
2018	20181832	The Atlantic Council of the United States, Inc.	509a(1)	PC		225,000			225,000	
2018	20181865	The Atlantic Council of the United States, Inc.	509a(1)	PC		49,808			49,808	
2018	20181716	The Catholic University of America	509a(1)	PC		125,000			125,000	

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2018	20181648	The Center for the National Interest	509a(1)	PC		125,000			125,000	
2018	20181701	The Dui Hua Foundation	509a(1)	PC		360,000			180,000	180,000
2018	20181705	The Economic Strategy Institute	509a(1)	PC		250,000			250,000	
2018	20181612	The End Fund, Inc.	509a(1)	PC		2,500			2,500	
2017	20171549	The Foundation for Defense of Democracies	509a(1)	PC	700,000				350,000	350,000
2018	20181620	The George Washington University	509a(1)	PC		105,325			105,325	
2018	20181834	The German Marshall Fund of the United States	509a(1)	PC		201,872			201,872	
2017	20171531	The Henry L. Stimson Center	509a(1)	PC	99,467				99,467	
2017	20171456	The Institute for the Study of War	509a(1)	PC	300,000				300,000	
2018	20181837	The Jamestown Foundation	509a(1)	PC		73,662			73,662	
2018	20161184	The National Bureau of Asian Research	509a(1)	PC	150,000				150,000	
2017	20171387	The Nonproliferation Policy Education Center	509a(1)	PC	175,000				175,000	
2016	20161230	The Ohio State University	509a(1)	PC			(1,769)			
2018	20181630	The RAND Corporation	509a(1)	PC		7,500			7,500	
2018	20181714	The RAND Corporation	509a(1)	PC		150,000			150,000	
2017	20171344	The Research Foundation for State University of New York	509a(1)	PC			(212,037)			
2014	20140106	The Research Foundation of the State University of New York	509a(1)	PC			(26)			
2018	20181631	The Research Foundation of the State University of New York	509a(1)	PC		7,500			7,500	
2018	20181719	The Tzell and Protravel Foundation	509a(1)	PC		5,000			5,000	
2018	20181821	The University of Chicago	509a(1)	PC		400,000			200,000	200,000
2017	20171350	The University of Tennessee	509a(1)	PC	200,000				200,000	
2018	20181635	The University of Texas at Austin	509a(1)	PC		7,500			7,500	
2018	20181695	The Urban Institute	509a(2)	PC		300,000			150,000	150,000
2018	20181864	The Urban Institute	509a(2)	PC		212,037			212,037	
2018	20181678	The Wisconsin Project on Nuclear Arms Control	509a(1)	PC		300,000			150,000	150,000
2017	20161305	Thomas B. Fordham Institute	509a(1)	PC	25,000				25,000	
2018	2018-1886	Triad Dream Center, Inc	509a(1)	PC		10,000			10,000	
2018	20181687	Trilateral Commission North America	509a(1)	PC		10,000			10,000	
2018	20181780	Trinity Episcopal Church	509a(1)	PC		5,000			5,000	
2018	20181690	Trustees of Brown University	509a(1)	PC		600,000			300,000	300,000
2017	20171381	Tufts University	509a(1)	PC	300,000				300,000	
2018	20181861	Tufts University	509a(1)	PC		60,000			60,000	
2018	20181614	Tulane University	509a(1)	PC		350,000			175,000	175,000
2018	20181706	Union College	509a(1)	PC		10,000			10,000	
2018	20181849	Union College	509a(1)	PC		10,000			10,000	
2018	20181814	United Arts Council of Greater Greensboro Inc.	509a(2)	PC		1,000			1,000	
2018	20181804	United States Naval Institute	509a(2)	PC		20,000			20,000	
2018	20181867	United Way of Greater Greensboro Inc.	509a(1)	PC		5,000			5,000	
2018	20181781	United Way of Greater New Haven	509a(1)	PC		5,000			5,000	
2018	20181680	University College London	509a(1)	PC		25,000				25,000
2018	20181688	University of California, Berkeley	509a(1)	PC		400,000			200,000	200,000
2018	20181820	University of California, Davis	509a(1)	PC		194,000			194,000	

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2015	20150982	University of California, Irvine	509a(1)	PC	718,706					718,706
2018	20181722	University of California, San Diego	509a(1)	PC		139,906			139,906	
2017	20171421	University of California, Santa Barbara	509a(1)	PC			(21)			
2018	20181679	University of California, Santa Barbara	509a(1)	PC		11,000			11,000	
2018	20181778	University of Chicago	509a(1)	PC		5,000			5,000	
2018	20181822	University of Chicago	509a(1)	PC		75,704			75,704	
2017	20171371	University of Chicago	509a(1)	PC			(466)			
2018	20181632	University of Chicago	509a(1)	PC		7,500			7,500	
2018	20171599	University of Chicago, Crime and Education Lab	509a(1)	PC		224,498			83,175	141,323
2014	20140212	University of Colorado at Boulder	509a(1)	PC			(1,101)			
2017	20171430	University of Colorado at Boulder	509a(1)	PC	100,000				100,000	
2015	20150788	University of Connecticut	509a(1)	PC	37,615				37,615	
2018	20181681	University of Connecticut	509a(1)	PC		191,327			66,546	124,781
2012	20128895	University of Maryland	509a(1)	PC			(1,065)			
2017	20171525	University of Maryland	509a(1)	PC	55,000				55,000	
2018	20181633	University of Maryland	509a(1)	PC		7,500			7,500	
2018	20171468	University of Maryland Foundation, Inc.	509a(1)	PC		38,080			38,080	
2017	20171450	University of Michigan	509a(1)	PC	50,000				50,000	
2018	20181693	University of Michigan	509a(1)	PC		149,791			79,511	70,280
2012	20129005	University of North Carolina at Chapel Hill	509a(1)	PC			(17,595)			
2018	20181611	University of North Carolina at Chapel Hill	509a(1)	PC		242,025			119,659	122,366
2018	20181644	University of North Carolina at Chapel Hill	509a(1)	PC		7,500			7,500	
2018	20181741	University of North Carolina at Chapel Hill	509a(1)	PC		10,000			10,000	
2018	20181891	University of North Carolina at Chapel Hill	509a(1)	PC		10,000			10,000	
2018	20181843	University of Notre Dame	509a(1)	PC		150,000			150,000	
2017	20171347	University of Oxford	509a(1)	PC			(1 335)			
2016	20161044	University of Pennsylvania	509a(1)	PC	64,460				32,230	32,230
2018	20181634	University of Rochester	509a(1)	PC		7,500			7,500	
2018	20171600	University of Texas at Dallas	509a(1)	PC		255,055			172,420	82,635
2018	20181703	University of Virginia	509a(1)	PC		328,739			165,352	163,387
2016	20161046	University of Virginia Law School Foundation	509a(1)	PC	193,002				193,002	
2018	20181871	Virginia Athletics Foundation	509a(1)	PC		1,000			1,000	
2018	20181616	W. E. Upjohn Institute for Employment Research	509a(1)	PC		250,000			125,000	125,000
2018	20181786	Washington Bach Consort	509a(1)	PC		10,000			10,000	
2018	20181787	Washington Ballet	509a(2)	PC		10,000			10,000	
2018	20181683	Wave Hill Incorporated	509a(1)	PC		2,500			2,500	
2018	20181762	Westover Church	509a(1)	PC		30,000			30,000	
2018	20181808	Westover Presbyterian Church Inc.	509a(1)	PC		5,000			5,000	
2018	20181887	Woofgang & Co.	509a(2)	PC		10,000			10,000	
2018	20181766	Wreaths Across America	509a(2)	PC		5,000			5,000	
2016	20161047	Yale University	509a(1)	PC	253,827				253,827	
2018	20181636	Yale University	509a(1)	PC		7,500			7,500	

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2018	20181790	**Yale University**	509a(1)	PC		2,500			2,500	
					8,585,403	23,366,891	(895,081)	(149,654)	23,104,432	8,698,208
		Flow Through Grants								
		GJRTT Family Grants Program				295,000			295,000	
		Grand Total			8,585,403	23,661,891	(895,081)	(149,654)	23,399,432	8,698,208

The Grace Jones Richardson Trust

2018 Flow-Through Grants

Name	Check #	Amount
Northwell Health Foundation	9523	45,000.00
Marist College	9207	40,000.00
Arts Empowering Life, Inc.	9213	40,000.00
City Lights and Co.	9208	35,000.00
Santa Barbara Museum of Art	9423	30,000.00
Community Sailing Center, Inc.	9220	20,000.00
Jackson Hole Classical Academy	9249	20,000.00
North Carolina Coastal Federation	9445	20,000.00
Harvest Time Church	9224	7,000.00
Southern Environmental Law Center	9311	7,000.00
Children's Defense Fund	9353	5,000.00
		269,000

The Grace Jones Richardson Trust

2018 Grants Spent From The
2017 Smith Richardson Foundation Flow-Through Grant

Name	Check #	Amount
Friends of Children, Inc.	9413	20,000.00
Southern Environmental Law Center	9566	20,000.00
The Marion Institute, Inc.	9425	15,000.00
		55,000

SMITH RICHARDSON FOUNDATION, INC.
2018 Grants paid with $2,611,000 flow through grant from
H. Smith Richardson Charitable Trust

Grantee	Status Code	Amount
American Foreign Policy Council #20181649	PC	$90,000
American Foreign Policy Council #20181830	PC	198,822
Brookings Institution #20171597	PC	100,000
Center for a New American Security #20181654	PC	175,000
Center for European Policy Analysis #20181839	PC	266,247
Center for Strategic & International Studies #20181661	PC	200,000
Committee on Capital Markets Regulation #20181817	PC	200,000
Duke University #20181858	PC	60,000
Heart Care International #20181900	PC	100,000
Hudson Institute #20181647	PC	195,000
Institute for the Analysis of Global Security #20181713	PC	198,000
National Endowment for Democracy #20181827	PC	200,000
New York University #20181684	PC	147,800
Pacific Council on International Policy #20181650	PC	136,500
Princeton University #20181700	PC	150,000
Rocky Mountain Institute #20171548	PC	193,631
		$2,611,000

SMITH RICHARDSON FOUNDATION, INC.
EIN 56-0611550
December 31, 2018

Form 990-PF, Page 5, Part VII-A, Line 11 - Transfers to and from Controlled Entities

The Smith Richardson Foundation, Inc (EIN 56-0611550) owns an approximately 65 61% controlling interest in Moorings Capital, LLC (EIN 56-2280118) Moorings Capital LLC's address is 701 Green Valley Road, Suite 306, Greensboro, NC 27408 During the 2018 tax year, Smith Richardson Foundation, Inc DID NOT RECEIVE any specified payments from Moorings Capital LLC within the meaning of Internal Revenue Code (IRC) Section (§) 512(b)(13)(A) Also, Smith Richardson Foundation, Inc 's ownership interest in Moorings Capital LLC IS NOT an excess business holding under IRC §4943

Moorings Capital LLC is a partnership for federal income tax purposes, and it has four partners/LLC members All of the members are tax exempt entities under Internal Revenue Code Section 501(c)(3) This LLC was formed for the purpose of pooling each individual tax exempt entities' separate investments into one larger investment pool This pooling of investments provides many benefits to the partners/members which include lower investment management fees and access to investments not otherwise available Moorings Capital LLC does not have any employees and its only assets are the investments in lower tier investment partnerships Moorings Capital does not have a controlling interest in any of the lower tier investment partnerships that it owns Also, neither Smith Richardson Foundation, Inc nor any other partner/LLC member has any controlling interest in any of the lower tier investments that are owned by Moorings Capital LLC

During the 2018 tax year Smith Richardson Foundation, Inc made capital contributions of $25,565,908 to Moorings Capital LLC and received $49,565,908 of capital distributions Also during the 2018 tax year Moorings Capital LLC reimbursed the Smith Richardson Foundation, Inc for investment management and accounting expenses of $1,849,031

SMITH RICHARDSON FOUNDATION, INC.
EIN 56-0611550
December 31, 2018

Form 990PF, Page 6, Part VIII (Statement B) - Employee Benefits for Mr Peter Richardson

The Foundation made employer contributions to the Foundation's retirement plan for Mr Peter Richardson of $40,500 The Foundation also provided Mr Richardson with medical, life and disability insurance on the same basis as all other Foundation employees The cost of these benefits were $28,035 The Foundation also included $24,988 in employer FICA benefits paid on Mr Richardson's behalf The remainder of the amount shown in column (d) was not paid to Mr Richardson in 2018 and represents the value of additional unvested retirement benefits that he accrued during 2018 under an unfunded supplemental retirement plan Mr Richardson's supplemental retirement benefits are being accrued over his expected 37-years of service with the Foundation