

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](http://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 01-01-2018 , and ending 12-31-2018**

Name of foundation THE MELROSE FOUNDATION		A Employer identification number 62-6037984	
Number and street (or P O box number if mail is not delivered to street address) PO BOX 629		Room/suite	
		B Telephone number (see instructions) (865) 525-5134	
City or town, state or province, country, and ZIP or foreign postal code KNOXVILLE, TN 379010629			
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		C If exemption application is pending, check here <input type="checkbox"/> D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ <u>396,694</u>		J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis )	

<b>Part I Analysis of Revenue and Expenses</b> <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions) )</i>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Revenue</b>	<b>1</b> Contributions, gifts, grants, etc , received (attach schedule)				
	<b>2</b> Check <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B				
	<b>3</b> Interest on savings and temporary cash investments				
	<b>4</b> Dividends and interest from securities	28,848	28,848		
	<b>5a</b> Gross rents				
	<b>b</b> Net rental income or (loss)				
	<b>6a</b> Net gain or (loss) from sale of assets not on line 10	3,050			
	<b>b</b> Gross sales price for all assets on line 6a <u>38,083</u>				
	<b>7</b> Capital gain net income (from Part IV, line 2)		3,050		
	<b>8</b> Net short-term capital gain				
	<b>9</b> Income modifications				
	<b>10a</b> Gross sales less returns and allowances				
<b>b</b> Less Cost of goods sold					
<b>c</b> Gross profit or (loss) (attach schedule)					
<b>11</b> Other income (attach schedule)					
<b>12 Total.</b> Add lines 1 through 11	31,898	31,898	0		
<b>Operating and Administrative Expenses</b>	<b>13</b> Compensation of officers, directors, trustees, etc	0	0	0	0
	<b>14</b> Other employee salaries and wages				
	<b>15</b> Pension plans, employee benefits				
	<b>16a</b> Legal fees (attach schedule)				
	<b>b</b> Accounting fees (attach schedule)	4,758	4,758	4,758	0
	<b>c</b> Other professional fees (attach schedule)	4,801	4,801	4,801	0
	<b>17</b> Interest				
	<b>18</b> Taxes (attach schedule) (see instructions)				
	<b>19</b> Depreciation (attach schedule) and depletion				
	<b>20</b> Occupancy				
	<b>21</b> Travel, conferences, and meetings				
	<b>22</b> Printing and publications				
	<b>23</b> Other expenses (attach schedule)	61,625	336	336	0
	<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23	71,184	9,895	9,895	0
	<b>25</b> Contributions, gifts, grants paid	28,950			28,950
<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	100,134	9,895	9,895	28,950	
<b>27</b> Subtract line 26 from line 12					
<b>a Excess of revenue over expenses and disbursements</b>	-68,236				
<b>b Net investment income</b> (if negative, enter -0-)		22,003			
<b>c Adjusted net income</b> (if negative, enter -0-)			0		

<b>Part II Balance Sheets</b> Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	<b>1</b> Cash—non-interest-bearing . . . . .	3,275	2,781	2,781
	<b>2</b> Savings and temporary cash investments . . . . .			
	<b>3</b> Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	<b>4</b> Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	<b>5</b> Grants receivable . . . . .			
	<b>6</b> Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .			
	<b>7</b> Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	<b>8</b> Inventories for sale or use . . . . .			
	<b>9</b> Prepaid expenses and deferred charges . . . . .			
	<b>10a</b> Investments—U S and state government obligations (attach schedule)			
	<b>b</b> Investments—corporate stock (attach schedule) . . . . .	461,150	393,625	393,625
	<b>c</b> Investments—corporate bonds (attach schedule) . . . . .			
	<b>11</b> Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	<b>12</b> Investments—mortgage loans . . . . .			
	<b>13</b> Investments—other (attach schedule) . . . . .			
	<b>14</b> Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
<b>15</b> Other assets (describe ▶ _____)	505	288	288	
<b>16 Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	464,930	396,694	396,694	
<b>Liabilities</b>	<b>17</b> Accounts payable and accrued expenses . . . . .			
	<b>18</b> Grants payable . . . . .			
	<b>19</b> Deferred revenue . . . . .			
	<b>20</b> Loans from officers, directors, trustees, and other disqualified persons			
	<b>21</b> Mortgages and other notes payable (attach schedule) . . . . .			
	<b>22</b> Other liabilities (describe ▶ _____)			
	<b>23 Total liabilities</b> (add lines 17 through 22) . . . . .	0	0	
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here</b> <input checked="" type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	<b>24</b> Unrestricted . . . . .	464,930	396,694	
	<b>25</b> Temporarily restricted . . . . .			
	<b>26</b> Permanently restricted . . . . .			
	<b>Foundations that do not follow SFAS 117, check here</b> <input type="checkbox"/> <b>and complete lines 27 through 31.</b>			
	<b>27</b> Capital stock, trust principal, or current funds . . . . .			
	<b>28</b> Paid-in or capital surplus, or land, bldg , and equipment fund			
<b>29</b> Retained earnings, accumulated income, endowment, or other funds				
<b>30 Total net assets or fund balances</b> (see instructions) . . . . .	464,930	396,694		
<b>31 Total liabilities and net assets/fund balances</b> (see instructions) .	464,930	396,694		

<b>Part III Analysis of Changes in Net Assets or Fund Balances</b>			
<b>1</b> 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)		<b>1</b>	464,930
<b>2</b> Enter amount from Part I, line 27a . . . . .		<b>2</b>	-68,236
<b>3</b> Other increases not included in line 2 (itemize) ▶ _____		<b>3</b>	0
<b>4</b> Add lines 1, 2, and 3 . . . . .		<b>4</b>	396,694
<b>5</b> Decreases not included in line 2 (itemize) ▶ _____		<b>5</b>	0
<b>6</b> Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .		<b>6</b>	396,694

**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)
<b>1a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

(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)
<b>a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
<b>a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

<b>2</b> Capital gain net income or (net capital loss)	2	3,050
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2017	27,932	444,247	0.062875
2016	26,423	435,272	0.060705
2015	26,550	457,598	0.058020
2014	27,550	496,284	0.055513
2013	27,400	482,958	0.056734

<b>2</b> Total of line 1, column (d)	2	0.293847
<b>3</b> 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	0.058769
<b>4</b> Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	423,960
<b>5</b> Multiply line 4 by line 3	5	24,916
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	6	220
<b>7</b> Add lines 5 and 6	7	25,136
<b>8</b> Enter qualifying distributions from Part XII, line 4	8	28,950

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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

Table with 11 rows for excise tax calculations. Includes fields for exempt foundations, tax under section 511, subtitle A tax, and credits/payments. Total tax due is 288, with 288 refunded.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, political expenditures, and state reporting. Columns for Yes/No are provided for each question.

Part VII-A Statements Regarding Activities (continued)

Table with 3 columns: Question, Yes, No. Rows 11-13 regarding controlled entities, distribution to donor advised fund, and public inspection requirements.

14 The books are in care of JACKSON G KRAMER Telephone no (865) 525-5134

Located at 2500 PLAZA TOWER KNOXVILLE TN ZIP+4 37929

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

Table with 3 columns: Question, Yes, No. Row 16 regarding interest in or authority over a bank, securities, or other financial account in a 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.

Main table with 3 columns: Question, Yes, No. Rows 1a-1c, 2a-2c, 3a-3b, 4a-4b regarding Form 4720 exceptions and requirements.



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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
<b>Total</b> 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
<b>1</b> INTERFAITH HEALTH CLINIC	1,582
<b>2</b> KNOXVILLE MUSEUM OF ART	1,385
<b>3</b> VOLUNTEER MINISTRY CENTER	692
<b>4</b> SECOND HARVEST FOOD BANK	495

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount	
<b>1</b> NONE	0	
<b>2</b>		
All other program-related investments. See instructions		
<b>3</b>		
<b>Total.</b> Add lines 1 through 3 . . . . . ▶		0

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities.	<b>1a</b>	427,388
<b>b</b>	Average of monthly cash balances.	<b>1b</b>	3,028
<b>c</b>	Fair market value of all other assets (see instructions).	<b>1c</b>	0
<b>d</b>	<b>Total</b> (add lines 1a, b, and c).	<b>1d</b>	430,416
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	<b>1e</b>	0
<b>2</b>	Acquisition indebtedness applicable to line 1 assets.	<b>2</b>	0
<b>3</b>	Subtract line 2 from line 1d.	<b>3</b>	430,416
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	<b>4</b>	6,456
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	423,960
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5.	<b>6</b>	21,198

**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.)

<b>1</b>	Minimum investment return from Part X, line 6.	<b>1</b>	21,198
<b>2a</b>	Tax on investment income for 2018 from Part VI, line 5.	<b>2a</b>	220
<b>b</b>	Income tax for 2018 (This does not include the tax from Part VI).	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b.	<b>2c</b>	220
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1.	<b>3</b>	20,978
<b>4</b>	Recoveries of amounts treated as qualifying distributions.	<b>4</b>	0
<b>5</b>	Add lines 3 and 4.	<b>5</b>	20,978
<b>6</b>	Deduction from distributable amount (see instructions).	<b>6</b>	0
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	<b>7</b>	20,978

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	<b>1a</b>	28,950
<b>b</b>	Program-related investments—total from Part IX-B.	<b>1b</b>	0
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required).	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule).	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	28,950
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions.	<b>5</b>	220
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4.	<b>6</b>	28,730

**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
<b>1</b> Distributable amount for 2018 from Part XI, line 7				20,978
<b>2</b> Undistributed income, if any, as of the end of 2018				
<b>a</b> Enter amount for 2017 only. . . . .			0	
<b>b</b> Total for prior years 20___, 20___, 20___		0		
<b>3</b> Excess distributions carryover, if any, to 2018				
<b>a</b> From 2013. . . . .	4,403			
<b>b</b> From 2014. . . . .	3,524			
<b>c</b> From 2015. . . . .	4,442			
<b>d</b> From 2016. . . . .	4,713			
<b>e</b> From 2017. . . . .	6,256			
<b>f</b> Total of lines 3a through e. . . . .	23,338			
<b>4</b> Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ <u>28,950</u>				
<b>a</b> Applied to 2017, but not more than line 2a			0	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .		0		
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .	0			
<b>d</b> Applied to 2018 distributable amount. . . . .				20,978
<b>e</b> Remaining amount distributed out of corpus	7,972			
<b>5</b> Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a) )				0
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	31,310			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .		0		
<b>c</b> 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		
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .		0		
<b>e</b> Undistributed income for 2017 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .			0	
<b>f</b> Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019 . . . . .				0
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions). . . . .		0		
<b>8</b> Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions). . . . .	4,403			
<b>9</b> Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a . . . . .	26,907			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2014. . . . .	3,524			
<b>b</b> Excess from 2015. . . . .	4,442			
<b>c</b> Excess from 2016. . . . .	4,713			
<b>d</b> Excess from 2017. . . . .	6,256			
<b>e</b> Excess from 2018. . . . .	7,972			

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

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

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

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

	Tax year				(e) Total
	(a) 2018	(b) 2017	Prior 3 years		
			(c) 2016	(d) 2015	
<b>b</b> 85% of line 2a . . . . .					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					
<b>e</b> 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) )

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

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

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

**a** The name, address, and telephone number or e-mail address of the person to whom applications should be addressed

JACKSON G KRAMER CO THE MELROSE FOU  
PO BOX 629  
KNOXVILLE, TN 379010629  
(865) 525-5134

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

NAME AND ADDRESS, TYPE OF ORGANIZATION, TAX EXEMPT DETERMINATION LETTER UNDER IRC SEC 501(C)(3), BROCHURE OR OTHER PRINTED MATERIALS REGARDING ORGANIZATION'S ACTIVITIES AND OPERATIONS

**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

NONE, OTHER THAN THE ORGANIZATION MUST BE A 501(C)(3) ORGANIZATION

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i> See Additional Data Table				
<b>Total . . . . .</b>				<b>▶ 3a</b>
<b>b</b> <i>Approved for future payment</i>				
<b>Total . . . . .</b>				<b>▶ 3b</b>





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

List and describe the kind(s) of property sold (e.g., real estate, (a) 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)
1 ALGER FDS CAPTL APP FD CLASS Z	P	2011-12-22	2018-12-20
1 BLACKROCK GLOBAL LONG/SHORT CREDIT FUND INSTITUTIONAL	P	2015-06-11	2018-12-20
BLACKSTONE ALTERNATIVE MULTI-STRATEGY FUND CLASS I	P	2017-11-14	2018-12-20
CALVERT SHORT DURATION INCOME FUND CLASS I	P	2011-08-25	2018-12-20
CALVERT SHORT DURATION INCOME FUND CLASS I	P	2011-09-29	2018-12-20
CALVERT SHORT DURATION INCOME FUND CLASS I	P	2011-10-28	2018-12-20
CALVERT SHORT DURATION INCOME FUND CLASS I	P	2011-11-23	2018-12-20
CALVERT SHORT DURATION INCOME FUND CLASS I	P	2011-12-08	2018-12-20
CALVERT SHORT DURATION INCOME FUND CLASS I	P	2011-12-08	2018-12-20
CALVERT SHORT DURATION INCOME FUND CLASS I	P	2011-12-22	2018-12-20

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
5,597		3,669	1,928
3,394		3,467	-73
4,535		4,769	-234
108		113	-5
122		126	-4
126		130	-4
133		136	-3
83		83	0
823		829	-6
1,909		1,920	-11

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1,928
			-73
			-234
			-5
			-4
			-4
			-3
			0
			-6
			-11

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

List and describe the kind(s) of property sold (e.g., real estate, <b>(a)</b> 2-story brick warehouse, or common stock, 200 shs MLC Co.)	<b>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo., day, yr.)	<b>(d)</b> Date sold (mo., day, yr.)
LOOMIS SAYLES STRATEGIC INCOME FUND CLASS Y	P	2008-03-25	2018-12-20
1 LORD ABBETT DEVELOPING GROWTH FUND CLASS F	P	2009-02-23	2018-12-20
LORD ABBETT DEVELOPING GROWTH FUND CLASS F	P	2011-11-22	2018-12-20
TEMPLETON GLBAL BOND ADV	P	2008-03-25	2018-12-20
PACE GOVT MM INVST FD CL P	P	2018-01-24	2018-10-24
CALVERT TOLL ROADS DISTRIBUTION FUND DISTRIBUTION	P	2011-12-27	2018-12-13
FEF SETTLEMENT FUND DISTRIBUTION	P	2011-12-22	2018-03-15

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

<b>(e)</b> Gross sales price	<b>(f)</b> Depreciation allowed (or allowable)	<b>(g)</b> Cost or other basis plus expense of sale	<b>(h)</b> Gain or (loss) (e) plus (f) minus (g)
5,920		6,327	-407
3,756		1,976	1,780
469		493	-24
4,025		4,160	-135
6,835		6,835	0
225			225
23			23

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			<b>(l)</b> Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
<b>(i)</b> F M V as of 12/31/69	<b>(j)</b> Adjusted basis as of 12/31/69	<b>(k)</b> Excess of col. (i) over col. (j), if any	
			-407
			1,780
			-24
			-135
			0
			225
			23

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
BIG BROTHERSBIG SISTERS OF TENNESSEE VALLEY INC 2918 MAGNOLIA AVENUE KNOXVILLE, TN 37901	NONE	LISTED IN PUB 78	EDUCATIONAL SUPPORT	1,000
BOYS & GIRLS CLUB OF THE TENNESSEE VALLEY 407 CASWELL AVENUE KNOXVILLE, TN 37917	NONE	LISTED IN PUB 78	CHARITABLE SUPPORT	1,000
CASA-A CHILD'S VOICE IN COURT 2200 SUTHERLAND AVENUE KNOXVILLE, TN 37919	NONE	LISTED IN PUB 78	CHARITABLE SUPPORT	300
<b>Total . . . . . ▶ 3a</b>				28,950

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
COMMUNITY SCHOOL OF THE ARTS 620 STATE STREET KNOXVILLE, TN 37902	NONE	LISTED IN PUB 78	CHARITABLE SUPPORT	500
EMERALD YOUTH FOUNDATION 1600 N CENTRAL STREET KNOXVILLE, TN 37914	NONE	LISTED IN PUB 78	CHARITABLE SUPPORT	1,000
FISH OF KNOX COUNTY HOSPITALITY PANTRIES 2700 E MAGNOLIA AVENUE KNOXVILLE, TN 37914	NONE	LISTED IN PUB 78	CHARITABLE SUPPORT	1,000
<b>Total . . . . .</b> ▶ <b>3a</b>				28,950

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
FLORENCE CRITTENTON AGENCY 2815 TEXAS AVENUE KNOXVILLE, TN 379216090	NONE	LISTED IN PUB 78	CHARITABLE SUPPORT	500
GIRL SCOUTS COUNCIL OF THE SOUTHERN APPALACHIANS INC 1567 DOWNTOWN WEST BLBD KNOXVILLE, TN 37919	NONE	LISTED IN PUB 78	CHARITABLE SUPPORT	500
HEARING & SPEECH FOUNDATION OF BLOUNT COUNTY 334 S WASHINGTON STREET MARYVILLE, TN 37804	NONE	LISTED IN PUB 78	CHARITABLE SUPPORT	400
<b>Total . . . . .</b> ▶ <b>3a</b>				28,950

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
HELEN ROSS MCNABB CENTER 1520 CHEROKEE TRAIL KNOXVILLE, TN 37901	NONE	LISTED IN PUB 78	CHARITABLE SUPPORT	900
HOLSTON UNITED METHODIST HOME FOR CHILDREN 900 E HILL AVENUE KNOXVILLE, TN 37915	NONE	LISTED IN PUB 78	CHARITABLE SUPPORT	1,000
IJAMS NATURE CENTER 2915 ISLAND HOME AVENUE KNOXVILLE, TN 37920	NONE	LISTED IN PUB 78	EDUCATIONAL SUPPORT	500
<b>Total . . . . .</b>				<b>28,950</b>

▶ **3a**

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
INTERFAITH HEALTH CLINIC 315 GILL AVENUE KNOXVILLE, TN 37902	NONE	LISTED IN PUB 78	MEDICAL SUPPORT	4,500
JOHN T O'CONNOR SENIOR CENTER 6111 WINONA ST KNOXVILLE, TN 37917	NONE	LISTED IN PUB 78	CHARITABLE SUPPORT	150
KNOX AREA RESCUE MINISTRIES 418 N BROADWAY KNOXVILLE, TN 37917	NONE	LISTED IN PUB 78	CHARITABLE SUPPORT	250
<b>Total . . . . .</b> ▶ <b>3a</b>				28,950

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
KNOX COUNTY OFFICE ON AGING - MOBILE MEALS 2247 WESTERN AVENUE KNOXVILLE, TN 37921	NONE	LISTED IN PUB 78	CHARITABLE SUPPORT	250
KNOXVILLE FAMILY JUSTICE CENTER 400 HARRIET TUBMAN STREET KNOXVILLE, TN 37915	NONE	LISTED IN PUB 78	CHARITABLE SUPPORT	500
KNOXVILLE LEGAL AID SOCIETY INC 502 S GAY STREET KNOXVILLE, TN 37902	NONE	LISTED IN PUB 78	CHARITABLE SUPPORT	750
<b>Total . . . . .</b> ▶ <b>3a</b>				28,950

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
KNOXVILLE MUSEUM OF ART 1010 LAUREL AVENUE KNOXVILLE, TN 37916	NONE	LISTED IN PUB 78	EDUCATIONAL SUPPORT	4,000
KNOXVILLE SYMPHONY SOCIETY 708 GAY STREET KNOXVILLE, TN 379021685	NONE	LISTED IN PUB 78	EDUCATIONAL SUPPORT	300
KNOXVILLE ZOOLOGICAL PARK PO BOX 6040 KNOXVILLE, TN 37914	NONE	LISTED IN PUB 78	EDUCATIONAL SUPPORT	300
<b>Total . . . . .</b> ▶ <b>3a</b>				28,950

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
MCCLUNG MUSEUM OF NATURAL HISTORY & CULTURE 1327 CIRCLE PARK DRIVE KNOXVILLE, TN 37916		LISTED IN PUB 78	EDUCATIONAL SUPPORT	500
SECOND HARVEST FOOD BANK 922 DELAWARE AVENUE KNOXVILLE, TN 37921	NONE	LISTED IN PUB 78	CHARITABLE SUPPORT	1,500
SERTOMA CENTER INC 1400 E 5TH AVENUE KNOXVILLE, TN 37917	NONE	LISTED IN PUB 78	CHARITABLE SUPPORT	500
<b>Total . . . . . ▶ 3a</b>				28,950

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
SHANGRI-LA THERAPEUTIC ACADEMY OF RIDING INC 11800 HIGHWAY 11 EAST LENOIR CITY, TN 37772	NONE	LISTED IN PUB 78	CHARITABLE SUPPORT	1,000
TENNESSEE LION'S CHARITIES INC 505 FESSLERS LANE NASHVILLE, TN 372102814	NONE	LISTED IN PUB 78	CHARITABLE SUPPORT	350
TENNESSEE WESLEYAN COLLEGE PO BOX 40 ATHENS, TN 37303	NONE	LISTED IN PUB 78	EDUCATIONAL SUPPORT	250
<b>Total . . . . .</b> ▶ <b>3a</b>				28,950

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
THE JOY OF MUSIC YOUTH MUSIC SCHOOL 1209 EUCLID AVENUE KNOXVILLE, TN 37921	NONE	LISTED IN PUB 78	CHARITABLE SUPPORT	500
THE MUSE KNOXVILLE 516 N BEAMAN STREET KNOXVILLE, TN 37914	NONE	LISTED IN PUB 78	CHARITABLE SUPPORT	250
UNIVERSITY OF TENNESSEE MEDICAL CENTER - PASTORAL CARE DEPARTMENT 1924 ALCOA HIGHWAY KNOXVILLE, TN 37901	NONE	LISTED IN PUB 78	MEDICAL SUPPORT	1,000
<b>Total . . . . . ▶ 3a</b>				28,950

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a</b> <i>Paid during the year</i>				
VOLUNTEER MINISTRY CENTER 306 W JACKSON AVENUE KNOXVILLE, TN 37901	NONE	LISTED IN PUB 78	CHARITABLE SUPPORT	2,000
WESLEY HOUSE 923 DAMERON AVENUE KNOXVILLE, TN 37921	NONE	LISTED IN PUB 78	CHARITABLE SUPPORT	1,000
YOUNG MEN'S CHRISTIAN ASSOCIATION PO BOX 2776 KNOXVILLE, TN 379012776	NONE	LISTED IN PUB 78	CHARITABLE SUPPORT	250
<b>Total . . . . .</b> ▶ <b>3a</b>				28,950

<b>Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment</b>				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
YOUNG WOMEN'S CHRISTIAN ASSOCIATION 420 W CLINCH AVENUE KNOXVILLE, TN 37902	NONE	LISTED IN PUB 78	CHARITABLE SUPPORT	250
<b>Total</b> . . . . .			<b>▶ 3a</b>	28,950

**TY 2018 Accounting Fees Schedule****Name:** THE MELROSE FOUNDATION**EIN:** 62-6037984

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
ACCOUNTING FEES	4,758	4,758	4,758	0

**TY 2018 Investments Corporate Stock Schedule****Name:** THE MELROSE FOUNDATION**EIN:** 62-6037984**Investments Corporation Stock Schedule**

<b>Name of Stock</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
PACE GOVT MM INVEST FD CL P	2,736	2,736
AIG FOCUSED DIV STRATGS FD CL W	45,421	45,421
ALGER FUNDS CAPITAL APP FD CL Z	37,374	37,374
FIRST EAGLE GLOBAL FDS CL I	80,062	80,062
LORD ABBOTT DEVELOPING GWTH FD CL F	16,719	16,719
OAKMARK INTL FD CL I	30,030	30,030
13D ACTIVIST FUND CLASS	31,457	31,457
CALVERT ST DURATION INC FD CL Y	21,154	21,154
LOOMIS SAYLES STRATEGIC INC FD CL Y	45,383	45,383
TEMPLETON GLOBAL BOND ADV	24,622	24,622
BLACKROCK GLOBAL LG/ST CR FD I	24,714	24,714
BLACKSTONE ALTERNATIVE MULTI-STRATEGY FD CL I	32,857	32,857
TENNECO AUTOMOTIVE, INC.	1,096	1,096

**TY 2018 Other Assets Schedule****Name:** THE MELROSE FOUNDATION**EIN:** 62-6037984**Other Assets Schedule**

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
REFUNDABLE FEDERAL EXCISE TAXES	505	288	288

**TY 2018 Other Expenses Schedule****Name:** THE MELROSE FOUNDATION**EIN:** 62-6037984**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OFFICE EXPENSES	336	336	336	0
UNREALIZED DEPRECIATION OF INVESTMENTS	61,289	0	0	0

**TY 2018 Other Professional Fees Schedule****Name:** THE MELROSE FOUNDATION**EIN:** 62-6037984

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
INVESTMENT MANAGER FEES	4,801	4,801	4,801	0