

For calendar year 2018, or tax year beginning 01-01-2018, and ending 12-31-2018

Name of foundation THE GOLDSMITH FAMILY FOUNDATION		A Employer identification number 62-6039604	
Number and street (or P O box number if mail is not delivered to street address) 230 TUCKAHOE LANE		Room/suite	B Telephone number (see instructions) (901) 728-4600
City or town, state or province, country, and ZIP or foreign postal code MEMPHIS, TN 38117		C If exemption application is pending, check here ▶ ☐	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ▶ ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 8,281,647	J Accounting method ☒ Cash ☐ 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) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ▶ ☒ If the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	370	370		
	4 Dividends and interest from securities	155,197	155,197		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	823,055			
	b Gross sales price for all assets on line 6a				
		3,192,606			
	7 Capital gain net income (from Part IV, line 2)		823,055		
	8 Net short-term capital gain				
	9 Income modifications				
Operating and Administrative Expenses	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	978,622	978,622		
	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	2,500	2,500		0
	c Other professional fees (attach schedule)	79,245	79,245		0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	17,731	17,731		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	6,686	3,343		0
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	106,162	102,819		0
	25 Contributions, gifts, grants paid	447,900			447,900
	26 Total expenses and disbursements. Add lines 24 and 25	554,062	102,819		447,900
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	424,560			
	b Net investment income (if negative, enter -0-)		875,803		
c Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	896,391	205,921	205,921
	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 (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	6,036,658	7,203,457	8,075,726
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	15	Other assets (describe ▶ _____)			
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	6,933,049	7,409,378	8,281,647
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	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	0	0	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	6,933,049	7,409,378	
	30	Total net assets or fund balances (see instructions)	6,933,049	7,409,378	
	31	Total liabilities and net assets/fund balances (see instructions) .	6,933,049	7,409,378	

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	6,933,049
2	Enter amount from Part I, line 27a	2	424,560
3	Other increases not included in line 2 (itemize) ▶ _____	3	51,769
4	Add lines 1, 2, and 3	4	7,409,378
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	7,409,378

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)
1 a VARIOUS MARKETABLE SECURITIES			
b VARIOUS MARKETABLE SECURITIES			
c CAPITAL GAINS DIVIDENDS	P		
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 547,449		518,025	29,424
b 2,629,391		1,851,526	777,865
c 15,766			15,766
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			29,424
b			777,865
c			15,766
d			
e			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	823,055
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 { }	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2017	415,900	8,618,439	0 048257
2016	406,240	7,684,359	0 052866
2015	409,624	8,045,849	0 050911
2014	391,151	8,141,556	0 048044
2013	334,975	7,402,722	0 045250

2 Total of line 1, column (d)	2	0 245328
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	0 049066
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	9,071,537
5 Multiply line 4 by line 3	5	445,104
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	8,758
7 Add lines 5 and 6	7	453,862
8 Enter qualifying distributions from Part XII, line 4 ,	8	447,900

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)

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b	1	17,516
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	17,516
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	17,516
6	Credits/Payments		
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a	0
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	0
d	Backup withholding erroneously withheld	6d	2,397
7	Total credits and payments. Add lines 6a through 6d.	7	2,397
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	271
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ▶	9	15,390
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ▶	10	
11	Enter the amount of line 10 to be Credited to 2019 estimated tax ▶ Refunded ▶	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? (see Instructions for definition). 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	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ \$ _____ 0 (2) On foundation managers ▶ \$ _____ 0		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ _____ 0		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	2	No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ TN _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	8b	Yes
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2018 or the taxable year beginning in 2018? See the instructions for Part XIV. If "Yes," complete Part XIV	9	No
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions.	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions.	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	Yes	
14	The books are in care of ▶ HARRY GOLDSMITH Telephone no ▶ (901) 728-4600			

Located at **▶** 230 TUCKAHOE LANE MEMPHIS TNZIP+4 **▶** 38117

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —check here ▶ ☐	15		
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? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes", enter the name of the foreign country ▶	16	Yes	No

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.**

1a	During the year did the foundation (either directly or indirectly)		Yes	No
(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		No
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		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 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 ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 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).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2018?	4b		No

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.	☐ Yes	☒ No
(5)	Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes	☒ No
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions.	5b	
	Organizations relying on a current notice regarding disaster assistance check here.	☐	
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? If "Yes," attach the statement required by Regulations section 53.4945–5(d)	☐ Yes	☐ No
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? If "Yes" to 6b, file Form 8870	6b	
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes	☒ No
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b	
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 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, foundation managers and their compensation. See instructions				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				0

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services. ►		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1	
2	
3	
4	

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	8,571,692
b	Average of monthly cash balances.	1b	637,990
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	9,209,682
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	9,209,682
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	138,145
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	9,071,537
6	Minimum investment return. Enter 5% of line 5.	6	453,577

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	453,577
2a	Tax on investment income for 2018 from Part VI, line 5.	2a	17,516
b	Income tax for 2018 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	17,516
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	436,061
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	436,061
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	436,061

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	447,900
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	447,900
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions.	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	447,900

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				436,061
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only.			83,410	
b Total for prior years 20____, 20____, 20____		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 ▶ \$ 447,900				
a Applied to 2017, but not more than line 2a			83,410	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2018 distributable amount.				364,490
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	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		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 instructions			0	
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019				71,571
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).	0			
8 Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions).	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.				

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)

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

Part XV Supplementary Information (Complete this part only if the 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 email address of the person to whom applications should be addressed

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

c Any submission deadlines

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total ► 3a				
b <i>Approved for future payment</i> MEMPHIS BOTANIC GARDEN FOUNDATION 750 CHERRY RD MEMPHIS, TN 38117	NONE	PUBLIC CHARITY	ANNUAL SUPPORT	120,000
MEMPHIS BROOKS MUSEUM OF ART INC 1934 POPLAR AVE MEMPHIS, TN 38104	NONE	PUBLIC CHARITY	ANNUAL SUPPORT	150,000
TEMPLE SINAI 13875 BRIMHURST DR HOUSTON, TX 77077	NONE	PUBLIC CHARITY	ANNUAL SUPPORT	25,000
Total ► 3b				

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments			14	370	
4 Dividends and interest from securities. . . .			14	155,197	
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			14	15,766	807,289
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal Add columns (b), (d), and (e). .		0		171,333	807,289
13 Total. Add line 12, columns (b), (d), and (e). (See worksheet in line 13 instructions to verify calculations)			13		978,622

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

[illegible]

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

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

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

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

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.

Sign Here	*****	2019-05-09	*****	May the IRS discuss this return with the preparer shown below? (see instr)? ☒ Yes ☐ No
	Signature of officer or trustee	Date	Title	

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
	PAMELA BOMBA				P01204136
	Firm's name ▶ PIVOT CPAS	Firm's EIN ▶ 20-0708248			
Firm's address ▶ 238 PONTE VEDRA PARK DR ST 201 PONTE VEDRA BEACH, FL 32082					Phone no (904) 280-2053

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
HARRY L GOLDSMITH	PRESIDENT & LIFE TRUSTEE 0 00	0	0	0
230 TUCKAHOE LANE MEMPHIS, TN 38117				
FRED GOLDSMITH III	VICE PRESIDENT & LIFE TRUS 0 00	0	0	0
230 TUCKAHOE LANE MEMPHIS, TN 38117				
LARRY J GOLDSMITH	SECRETARY/TREASURER & LIFE 0 00	0	0	0
230 TUCKAHOE LANE MEMPHIS, TN 38117				
SYLVIA GOLDSMITH MARKS	VICE PRESIDENT & LIFE TRUS 0 00	0	0	0
230 TUCKAHOE LANE MEMPHIS, TN 38117				
BETH GOLDSMITH BROWN	VICE PRESIDENT & ASSOCIATE 0 00	0	0	0
230 TUCKAHOE LANE MEMPHIS, TN 38117				
H STEPHEN BROWN JR	VICE PRESIDENT & ASSOCIATE 0 00	0	0	0
230 TUCKAHOE LANE MEMPHIS, TN 38117				
JANE GOLDSMITH BUTLER	VICE PRESIDENT & ASSOCIATE 0 00	0	0	0
230 TUCKAHOE LANE MEMPHIS, TN 38117				
PEGGY GOLDSMITH FINEMAN	VICE PRESIDENT & ASSOCIATE 0 00	0	0	0
230 TUCKAHOE LANE MEMPHIS, TN 38117				
DAVID F GOLDSMITH	VICE PRESIDENT & ASSOCIATE 0 00	0	0	0
230 TUCKAHOE LANE MEMPHIS, TN 38117				
JACK L GOLDSMITH III	VICE PRESIDENT & ASSOCIATE 0 00	0	0	0
230 TUCKAHOE LANE MEMPHIS, TN 38117				
LARRY J GOLDSMITH JR	VICE PRESIDENT & ASSOCIATE 0 00	0	0	0
230 TUCKAHOE LANE MEMPHIS, TN 38117				
MELVIN GOLDSMITH	VICE PRESIDENT & ASSOCIATE 0 00	0	0	0
230 TUCKAHOE LANE MEMPHIS, TN 38117				
THOMAS B GOLDSMITH	VICE PRESIDENT & ASSOCIATE 0 00	0	0	0
230 TUCKAHOE LANE MEMPHIS, TN 38117				

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)				
a Paid during the year				
ALL FAITHS FOOD BANK FOUNDATION INC 8171 BLAIKIE CT SARASOTA, FL 34240	NONE	PUBLIC CHARITY	ANNUAL SUPPORT	1,500
AMERICAN JEWISH COMMITTEE 165 EAST 56TH STREET NEW YORK, NY 10022	NONE	PUBLIC CHARITY	ANNUAL SUPPORT	2,500
ARMSTRONG SCHOOL PTA 3600 CORNELL AVE DALLAX, TX 75205	NONE	PUBLIC CHARITY	ANNUAL SUPPORT	5,000
Total ▶ 3a				447,900

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)				
a <i>Paid during the year</i>				
ARTSMEMPHIS 575 SOUTH MENDENHALL RD MEMPHIS, TN 38117	NONE	PUBLIC CHARITY	ANNUAL SUPPORT	3,500
AUTOZONERS ASSISTANCE FUND 123 S FRONT ST MEMPHIS, TN 38103	NONE	PUBLIC CHARITY	ANNUAL SUPPORT	2,500
BOYS AND GIRLS CLUB OF SARASOTA COUNTY INC 3100 FRUITVILLE RD SARASOTA, FL 34237	NONE	PUBLIC CHARITY	ANNUAL SUPPORT	4,500
Total ▶ 3a				447,900

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)				
a <i>Paid during the year</i>				
BRIDGES INC279 E ARROW HWY SAN DIMAS, CA 91773	NONE	PUBLIC CHARITY	ANNUAL SUPPORT	5,000
CENTRE STREET FOOD PANTRY INC 11 HORNER ST NEWTON CENTRE, MA 02459	NONE	PUBLIC CHARITY	ANNUAL SUPPORT	5,000
CHARLOTTE DAY SCHOOL 1440 CARMEL RD CHARLOTTE, NC 28226	NONE	PUBLIC CHARITY	ANNUAL SUPPORT	9,000
Total ▶ 3a				447,900

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)				
a <i>Paid during the year</i>				
CHRIST THE KING LUTHERAN CHURCH 5296 PARK AVE MEMPHIS, TN 38119	NONE	PUBLIC CHARITY	ANNUAL SUPPORT	1,000
CHRISTIAN BROTHERS HIGH SCHOOL 5900 WALNUT GROVE RD MEMPHIS, TN 38120	NONE	PUBLIC CHARITY	ANNUAL SUPPORT	250
COASTAL CONSERVATION ASSOCIATION 4061 FORRESTAL AVE ORLANDO, FL 32806	NONE	PUBLIC CHARITY	ANNUAL SUPPORT	250
Total ▶ 3a				447,900

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)				
a <i>Paid during the year</i>				
COMBINED JEWISH PHILANTHROPIES OF BOSTON MA 126 HIGH STREET BOSTON, MA 02110	NONE	PUBLIC CHARITY	ANNUAL SUPPORT	5,000
CULVER MILITARY ACADEMY 1300 ACADEMY RD CULVER, IN 46511	NONE	PUBLIC CHARITY	ANNUAL SUPPORT	3,000
ELAN MINISTRIES INC2613 N MIRO ST NEW ORLEANS, LA 70117	NONE	PUBLIC CHARITY	ANNUAL SUPPORT	2,500
Total ▶ 3a				447,900

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)				
a <i>Paid during the year</i>				
FOUNDATION FOR CHOICE 2904 FLOYD ST STE D DALLAS, TX 75204	NONE	PUBLIC CHARITY	ANNUAL SUPPORT	5,000
FRIENDS OF ST STEPHENS YOUTH PROGRAMS INC 419 SHAWMUT AVE BOSTON, MA 02118	NONE	PUBLIC CHARITY	ANNUAL SUPPORT	14,000
FUR SISTERS - FUREVER URS RESCUE INC 951 SHETTER AVE JACKSONVILLE BEACH, FL 32250	NONE	PUBLIC CHARITY	ANNUAL SUPPORT	10,000
Total ▶ 3a				447,900

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)				
a <i>Paid during the year</i>				
HORIZONS FOR HOMELESS CHILDREN 1705 COLUMBUS AVE ROXBURY, MA 02119	NONE	PUBLIC CHARITY	ANNUAL SUPPORT	5,000
ICE FOUNDATION 8300 GREENSBORO DR 800 MCLEAN, VA 22102	NONE	PUBLIC CHARITY	ANNUAL SUPPORT	1,000
JACKSONVILLE HUMANE SOCIETY 8464 BEACH BLVD JACKSONVILLE, FL 32216	NONE	PUBLIC CHARITY	ANNUAL SUPPORT	20,000
Total ► 3a				447,900

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)				
a <i>Paid during the year</i>				
JEWISH FAMILY & CHILDRENS SERVICE OF SARASOTA-MANATEE INC 2688 FRUITVILLE RD SARASOTA, FL 34237	NONE	PUBLIC CHARITY	ANNUAL SUPPORT	2,500
JEWISH FEDERATON OF GREATER ATLANTA 1440 SPRING ST NW ATLANTA, GA 30309	NONE	PUBLIC CHARITY	ANNUAL SUPPORT	5,400
JEWISH HOUSING COUNCIL FOUNDATION INC 1951 N HONORE AVE SARASOTA, FL 34235	NONE	PUBLIC CHARITY	ANNUAL SUPPORT	1,500
Total			3a	447,900

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)				
a <i>Paid during the year</i>				
JOHN AND MABLE RINGLING MUSEUM OF ART FOUNDATION 5401 BAY SHORE RD SARASOTA, FL 34243	NONE	PUBLIC CHARITY	ANNUAL SUPPORT	250
K9'S FOR WARRIORS 114 CAMP K9 ROAD PONTE VEDRA BEACH, FL 32082	NONE	PUBLIC CHARITY	ANNUAL SUPPORT	10,000
MAUI PREPARATORY ACADEMY 4910 HONOAPIILANI HWY LAHAINA, HI 96761	NONE	PUBLIC CHARITY	ANNUAL SUPPORT	4,000
Total ▶ 3a				447,900

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)				
a <i>Paid during the year</i>				
MEMPHIS BOTANIC GARDEN FOUNDATION 750 CHERRY RD MEMPHIS, TN 38117	NONE	PUBLIC CHARITY	ANNUAL SUPPORT	65,000
MEMPHIS BROOKS MUSEUM OF ART INC 1934 POPLAR AVE MEMPHIS, TN 38104	NONE	PUBLIC CHARITY	ANNUAL SUPPORT	15,000
MEMPHIS JEWISH COMMUNITY CENTER 6560 POPLAR AVE MEMPHIS, TN 38138	NONE	PUBLIC CHARITY	ANNUAL SUPPORT	25,000
Total ► 3a				447,900

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)				
a <i>Paid during the year</i>				
MEMPHIS JEWISH FEDERATION 6560 POPLAR AVE SUITE B GERMANTOWN, TN 38138	NONE	PUBLIC CHARITY	ANNUAL SUPPORT	40,000
MEMPHIS JEWISH HOME 36 BAZEERRY RD CORDOVA, TN 38018	NONE	PUBLIC CHARITY	ANNUAL SUPPORT	1,000
MEMPHIS OPPORTUNITY SCHOLARSHIP TRUST 1000 RIDGEWAY LOOP RD SUITE 205 MEMPHIS, TN 38120	NONE	PUBLIC CHARITY	ANNUAL SUPPORT	1,000
Total ► 3a				447,900

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)				
a <i>Paid during the year</i>				
MEMPHIS UNION MISSIONPO BOX 330 MEMPHIS, TN 38101	NONE	PUBLIC CHARITY	ANNUAL SUPPORT	500
MEMPHIS UNIVERSITY SCHOOL 6191 PARK AVENUE MEMPHIS, TN 38119	NONE	PUBLIC CHARITY	ANNUAL SUPPORT	5,000
METHODIST LEBONHEUR HEALTHCARE FOUNDATION 1211 UNION AVENUE SUITE 450 MEMPHIS, TN 38104	NONE	PUBLIC CHARITY	ANNUAL SUPPORT	20,000
Total ► 3a				447,900

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)				
a <i>Paid during the year</i>				
METROPOLITAN INTER-FAITH ASSOCIATION 910 VANCE AVE MEMPHIS, TN 38126	NONE	PUBLIC CHARITY	ANNUAL SUPPORT	20,000
MID-SOUTH FOOD BANK 239 S DUDLEY ST MEMPHIS, TN 38104	NONE	PUBLIC CHARITY	ANNUAL SUPPORT	20,500
MOTE MARINE LABORATORY 1600 KEN THOMPSON PKWY SARASOTA, FL 34236	NONE	PUBLIC CHARITY	ANNUAL SUPPORT	250
Total ► 3a				447,900

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)				
a <i>Paid during the year</i>				
NAVAL POSTGRADUATE SCHOOL FOUNDATION INC 1 UNIVERSITY CIRCLE MONTEREY, CA 93943	NONE	PUBLIC CHARITY	ANNUAL SUPPORT	5,000
NEW BALLET ENSEMBLE INC 2157 YORK AVENUE MEMPHIS, TN 38104	NONE	PUBLIC CHARITY	ANNUAL SUPPORT	5,000
OAK PARK SCHOOL OF SARASOTA 7285 PROCTOR RD SARASOTA, FL 34241	NONE	PUBLIC CHARITY	ANNUAL SUPPORT	2,500
Total ▶ 3a				447,900

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)				
a <i>Paid during the year</i>				
PALMS PRESBYTERIAN CHURCH 3410 3RD ST SOUTH JACKSONVILLE, FL 32250	NONE	PUBLIC CHARITY	ANNUAL SUPPORT	4,000
PARKER SCHOOL65-1224 LINDSEY RD KAMUELA, HI 96743	NONE	PUBLIC CHARITY	ANNUAL SUPPORT	2,000
PEBBLE BEACH JUNIOR GOLF ASSOCIATION 4TH AVE CARMELBYTHESEA, CA 93923	NONE	PUBLIC CHARITY	ANNUAL SUPPORT	5,000
Total ▶ 3a				447,900

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)				
a <i>Paid during the year</i>				
PLANTATION FOUNDATION INC 500 ROCKLEY BLVD VENICE, FL 34293	NONE	PUBLIC CHARITY	ANNUAL SUPPORT	6,000
PTA TEXAS CONGRESS ARCH MCCULLOCH SCHOOL 3555 GRANADA AVE DALLAS, TX 75205	NONE	PUBLIC CHARITY	ANNUAL SUPPORT	5,000
SARASOTA-MANATEE JEWISH FEDERATION 580 MCINTOSH RD SARASOTA, FL 34232	NONE	PUBLIC CHARITY	ANNUAL SUPPORT	4,000
Total ▶ 3a				447,900

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)				
a <i>Paid during the year</i>				
SENIOR FRIENDSHIP CENTERS INC 1888 BROTHER GEENEN WAY SARASOTA, FL 34236	NONE	PUBLIC CHARITY	ANNUAL SUPPORT	500
TEMPLE BETH ISRAEL567 BAY ISLES RD LONGBOAT KEY, FL 34228	NONE	PUBLIC CHARITY	ANNUAL SUPPORT	2,000
TEMPLE EMANU-EL8500 HILLCREST AVE DALLAS, TX 75225	NONE	PUBLIC CHARITY	ANNUAL SUPPORT	5,000
Total ▶ 3a				447,900

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)				
a <i>Paid during the year</i>				
TEMPLE ISRAEL1376 E MASSEY RD MEMPHIS, TN 38120	NONE	PUBLIC CHARITY	ANNUAL SUPPORT	25,000
TEMPLE SHALOM OF NEWTON 175 TEMPLE ST WEST NEWTON, MA 02465	NONE	PUBLIC CHARITY	ANNUAL SUPPORT	5,000
THE EXCEPTIONAL FOUNDATION OF WEST TENNESSEE 4965 WILLOW RD MEMPHIS, TN 38117	NONE	PUBLIC CHARITY	ANNUAL SUPPORT	500
Total ► 3a				447,900

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)				
a <i>Paid during the year</i>				
THE FIRST TEE OF NORTH FLORIDA 1157 GOLFAIR BLVD JACKSONVILLE, FL 32209	NONE	PUBLIC CHARITY	ANNUAL SUPPORT	750
THE URBAN SCHOOL OF SAN FRANCISCO 1563 PAGE ST SAN FRANCISCO, CA 94117	NONE	PUBLIC CHARITY	ANNUAL SUPPORT	10,000
UNITED WAY OF SARASOTA COUNTY INC 1445 2ND ST SARASOTA, FL 34236	NONE	PUBLIC CHARITY	ANNUAL SUPPORT	2,000
Total ▶ 3a				447,900

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)				
a <i>Paid during the year</i>				
UNITED WAY OF THE MID-SOUTH 1005 TILLMAN ST MEMPHIS, TN 38112	NONE	PUBLIC CHARITY	ANNUAL SUPPORT	15,000
UNIVERSITY OF MIAMI 1320 S DIXIE HWY CORAL GABLES, FL 33146	NONE	PUBLIC CHARITY	ANNUAL SUPPORT	250
WOMAN'S EXCHANGE OF MEMPHIS INC 88 RACINE ST MEMPHIS, TN 38111	NONE	PUBLIC CHARITY	ANNUAL SUPPORT	1,000
Total ► 3a				447,900

TY 2018 Accounting Fees Schedule**Name:** THE GOLDSMITH FAMILY FOUNDATION**EIN:** 62-6039604

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	2,500	2,500		0

TY 2018 Investments Corporate Stock Schedule**Name:** THE GOLDSMITH FAMILY FOUNDATION**EIN:** 62-6039604**Investments Corporation Stock Schedule**

Name of Stock	End of Year Book Value	End of Year Fair Market Value
PUBLICLY TRADED STOCKS	7,203,457	8,075,726

TY 2018 Other Increases Schedule

Name: THE GOLDSMITH FAMILY FOUNDATION
EIN: 62-6039604

Description	Amount
BASIS ADJUSTMENT	51,769

TY 2018 Other Professional Fees Schedule**Name:** THE GOLDSMITH FAMILY FOUNDATION**EIN:** 62-6039604

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT ADVISORY FEES	79,245	79,245		0

TY 2018 Taxes Schedule**Name:** THE GOLDSMITH FAMILY FOUNDATION**EIN:** 62-6039604

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX EXPENSE	9,273	9,273		0
FOREIGN TAXES	6,061	6,061		0
BACK UP WITHHOLDING	2,397	2,397		0