

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value			
Assets	1	Cash—non-interest-bearing	-1	470,202	470,202		
	2	Savings and temporary cash investments	-35,847				
	3	Accounts receivable ▶ <u>1,822,789</u>					
		Less allowance for doubtful accounts ▶ <u>1,700,000</u>	53,643	122,789	122,789		
	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	78,953	78,953	78,953		
	9	Prepaid expenses and deferred charges					
	10a	Investments—U S and state government obligations (attach schedule)					
	b	Investments—corporate stock (attach schedule)					
	c	Investments—corporate bonds (attach schedule)					
	11	Investments—land, buildings, and equipment basis ▶ <u>63,005</u>					
	Less accumulated depreciation (attach schedule) ▶ _____	63,005	63,005	63,005			
12	Investments—mortgage loans						
13	Investments—other (attach schedule)	37,797,689	34,688,553	34,688,553			
14	Land, buildings, and equipment basis ▶ <u>96,352</u>						
	Less accumulated depreciation (attach schedule) ▶ <u>62,893</u>	39,055	33,459	33,459			
15	Other assets (describe ▶ _____)	-95,071	236,418	236,418			
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	37,901,426	35,693,379	35,693,379			
Liabilities	17	Accounts payable and accrued expenses	531	4,971			
	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 ▶ _____)	0	32,600			
	23	Total liabilities (add lines 17 through 22)	531	37,571			
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	37,900,895	35,655,808				
30	Total net assets or fund balances (see instructions)	37,900,895	35,655,808				
31	Total liabilities and net assets/fund balances (see instructions) .	37,901,426	35,693,379				

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 37,900,895
2	Enter amount from Part I, line 27a	2 1,982,550
3	Other increases not included in line 2 (itemize) ▶ _____	3 4,232
4	Add lines 1, 2, and 3	4 39,887,677
5	Decreases not included in line 2 (itemize) ▶ _____	5 4,231,869
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6 35,655,808

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 See Additional Data Table				
b				
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 See Additional Data Table			
b			
c			
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 See Additional Data Table			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	3,363,919
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	370,390

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	1,829,163	36,446,226	0 050188
2016	2,150,421	35,101,482	0 061263
2015	2,075,379	37,325,595	0 055602
2014	2,066,207	37,613,598	0 054932
2013	1,804,315	35,364,666	0 051020
2 Total of line 1, column (d)			2 0 273005
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 054601
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5			4 35,522,648
5 Multiply line 4 by line 3			5 1,939,572
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 38,029
7 Add lines 5 and 6			7 1,977,601
8 Enter qualifying distributions from Part XII, line 4			8 1,815,638

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	76,058
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	76,058
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	76,058
6	Credits/Payments		
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a	15,868
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	42,100
d	Backup withholding erroneously withheld	6d	0
7	Total credits and payments. Add lines 6a through 6d.	7	57,968
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	992
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	19,082
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	Yes
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	Yes
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	Yes	
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 WWW KWFF ORG	13	Yes	
14	The books are in care of ZACH OGALE CPA Telephone no (901) 346-8800			

Located at **8700 TRAIL LAKE DRIVE WEST SUITE 300 MEMPHIS TN**ZIP+4 **38125**

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —check here ☐ and enter the amount of tax-exempt interest received or accrued during the year 15		
16	At any time during calendar year 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. Organizations relying on a current notice regarding disaster assistance check here. ☐	1b		
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)

5a	During the year did the foundation pay or incur any amount to		Yes	No
(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	6b	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			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No	7b	
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?			
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	35,529,779
b	Average of monthly cash balances.	1b	533,823
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	36,063,602
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	36,063,602
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	540,954
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	35,522,648
6	Minimum investment return. Enter 5% of line 5.	6	1,776,132

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	1,776,132
2a	Tax on investment income for 2018 from Part VI, line 5.	2a	76,058
b	Income tax for 2018 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	76,058
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	1,700,074
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	1,700,074
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	1,700,074

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	1,815,638
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	1,815,638
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	1,815,638

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				1,700,074
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2018				
a From 2013.	66,973			
b From 2014.	289,849			
c From 2015.	238,017			
d From 2016.	405,563			
e From 2017.	41,072			
f Total of lines 3a through e.	1,041,474			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ <u>1,815,638</u>				
a Applied to 2017, but not more than line 2a			0	
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.				1,700,074
e Remaining amount distributed out of corpus	115,564			
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	1,157,038			
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				0
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).	66,973			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	1,090,065			
10 Analysis of line 9				
a Excess from 2014.	289,849			
b Excess from 2015.	238,017			
c Excess from 2016.	405,563			
d Excess from 2017.	41,072			
e Excess from 2018.	115,564			

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					

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

Part XV

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

CARRIE BURKE
2029 PEABODY AVENUE
MEMPHIS, TN 38104
(901) 726-3147
CBURKE@KWFF.ORG

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

SEE OUR WEBSITE AT [HTTP://WWW.KWFF.ORG/OUR-GRANT-PROCESS/GRANT-APPLICATION-PROCESS/](http://WWW.KWFF.ORG/OUR-GRANT-PROCESS/GRANT-APPLICATION-PROCESS/)

c Any submission deadlines

JANUARY 15 AND AUGUST 15

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

CONTACT CARRIE BURKE AT CBURKE@KWFF.ORG FOR MORE INFORMATION

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>				
Total			▶ 3b	

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2018)

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	*****	2019-11-14	*****	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
	PAUL B BERRYHILL		2019-11-14		P00869671
	Firm's name ▶ REYNOLDS BONE & GRIESBECK PLC Firm's address ▶ 5100 WHEELIS DRIVE SUITE 300 MEMPHIS, TN 381174568				

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 TITAN REDEMPTION	P		
1 FIDELITY - 2032	P		
FROM K-1 - DTC PRIVATE EQUITY	P		
FROM K-1 - PRESERVER, LP	P		
FROM K-1 - PRESERVER, LP	P		
FROM K-1 - WILSON FAMILY PRIVATE INVESTMENT FUND	P		
FROM K-1 - WILSON FAMILY PRIVATE INVESTMENT FUND	P		
FROM K-1 - WILSON FAMILY GLOBAL EQUITY FUND LP	P		
FROM K-1 - WILSON FAMILY GLOBAL EQUITY FUND LP	P		
FROM K-1 - PALLADIAN PARTNERS VI, LP	P		

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)
1,176,676			1,176,676
76,095		77,189	-1,094
21,609			21,609
11,005			11,005
39,406			39,406
		603	-603
18,692			18,692
361,843			361,843
1,583,469			1,583,469
		761	-761

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			(I) 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	
			1,176,676
			-1,094
			21,609
			11,005
			39,406
			-603
			18,692
			361,843
			1,583,469
			-761

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

(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.)
FROM K-1 - PALLADIAN PARTNERS VI, LP	P		
1 FROM K-1 - WILSON FAMILY PRIVATE INVESTMENT FUND	P		
FROM K-1 - WILSON FAMILY GLOBAL EQUITY FUND LP	P		
FROM K-1 - PALLADIAN PARTNERS VI, LP	P		
FIDELITY - 2032	P		

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)
122,427			122,427
28,169			28,169
11			11
384			384
3,420,220		3,417,534	2,686

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	
			122,427
			28,169
			11
			384
			2,686

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
ELIZABETH WILSON MOORE	PRESIDENT	0	0	0
8700 TRAIL LAKE DRIVE WEST STE 300 MEMPHIS, TN 38125	0 00			
ROBERT WILSON	VICE-PRESIDENT	0	0	0
8700 TRAIL LAKE DRIVE WEST STE 300 MEMPHIS, TN 38125	0 00			
CHARLES K WILSON JR	VICE-PRESIDENT	0	0	0
8700 TRAIL LAKE DRIVE WEST STE 300 MEMPHIS, TN 38125	0 00			
CECIL E CARNEY III	VICE-PRES /TREASURER	0	0	0
8700 TRAIL LAKE DRIVE WEST STE 300 MEMPHIS, TN 38125	0 00			
GARY C MCCLAIN	SECRETARY/ASST TREASURER	0	0	0
8700 TRAIL LAKE DRIVE WEST STE 300 MEMPHIS, TN 38125	0 00			
ZACH OGALE	ASST SECRETARY	0	0	0
8700 TRAIL LAKE DRIVE WEST STE 300 MEMPHIS, TN 38125	0 00			
SPENCE L WILSON	DIRECTOR	0	0	0
8700 TRAIL LAKE DRIVE WEST STE 300 MEMPHIS, TN 38125	0 00			
CAROLE W WEST	DIRECTOR	0	0	0
8700 TRAIL LAKE DRIVE WEST STE 300 MEMPHIS, TN 38125	0 00			
JACK MOORE	DIRECTOR	0	0	0
8700 TRAIL LAKE DRIVE WEST STE 300 MEMPHIS, TN 38125	0 00			
CAREY SNIDER	DIRECTOR	0	0	0
8700 TRAIL LAKE DRIVE WEST STE 300 MEMPHIS, TN 38125	0 00			
REBECCA MACSOVITS	DIRECTOR	0	0	0
8700 TRAIL LAKE DRIVE WEST STE 300 MEMPHIS, TN 38125	0 00			
ELIOT MORRIS	DIRECTOR	0	0	0
8700 TRAIL LAKE DRIVE WEST STE 300 MEMPHIS, TN 38125	0 00			
SUSAN WILSON	DIRECTOR	0	0	0
8700 TRAIL LAKE DRIVE WEST STE 300 MEMPHIS, TN 38125	0 00			

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>				
ARTS MEMPHIS575 S MENDENHALL RD MEMPHIS, TN 38117		PC	GENERAL - OPERATING	11,210
BAPTIST MEMORIAL HEALTH CARE FOUNDATION 350 N HUMPHREYS BLVD MEMPHIS, TN 38120		PC	GENERAL - OPERATING	122,000
BETHANY CHRISTIAN SERVICES 1255 LYNNFIELD RD 236 MEMPHIS, TN 38119		PC	GENERAL - OPERATING	1,000
Total ▶ 3a				1,532,160

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>				
BIG GREEN3548 WALKER AVE 102 MEMPHIS, TN 38111		PC	GENERAL - OPERATING	10,000
BRIDGES INC477 N 5TH ST MEMPHIS, TN 38105		PC	GENERAL - OPERATING	25,000
CARPENTER ART GARDEN 295 CARPENTER ST MEMPHIS, TN 38112		PC	GENERAL - OPERATING	6,000
Total ▶ 3a				1,532,160

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>				
CHRISTIAN BROTHERS UNIVERSITY 650 E PKWY S MEMPHIS, TN 38104		PC	GENERAL - OPERATING	75,000
CREATIVE AGING2029 PEABODY AVE MEMPHIS, TN 38104		PC	GENERAL - OPERATING	7,500
CROSTOWN ARTS 1350 CONCOURSE AVE 280 MEMPHIS, TN 38104		PC	GENERAL - OPERATING	167,000
Total ▶ 3a				1,532,160

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>				
DAYSTAR COUNSELING2801 AZALEA PL NASHVILLE, TN 37204		PC	GENERAL - OPERATING	500
FAMILIES MATTER INC 2595 CENTRAL AVENUE MEMPHIS, TN 38104		PC	GENERAL - OPERATING	25,500
FOR THE KINGDOM INC 4100 RALEIGH MILLINGTON ROAD MEMPHIS, TN 38128		PC	GENERAL - OPERATING	25,000
Total ▶ 3a				1,532,160

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>				
HARWOOD CENTER 8500 WALNUT GROVE R CORDOVA, TN 38018		PC	GENERAL - OPERATING	1,000
HOPE WORKS3337 SUMMER AVE MEMPHIS, TN 38122		PC	GENERAL - OPERATING	25,000
HUTCHISON SCHOOL 1740 RIDGEWAY ROAD MEMPHIS, TN 38119		PC	GENERAL - OPERATING	10,000
Total ▶ 3a				1,532,160

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>				
JIFF INC254 S LAUDERDALE ST MEMPHIS, TN 38126		PC	GENERAL - OPERATING	1,000
JUNIOR ACHIEVEMENT 307 MADISON AVE MEMPHIS, TN 38103		PC	GENERAL - OPERATING	15,000
LE BONHEUR CHILDRENS HOSPITAL FOUNDATION PO BOX 41817 MEMPHIS, TN 38174		PC	GENERAL - OPERATING	50,000
Total ► 3a				1,532,160

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>				
MARY GRIMES HUTCHISON SOCIETY - HUTCHISON SCHOOL 1740 RIDGEWAY RD MEMPHIS, TN 38119		PC	GENERAL - OPERATING	5,000
MEMPHIS ATHLETIC MINISTRIES 2146 BALL RD MEMPHIS, TN 38114		PC	GENERAL - OPERATING	15,000
MEMPHIS BOTANIC GARDEN FOUNDATION INC 750 CHERRY ROAD MEMPHIS, TN 38117		PC	GENERAL - OPERATING	51,000
Total ▶ 3a				1,532,160

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 BROOKS MUSEUM 1934 POPLAR AVE MEMPHIS, TN 38104		PC	GENERAL - OPERATING	1,000
MEMPHIS CHILD ADVOCACY CENTER 1085 POPLAR AVENUE MEMPHIS, TN 38105		PC	GENERAL - OPERATING	25,000
MEMPHIS DELTA PREPARATORY CHARTER SCHOOL INC 1299 E MCLEMORE AVE MEMPHIS, TN 38106		PC	GENERAL - OPERATING	31,000
Total ▶ 3a				1,532,160

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 DENTAL SOCIETY CHARITABLE FUND INC 6250 POPLAR AVE MEMPHIS, TN 38119		PC	GENERAL - OPERATING	20,000
MEMPHIS MUSEUMS INC 3050 CENTRAL AVENUE MEMPHIS, TN 38111		PC	GENERAL - OPERATING	75,000
MEMPHIS TEACHER RESIDENCY INC 2181 UNION AVE MEMPHIS, TN 38104		PC	GENERAL - OPERATING	25,000
Total ▶ 3a				1,532,160

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 THEOLOGICAL SEMINARY 168 EAST PARKWAY MEMPHIS, TN 38104		PC	GENERAL - OPERATING	18,000
MEMPHIS UNIVERSITY SCHOOL 6191 PARK AVENUE MEMPHIS, TN 38119		PC	GENERAL - OPERATING	3,000
MEMPHIS ZOO INC 2000 PRENTISS PLACE MEMPHIS, TN 38112		PC	GENERAL - OPERATING	500
Total ▶ 3a				1,532,160

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>				
METHODIST HEALTHCARE FOUNDATION 1211 UNION AVENUE 450 MEMPHIS, TN 38104		PC	GENERAL - OPERATING	30,000
MIFA-METROPOLITAN INTERFAITH ASSOCIATION 910 VANCE AVE MEMPHIS, TN 38126		PC	GENERAL - OPERATING	10,000
MY CUP OF TEA3028 CARNES AVE MEMPHIS, TN 38111		PC	GENERAL - OPERATING	10,000
Total ▶ 3a				1,532,160

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>				
NATIONAL CIVIL RIGHTS MUSEUM 450 MULBERRY STREET MEMPHIS, TN 38103		PC	GENERAL - OPERATING	2,500
NEIGHBORHOOD CHRISTIAN CENTERS INC 785 JACKSON AVE MEMPHIS, TN 38107		PC	GENERAL - OPERATING	26,000
NEW MEMPHIS INSTITUTE 22 N FRONT STREET STE 160 MEMPHIS, TN 38103		PC	GENERAL - OPERATING	25,000
Total ▶ 3a				1,532,160

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>				
NEXUS LEADERS INC 4055 POPLAR AVENUE MEMPHIS, TN 38111		PC	GENERAL - OPERATING	6,000
PORTER LEATH HOME 868 N MANASSAS ST MEMPHIS, TN 38107		PC	GENERAL - OPERATING	30,000
PRESTON TAYLOR MINISTRIES 4014 INDIANA AVE NASHVILLE, TN 37209		PC	GENERAL - OPERATING	1,000
Total ▶ 3a				1,532,160

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>				
PURE YOUTH ATHLETIC ALLIANCE 4847 AMEY RD MEMPHIS, TN 38109		PC	GENERAL - OPERATING	8,000
RHODES COLLEGE 2000 NORTH PARKWAY MEMPHIS, TN 38112		PC	GENERAL - OPERATING	25,000
RISE FOUNDATION1355 LYNNFIELD RD MEMPHIS, TN 38119		PC	GENERAL - OPERATING	2,000
Total ▶ 3a				1,532,160

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>				
ROCKY MOUNTAIN DOWN SYNDROME ASSOCIATION INC 3515 S TAMARAC DR 320 DENVER, CO 80237		PC	GENERAL - OPERATING	1,000
SEEDING SUCCESS600 JEFFERSON AVE MEMPHIS, TN 38105		PC	GENERAL - OPERATING	5,000
SERVICE OVER SELF INCORPORATED 2505 POPLAR AVE MEMPHIS, TN 38112		PC	GENERAL - OPERATING	30,000
Total ▶ 3a				1,532,160

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>				
SHELBY FARMS PARK CONSERVANCY 500 NORTH PINE LAKE DRIVE MEMPHIS, TN 38134		PC	GENERAL - OPERATING	26,000
SOULSVILLE CHARTER SCHOOL 1115 COLLEGE ST MEMPHIS, TN 38106		PC	GENERAL - OPERATING	30,000
SRVS SHELBY RESIDENTIAL AND VOCATIONAL SERVICES 3971 KNIGHT ARNOLD RD MEMPHIS, TN 38118		PC	GENERAL - OPERATING	10,000
Total ▶ 3a				1,532,160

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>				
TEACH FOR AMERICA INC 175 TOYOTA PLAZA STE 350 MEMPHIS, TN 38103		PC	GENERAL - OPERATING	26,000
TECH9011350 CONCOURSE AVE 375 MEMPHIS, TN 38104		PC	GENERAL - OPERATING	10,000
CHANDLER SCHOOL 2900 AUGUST STREET GREENVILLE, SC 29605		PC	GENERAL - OPERATING	1,000
Total ► 3a				1,532,160

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 COLLEGE INITIATIVE 80 MONROE AVE 610 MEMPHIS, TN 38103		PC	GENERAL - OPERATING	10,000
THE SALVATION ARMY 696 JACKSON AVENUE MEMPHIS, TN 38105		PC	GENERAL - OPERATING	5,000
UNIVERSITY OF MEMPHIS FOUNDATION 635 NORMAL S MEMPHIS, TN 38152		PC	GENERAL - OPERATING	175,000
Total ► 3a				1,532,160

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>				
VETERANS AIRLIFT COMMAND 5775 WAYZATA BOULEVARD SUITE 700 ST LOUIS PARK, MN 55416		PC	GENERAL - OPERATING	1,000
VISBLE MUSIC COLLEGE 1015 S COOPER STREET MEMPHIS, TN 38104		PC	GENERAL - OPERATING	26,000
VOLUNTEER ODYSSEY88 UNION AVE MEMPHIS, TN 38103		PC	GENERAL - OPERATING	25,000
Total ▶ 3a				1,532,160

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>				
WEST CANCER INSTITUTE 7945 WOLF RIVER BOULEVARD GERMANTOWN, TN 38138		PC	GENERAL - OPERATING	100,000
MEMPHIS CHILDREN'S MUSEUM 2525 CENTRAL AVE MEMPHIS, TN 38104		PC	GENERAL - OPERATING	1,000
DIXON GALLERY AND GARDENS 4339 PARK AVENUE MEMPHIS, TN 38117		PC	GENERAL - OPERATING	1,500
Total ► 3a				1,532,160

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>				
IMPACT AMERICA - TENNESSEE 1203 PEABODY AVE MEMPHIS, TN 38104		PC	GENERAL - OPERATING	10,000
SECOND PRESBYTERIAN CHURCH 4055 POPLAR AVENUE MEMPHIS, TN 38111		PC	GENERAL - OPERATING	1,000
EVANGELICAL CHRISTIAN SCHOOL 7600 MACON RD CORDOVA, TN 38018		PC	GENERAL - OPERATING	6,500
Total ▶ 3a				1,532,160

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>				
BRIARCREST CHRISTIAN SCHOOL 76 S HOUSTON LEVEE RD EADS, TN 38028		PC	GENERAL - OPERATING	1,950
GRANT MAKERS IN AGING 2001 JEFFERSON DAVIS HIGHWAY SUITE 1011 ARLINGTON, VA 22202		PC	GENERAL - OPERATING	5,000
ASSOCIATION OF FUNDRAISING PROFESSIONALS MEMPHIS 4300 WILSON BLVD SUITE 300 ARLINGTON, VA 22203		PC	GENERAL - OPERATING	1,500
Total			▶ 3a	1,532,160

TY 2018 Accounting Fees Schedule**Name:** KEMMONS WILSON FAMILY FOUNDATION**EIN:** 62-6046687

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	10,845	0	0	10,845
TAX PREP FEES	6,000	0	0	6,000

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2018 Depreciation Schedule

Name: KEMMONS WILSON FAMILY FOUNDATION

EIN: 62-6046687

Depreciation Schedule

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
COMPUTER EQUIPMENT	2007-05-07	1,998	1,998	200DB	5 000000000000	0	0	0	
MACBOOK PRO LAPTOP - LEE MORRIS	2013-04-01	3,800	3,691	200DB	5 000000000000	109	0	109	
DELL LATITUDE LAPTOP - LAUREN YOUNG	2013-04-01	2,912	2,829	200DB	5 000000000000	83	0	83	
LANDSCAPE 1027 CHERRY ROAD	2014-10-30	1,952	1,276	150DB	15 000000000000	68	0	130	
TENANT IMPROVEMENTS 1027 CHERRY ROAD	2014-09-02	47,571	14,628	150DB	15 000000000000	3,294	0	3,171	
TI - ELEC OUTLETS LMORRIS WORKSPACE	2014-12-03	197	129	150DB	15 000000000000	7	0	13	
TI - SECURITY SYSTEM	2014-09-03	523	342	150DB	15 000000000000	18	0	35	
OUTDOOR FURNITURE	2014-09-23	663	559	200DB	7 000000000000	30	0	95	
OFFICE CONFERENCE CHAIRS	2014-08-27	4,863	4,103	200DB	7 000000000000	217	0	695	
CONTEMPORARY CONFERENCE TABLE	2014-09-12	7,715	6,511	200DB	7 000000000000	344	0	1,102	
OLD HOLIDAY INN CONFERENCE TABLE	2014-09-04	552	380	200DB	7 000000000000	49	0	79	
FABRIC FOR CURTAINS	2014-09-02	226	191	200DB	7 000000000000	10	0	32	
CURTAINS/SINK SKIRTS	2014-09-08	3,669	3,096	200DB	7 000000000000	164	0	524	
INTERIOR SIGNS - 1027 CHERRY ROAD	2014-12-19	486	411	200DB	7 000000000000	21	0	69	
NETGEAR READY/SONIC WALL/ROUTER	2014-10-15	2,892	2,643	200DB	5 000000000000	166	0	249	
TV/VIDEO/AUDIO	2014-09-16	13,535	12,365	200DB	5 000000000000	780	0	1,170	
INTERIOR SIGNS	2015-01-14	1,125	879	200DB	7 000000000000	70	0	161	
DELL LATITUDE 5470 - CARRIE BURKE	2016-07-15	1,673	1,272	200DB	5 000000000000	160	0	335	

TY 2018 General Explanation Attachment**Name:** KEMMONS WILSON FAMILY FOUNDATION**EIN:** 62-6046687**General Explanation Attachment**

Identifier	Return Reference	Explanation	
1	SECTION 1 263(A)-1 (F) DE MINIMIS SAFE HARBOR ELECTION	FORM 990- PF	THE KEMMONS WILSON FAMILY FOUNDATION8700 W TRAIL LAKE DRIVE, SUITE 300MEMPHIS, TN 38125EMPLOYER IDENTIFICATION NUMBER. 62-6046687FOR THE YEAR ENDING DECEMBER 31, 2018THE KEMMONS WILSON FAMILY FOUNDATION IS MAKING THE DE MINIMIS SAFE HARBOR ELECTION UNDER REG SEC 1 263(A)-1(F)

General Explanation Attachment

Identifier	Return Reference	Explanation	
2	EXPLANATION OF EMPLOYEE COMPENSATION	FORM 990-PF, PART VIII, LINE 2	INFORMATION RELATED TO THE HIGHEST COMPENSATED EMPLOYEES IS AVAILABLE UPON REQUEST

TY 2018 Investments - Other Schedule**Name:** KEMMONS WILSON FAMILY FOUNDATION**EIN:** 62-6046687**Investments Other Schedule 2**

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
FIXED INCOME - SECURITIES	AT COST	7,804,495	7,804,495
DTC PRIVATE EQUITY LP	AT COST	39,448	39,448
PALLADIAN PARTNERS VI LP	AT COST	470,405	470,405
PALLADIAN PARTNERS IX LP	AT COST	72,146	72,146
CENTENNIAL ABSOLUTE RETURN FUND LP	AT COST	5,504	5,504
MAGNITUDE INTERNATIONAL	AT COST	5,724,439	5,724,439
OLD FARM PARTNERS OFFSHORE FUND	AT COST	4,027,550	4,027,550
PRESERVER LP	AT COST	1,862,930	1,862,930
WILSON FAMILY GLOBAL EQUITY FUND LP	AT COST	13,669,512	13,669,512
WILSON FAMILY PRIVATE INVESTMENT FUND LP	AT COST	1,012,124	1,012,124

TY 2018 Land, Etc. Schedule

Name: KEMMONS WILSON FAMILY FOUNDATION

EIN: 62-6046687

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
COMPUTER EQUIPMENT	1,998	1,998	0	0
MACBOOK PRO LAPTOP - LEE MORRIS	3,800	3,800	0	0
DELL LATITUDE LAPTOP - LAUREN YOUNG	2,912	2,912	0	0
LANDSCAPE 1027 CHERRY ROAD	1,952	1,344	608	608
TENANT IMPROVEMENTS 1027 CHERRY ROAD	47,571	17,922	29,649	29,649
TI - ELEC OUTLETS LMORRIS WORKSPACE	197	136	61	61
TI - SECURITY SYSTEM	523	360	163	163
OUTDOOR FURNITURE	663	589	74	74
OFFICE CONFERENCE CHAIRS	4,863	4,320	543	543
CONTEMPORARY CONFERENCE TABLE	7,715	6,855	860	860
OLD HOLIDAY INN CONFERENCE TABLE	552	429	123	123
FABRIC FOR CURTAINS	226	201	25	25
CURTAINS/SINK SKIRTS	3,669	3,260	409	409
INTERIOR SIGNS - 1027 CHERRY ROAD	486	432	54	54
NETGEAR READY/SONIC WALL/ROUTER	2,892	2,809	83	83
TV/VIDEO/AUDIO	13,535	13,145	390	390
INTERIOR SIGNS	1,125	949	176	176
DELL LATITUDE 5470 - CARRIE BURKE	1,673	1,432	241	241

TY 2018 Legal Fees Schedule**Name:** KEMMONS WILSON FAMILY FOUNDATION**EIN:** 62-6046687

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL EXPENSES	1,150	0	0	1,150

TY 2018 Other Assets Schedule

Name: KEMMONS WILSON FAMILY FOUNDATION

EIN: 62-6046687

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
DUE FROM BROKER	1,284	1,284	1,284
MINIATURE HOLIDAY INN SIGN	11,750	11,750	11,750
BRONZE SCULPTURE	2,050	2,050	2,050
INVESTMENT HOLDBACKS	0	221,334	221,334
OUTSTANDING CHECKS	-110,155	0	0

TY 2018 Other Decreases Schedule**Name:** KEMMONS WILSON FAMILY FOUNDATION**EIN:** 62-6046687

Description	Amount
UNREALIZED LOSSES	4,225,980
BOOK/TAX DIFFERENCE - WFPIF	2,731
BOOK/TAX DIFFERENCE - WFGEF	1,852
ADJUSTMENT RE NON-DEDUCTIBLE CONTRIBUTIONS	1,290
ROUNDING	16

TY 2018 Other Expenses Schedule**Name:** KEMMONS WILSON FAMILY FOUNDATION**EIN:** 62-6046687**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FROM K-1 - DTC PRIVATE EQUITY - OTHER DEDUCTIONS	1,577	1,577	0	0
FROM K-1 - PRESERVER LP - OTHER DEDUCTIONS	38,982	38,982	0	0
FROM K-1 - WILSON FAMILY PRIVATE INVESTMENT FUND - OTHER DEDUCTIONS	16,595	16,595	0	0
FROM K-1 - WILSON FAMILY GLOBAL EQUITY - OTHER DEDUCTIONS	220,888	220,888	0	0
UTILITIES	4,670	0	0	4,670
MAINTENANCE & REPAIRS	13,631	0	0	13,631
INSURANCE	3,277	0	0	3,277
POSTAGE	28	0	0	28
DUES & SUBSCRIPTIONS	1,286	0	0	1,286
OFFICE SUPPLIES	1,331	0	0	1,331

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FROM K-1 - PALLADIAN PARTNERS VI - OTHER DEDUCTIONS	27,311	27,311	0	0
FROM K-1 - PALLADIAN PARTNERS IX- OTHER DEDUCTIONS	2,752	2,752	0	0
PROGRAM EXPENSES	8,649	0	0	8,649
ADVERTISING	300	0	0	300
OTHER EXPENSES	4,790	0	0	4,790

TY 2018 Other Income Schedule

Name: KEMMONS WILSON FAMILY FOUNDATION

EIN: 62-6046687

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
FROM K-1 - DTC PRIVATE EQUITY LP - OTHER INCOME	298	298	298
FROM K-1 - PRESERVER LP - OTHER INCOME	9,534	9,534	9,534
FROM K-1 - WILSON FAMILY PRIVATE INVESTMENT FUND - OTHER INCOME	4,179	4,179	4,179
FROM K-1 - WILSON FAMILY GLOBAL EQUITY - OTHER INCOME	-1,792	-1,792	-1,792
FROM K-1 - PALLADIAN PARTNERS VI LP - OTHER INCOME	2,592	2,592	2,592
FROM K-1 - PALLADIAN PARTNERS IX LP - OTHER INCOME	-2	-2	-2
HERITAGE LITIGATION PROCEEDS	112,077	112,077	112,077
FROM K-1 - PRESERVER LP - ORDINARY INCOME	-2,667	-2,667	-2,667
FROM K-1 - WILSON WORLD SUITES DALLAS - ORDINARY INCOME	-1,342	-1,342	-1,342
FROM K-1 - WILSON FAMILY PRIVATE INVESTMENT FUND - ORDINARY INCOME	56,152	56,152	56,152
FROM K-1 - WILSON FAMILY GLOBAL EQUITY - ORDINARY INCOME	1,498	1,498	1,498
FROM K-1 - PALLADIAN PARTNERS VI LP - ORDINARY INCOME	10,752	10,752	10,752

TY 2018 Other Increases Schedule**Name:** KEMMONS WILSON FAMILY FOUNDATION**EIN:** 62-6046687

Description	Amount
BOOK/TAX DIFFERENCE - PALLADIAN VI	4,012
BOOK/TAX DIFFERNCES - PRESERVER	220

TY 2018 Other Liabilities Schedule**Name:** KEMMONS WILSON FAMILY FOUNDATION**EIN:** 62-6046687

Description	Beginning of Year - Book Value	End of Year - Book Value
OTHER PAYABLES	0	32,600

TY 2018 Other Professional Fees Schedule**Name:** KEMMONS WILSON FAMILY FOUNDATION**EIN:** 62-6046687

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PC SUPPORT FEES	3,600	0	0	3,600
PROFESSIONAL FEES	3,088	0	0	3,088
CONSULTING FEES	25,335	0	0	25,335
INVESTMENT FEES	52,029	52,029	0	0
ADVISORY FEES	17,386	17,386	0	0

TY 2018 Taxes Schedule**Name:** KEMMONS WILSON FAMILY FOUNDATION**EIN:** 62-6046687

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES WITHHELD	19,131	19,131	0	0
LICENSES/ FEES	473	0	0	473
PAYROLL TAXES	9,235	0	0	9,235
PROPERTY TAXES	141	0	0	141
OTHER TAXES	6,663	6,663	0	0