EXTENDED TO NOVEMBER 16, 2020 Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation

Do not enter social security numbers on this form as it may be made public ► Go to www.irs gov/Form990PF for instructions and the latest information.

OMB No 1545-0047

ruit	atendar year 2019 or tax year deginning		, and ending		
Nar	ne of foundation			A Employer identification	number
т	HE_CLAYTON FAMILY FOUNDAT	ION		58-1970851	
Nun	ber and street (or P.O. box number if mail is not delivered to street	address)	Room/suite	B Telephone number	
5	20 W SUMMIT HILL DRIVE		801	(865) 522-	2930
City	or town, state or province, country, and ZIP or foreign p	ostal code	····•	C If exemption application is p	ending, check here
-	NOXVILLE, TN 37902				•
	heck all that apply: Initial return	Initial return of a fo	rmer public charity	D 1 Foreign organizations	s, check here
	Final return	Amended return	, , , , , , , , , , , , , , , , , , , ,	, ,	
	Address change	Name change		Foreign organizations me check here and attach co	eeting the 85% test,
H C	theck type of organization: X Section 501(c)(3) ex				
ï		Other taxable private founda	\mathcal{PG}	E If private foundation sta under section 507(b)(1)	
I Fa		ng method: X Cash	Accrual		•
	· 1	ther (specify)	noordar	F If the foundation is in a under section 507(b)(1)	
(II		nn (d), must be on cash basi	s))(D), Check here
	irt Analysis of Revenue and Expenses			(a) Advicted not	(d) Disbursements
ГР	(The total of amounts in columns (b), (c), and (d) may not	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	for charitable purposes
_	necessarily equal the amounts in column (a))	7,000,000.		N/A	(cash basis only)
	1 Contributions, gifts, grants, etc., received	7,000,000		11/14	
ì	2 Check If the foundation is not required to attach Sch. 8 Interest on savings and temporary	31,012.	31,012.		STATEMENT 1
	3 cash investments				j -
	4 Dividends and interest from securities	3,816,192.	3,816,192.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
ق	6a Net gain or (loss) from sale of assets not on line 10	2,218,187.	· *		STATEMENT 3
Revenue	b Gross sales price for all 12,423,174.			Intomal Reven	e Service
ě	7 Capital gain net income (from Part IV, line 2)		2,218,187.	Received US F	ank - USB
. CC	8 Net short-term capital gain			3/15	
1.º	9 Income modifications	-			
	Gross sales less returns and allowances	i		MOV 30	2020
	b Less Cost of goods sold			1,000,000	
	c Gross profit or (loss)				A 1955
	11 Other income	3,049.	3,049.	Ogden	STATEMENT 4
	12 Total, Add lines 1 through 11	13,068,440.	6,068,440.	•	
	13 Compensation of officers, directors, trustees, etc	42;225.	31,669.		0.
	14 Other employee salaries and wages	_			
	15 Pension plans, employee benefits				
ses	16a Legal fees STMT 5	30.	30.		0.
ĕ	b Accounting fees STMT 6	5,186.	5,186.		0.
Expenses	c Other professional fees STMT 7	197,624.	197,624.		0.
_	17 Interest	1			
ınıstrative	18 Taxes STMT 8	123,635.	0.		0.
Ist	19 Depreciation and depletion				• •
틽	20 Occupancy				
Adm	21 Travel, conferences, and meetings		· •		
þ	22 Printing and publications				•
g	23 Other expenses STMT 9	5,623.	4,777.		0.
Ę	24 Total operating and administrative		-,.,,	· · · · · · · · · · · · · · · · · · ·	1
Operating and	expenses Add lines 13 through 23	374,323.	239,286.		0.
ဝီ	25 Contributions, gifts, grants paid	6,809,286.	235,200.		6,809,286.
	, , , , ,	0,000,200		· · · · · · · · · · · · · · · · · · ·	0,000,200
	26 Total expenses and disbursements.	7,183,609.	239,286.		6,809,286.
	Add lines 24 and 25	1,103,003.	233,200.	,	0,009,200.
	27 Subtract line 26 from line 12.	5 904 021	•		
	Excess of revenue over expenses and disbursements	5,884,831.	E 020 1E4		5 to 10 to 1
	b Net investment income (if negative, enter -0-)		5,829,154.	37 / 3	4 4 1 MA
	C Adjusted net income (if negative, enter -0-)	<u> </u>	<u>.</u>	N/A	6 A
9235	01 12-17-19 LHA For Paperwork Reduction Act Notic	e, see instructions.			Form 990-PF (2019)

Form 990-PF

Department of the Treasury Internal Revenue Service

For	m 99	0-PF (2019) THE CLAYTON FAMILY FOUN	DATION	5 <u>8</u> -3	1970851 Page:
后	art	Balance Sheets Attached schedules and amounts in the description	Beginning of year	End of	year
ᄕ	art	column should be for end-of-year amounts only	(a) Book Value	(b) Book Value	(c) Fair Market Value
	1	Cash - non-interest-bearing	2.	3.	3.
	2	Savings and temporary cash investments	3,179,409.	12,690,096.	12,690,096.
	3	Accounts receivable -	, , , ,		
		Less; allowance for doubtful accounts			
	4	Pledges receivable			
		Less: allowance for doubtful accounts			
	1 -	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other			
		disqualified persons			
	7	Other notes and loans receivable			
		Less, allowance for doubtful accounts			
sts	1	Inventories for sale or use			
Assets		Prepaid expenses and deferred charges			
⋖	10a	Investments - U.S. and state government obligations	<u> </u>	74 620 000	120 600 066
	b	Investments - corporate stock STMT 10	71,802,527.		138,688,066.
	C	Investments - corporate bonds STMT 11	3,550,332.	550,332.	629,100.
	11	Investments - land, buildings, and equipment basis	·		
		Less accumulated depreciation			
	12	Investments - mortgage loans			
	13	Investments - other STMT 12	992,915.	538,686.	538,686.
	14	Land, buildings, and equipment basis		. 	
		Less accumulated depreciation			
		Other assets (describe			
	16	Total assets (to be completed by all filers - see the		05 410 016	150 545 051
_	L	instructions. Also, see page 1, item I)	79,525,185.	85,410,016.	152,545,951.
	1	Accounts payable and accrued expenses		-	
	1	Grants payable			
les	19	Deferred revenue			
Liabilities	1	Loans from officers, directors trustees and other disqualified persons			
ā	1	Mortgages and other notes payable			
_	22	Other liabilities (describe			``
	l		ر ا	ا م	
_	23	Total liabilities (add lines 17 through 22)	0.	0.	
		Foundations that follow FASB ASC 958, check here			
ces	١.,	and complete lines 24, 25, 29, and 30.			
lances		Net assets without donor restrictions			
Fund Ba	25	Net assets with donor restrictions			
pur		Foundations that do not follow FASB ASC 958, check here			
Ę	٦,	and complete lines 26 through 30.	0.	0.	
Net Assets or	I	Capital stock, trust principal, or current funds	0.1	0.	
Set	27	Paid-in or capital surplus, or land, bldg., and equipment fund Retained earnings, accumulated income, endowment, or other funds	79,525,185.	85,410,016.	
As	28	Total net assets or fund balances	79,525,185.	85,410,016.	
Ž	29	Total liet assets of fully parallees	75,525,1051	03,410,010.	<u> </u>
	30	Total liabilities and net assets/fund balances	79,525,185.	85,410,016.	
=	•			03/110/0101	
L	<u>'art</u>	III Analysis of Changes in Net Assets or Fund B	alances		
1	Tota	I net assets or fund balances at beginning of year - Part II, column (a), line	29	· .	
•		st agree with end-of-year figure reported on prior year's return)		1	79,525,185.
2	•	r amount from Part I, line 27a		2	5,884,831.
		r increases not included in line 2 (itemize)		3	0.
		lines 1, 2, and 3		4	85,410,016.
		eases not included in line 2 (itemize)		5	0.
		I net assets or fund balances at end of year (line 4 minus line 5) - Part II, co	olumn (b), line 29	6	85,410,016.

6 85,410,016. Form **990-PF** (2019)

	LATION FAMILI						0-197	0031	raye 3
	d Losses for Tax on Ir			1/h\Hov	v acquired 1	(=\ D=t=		(d) Data	
	kind(s) of property sold (for exai ouse; or common stock, 200 shs		te,	P - P	v acquired urchase onation	(c) Date (mo., d)	acquired ay, yr.)	(d) Date : (mo., day	
1a				1 0-0	Ullation				
b SEE ATTACHED S	TATEMENT			<u> </u>					
C	. <u>.</u>		_	 					
d									
е									
(e) Gross sales price	(f) Depreciation allowed (or allowable)		st or other basis expense of sale				ain or (loss) s (f) minus (
a									
b									
C	·			+					
e 12,423,174.		1	0,204,98	17.				2,218,	187.
Complete only for assets showing ga	ain in column (h) and owned by			' ' -	<u>(1)</u>	Gains (C	ol (h) gaın		
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Ex	cess of col (i) col (j), if any		col	(k), but r	not less thar (from col. (ı -0-) or	
a									
b									
С									
d								0 010	107
e	<u> </u>			_				2,218,	18/.
2 Capital gain net income or (net capita	$\{ \text{loss} \}$ If gain, also enter $\{ \text{loss} \}$, enter $\{ \text{loss} \}$	r in Part I, line - in Part I, line	7 7	} :	2			2,218,	187.
3 Net short-term capital gain or (loss) a lf gain, also enter in Part I, line 8, column (14 (loss)) extern 2 in Part I, loss 2		nd (6):		} .	,		N/A		
If (loss), enter -0- in Part I, line 8 Part V Qualification Und	er Section 4940(e) for	Reduced	Tax on Net	Inves	tment Inc	ome	11/11		
(For optional use by domestic private for	·								
	•	. ,		•					
If section 4940(d)(2) applies, leave this p	art blank.								
Was the foundation liable for the section If "Yes," the foundation doesn't qualify ur	nder section 4940(e). Do not con	nplete this par	t.					Yes _	X No
1 Enter the appropriate amount in each	ocolumn for each year; see the i	nstructions be	fore making any e	ntries					
(a) Base period years Calendar year (or tax year beginning ii			Net value of no				Distrib (col (b) div	(d) ution ratio ided by col (d	:))
2018		0,779.			729,725				0032
2017		1,497.			127,047				0885
2016		2,775.			574,518 591,277				$\frac{0976}{1203}$
2015 2014		$\frac{2,491}{2,020}$			$\frac{391,277}{781,293}$				$\frac{1203}{9323}$
2014	3,01	2,020.	l	110,	01,255	1			
2 Total of line 1, column (d)						2		.25	2419
3 Average distribution ratio for the 5-ye	ar base period - divide the total	on line 2 by 5.	0, or by the numb	er of yea	rs				
the foundation has been in existence						3		.05	0484
4 Enter the net value of noncharitable-u	ise assets for 2019 from Part X,	line 5				4	14	1,337,	961.
5 Multiply line 4 by line 3						5		7,135,	306.
• • •									
6 Enter 1% of net investment income (1% of Part I, line 27b)					6		58,	292.
7 Add lines 5 and 6						7		7,193,	598.
8 Enter qualifying distributions from Pa	·			4=-		8		6,809,	286.
If line 8 is equal to or greater than line See the Part VI instructions.	e /, check the box in Part VI, line	t 1b, and comp	piete that part usir	ıga 1% t	ax rate.				

	990-PF (2019) THE CLAYTON FAMILY FOUNDATION 5 rt VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 49		70851	Page 4	
	Exempt operating foundations described in section 4940(d)(2), check here And enter "N/A" on line 1.	10 00		1	
Id				1	
	Date of ruling or determination letter: (attach copy of letter if necessary-see instructions) Domestic foundations that meet the section 4940(e) requirements in Part V, check here and enter 1%		116,	583	
0	I F	- 		303.	
	of Part I, line 27b				
	All other domestic foundations enter 2% of line 27b Exempt foreign organizations, enter 4% of Part I, line 12, col. (b)				
	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)	2	116	583.	
-	Add lines 1 and 2	3	110,	0.	
	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)	4	116	583.	
	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	110,	363.	
	Credits/Payments:			j	
	2019 estimated tax payments and 2018 overpayment credited to 2019 6a 220, 901.				
	Exempt foreign organizations - tax withheld at source 6b 0.				
	Tax paid with application for extension of time to file (Form 8868) 6c 0 •			1	
	Backup withholding erroneously withheld 6d 0.		220		
	Total credits and payments. Add lines 6a through 6d	7	220,	901.	
	Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attached	8		0.	
	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	404	210	
	Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	104,	318.	
	Enter the amount of line 10 to be Credited to 2020 estimated tax ▶ 104,318. Refunded ▶ □	11		0.	
	rt VII-A Statements Regarding Activities		1 150		
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in	n		s No	
	any political campaign?		1a	X	
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definit	ion	16	X	
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or				
	distributed by the foundation in connection with the activities			_	
	Did the foundation file Form 1120-POL for this year?		10	X	
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:		.	'	
	(1) On the foundation ▶ \$ 0 . (2) On foundation managers. ▶ \$				
е	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation				
	managers. ▶ \$			_	
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?		2	X	
	If "Yes," attach a detailed description of the activities.		*		
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or				
	bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		3	X	
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?		4a	X	
b	If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?		5	Х	
	If "Yes," attach the statement required by General Instruction T.		1 1	1.1	
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 legislation.	aw		لــاــا	
	remain in the governing instrument?		6 2		
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 2		
				1	
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 2		
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calen	dar			a
	year 2019 or the tax year beginning in 2019? See the instructions for Part XIV. If "Yes," complete Part XIV		9	X	0
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		10	X	
_			Form 990-F	F (2019)	

Pa	rt VII-A	Statements Regarding Activities (continued)			
	-			Yes	No
11	At any time	e during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of			
	section 51	2(b)(13)? If "Yes," attach schedule. See instructions	11		X
12	Did the fou	indation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges?			
		ach statement. See instructions SEE STATEMENT 13 SEE STATEMENT 14	12	Х	
13	Did the fou	indation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
		ddress > WWW.CLAYTON.ORG			
14		are in care of ► KEVIN WILDER Telephone no. ► (865)	522	-29	30
		▶520 W SUMMIT HILL DRIVE, SUITE 801, KNOXVILLE, TN ZIP+4 ▶37	902		
15	Section 49	47(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here		•	• 🔲
		the amount of tax-exempt interest received or accrued during the year	N	/A	
16	At any time	e during calendar year 2019, did the foundation have an interest in or a signature or other authority over a bank,		Yes	-
	-	or other financial account in a foreign country?	16		X
		structions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the			
-	foreign co				
Pa		Statements Regarding Activities for Which Form 4720 May Be Required	т —	Vaa	l Nia
		n 4720 if any item is checked in the "Yes" column, unless an exception applies.		res	No
18	-	year, did the foundation (either directly or indirectly): ie in the sale or exchange, or leasing of property with a disqualified person? Yes X No			
		ge in the sale or exchange, or leasing of property with a disqualified person? We have been sale or exchange, or leasing of property with a disqualified person? We have been sale or exchange, or leasing of property with a disqualified person?			1 1
	• •	ualified person? Yes X No			
		sh goods, services, or facilities to (or accept them from) a disqualified person?			
		ompensation to, or pay or reimburse the expenses of, a disqualified person?	}	,	
		fer any income or assets to a disqualified person (or make any of either available	ì	*	
		e benefit or use of a disqualified person)?	` '	1	}
	(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			
	termir	nation of government service, if terminating within 90 days.)]
t	If any ansv	wer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations	<u> </u>		
	section 53	.4941(d)-3 or in a current notice regarding disaster assistance? See instructions	1b		Х
	•	ons relying on a current notice regarding disaster assistance, check here] .	,	1 • [
C		undation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected		ـــد	لــيــا
		first day of the tax year beginning in 2019?	1c		X
2		failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation	}	7,	
		section 4942(j)(3) or 4942(j)(5)):	1		
a		of tax year 2019, did the foundation have any undistributed income (Part XIII, lines Yes X No	1		
			1		[
		any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect			
١		of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach			}
		- see instructions) N/A	2b		
,		isions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.	 -		
·					i i
38	Did the for	undation hold more than a 2% direct or indirect interest in any business enterprise at any time	ļ		
	during the		ļ		
t) If "Yes," di	d it have excess business holdings in 2019 as a result of (1) any purchase by the foundation or disqualified persons after]		
		969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose			
	of holding	s acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Form 4720,			
		C, to determine if the foundation had excess business holdings in 2019) N/A	3b		<u> </u>
		undation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	<u> </u>	X
t		undation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that			لـــِــا
	had not be	een removed from jeopardy before the first day of the tax year beginning in 2019?	4b		X (2242)
		Fo	rm 99(ノーピト	(2019)

923541 12-17-19

Form 990-PF (2019) THE CLAYTON FAMILY FOUND		la mulua di	58-19708	351	Р	age 6
Part VII-B Statements Regarding Activities for Which	Form 4720 May Be F	Required (contin	ued)	- [5/	/T	NI.
5a During the year, did the foundation pay or incur any amount to:	- 4045/->>0		es X No	<u>_</u> _	es	No
(1) Carry on propaganda, or otherwise attempt to influence legislation (section			מאובבו אי			
(2) Influence the outcome of any specific public election (see section 4955);	or to carry on, unectly or more		es X No	•		
any voter registration drive? (3) Provide a grant to an individual for travel, study, or other similar purposes	.2		es X No			
(4) Provide a grant to an organization other than a charitable, etc., organization		L. ''	10 (14)			
4945(d)(4)(A)? See instructions	iii described iii section		es X No	1		
(5) Provide for any purpose other than religious, charitable, scientific, literary	or educational nurnoses or f		3 (AL) 140			
the prevention of cruelty to children or animals?	, or caucational parposos, or i		es X No	- 1		
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify un	der the exceptions described i	·		1		
section 53.4945 or in a current notice regarding disaster assistance? See instr			N/A	5b -	~	
Organizations relying on a current notice regarding disaster assistance, check			▶ □ □		\neg	
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption is		ined	_	.		
expenditure responsibility for the grant?			es 🔲 No			
If "Yes," attach the statement required by Regulations section 53.4945-5(d)				- [
6a Did the foundation, during the year, receive any funds, directly or indirectly, to	pay premiums on				ŀ	
a personal benefit contract?		Y	es 🗶 No 📙			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a	personal benefit contract?			6b		X
If "Yes" to 6b, file Form 8870.			[
7a At any time during the tax year, was the foundation a party to a prohibited tax	shelter transaction?	<u> </u>	es 🗶 No 📙			
b If "Yes," did the foundation receive any proceeds or have any net income attrib	utable to the transaction?		N/A	7b		
8 Is the foundation subject to the section 4960 tax on payment(s) of more than 8	\$1,000,000 in remuneration of			.		
excess parachute payment(s) during the year?			es X No	•		
Part VIII Information About Officers, Directors, Trust	tees, Foundation Ma	inagers, Highl	У			
Paid Employees, and Contractors 1 List all officers, directors, trustees, and foundation managers and	their compensation					
List all officers, directors, trustees, and foundation managers and		(c) Compensation	(d) Contributions to employee benefit plans	(e) Expe	ense
(a) Name and address	(b) Title, and average hours per week devoted to position	(If not paid, enter -0-)	ano celetreo) Expe ount, lowan	other
	to position	enter-0-7	compensation	 "	io wan	
	1					
SEE STATEMENT 15	1	42,225.	l o.			0.
				t		
	1					
The second secon	1		1	1		
					-	
	1					
	1					
		1				
		<u> </u>		<u></u>		
2 Compensation of five highest-paid employees (other than those in		enter "NONE."	I (d) contribution to		. r.,	
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week	(c) Compensation	(d) Contributions to employee benefit plans and deferred	acc) Expo ount,	other
	devoted to position		compensation	al	lowan	ces
NONE	_					
		ļ	l	├		
	-					
				 	_	
	1	ļ <u>.</u>				
	4					
	1			1		

Total number of other employees paid over \$50,000

THE CLAYTON FAMILY FOUNDATION 58-1970851 Page 8 Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.) Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes: 139,581,286. 1a a Average monthly fair market value of securities 3,909,030. 1b b Average of monthly cash balances c Fair market value of all other assets 1c 143,490,316. 1d d Total (add lines 1a, b, and c) e Reduction claimed for blockage or other factors reported on lines 1a and 0. 1e 1c (attach detailed explanation) 2 Acquisition indebtedness applicable to line 1 assets 143,490,316. 3 Subtract line 2 from line 1d 2.152,355. Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) 4 141,337,961. Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 5 7,066,898. Minimum investment return. Enter 5% of line 5 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.) 7,066,898. Minimum investment return from Part X, line 6 116,583 2a Tax on investment income for 2019 from Part VI, line 5 2b Income tax for 2019 (This does not include the tax from Part VI.) 116,583. 2c c Add lines 2a and 2b 6,950,315. 3 3 Distributable amount before adjustments. Subtract line 2c from line 1 Ō. Recoveries of amounts treated as qualifying distributions 4 6,950, 315. Add lines 3 and 4 5 0. 6 Deduction from distributable amount (see instructions) 6.950. Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 Part XII Qualifying Distributions (see instructions) Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes: 6,809,286. a Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26 1a 1b b Program-related investments - total from Part IX-B 2 2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes Amounts set aside for specific charitable projects that satisfy the a Suitability test (prior IRS approval required) 3a 3b b Cash distribution test (attach the required schedule) 6,809,286. 4 4 Qualifying distributions Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4 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 6,809,286.

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

Form **990-PF** (2019)

6

Adjusted qualifying distributions. Subtract line 5 from line 4

4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2018	(c) 2018	(d) 2019
1 Distributable amount for 2019 from Part XI,				- · - · · · · · · · · · · · · · · · · ·
line 7				6,950,315.
2 Undistributed income, if any, as of the end of 2019			0	
a Enter amount for 2018 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2019				
a From 2014 64, 288.				
bFrom 2015 217,179.				
c From 2016 219,759.				
dFrom 2017 276,867.				
eFrom 2018 139,755.				
f Total of lines 3a through e	917,848.	Ŧ		
4 Qualifying distributions for 2019 from				
Part XII, line 4: ►\$ 6,809,286.				
a Applied to 2018, but not more than line 2a			0.	
b Applied to undistributed income of prior		0		
years (Election required - see instructions)		0.		
c Treated as distributions out of corpus	0.			
(Election required - see instructions)	U • 1			6,809,286.
d Applied to 2019 distributable amount	0.			0,009,200.
e Remaining amount distributed out of corpus	0.	_		
5 Excess distributions carryover applied to 2019 (If an amount appears in column (d), the same amount must be shown in column (a))	141,029.			141,029.
b Enter the net total of each column as indicated below:				1
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	776,819.			
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		0.		
assessed d Subtract line 6c from line 6b. Taxable				· · · · · · · · · · · · · · · · · · ·
amount - see instructions		0.		
e Undistributed income for 2018. Subtract line				
4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2019. Subtract				
lines 4d and 5 from line 1. This amount must				
be distributed in 2020				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 2014	0.			
not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a	776,819.			
10 Analysis of line 9:	110,013.			
a Excess from 2015 140,438.				
b Excess from 2016 219, 759.				
c Excess from 2017 276,867.				
d Excess from 2018 139,755.				1
e Excess from 2019				
				Form 000-DE (2010)

923581 12-17-19

	YTON FAMILY			58-19	7085] Page 1
Part XIV Private Operating F	oundations (see inst	ructions and Part VII	A, question 9)	N/A	
1, a If the foundation has received a ruling of	r determination letter that i	t is a private operating			/
foundation, and the ruling is effective for	r 2019, enter the date of th	e ruling	>		
b Check box to indicate whether the found	lation is a private operating	foundation described it		4942(j)(3) or 49	42(j)(5)
2 a Enter the lesser of the adjusted net	Tax year		Prior 3 years		
income from Part I or the minimum	(a) 2019	(b) 2018	(c) 2017	(4) 2016	(e) Total
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				ļ	
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:	ļ				
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	i /				
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	7				
an exempt organization	/				
(4) Gross investment income	L				
Part XV Supplementary Info			if the foundation	n had \$5,000 or mo	ore in assets
at any time during t	he year-see instru	uctions.)			
1 Information Regarding Foundation	_				
a List any managers of the foundation wh			ributions received by the	e foundation before the clos	se of any tax
year (but only if they have contributed n	nore than \$5,000). (See se	ction 507(a)(2))			
JAMES L CLAYTON			•		
b List any managers of the foundation wh other entity) of which the foundation ha			or an equally large port	ion of the ownership of a pa	artnership or
NONE	s a 1070 of greater interest	•			
	0 1001	Data da salama da da Du			
2 Information Regarding Contribut Check here ► if the foundation of		• • • • • • • • • • • • • • • • • • • •	-	not accept unsolicited requ	acte for funde. If
the foundation makes gifts, grants, etc.	•	,	•		6515 101 101105. 11
a The name, address, and telephone num					
2 The hame, address, and telephone fidili	55. 57 57. un 2551655 67 tile	. p. 55. 10 11110111 upplie			
SEE STATEMENT 16					
b The form in which applications should b	e submitted and information	on and materials they sh	iould include:		
c Any submission deadlines:					
d Any restrictions or limitations on award	s, such as by geographical	areas, charitable fields,	kınds of ınstitutions, or	other factors.	

Recipient Recipient Recipient Recipient Recipient Statement Recipient Reci	
a Paid during the year STATEMENT 17 STATEMENT 17 STATEMENT 17 STATEMENT 17, TN 37902	
a Paid during the year STATEMENT 17 STATEMENT 17 STATEMENT 17 STATEMENT 17, TN 37902	9,286,
STATEMENT 17 STATEMENT 17, TN 37902	9,286,
STATEMENT 17 STATEMENT 17, TN 37902	9,286,
STATEMENT 17, TN 37902	9,286,
	9,286.
STATEMENT 17 6,80	9,286.
Total ▶ 3a 6,80	9,286
b Approved for future payment	,
NONE	
Total 3h	0

Part XVI-A	Analysis	of Income	-Producing	Activities

nter gross amounts unless otherwise indicated.	Unrelated t	usiness income		by section 512, 513, or 514	(e)
	(a) Business	(b) Amount	(C) Exclu- sion code	(d) Amount	Related or exempt function income
1 Program service revenue;	code		cone	,	
a NONE					
b			\longrightarrow		
C	_		\dashv		
d	_		\bot		
e	_				
f	_				
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash					
investments			14	31,012.	
4 Dividends and interest from securities			14	3,816,192.	
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			01	3,049.	
8 Gain or (loss) from sales of assets other					
than inventory			18	2,218,187.	
9 Net income or (loss) from special events	· · · · · ·				
O Gross profit or (loss) from sales of inventory					
1 Other revenue:		·			 -
a					
h	-			*****	·····
b	-		+ +		
c			+ +		
					
12 Subtotal Add columns (b), (d), and (e)	- 		o.	6,068,440.	(
13 Total. Add line 12, columns (b), (d), and (e)			· · ·	13	6,068,440
See worksheet in line 13 instructions to verify calculations.)					
		•••	_		
Part XVI-B Relationship of Activities	to the Accon	nplishment of	∟xempt	Purposes	
Line No Explain below how each activity for which inc	come is reported in (olumn (a) of Part VV	/I-A contribut	ed importantly to the accomp	Jichment of

Line No	the foundation's exempt purposes (other than by providing funds for such purposes).
	the foundation's exempt purposes (other than by provious fullos for such purposes).
-	
+	
_	

Form 990)-PF (2	019) THE C	LAYTON FA	AMILY F	'OUN	DATION		58-1	970851	Pa	ge 13
Part 2	XVII			sfers to a	ind T	ransactions a	nd Relation	ships With Nonc	haritable		
		Exempt Organ							·		
		ganization directly or indi			-			ction 501(c)		Yes	No
(otl	her thai	n section 501(c)(3) organ	nizations) or in secti	on 527, relatin	g to po	litical organizations?)				
		from the reporting found	ation to a noncharita	able exempt or	ganızat	ion of:					
	Cash								1a(1)		Х
(2)	Other	assets							1a(2)		X
b Oth	er tran	sactions:							l		
(1)	Sales	of assets to a noncharita	ble exempt organiza	ition					1b(1)		X
(2)	Purch	ases of assets from a no	ncharitable exempt	organization					1b(2)		X
(3)	Renta	I of facilities, equipment,	or other assets						1b(3)		X
(4)	Reimt	oursement arrangements							1b(4)		X
(5)	Loans	or loan guarantees							1b(5)		Х
(6)	Perfo	rmance of services or me	embership or fundra	ising solicitatio	ns				1b(6)		Х
c Sha	aring of	facilities, equipment, ma	uling lists, other ass	ets, or paid em	plovee	s			1c	$\neg \uparrow$	X
	-	ver to any of the above is					wavs show the fai	r market value of the go	ods. other asse	ts.	
		s given by the reporting for								,	
) the value of the goods,					· · · · · · · · · · · · · · · · · · ·	-	,		
(a)Line n		(b) Amount involved				pt organization	(d) Descript	ion of transfers, transactions	, and sharing arra	ngeme	nts
	+-			N/A		•				<u></u>	
			 								
	+-										
	+					.					
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ın s	ection	idation directly or indirection (c) (other than section was able to the following cash	n 501(c)(3)) or in s		or mo	re tax-exempt organ	izations described		Yes	X] No
<u> </u>	to, 00	mplete the following sch (a) Name of org			/h\T	ype of organization	Τ	(c) Description of rela	tionshin		
		N/A	341112411011		(8).	ypc or organization	 	(e) bescription or rela	шопоттр		
		N/A		.	ł		 				
					ł		 				
					1		 				
			 		-		 				
	Under	penalties of perjury, I declare	that I have examined th	us return, includir	no accon	nnanving schedules and	statements and to t	he hest of my knowledge			
Sign Here	and be	ilief, it is true, correct, and cor	mplete Declaration of p			rer) is based on all inform	TREAS	rer has any knowledge	may the IRS di- return with the shown below?	prepare	er
	Sign	ature of officer or trustee		Today		Date	Title	T Chook I was 18 10	TIAL		
		Print/Type preparer's na	amé	Preparer's s	ignatur	е	Date	1 1	TIN		
Paid		JERRY E HO					11/14/20		P004226		
Prepa Use (Firm's name ► JER	RY E HOLI	LYFIELD	ĀT	TORNEY AT	LAW	Firm's EIN ► 90	-035344	19	

Phone no. (865) 966-8819 Form **990-PF** (2019)

Firm's address ▶ P O BOX 23407

KNOXVILLE, TN 37933-1407

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury Internal Revenue Service

Schedule of Contributors

➤ Attach to Form 990, Form 990-EZ, or Form 990-PF.

Go to www.irs.gov/Form990 for the latest information.

OMB No 1545 0047

2019

Employer identification number Name of the organization THE CLAYTON FAMILY FOUNDATION 58-1970851 Organization type (check one) Filers of: Section: 501(c)(Form 990 or 990-EZ) (enter number) organization 4947(a)(1) nonexempt charitable trust not treated as a private foundation 527 political organization X 501(c)(3) exempt private foundation Form 990-PF 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundation Check if your organization is covered by the General Rule or a Special Rule. Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions **General Rule** For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor Complete Parts I and II See instructions for determining a contributor's total contributions **Special Rules** J For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000; or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h; or (ii) Form 990-EZ, line 1 Complete Parts I and II For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 exclusively for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III 🔟 For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions exclusively for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an exclusively religious, charitable, etc., purpose Don't complete any of the parts unless the General Rule applies to this organization because it received nonexclusively religious, charitable, etc., contributions totaling \$5,000 or more during the year Caution: An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it must answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to

LHA For Paperwork Reduction Act Notice, see the instructions for Form 990, 990-EZ, or 990-PF.

certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Schedule B (Form 990, 990-EZ, or 990-PF) (2019)

Name of organization

Employer identification number

THE CLAYTON FAMILY FOUNDATION	THE	CLAYTON	FAMILY	FOUNDATION
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58-1970851

Part I	Contributors (see instructions) Use duplicate copies of Part I if addition	nal space is needed	
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	JAMES L CLAYTON 520 W SUMMIT HILL DR STE 801 KNOXVILLE, TN 37920	\$ 7,000,000.	Person Payroll Noncash (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II for noncash contributions)

Name of organization

Employer identification number

THE CLAYTON FAMILY FOUNDATION

58-1970851

art II	Noncash Property (see instructions) Use duplicate copies of Part II if a	dditional space is needed	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
_1	HEIGHTS FINANCE CORP DEBENTURES (FMV = CASH RECEIVED AT MATURITY)	\$ 7,000,000.	01/02/19
(a) No. rom Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
(a) No. rom Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received

name of or			Employer identification number
Part III	from any one contributor. Complete columns (a)	ions to organizations described in se	58-1970851 ection 501(c)(7), (8), or (10) that total more than \$1,000 for the year or organizations
	completing Part III, enter the total of exclusively religious, Use duplicate copies of Part III if additional	charitable, etc., contributions of \$1,000 or in space is needed	ess for the year (Enter this into once)
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
		(e) Transfer of gift	
	Transferee's name, address, a	nd ZIP + 4	Relationship of transferor to transferee
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	Transferee's name, address, a	(e) Transfer of gift	Relationship of transferor to transferee
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
1			
_	Transferee's name, address, a	(e) Transfer of gift	Relationship of transferor to transferee
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
		(e) Transfer of gift	
-	Transferee's name, address, a	nd ZIP + 4	Relationship of transferor to transferee

	sses for Tax on Investment Income		0031 1		
(a) List and	describe the kind(s) of property so ick warehouse; or common stock, 2	ld, e.g., real estate,	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr.)	(d) Date sold (mo., day, yr.)
	WORKSHEET-190057		P	12/01/19	
	WORKSHEET-190062		P	12/01/19	
	WORKSHEET-190062		P	12/01/18	
	WORKSHEET-190094		P	12/01/19	
	WORKSHEET-190094		P	12/01/18	
		VESTMENT PARTNERS	HI	12/31/18	
g CAPITAL GAINS				1	
h					
1					
J					
k					
<u> </u>					
m				_	
n					
0			<u> </u>		•
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h (e) () Gain or (loss) plus (f) minus (g)	
17,009.	(17,009.		() (3/	0.
134,271.		134,271.			0.
11,087,189.		9,959,581.		1,	127,608
609.		609.			0.
70,973.		67,859.			3,114.
f		25,658.			-25,658.
g 1,113,123.				1,	113,123.
h					
1					
1					
k					
<u> </u>					
m					
n					
Complete only for assets shown	ng gain in column (h) and owned by	the foundation on 12/31/69	(1) 1 o	sses (from col. (h))	
Complete only for assets shown	(j) Adjusted basis	(k) Excess of col. (i)		of col. (h) gain over	col (k),
(i) F.M V. as of 12/31/69	as of 12/31/69	over col. (j), if any	but r	not less than "-0-")	
a	<u></u>		-		0.
<u> </u>					0.
C				1,	127,608.
d	······································				0.
9					3,114.
f					-25,658
9				1,	113,123.
h			-		
l					
<u> </u>				-	·
<u></u>		ļ 			
<u> </u>	·	ļ		 	
<u> </u>		 			
1					
0					
Capital gain net income or (net ca	pital loss) { If gain, also enter "-	r in Part I, line 7 0-" in Part I, line 7	2	2,	218,187
	ss) as defined in sections 1222(5) a	nd (6):			
If gain, also enter in Part I, line 8,		ř		NT / N	
If (loss), enter "-0-" in Part I, line		J	3	N/A	

FORM 990-PF INTERE	ST ON SAVING	S AND TEMPOR	ARY CASH II	NVESTMENTS	STATEMENT 1
SOURCE		(A) REVENUE PER BOOK		(B) NVESTMENT NCOME	(C) ADJUSTED NET INCOME
FIRSTBANK- 6523 FIRSTBANK- 7917		29,3 1,6		29,333. 1,679.	
TOTAL TO PART I, LI	NE 3	31,0	12.	31,012.	
FORM 990-PF	DIVIDENDS	AND INTEREST	FROM SECU	RITIES	STATEMENT 2
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVES MENT INCO	
FIRSTBANK - 0057 FIRSTBANK - 0062 FIRSTBANK - 0094 HEIGHTS FINANCE	42,928. 3,809,349. 37,001.	0. 1,108,540. 4,583.	42,928 2,700,809 32,418	. 2,700,80	19.
CORPORATION INNOVATION VALLEY PARTNERS	1,000,000.	0.	1,000,000	. 1,000,00	0.
(INVESTMENT	1,508.	0.	1,508	. 1,50	08.
NATIONAL FINANCIAL SERVICES - 5349	38,529.	0.	38,529	. 38,52	

FORM 99	0-PF (GAIN OR	(LOSS)	FROM	SALE	OF	ASSETS	STA	TEMENT	3
DESCRIP	(A) TION OF PROPERTY	¥					MANNER ACQUIRED	DATE ACQUIRED	DATE S	OLD
FIRSTBA WORKSHE	NK TAX ET-190057						PURCHASED	12/01/19	12/31	/19
	(B)		C)	DVI	(D)	ΟE	(E)		(F)	
	GROSS SALES PRICE		r or Basis	EAI	PENSE	Or	DEPREC.	. GAIN	OR LOS	S
	17,009.		17,009	•		0.	,	0.		0.
DESCRIP	(A) TION OF PROPERTY	Y					MANNER ACQUIRED	DATE ACQUIRED	DATE S	OLD
FIRSTBA WORKSHE	NK TAX ET-190062						PURCHASED	12/01/19	12/31	/19
	(B)		C)		(D)	0.77	(E)		(F)	
	GROSS SALES PRICE		r OR BASIS	EXI	PENSE SALE	OF.	DEPREC	. GAIN	OR LOS	S
	134,271.	,	134,271	•		0.		0.		0.
DESCRIP	(A) TION OF PROPERT	Y					MANNER ACQUIRED	DATE ACQUIRED	DATE S	OLD
FIRSTBA WORKSHE	NK TAX ET-190062						PURCHASED	12/01/18	12/31	/19
	(B)		C)		(D)		(E)		(F)	
	GROSS SALES PRICE		r or Basis	EXI	PENSE SALE	OF	DEPREC	. GAIN	OR LOS	S
,	11,087,189.	9,	959,581	•		0 .	,	0.	1,127,6	08.

DESCRIPT	(A) CION OF PROPERTY				MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
FIRSTBAN WORKSHEE	IK TAX ET-190094	_			PURCHASED	12/01/19	12/31/19
	(B) GROSS	(C) COST OR	(D) EXPENSE	OF	(E)		(F)
	SALES PRICE	OTHER BASIS	SALE		DEPREC	. GAIN	OR LOSS
	609.	609.		0.	•	0.	0.
DESCRIPT	(A) TION OF PROPERTY				MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
FIRSTBAN WORKSHEE	NK TAX ET-190094	_			PURCHASED	12/01/18	12/31/19
	(B)	(C)	(D)		(E)		(F)
	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPREC	. GAIN	(F) OR LOSS
	GROSS	COST OR	EXPENSE	OF 0.	DEPREC	GAIN	
	GROSS SALES PRICE	COST OR OTHER BASIS	EXPENSE		DEPREC	0.	OR LOSS
INNOVATI	GROSS SALES PRICE 70,973.	COST OR OTHER BASIS 67,859.	EXPENSE		DEPREC	DATE ACQUIRED	OR LOSS 3,114. DATE SOLD
INNOVATI	GROSS SALES PRICE 70,973. (A) CION OF PROPERTY CON VALLEY PARTN MENT PARTNERSHIP (B)	COST OR OTHER BASIS 67,859. ERS)	EXPENSE SALE	0.	MANNER ACQUIRED	DATE ACQUIRED	OR LOSS 3,114. DATE SOLD
INNOVATI	GROSS SALES PRICE 70,973. (A) TION OF PROPERTY TON VALLEY PARTN MENT PARTNERSHIP	COST OR OTHER BASIS 67,859. ERS	EXPENSE SALE	0.	MANNER ACQUIRED PURCHASED	DATE ACQUIRED 12/31/18	OR LOSS 3,114. DATE SOLD 12/31/19

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DAT:	E RED DATE S	OLD
			PURCHASED	12/01	/19 12/31	/19
(B)	(C)	(D)	(E)		(F)	
	OST OR ER BASIS	EXPENSE OF SALE	DEPREC	. G	AIN OR LOS	S
0.	0.	0	•	0.		0.
NET GAIN OR LOSS FROM SALE (OF ASSETS				1,105,0	64.
CAPITAL GAINS DIVIDENDS FROM	M PART IV				1,113,1	23.
TOTAL TO FORM 990-PF, PART	I, LINE 6A				2,218,1	87.
						
FORM 990-PF	OTHER	INCOME			STATEMENT	4
DESCRIPTION		(A) REVENUE PER BOOKS	(B NET IN MENT I	VEST-	(C) ADJUSTE NET INCO	
PASSTHROUGH FROM INNOVATION INVESTMENT PARTNERSHIP SECURITIES LITIGATION SETTLE		3,0	00.	3,000. 49.		
TOTAL TO FORM 990-PF, PART	I, LINE 11	3,0	49.	3,049.		
FORM 990-PF	LEG	AL FEES	1441-14		STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOK		ST- ADJ	C) USTED INCOME	(D) CHARITA PURPOS	
LEGAL FEES	3	0.	30.			0.
TO FM 990-PF, PG 1, LN 16A	3	0.	30.			0.

FORM 990-PF	ACCOUNTI	NG FEES	STATEMENT 6		
DESCRIPTION		(B) NET INVEST- MENT INCOME		(D) CHARITABLE PURPOSES	
ACCOUNTING FEES	5,186.	5,186.		0.	
TO FORM 990-PF, PG 1, LN 16B	5,186.	5,186.		0.	
FORM 990-PF C	THER PROFES	SIONAL FEES	S'	TATEMENT 7	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NEȚ INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT MANAGEMENT FEES	197,624.	197,624.		0.	
TO FORM 990-PF, PG 1, LN 16C	197,624.	197,624.		0.	
FORM 990-PF	TAX	ES	S	FATEMENT 8	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME		(D) CHARITABLE PURPOSES	
EXCISE TAXES	123,635.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	123,635.	0.		0.	
FORM 990-PF	OTHER E	XPENSES	S	ratement 9	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FILING FEES BANK, WIRE FEES; PORTFOLIO AMORTIZATON SEMINARS DUES AND SUBSCRIPTIONS COMMUNITY OUTREACH	96. 1,860. 1,148. 1,769. 750.	1,860. 1,148. 1,769.		0. 0. 0. 0.	
TO FORM 990-PF, PG 1, LN 23	5,623.	4,777.		0.	
		_ 			

FORM 990-PF	CORPORATE STOCK		STATEMENT 10
DESCRIPTION		BOOK VALUE	FAIR MARKET VALUE
FIRSTBANK ACCT - 0062 FIRSTBANK ACCT - 0094	•	70,497,231. 1,133,668.	136,938,831. 1,749,235.
TOTAL TO FORM 990-PF, PART II,	, LINE 10B	71,630,899.	138,688,066.
FORM 990-PF	CORPORATE BONDS		STATEMENT 11
DESCRIPTION		BOOK VALUE	FAIR MARKET VALUE
DONNELLEY RR & SONS DEB-7AG6 HERTZ CORP SR/NT	•	437,500. 112,832.	488,750. 140,350.
TOTAL TO FORM 990-PF, PART II,	LINE 10C	550,332.	629,100.
FORM 990-PF	OTHER INVESTMENTS		STATEMENT 12
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
INNOVATION VALLEY PARTNERS LP (INVESTMENT PARTNERSHIP) DONATED NOTE RECEIVABLE	COST	383,448. 155,238.	383,448. 155,238.
TOTAL TO FORM 990-PF, PART II,	, LINE 13	538,686.	538,686.
	NCERNING PART VII-A, DISTRIBUTION STATEM		STATEMENT 13

EXPLANATION

THE FOUNDATION CONTRIBUTED \$5,000,000 TO THE FIDELITY INVESTMENTS CHARITABLE GIFT FUND WHICH IT TREATED AS A QUALIFYING DISTRIBUTION.

CONTRACTOR 15

FORM 990-PF EXPLANATION CONCERNING PART VII-A, LINE 12 STATEMENT 14 SECTION 170(C)(2)(B) STATEMENT

TION OF OPPICED OF DIDEOMODO

EXPLANATION

THE FOUNDATION CONTRIBUTED \$5,000,000 TO THE FIDELITY INVESTMENTS CHARITABLE GIFT FUND WHICH IT TREATED AS A QUALIFYING DISTRIBUTION. THIS FIDELITY CHARITABLE FUND IS A QUALIFIED 501(C)(3) ORGANIZATION ORGANIZED EXCUSIVELY FOR CHARITABLE PURPOSES AND GRANTS ARE MADE FROM THIS FUND AS DIRECTED TO QUALIFIED CHARITABLE, RELIGIOUS, SCIENTIFIC, LITERARY AND OTHER EXEMPT 501(C)(3) ORGANIZATIONS THAT MEET THE CRITERIA OF THE FOUNDATION'S CHARITABLE PURPOSE.

FORM 990-PF PART VIII - LIST TRUSTEES AND	OF OFFICERS, D		STATI	EMENT 15
NAME AND ADDRESS	TITLE AND AVRG HRS/WK			EXPENSE
JAMES L CLAYTON 520 W SUMMIT HILL DRIVE SUITE 801 KNOXVILLE, TN 37902	DIR/PRES 1.00	0.	0.	0.
MICHELLE B WITT 520 W SUMMIT HILL DRIVE SUITE 801 KNOXVILLE, TN 37902		42,225.	0.	0.
KEVIN T CLAYTON P O BOX 9790 MARYVILLE, TN 37802	DIR 0.25	0.	0.	0.
B JOE CLAYTON 9715 PARKSIDE DRIVE KNOXVILLE, TN 37922	DIR 0.25	0.	0.	0.
KEVIN S WILDER 7224 MERRIWOOD DRIVE KNOXVILLE, TN 37919	TREASURER 1.00	0.	0.	0.
TRAVIS K EDMONDSON 7325 DIXON SPRINGS LANE KNOXVILLE, TN 37917	DIR 0.25	0.	0.	0.
FLYNT H GRIFFIN 3523 RAINES LANE KNOXVILLE, TN 37920	DIR 0.25	0.	0.	0.

THE CLAYTON FAMILY FOUNDATION		58	-1970851
RICHARD & GREEN SECRET 7803 DEBRA DRIVE 0 KNOXVILLE, TN 37938	TARY .25 0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART	VIII 42,225.	0.	0.

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION STATEMENT PART XV, LINES 2A THROUGH 2D

16

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

MICHELL WITT 520 SUMMIT HILL DRIVE SUITE 801 KNOXVILLE, TN 37902

TELEPHONE NUMBER

865-999-5989

EMAIL ADDRESS

CFF.MAIL@CLAYTON.ORG

FORM AND CONTENT OF APPLICATIONS

APPLICATION E-MAILED UPON REQUEST. NO SPECIFIC FORM REQUIRED. IRS DETERMINATION LETTER IS REQUIRED.

ANY SUBMISSION DEADLINES

NONE. GENERAL RESPONSE TIME IS 90 DAYS.

RESTRICTIONS AND LIMITATIONS ON AWARDS

AWARDS RESTRICTED TO QUALIFIED 501(C)(3) ORGANIZATIONS AND GOVERNMENT AGENCIES.

CLAYTON FAMILY FOUNDATION TIN: 58-1970851

ORGANIZATION NAME	RELATIONSHIP	STATUS	PURPOSE	AMOUNT
Adventure Science Center	A/N	Public Charity	General Fund	2,500.00
800 Fort Negley Boulevard				
Nashville, TN 37203				
Alliance for Better Nonprofits	A/N	Public Charity	General Fund	25,000.00
The Regas Building				
318 N Gay Street Suite 210				
Knoxville, TN 37917				
			7.4	
American Cancer Society	N/A	Public Charity	Chester County Relay for Life	5,000.00
250 Williams Street NW				
Atlanta, GA 30303				
AOPA	N/A	Public Charity	General Fund	1,000.00
Mark Baker 421 Aviation Way				
Frederick, MD 21701				
				ě
Beaver Dam Baptist Church	N/A	Church	General Fund	5,000.00
4328 Emory Road				
Knoxville, TN 37938				
Beta Theta Boule Foundation	A/N	Public Charity	General Fund	2,500.00
P.O. Box 23034			Scholarship Program	1,000.00
Knoxville, TN 37933				
Blount County Children's Advocacy Center	A/N	Public Charity	General Fund	25,000.00
P.O. Box 5058				
Maryville, TN 37802				
Boy Scouts Great Smoky Mountain Council	A/N	Public Charity	General Flind	10.000.00
PO Box 51885			Camp Buck Toms	25,000.00
Knoxville, TN 37950-1885				
Branvlle Baptist Church	N/A	Church	HOPE Chirstmas	200.00
7716 Millertown Pike				
Knoxville, TN 37924				

CLAYTON FAMILY FOUNDATION TIN: 58-1970851

NIA Public Charity General Fund 10,	ORGANIZATION NAME	RELATIONSHIP	STATUS	PURPOSE	AMOUNT
9 NIA Church General Fund 10, charty MIA Church General Fund 10, charty MIA Church One Day of Hope Program 5, cademy NIA Church Next General Fund 10, cademy NIA Church Next General Fund 5, cademy NIA Church Next General Fund 5, cademy NIA Educational Institution General Fund 5, cademy NIA Educational Institution General Fund 5, cademy NIA Educational Institution General Fund 5, cademy NIA Public Charity Buddy Walk 6, cademy NIA Public Charity General Fund 6, cademy NIA Public Charity 10, cademy 10, cademy NIA Public Charity 10, cademy 10, cademy NIA Public Charity 10, cademy					
10. NIA Church General Fund 10. Ity East Tennessee NIA Public Charity Family and Children Program 5. Ich NIA Church One Day of Hope Program 10. Sod's Bounty NIA Church Next Generation Program 5. Cademy NIA Church Next Generation Program 5. Sademy NIA Educational Institution General Fund 6. Sademy Buddy Walk 6. Sas Group of East TN NIA Public Charity General Fund 6. Sas Group of East TN NIA Public Charity General Fund 6.	CAF Dixie Wing	N/A	Public Charity	General Fund	200.00
10, Ity East Tennessee NIA Church General Fund 10, Ity East Tennessee NIA Public Charity Family and Children Program 5, Italy East Tennessee NIA Public Charity STEP Program 10, Italy Educational Institution General Fund 5, Italy Italy NIA Educational Institution General Fund 5, Italy Italy NIA Public Charity Buddy Walk 6, Italy Italy Italy General Fund 6, Italy 10, Italy 10	1200 Echo Court				
ity East Tennessee N/A Public Charity Family and Children Program 5, cademy N/A Church One Day of Hope Program 10, cademy N/A Church Next General Fund 10, cademy N/A Educational Institution General Fund 5, cademy N/A Public Charity Buddy Walk 6, sess Group of East TN N/A Public Charity General Fund 5, cademy N/A Public Charity Buddy Walk 6, sess Group of East TN N/A Public Charity General Fund 6, sess Group of East TN N/A Public Charity 6, sess Group of East TN N/A Public Charity 6, sess Group of East TN N/A Public Charity 6, sess Group of East TN N/A Public Charity 6, sess Group of East TN N/A Public Charity 6, sess Group of East TN N/A Public Charity 6, sess Group of East TN N/A Public Charity 6, sess Group of East TN N/A Public Charity 6, sess Group of East TN N/A Public Charity 6, sess Group of East TN N/A Public Charity 6, sess Group of East TN N/A Public Charity 6, sess Group of East TN N/A Public Charity 6, sess Group of East TN N/A Public Charity 7, sess Group of East TN N/A Public Charity 7, sess Group of East TN N/A Public Charity 7, sess Group of East TN N/A Public Charity 7, sess Group of East TN N/A Public Charity 7, sess Group of East TN N/A Public Charity 7, sess Group of East TN N/A Public Charity 7, sess Group of East TN N/A Public Charity 7, sess Group of East TN N/A Public Charity 7, sess Group of East TN N/A Public Charity 7, sess Group of East TN N/A Public Charity 7, sess Group of East TN N/A Public Charity 7, sess Group Of East TN N/A Public Charity 7, sess Group Of East TN N/A Public Charity 7, sess Group Of East TN N/A Public Charity 7, sess Group Of East TN N/A Public Charity 7, sess Group Of East TN N/A Public Charity 7, sess Group Of East TN N/A Public Charity 7, sess Group Of East TN N/A Public Charity 7, sess Group Of East TN N/A Public Charity 7, sess Group Of East TN N/A Public Charity 7, sess Group Of East TN N/A Public Charity 7, sess Group Of East TN N/A Public Charity 7, sess Group Of East TN N/A Public Charity 7, sess Group Of East TN N/A Public Charity 7, sess Group Of East	Peachtree City, GA 30269				
ity East Tennessee NIA Public Charity Family and Children Program 5, rich NIA Church One Day of Hope Program 10, sod's Bounty NIA Public Charity STEP Program 10, ademy NIA Educational Institution General Fund 5, sess Group of East TN NIA Public Charity Buddy Walk 5, stem NIA Public Charity General Fund 5, system NIA Public Charity General Fund 6, system NIA Public Charity General Fund 6, sess Group of East TN NIA Public Charity 6, seem of the program 5, system NIA Public Charity 6, seem of the program 6, system NIA Public Charity 6, seem of the program 6, system NIA Public Charity 6, seem of the program 6, system NIA Public Charity 6, seem of the program 7, system NIA Public Charity 6, seem of the program 7, system NIA Public Charity 7, system 10, s					
ity East Tennessee N/A Public Charity Family and Children Program 6, cademy N/A Church One Day of Hope Program 10, cademy N/A Church Next Generation Program 6, cademy N/A Church Next Generation Program 6, cademy N/A Educational Institution General Fund 6, cademy N/A Public Charity Buddy Walk 6, cademy N/A Public Charity General Fund 6, cademy N/A Public Charity General Fund 6, cademy N/A Public Charity Cademy Cademal Fund 6, cademy N/A Public Charity Cademal Fund 6, cademal Fund 7, cademal 7, cadem	Calvary Baptist Church	N/A	Church	General Fund	10,000.00
rity East Tennessee N/A Public Charity Family and Children Program 5, ch N/A Church One Day of Hope Program 10, cod's Bounty N/A Public Charity STEP Program 10, cademy N/A Church Next Generation Program 5, cademy N/A Educational Institution General Fund 5, cademy N/A Public Charity Buddy Walk 5, cademy N/A Public Charity Buddy Walk 2, system N/A Public Charity General Fund 6, cademy N/A Public Charity Charity Cademal Fund 6, cademal Fund 7, cademal Fund 7, cademal Fund 7, cademal Fund 8, cademy N/A Public Charity Cademal Fund 6, cademal Fund 7, cademal Fund 7, cademal Fund 7, cademal Fund 8, cademal 8	PO Box 309				
rity East Tennessee N/A Public Charity Family and Children Program 5. Church One Day of Hope Program 10. Sod's Bounty N/A Public Charity STEP Program 10. Sademy N/A Church Next General Fund 5. Sademy Buddy Walk 6.	Alcoa, TN 37701				
rch N/A Church One Day of Hope Program 5, 10, 20d's Bounty N/A Church One Day of Hope Program 10, 2, 2, 2, 2, 2, 2, 3, 3, 4, 4, 3, 4, 4, 4, 4, 4, 4, 4, 4, 4, 4, 4, 4, 4,			:		
rch NIA Church One Day of Hope Program 10, sod's Bounty NIA Public Charity STEP Program 10, ademy NIA Educational Institution General Fund 5, ess Group of East TN NIA Public Charity Buddy Walk 5, ass Group of East TN NIA Public Charity General Fund 2, ass Group of East TN NIA Public Charity General Fund 2, ass Group of East TN NIA Public Charity General Fund 2, ass Group of East TN NIA Public Charity General Fund 2, ass Group of East TN NIA Public Charity General Fund 2, ass Group of East TN NIA Public Charity General Fund 2, ass Group of East TN NIA Public Charity General Fund 2, ass Group of East TN NIA Public Charity General Fund 2, ass Group of East TN NIA Public Charity General Fund 2, ass Group of East TN NIA Public Charity General Fund 2, ass Group of East TN NIA Public Charity General Fund 2, ass Group of East TN NIA Public Charity General Fund 3, ass Group of East TN NIA Public Charity General Fund 3, ass Group of East TN NIA Public Charity General Fund 3, ass Group of East TN NIA Public Charity General Fund 3, ass Group of East TN NIA Public Charity General Fund 3, ass Group of East TN NIA Public Charity General Fund 3, ass Group of East TN NIA Public Charity General Fund 3, ass Group of East TN NIA Public Charity MIA Fund Charity MIA	Cancer Support Community East Tennessee	N/A	Public Charity		00.000,6
Hurch NIA Church One Day of Hope Program 10, god's Bounty NIA Public Charity STEP Program 10, stademy NIA Church Next Generation Program 5, eness Group of East TN NIA Public Charity Buddy Walk 5, system NIA Public Charity General Fund 5, system NIA Public Charity General Fund 2, system 15, system NIA Public Charity General Fund 2, sie	2230 Sutherland Avenue				
God's Bounty M/A Academy Academy N/A Educational Institution Feness Group of East TN N/A Public Charity Buddy Walk Buddy Walk General Fund Same and Fund Same	Knoxville, TN 37919				
General Fund Charity STEP Program 10, a Church N/A Public Charity STEP Program 10, a Church Next Generation Program 5, a Church Next Generation Program 5, a Church N/A Educational Institution General Fund 5, a Church N/A Public Charity General Fund 5, a Church N/A Public Charity General Fund 2, a Church N/A Public Charity General Fund 3, a Church N/A Public Charity M/A Public C	-		100		40,000
g God's Bounty N/A Public Charity STEP Program 10, I Academy N/A Educational Institution General Fund 5, reness Group of East TN N/A Public Charity General Fund 6, System N/A Public Charity General Fund 2, I System N/A Public Charity General Fund 2,	Canvas Community Church	N/A	Cuarca	One Day of Hope Program	00.000,01
g God's Bounty N/A Public Charity STEP Program 10, N/A Church Next Generation Program 5, I Academy N/A Educational Institution General Fund 5, reness Group of East TN N/A Public Charity Buddy Walk 6, I System N/A Public Charity General Fund 2, I ele	1886 McArthur Street				
g God's Bounty N/A Public Charity STEP Program 10, N/A Church Next Generation Program 5, Academy N/A Educational Institution General Fund 5, eness Group of East TN N/A Public Charity Buddy Walk 5, should be a st TN N/A Public Charity General Fund 6, and the should be a st TN N/A Public Charity General Fund 6, and the should be a st TN N/A Public Charity General Fund 2, should be a st TN N/A Public Charity General Fund 2, should be a st TN N/A Public Charity General Fund 2, should be a st TN N/A Public Charity General Fund 2, should be a st TN N/A Public Charity General Fund 6, should be a st TN N/A Public Charity General Fund 6, should be a st TN N/A Public Charity General Fund 6, should be a st TN N/A Public Charity General Fund 6, should be a st TN N/A Public Charity General Fund 6, should be a st TN N/A Public Charity General Fund 7, should be a st TN N/A Public Charity General Fund 7, should be a st TN N/A Public Charity General Fund 7, should be a st TN N/A Public Charity General Fund 7, should be a st TN N/A Public Charity 6, should be a st TN N/A Public Charity 6, should be a st TN N/A Public Charity 6, should be a st TN N/A Public Charity 6, should be a st TN N/A Public Charity 6, should be a st TN N/A Public Charity 6, should be a st TN N/A Public Charity 6, should be a st TN N/A Public Charity 6, should be a st TN N/A Public Charity 6, should be a st TN N/A Public Charity 6, should be a st TN N/A Public Charity 6, should be a st TN N/A Public Charity 6, should be a st TN N/A Public Charity 6, should be a st TN N/A Public Charity 7, should be a st TN N/A Public Charity 7, should be a st TN N/A Public Charity 7, should be a st TN N/A Public Charity 7, should be a st TN N/A Public Charity 7, should be a st TN N/A Public Charity 7, should be a st TN N/A Public Charity 7, should be a st TN N/A Public Charity 7, should be a st TN N/A Public Charity 7, should be a st TN N/A Public Charity 7, should be a st TN N/A Public Charity 7, should be a st TN N/A Public Charit	Manchester, Tn 37355				
10, 10,					
Academy N/A Church Next Generation Program 6 Academy N/A Educational Institution General Fund 5 Academy N/A Public Charity Buddy Walk Buddy Walk System N/A Public Charity General Fund 2 Academy Buddy Walk	Christian's Celebrating God's Bounty	N/A	Public Charity	STEP Program	10,000.00
Academy N/A Church Next Generation Program Salademy N/A Educational Institution General Fund Salademy N/A Public Charity System N/A Public Charity General Fund 2	110 2nd Avenue				
EM Academy IMA Educational Institution General Fund General Fund General Fund Signature General Fund Signature Signature M/A Public Charity Buddy Walk Buddy Walk Charity Buddy Walk Buddy Walk Signature	Winchester, TN 37398				
M/A Church Next Generation Program 5. EM Academy N/A Educational Institution General Fund 5. Fareness Group of East TN N/A Public Charity Buddy Walk 5. 0 N/A Public Charity General Fund 2. ifth System N/A Public Charity General Fund 2.					
EM Academy N/A Educational Institution General Fund 5, areness Group of East TN N/A Public Charity Buddy Walk	City Hills Church	N/A	Church	Next Generation Program	5,000.00
EM Academy N/A Educational Institution General Fund 5, areness Group of East TN N/A Public Charity Buddy Walk	1501 Kirby Road				
y STEM Academy N/A Educational Institution General Fund 5, 7804 7804 Public Charity Buddy Walk 5, 37950 S7950 N/A Public Charity General Fund 2, y Health System N/A Public Charity General Fund 2, ine Circle 710 2, 2,	Knoxville, TN 37909				
y STEM Academy N/A Educational Institution General Fund 5, 7804 7804 Public Charity Buddy Walk Public Charity Buddy Walk Public Charity Academial Fund 2, 37950 N/A Public Charity General Fund 2, ine Circle 710 710 710					
7804 N/A Public Charity Buddy Walk 37950 N/A Public Charity General Fund 2 4 Health System N/A Public Charity General Fund 2 710 710 710 710 7	Clayton-Bradley STEM Academy	N/A	Educational Institution	General Fund	5,000.00
7804 Public Charity Buddy Walk 137950 N/A Public Charity General Fund 2 1710 710 710 2	425 Alcoa Trail				
18 Awareness Group of East TN N/A Public Charity Buddy Walk 37950 19 Health System N/A Public Charity General Fund 2 ine Circle 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2	Maryville, TN 37804				
1e Awareness Group of East TN N/A Public Charity Buddy Walk 37950 37950 Available Charity Ceneral Fund 2 ine Circle 710 Available Charity Available Charity <t< td=""><td>- 1</td><td></td><td></td><td></td><td></td></t<>	- 1				
37950 N/A Public Charity General Fund ine Circle 710		N/A	Public Charity	Buddy Walk	200.00
N/A Public Charity General Fund	P O Box 53575				
N/A Public Charity General Fund	Knoxville, TN 37950				
N/A Public Charity General Fund					
20 Duke Medicine Circle Durham, NC 27710	Duke University Health System	N/A	Public Charity	General Fund	2,500.00
Durham, NC 27710	20 Duke Medicine Circle				
	Durham, NC 27710				

ORGANIZATION NAME	RELATIONSHIP	STATUS	PURPOSE	AMOUNT
East Tennessee Community Design Center	N/A	Public Charity	General Fund	5,000.00
1300 North Broadway				
Knoxville, TN 37917				
East Tennessee Historical Society	N/A	Public Charity	General Fund	10,000.00
P.O. Box 1629				
Knoxville, TN 37901				
		į		
East Tennessee Public Communications Corp	N/A	Public Charity	General Fund	10,000.00
1611 East Magnolia Avenue			Ken Burns Country Music Documentary	4,000.00
Knoxville, TN 37917				
Emerald Youth Foundation	N/A	Public Charity	General Fund	5,000.00
1014 Heiskell Avenue				
Knoxville, TN 37921				
Episcopal School of Knoxville	N/A	Educational Institution	Secor Scholarship Fund	10,000.00
950 Episcopal School Way			Capital Building Campaign	100,000.00
Knoxville, TN 37932				•
Fellowship of Christian Athletes	N/A	Public Charity	FCA Elk River Regions	10,000.00
P O Box 11				
Wincherster, TN 37398				
Fidelity Investments Charitable Gift Fund	N/A	Public Charity	Fidelity Donor Advised Fund	5,000,000.00
P O Box 70001				
Cincinnati, OH 45277-0053				
First United Methodist Church Knoxville	N/A	Church	General Fund	2,500.00
3316 Kingston Pike			General Fund	2,500.00
Knoxville, TN 37919			General Fund	2,500.00
			General Fund	2,500.00

Franklin County Board of Education 215 South College Street Winchester, TN 37398 Franklin County Education Foundation 215 South College Street Winchester, TN 37398 Halls High School Robotics Knoxville, TN 37938 Hardin Valley Road Knoxville, TN 37932 Hardin Valley Road Knoxville, TN 37932 Hayden's Hope 21 Kidd Road Fayetteville, TN 37334 Helen Ross McNabb Foundation N/A 201 West Springdale Avenue Knoxville, TN 37917	A Educational Institution A Public Charity	tution Campora Program	20,000.00
Education n Foundation cs cs ludation rdation nue			20,000.00
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/ Foundation Jad Jundation	A Educational Institution	tution Robotics Team	1,000.00
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	A Public Charity	y General Fund	5,000.00
	A Public Charity	y General Fund	10,000.00
201 West Springdale Avenue Knoxville, TN 37917	A Public Charity	challenger Event	2,500.00
Knoxville, TN 37917			
		and the state of t	
Hoof & Harness N/A	A Public Charity	y General Fund	5,000.00
470 Judson Road		10 To	
Strawberry Plains, TN 37871			
Interfaith Health Clinic N/A	A Public Charity	ty General Fund	5,000.00
315 Gill Avenue			
Knoxville, TN 37917			
JDRF N/A	A Public Charity	ly Danny Klein Walk	250.00
355 Trane Drive			
Knoxville, TN 37919			

ORGANIZATION NAME	RELATIONSHIP	STATUS	PURPOSE	AMOUNT
Joni & Friends	N/A	Public Charity	General Fund	5,000.00
1540 Robinson Road				
Knoxville, TN 37923				
Joy of Music	A/A	Public Charity	Kural Outreach Program	9,000.00
1209 Euclid Avenue				
Knoxville, TN 37923				
KCT Knoxville Children's Theatre	N/A	Public Charity	General Fund	12,500.00
109 E. Churchwell				
Knoxville, TN 37917				
Knights of Columbus	N/A	Public Charity	General Fund	500.00
605 Tavern Circle				
Knoxville, TN 37934				
Knoxville Choral Society	N/A	Public Charity	General Fund	5,000.00
PO Box 1086				
Knoxville, TN 37901				
Knoxville Gay Men's Chorus	N/A	Public Charity	General Fund	2,500.00
1005 Brantley Drive				
Knoxville, TN 37923				
Knoxville Museum of Art	A/N	Public Charity	HVAC Replacement	162,851.00
1050 Worlds Fair Park Drive			Capital Campaign	100,000.00
Knoxville, TN 37916			General Fund	100,000.00
			Purchase Artwork	1,750.00
Knoxville Optimist Club Foundation		Public Charity	General Fund	1,000.00
709 Market Street Suite 1			77484	
Knoxville, TN 37902				

CLAYTON FAMILY FOUNDATION TIN: 58-1970851

	KELATIONSHIP	STATUS	PURPOSE	AMOUNT
Knoxville Symphony Orchestra		Public Charity	Endowment	50,000.00
P. O. Box 360			Singing in the Rain	10,000.00
Knoxville, TN 37901			Christmas Concert	12,500.00
L&N STEM Academy - Robotics Team		Public Charity	Robotics Compeitition	5,000.00
401 Henley Street			L&N STEMpunks	3,000.00
Knoxville, TN 37902				
Leadership Knoxville		Public Charity	General Fund	30,000.00
17 Market Square Ste 201				
Knoxville, TN 37902				
Loving Paws		Public Charity	General Fund	2,500.00
2035 Brown Cenetery Road				
Luray, TN 38352				
Manchester-Coffee County Partnership		Public Charity	Partners for Tomorrow	5,000.00
P. O. Box 117				
Tullahoma, TN 37388				
Maryville College Clayton Arts Center		Educational Institution	General Fund	100,000.00
502 Lamar Alexander Parkway				
Maryville, TN 37804				
			, spike try	
Montezuma United Methodist Church		Church	General Fund	1,000.00
2870 Montezuma Road				
Henderson, TN 38340				
Motlow College Foundation		Educational Institution	STEM Endowment Fund	50,000.00
PO Box 8500 Dept 160				
Lynchburg, TN 37352				
Motlow Community College		Educational Institution	Smyrna Campus Building	10,000.00
218 Lakewood Drive			and the state of t	
Tullahoma, TN 37388				

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teet Church General Fund ke Church Charity General Fund ke Church Ceneral Fund ke Church Ceneral Fund ke Church Ceneral Fund ke Church Charity Blount County Campus Bidg 5 ke Church Charity General Fund ke Church Ceneral Fund ke Ceneral Fun	516 N. Beaman Street			Augmented Reality Sand Box	
ret Public Charity General Fund ke Indation Church General Fund Res Indation Public Charity Blount County Campus Bidg 5 Indation Public Charity General Fund Ohnson Hwy Tr80 Il Public Charity General Fund Tr80 Il Public Charity General Fund Ohnson Hwy Tr80 Il Public Charity General Fund Free Mobile Clinic Ohurch General Fund Educational Institution Scholarship	Knoxville, TN 37914				
riter Public Charity General Fund ke Church Church General Fund materian Public Charity Blount County Campus Bidg 5 ment Public Charity General Fund othson Hwy General Fund riter Public Charity General Fund oth Public Charity General Fund wed Public Charity Free Mobile Clinic vd hurch Church General Fund rial School Educational Institution Scholarship				A Burgarage	
Me Church General Fund Church Charity Blount County Campus Bldg 5 ment Public Charity Blount County Campus Bldg 5 ment Public Charity General Fund	Orlando Science Center		Public Charity	General Fund	2,500.00
ke Church General Fund mdation Public Charity Blount County Campus Bidg 5 ment Public Charity General Fund ohnson Hwy Public Charity General Fund -Knoxville Public Charity Free Mobile Clinic vd Public Charity Free Mobile Clinic vd Church General Fund vd Church General Fund vd Educational Institution Scholarship	777 E. Princeton Street				
ke General Fund Indation Public Charity Blount County Campus Bldg 5 Independent Public Charity General Fund Othnson Hwy General Fund Free Mobile Clinic Il Public Charity General Fund Vd Vd Interh Church General Fund Vd Vd Interh Church General Fund Vd	Orlando, FL 32803				
ke Church General Fund Institution I Educational Institution I Education I Educational Institution I Educational Institution I Education I Institution I Education I Institution I Insti					
redation Public Charity Blount County Campus Bidg 5 Figure Public Charity Blount County Campus Bidg 5 Figure Public Charity General Fund General Fund General Fund General Fund General Fund General Fund Fund Fund General Fund General Fund Fund General	Parkwest Church		Church	General Fund	5,000.00
nidation Public Charity Blount County Campus Bldg 5 ment Public Charity General Fund ohnson Hwy 7760 Knoxville Public Charity General Fund ohnson Hwy 7760 Much Public Charity General Fund ohnch Church General Fund of Educational Institution Scholarship	7635 Middlebrook Pike				
ndation Public Charity Blount County Campus Bidg 5 ment Public Charity General Fund Ohnson Hwy Knoxville Public Charity General Fund Free Mobile Clinic vd hurch Church General Fund Free Mobile Clinic vd tral School Educational Institution Scholarship	Knoxville, TN 37909				
nudation Public Charity Blount County Campus Bldg 5 when t Public Charity General Fund General					
Ment bubic Charity General Fund ohnson Hwy 760 Knoxville Public Charity General Fund Fublic Charity General Fund Il Public Charity Free Mobile Clinic Vd In Church General Fund Free Mobile Clinic Vd In Church General Fund Free Mobile Clinic Vd Vd Free Mobile Clinic Vd Free Mobile Clinic Vd Vd Free Mobile Clinic	Pellissippi State Foundation		Public Charity	Blount County Campus Bldg	50,000.00
Innent Public Charity General Fund ohnson Hwy General Fund Yabie Public Charity General Fund II Public Charity Free Mobile Clinic vd Church General Fund hurch Church General Fund real School Educational Institution Scholarship	P.O. Box 22990				
ohnson Hwy Ohnson Hwy Y760 Knoxville It Hurch Aurch Church Educational Institution Education	Knoxville, TN 37933				
ohnson Hwy Public Charity General Fund 7760 Free Mobile Charity General Fund Knoxville Public Charity Free Mobile Clinic vd Church General Fund hurch Church General Fund frail School Educational Institution Scholarship e e					
ohnson Hwy Ohnson Hwy 7760 Free Mobile Charity Knoxville Public Charity III Public Charity vd Church hurch General Fund tral School Educational Institution e Educational Institution	Penultimate Development		Public Charity	General Fund	6,500.00
Knoxville Public Charity General Fund sil Public Charity Free Mobile Clinic vd Church General Fund hurch Church General Fund tral School Educational Institution Scholarship e e	104 E. Old Andrew Johnson Hwy				
Knoxville Public Charity General Fund II Public Charity Free Mobile Clinic vd Church General Fund hurch Church General Fund iral School Educational Institution Scholarship e e	Jefferson City, TN 37760				
Knoxville Public Charity General Fund II Public Charity Free Mobile Clinic vd Church General Fund hurch Church General Fund iral School Educational Institution Scholarship e e					
vd hurch tral School e Public Charity Free Mobile Clinic Church	Rebuilding Together Knoxville		Public Charity	General Fund	2,500.00
vd hurch church Church Church Ceneral Fund Free Mobile Clinic Ceneral Fund General Fund Educational Institution Scholarship e	118 N. Peters Road				
vd hurch hurch Church Church Church Church Ceneral Fund General Fund Feducational Institution Free Mobile Clinic General Fund Feducational Institution Fedu	Knoxville, TN 37923				
vd Free Mobile Clinic vd Church General Fund hurch Church General Fund frail School Educational Institution Scholarship e e				And the state of t	
hurch Church Church Church Church General Fund General Fund Educational Institution Scholarship e	Remote Area Medical		Public Charity	Free Mobile Clinic	5,000.00
hurch Church General Fund General Fund Iral School Educational Institution Scholarship	2200 Stock Creek Blvd				
hurch Church General Fund General Fund Iral School Educational Institution Scholarship	Rockford, TN 37853				
hurch Church General Fund In a School Educational Institution Scholarship e					
Iral School Educational Institution Scholarship e	Ridgedale Baptist Church		Church	General Fund	5,000.00
Iral School Educational Institution Scholarship	5632 Nickle Road				
Iral School Educational Institution Scholarship	Knoxville, TN 37921				
Iral School Educational Institution Scholarship e					
711 Northshore Drive Knoxville, TN 37919	Sacred Heart Cathedral School		Educational Institution	Scholarship	1,425.00
Knoxville, TN 37919	711 Northshore Drive				
	Knoxville, TN 37919				

ORGANIZATION NAME	RELATIONSHIP	STATUS	PURPOSE	AMOUNT
Second Harvest Food Bank East TN		Public Charity	Building Fund	100,000.00
136 Harvest Lane			General Fund	5,000.00
Maryville, TN 37801				
Sequoyah Hills Presbyterian Church		Church	General Fund	250.00
3700 Keowee Avenue SW				
Knoxville, TN 37919				
Sig Ep		Public Charity	General Fund	1,200.00
Kief House 310 South Boulevard				
Richmond, VA 23220-5706				
Total Control of the		Outline Chamitry	band lesses	00 000 3
Smoky Mountain Ammai Care Foundation		rubile Cilarity	General Fund	00.000
r. C. BOX 1039				
Aicoa, IN 3//U1				
Smoky Mountain Service Dogs		Public Charity	General Fund	2,500.00
110 Tooweka Circle				
Loudon, TN 37774				
South Doyle High School		Educational Institution	South Doyle Robotics Team	1,000.00
2020 Tipton Station Road				
Knoxville, TN 37920				
Sportsmen and Prof. Men of Coffee County		Public Charity	General Fund	20,000.00
P. O. Box 1078				
Manchester, TN 37349				
			Ī	
The Change Center		Public Charity	General Fund	50,000.00
203 Harriet Tubman Street				
Knoxville, TN 37915				
				The state of the s
The Nativity Pageant		Public Charity	General Fund	2,500.00
P.O. Box 53258				
Knoxville, TN 37950				

STATEMENT 17

ORGANIZATION NAME	RELATIONSHIP	STATUS	PURPOSE	AMOUNT
TN FIRST		Public Charity	FIRST Robotics Competition	2,000.00
1074 Scenic Drive			UT Alumni Robotics Team	500.00
Knoxville, TN 37919				
		0.11.0		75 000 00
18th Avonus South Suite 326		rubiic Cildinty	Oction of the control	0.000,00
Nashville. TN 37212				
TNAchieves		Public Charity	General Fund	100,000.00
10427 Electric Avenue				
Knoxville, TN 37932				
United Way of Greater Knoxville		Public Charity	General Fund	255,000.00
1301 Hannah Avenue				
Knoxville, TN 37921			the second secon	
University of TN Clarence Brown Theatre		Educational Institution	Education	5,000.00
1525 University Avenue				
Knoxville, TN 37921-4848				
Webb School of Knoxville		Educational Institution	Scholarship Fund	17,810.00
9800 Webb School Drive				
Knoxville, TN 37923				
Young Life Blount County		Public Charity	General Fund	5,000.00
PO Box 5284				
Maryville, TN 37802				
Young Williams Animal Center of East TN		Public Charity	General Fund	5,000.00
3201 Division Street				
Knoxville, TN 37919				
Youth Transitions		Public Charity	General Fund	3,000.00
PO Box 50563			General Support Grant	
V = 5 - 11 5 - 10				

GRANT SCHEDULE - 2019

CLAYTON FAMILY FOUNDATION	IN: 58-1970851
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ORGANIZATION NAME	RELATIONSHIP	STATUS	PURPOSE	AMOUNT
YWCA		Public Charity	General Fund	2,500.00
420 West Clinch Avenue			Keys of Hope Luncheon	4,750.00
Knoxville, TN 37902			General Fund	5,000.00
			General Fund	5,000.00
Zoo Knoxville		Public Charity	General Fund	5,000.00
3500 Knoxville Zoo Drive				
Knoxville, TN 37914				
Tullahoma First United Methodist		Church	Void 2018 Check No. 5026	(500.00)
Knox Co. Community Action Committee	A/N	Public Charity	Void 2018 Check No. 5157	(500.00)
Man Up and Go		Public Charity	Void 2018 Check No. 5054	(500.00)
TOTAL GRANTS				6,809,286.00