

EXTENDED TO NOVEMBER 16, 2020

## Return of Private Foundation

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

OMB No 1545-0047

2019

Open to Public Inspection

Form 990-PF

Department of the Treasury  
Internal Revenue ServiceDo 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.

1912

For calendar year 2019 or tax year beginning

, and ending

Name of foundation <b>THE CLAYTON FAMILY FOUNDATION</b>		A Employer identification number <b>58-1970851</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>520 W SUMMIT HILL DRIVE</b>	Room/suite <b>801</b>	B Telephone number <b>(865) 522-2930</b>
City or town, state or province, country, and ZIP or foreign postal code <b>KNOXVILLE, TN 37902</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1 Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <b>\$ 152,545,951.</b>	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		7,000,000.		N/A	
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		31,012.	31,012.		STATEMENT 1
4 Dividends and interest from securities		3,816,192.	3,816,192.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		2,218,187.			STATEMENT 3
b Gross sales price for all assets on line 6a <b>12,423,174.</b>					
7 Capital gain net income (from Part IV, line 2)			2,218,187.		Internal Revenue Service Received US Bank - USB 345 NOV 30 2020
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		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					
16a Legal fees STMT 5		30.	30.		0.
b Accounting fees STMT 6		5,186.	5,186.		0.
c Other professional fees STMT 7		197,624.	197,624.		0.
17 Interest					
18 Taxes STMT 8		123,635.	0.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 9		5,623.	4,777.		0.
24 Total operating and administrative expenses Add lines 13 through 23		374,323.	239,286.		0.
25 Contributions, gifts, grants paid		6,809,286.			6,809,286.
26 Total expenses and disbursements. Add lines 24 and 25		7,183,609.	239,286.		6,809,286.
27 Subtract line 26 from line 12.					
a Excess of revenue over expenses and disbursements		5,884,831.			
b Net investment income (if negative, enter -0-)			5,829,154.		
c Adjusted net income (if negative, enter -0-)				N/A	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing		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 ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations				
	b	Investments - corporate stock STMT 10		71,802,527.	71,630,899.	138,688,066.
	c	Investments - corporate bonds STMT 11		3,550,332.	550,332.	629,100.
	Liabilities	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 ▶				
15		Other assets (describe ▶)				
16		Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		79,525,185.	85,410,016.	152,545,951.
17		Accounts payable and accrued expenses				
18		Grants payable				
Net Assets or Fund Balances	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)		0.	0.		
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here ▶ <input type="checkbox"/>					
	and complete lines 24, 25, 29, and 30.					
	24	Net assets without donor restrictions				
	25	Net assets with donor restrictions				
	Foundations that do not follow FASB ASC 958, check here ▶ <input checked="" type="checkbox"/>					
	and complete lines 26 through 30.					
	26	Capital stock, trust principal, or current funds		0.	0.	
	27	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
28	Retained earnings, accumulated income, endowment, or other funds		79,525,185.	85,410,016.		
29	Total net assets or fund balances		79,525,185.	85,410,016.		
30	Total liabilities and net assets/fund balances		79,525,185.	85,410,016.		

## 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 29 (must agree with end-of-year figure reported on prior year's return)	1	79,525,185.
2	Enter amount from Part I, line 27a	2	5,884,831.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	85,410,016.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 29	6	85,410,016.

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**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b SEE ATTACHED STATEMENT			
c			
d			
e			
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))
a			
b			
c			
d			
e 12,423,174.		10,204,987.	2,218,187.
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			
c			
d			
e			2,218,187.
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 2,218,187.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8			3 N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2018	6,790,779.	135,729,725.	.050032
2017	6,331,497.	124,427,047.	.050885
2016	5,692,775.	111,674,518.	.050976
2015	5,872,491.	114,691,277.	.051203
2014	5,612,020.	113,781,293.	.049323

2 Total of line 1, column (d)	2	.252419
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	.050484
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	141,337,961.
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 Part XII, line 4	8	6,809,286.

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 <input type="checkbox"/> 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 <input type="checkbox"/> and enter 1% of Part I, line 27b		1	116,583.
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	116,583.
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	116,583.
6 Credits/Payments:			
a 2019 estimated tax payments and 2018 overpayment credited to 2019	6a	220,901.	
b Exempt foreign organizations - tax withheld at source	6b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6c	0.	
d Backup withholding erroneously withheld	6d	0.	
7 Total credits and payments. Add lines 6a through 6d	7	220,901.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	0.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	104,318.	
11 Enter the amount of line 10 to be Credited to 2020 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	0.	

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the 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		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 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.		X
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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
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?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions. <input type="checkbox"/> 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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2019 or the tax year beginning in 2019? See the instructions for Part XIV. If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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**Part VII-A** Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions	X	
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► WWW.CLAYTON.ORG	X	
14 The books are in care of ► KEVIN WILDER Telephone no. ► (865) 522-2930 Located at ► 520 W SUMMIT HILL DRIVE, SUITE 801, KNOXVILLE, TN ZIP+4 ► 37902		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A
16 At any time during calendar year 2019, 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 ►		X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year, did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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		X
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 2019?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2019, did the foundation have any undistributed income (Part XIII, lines 6d and 6e) for tax year(s) beginning before 2019? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2019 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 Form 4720, Schedule C, to determine if the foundation had excess business holdings in 2019)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2019?		X

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

		Yes	No
5a During the year, did the foundation pay or incur any amount to:			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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	N/A	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?	N/A		
If "Yes," attach the statement required by Regulations section 53.4945-5(d)			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b	
8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		

**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, and foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 15		42,225.	0.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

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

0

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**3<sup>1</sup> Five highest-paid independent contractors for professional services. If none, enter "NONE."**

**Total number of others receiving over \$50,000 for professional services**

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.

<b>Part IX-B</b>	<b>Summary of Program-Related Investments</b>
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Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

**Total.** Add lines 1 through 3

**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	139,581,286.
b	Average of monthly cash balances	1b	3,909,030.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	143,490,316.
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	143,490,316.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	2,152,355.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	141,337,961.
6	Minimum investment return. Enter 5% of line 5	6	7,066,898.

**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	7,066,898.
2a	Tax on investment income for 2019 from Part VI, line 5	2a	116,583.
b	Income tax for 2019 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	116,583.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	6,950,315.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	6,950,315.
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	6,950,315.

**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	6,809,286.
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	6,809,286.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	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 4940(e) reduction of tax in those years.

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**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				
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.			
b From 2015	217,179.			
c From 2016	219,759.			
d From 2017	276,867.			
e From 2018	139,755.			
f Total of lines 3a through e	917,848.			
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 years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2019 distributable amount				6,809,286.
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:				
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 assessed		0.		
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 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:				
a Excess from 2015	140,438.			
b Excess from 2016	219,759.			
c Excess from 2017	276,867.			
d Excess from 2018	139,755.			
e Excess from 2019				



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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a</b> Paid during the year				
STATEMENT 17	STATEMENT 17	STATEMENT 17	STATEMENT 17	
STATEMENT 17				
STATEMENT 17, TN 37902			STATEMENT 17	6,809,286.
<b>Total</b>			<b>3a</b>	6,809,286.
<b>b</b> Approved for future payment				
NONE				
<b>Total</b>			<b>3b</b>	0.

Form 990-PF (2019)





**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](http://www.irs.gov/Form990) for the latest information.

OMB No 1545-0047

**2019**

Name of the organization

THE CLAYTON FAMILY FOUNDATION

Employer identification number

58-1970851

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐

501(c)( ) (enter number) organization

☐4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐

527 political organization

Form 990-PF

☒

501(c)(3) exempt private foundation

☐

4947(a)(1) nonexempt charitable trust treated as a private foundation

☐

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.**Note:** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**☒

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

**Special Rules**☐

For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000; or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h; or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.☐For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$ \_\_\_\_\_

**Caution:** An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization

Employer identification number

THE CLAYTON FAMILY FOUNDATION

58-1970851

**Part I** Contributors (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	JAMES L CLAYTON 520 W SUMMIT HILL DR STE 801 KNOXVILLE, TN 37920	\$ 7,000,000.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)





Name of organization

Employer identification number

THE CLAYTON FAMILY FOUNDATION

58-1970851

**Part III**

Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this info once) ▶ \$ \_\_\_\_\_

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

## THE CLAYTON FAMILY FOUNDATION

CONTINUATION FOR 990-PF, PART IV  
58-1970851 PAGE 1 OF 1**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	FIRSTBANK TAX WORKSHEET-190057	P	12/01/19	12/31/19
b	FIRSTBANK TAX WORKSHEET-190062	P	12/01/19	12/31/19
c	FIRSTBANK TAX WORKSHEET-190062	P	12/01/18	12/31/19
d	FIRSTBANK TAX WORKSHEET-190094	P	12/01/19	12/31/19
e	FIRSTBANK TAX WORKSHEET-190094	P	12/01/18	12/31/19
f	INNOVATION VALLEY PARTNERS (INVESTMENT PARTNERSHI		12/31/18	12/31/19
g	CAPITAL GAINS DIVIDENDS			
h				
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 17,009.		17,009.	0.
b 134,271.		134,271.	0.
c 11,087,189.		9,959,581.	1,127,608.
d 609.		609.	0.
e 70,973.		67,859.	3,114.
f		25,658.	-25,658.
g 1,113,123.			1,113,123.
h			
i			
j			
k			
l			
m			
n			
o			

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

(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	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			0.
b			0.
c			1,127,608.
d			0.
e			3,114.
f			-25,658.
g			1,113,123.
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	2,218,187.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

## FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
FIRSTBANK- 6523	29,333.	29,333.	
FIRSTBANK- 7917	1,679.	1,679.	
TOTAL TO PART I, LINE 3	31,012.	31,012.	

## FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
FIRSTBANK - 0057	42,928.	0.	42,928.	42,928.	
FIRSTBANK - 0062	3,809,349.	1,108,540.	2,700,809.	2,700,809.	
FIRSTBANK - 0094	37,001.	4,583.	32,418.	32,418.	
HEIGHTS FINANCE CORPORATION	1,000,000.	0.	1,000,000.	1,000,000.	
INNOVATION VALLEY PARTNERS (INVESTMENT	1,508.	0.	1,508.	1,508.	
NATIONAL FINANCIAL SERVICES - 5349	38,529.	0.	38,529.	38,529.	
TO PART I, LINE 4	4,929,315.	1,113,123.	3,816,192.	3,816,192.	

FORM 990-PF

GAIN OR (LOSS) FROM SALE OF ASSETS

STATEMENT

3

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
FIRSTBANK TAX WORKSHEET-190057	17,009.	17,009.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
FIRSTBANK TAX WORKSHEET-190062	134,271.	134,271.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
FIRSTBANK TAX WORKSHEET-190062	11,087,189.	9,959,581.	0.	0.	1,127,608.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
FIRSTBANK TAX WORKSHEET-190094	609.	609.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
FIRSTBANK TAX WORKSHEET-190094	70,973.	67,859.	0.	0.	3,114.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
INNOVATION VALLEY PARTNERS (INVESTMENT PARTNERSHIP)	0.	25,658.	0.	0.	-25,658.

(A) DESCRIPTION OF PROPERTY	MANNER		DATE		DATE SOLD
	ACQUIRED	ACQUIRED	DATE	SOLD	
	PURCHASED	12/01/19	12/31/19		
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
0.	0.	0.	0.	0.	0.
NET GAIN OR LOSS FROM SALE OF ASSETS				1,105,064.	
CAPITAL GAINS DIVIDENDS FROM PART IV				1,113,123.	
TOTAL TO FORM 990-PF, PART I, LINE 6A				2,218,187.	

FORM 990-PF	OTHER INCOME	STATEMENT	4
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
PASSTHROUGH FROM INNOVATION VALLEY INVESTMENT PARTNERSHIP	3,000.	3,000.	
SECURITIES LITIGATION SETTLEMENT	49.	49.	
TOTAL TO FORM 990-PF, PART I, LINE 11	3,049.	3,049.	

FORM 990-PF	LEGAL FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	30.	30.		0.
TO FM 990-PF, PG 1, LN 16A	30.	30.		0.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET 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	OTHER PROFESSIONAL FEES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET 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	TAXES	STATEMENT	8
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET 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 EXPENSES	STATEMENT	9
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FILING FEES	96.	0.		0.
BANK, WIRE FEES; PORTFOLIO AMORTIZATION	1,860.	1,860.		0.
SEMINARS	1,148.	1,148.		0.
DUES AND SUBSCRIPTIONS	1,769.	1,769.		0.
COMMUNITY OUTREACH	750.	0.		0.
TO FORM 990-PF, PG 1, LN 23	5,623.	4,777.		0.

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FORM 990-PF	CORPORATE STOCK	STATEMENT 10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
FIRSTBANK ACCT - 0062	70,497,231.	136,938,831.
FIRSTBANK ACCT - 0094	1,133,668.	1,749,235.
TOTAL TO FORM 990-PF, PART II, LINE 10B	71,630,899.	138,688,066.

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FORM 990-PF	CORPORATE BONDS	STATEMENT 11
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
DONNELLEY RR & SONS DEB-7AG6	437,500.	488,750.
HERTZ CORP SR/NT	112,832.	140,350.
TOTAL TO FORM 990-PF, PART II, LINE 10C	550,332.	629,100.

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FORM 990-PF	OTHER INVESTMENTS	STATEMENT 12
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
INNOVATION VALLEY PARTNERS LP (INVESTMENT PARTNERSHIP)	COST	383,448.	383,448.
DONATED NOTE RECEIVABLE	COST	155,238.	155,238.
TOTAL TO FORM 990-PF, PART II, LINE 13		538,686.	538,686.

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FORM 990-PF	EXPLANATION CONCERNING PART VII-A, LINE 12 QUALIFYING DISTRIBUTION STATEMENT	STATEMENT 13
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## EXPLANATION

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



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

## 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 EXCLUSIVELY 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 OF OFFICERS, DIRECTORS STATEMENT 15  
TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
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	MANAGING DIR 30.00	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 K GREEN  
7803 DEBRA DRIVE  
KNOXVILLE, TN 37938

SECRETARY  
0.25

0. 0. 0.

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

42,225. 0. 0.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION  
PART XV, LINES 2A THROUGH 2D

STATEMENT 16

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NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

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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

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

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ANY SUBMISSION DEADLINES

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NONE. GENERAL RESPONSE TIME IS 90 DAYS.

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RESTRICTIONS AND LIMITATIONS ON AWARDS

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

ORGANIZATION NAME	RELATIONSHIP	STATUS	PURPOSE	AMOUNT
Adventure Science Center	N/A	Public Charity	General Fund	2,500.00
800 Fort Negley Boulevard Nashville, TN 37203				
Alliance for Better Nonprofits	N/A	Public Charity	General Fund	25,000.00
The Regas Building				
318 N Gay Street Suite 210				
Knoxville, TN 37917				
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				
Beaver Dam Baptist Church	N/A	Church	General Fund	5,000.00
4328 Emory Road				
Knoxville, TN 37938				
Beta Theta Boule Foundation	N/A	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	N/A	Public Charity	General Fund	25,000.00
P.O. Box 5058				
Maryville, TN 37802				
Boy Scouts Great Smoky Mountain Council	N/A	Public Charity	General Fund	10,000.00
PO Box 51885			Camp Buck Toms	25,000.00
Knoxville, TN 37950-1885				
Branville Baptist Church	N/A	Church	HOPE Chirstmas	500.00
7716 Millertown Pike				
Knoxville, TN 37924				

ORGANIZATION NAME	RELATIONSHIP	STATUS	PURPOSE	AMOUNT
CAF Dixie Wing	N/A	Public Charity	General Fund	500.00
1200 Echo Court				
Peachtree City, GA 30269				
Calvary Baptist Church	N/A	Church	General Fund	10,000.00
PO Box 309				
Alcoa, TN 37701				
Cancer Support Community East Tennessee	N/A	Public Charity	Family and Children Program	5,000.00
2230 Sutherland Avenue				
Knoxville, TN 37919				
Canvas Community Church	N/A	Church	One Day of Hope Program	10,000.00
1886 McArthur Street				
Manchester, Tn 37355				
Christian's Celebrating God's Bounty	N/A	Public Charity	STEP Program	10,000.00
110 2nd Avenue				
Winchester, TN 37398				
City Hills Church	N/A	Church	Next Generation Program	5,000.00
1501 Kirby Road				
Knoxville, TN 37909				
Clayton-Bradley STEM Academy	N/A	Educational Institution	General Fund	5,000.00
425 Alcoa Trail				
Maryville, TN 37804				
Down Syndrome Awareness Group of East TN	N/A	Public Charity	Buddy Walk	500.00
P O Box 53575				
Knoxville, TN 37950				
Duke University Health System	N/A	Public Charity	General Fund	2,500.00
20 Duke Medicine Circle				
Durham, NC 27710				

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

ORGANIZATION NAME	RELATIONSHIP	STATUS	PURPOSE	AMOUNT
Franklin County Board of Education 215 South College Street Winchester, TN 37398	N/A	Educational Institution	Campora Program	20,000.00
Franklin County Education Foundation 215 South College Street Winchester, TN 37398	N/A	Public Charity	General Fund	10,000.00
Halls High School Robotics 4321 East Emory Road Knoxville, TN 37938	N/A	Educational Institution	Robotics Team	1,000.00
Hardin Valley Academy Foundation 11345 Hardin Valley Road Knoxville, TN 37932	N/A	Public Charity	General Fund	5,000.00
Hayden's Hope 21 Kidd Road Fayetteville, TN 37334	N/A	Public Charity	General Fund	10,000.00
Helen Ross McNabb Foundation 201 West Springdale Avenue Knoxville, TN 37917	N/A	Public Charity	Challenger Event	2,500.00
Hoof & Harness 470 Judson Road Strawberry Plains, TN 37871	N/A	Public Charity	General Fund	5,000.00
Interfaith Health Clinic 315 Gill Avenue Knoxville, TN 37917	N/A	Public Charity	General Fund	5,000.00
JDRF 355 Trane Drive Knoxville, TN 37919	N/A	Public Charity	Danny Klein Walk	250.00

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



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

ORGANIZATION NAME	RELATIONSHIP	STATUS	PURPOSE	AMOUNT
MUSE Knoxville				
516 N. Beaman Street Knoxville, TN 37914		Public Charity	Augmented Reality Sand Box	6,000.00
Orlando Science Center 777 E. Princeton Street Orlando, FL 32803		Public Charity	General Fund	2,500.00
Parkwest Church 7635 Middlebrook Pike Knoxville, TN 37909		Church	General Fund	5,000.00
Pellissippi State Foundation P.O. Box 22990 Knoxville, TN 37933		Public Charity	Blount County Campus Bldg	50,000.00
Penultimate Development 104 E. Old Andrew Johnson Hwy Jefferson City, TN 37760		Public Charity	General Fund	6,500.00
Rebuilding Together Knoxville 118 N. Peters Road Knoxville, TN 37923		Public Charity	General Fund	2,500.00
Remote Area Medical 2200 Stock Creek Blvd Rockford, TN 37853		Public Charity	Free Mobile Clinic	5,000.00
Ridgedale Baptist Church 5632 Nickle Road Knoxville, TN 37921		Church	General Fund	5,000.00
Sacred Heart Cathedral School 711 Northshore Drive Knoxville, TN 37919		Educational Institution	Scholarship	1,425.00

ORGANIZATION NAME	RELATIONSHIP	STATUS	PURPOSE	AMOUNT
Second Harvest Food Bank East TN 136 Harvest Lane Maryville, TN 37801		Public Charity	Building Fund General Fund	100,000.00 5,000.00
Sequoyah Hills Presbyterian Church 3700 Keowee Avenue SW Knoxville, TN 37919		Church	General Fund	250.00
Sig Ep Kief House 310 South Boulevard Richmond, VA 23220-5706		Public Charity	General Fund	1,200.00
Smoky Mountain Animal Care Foundation P. O. Box 1099 Alcoa, TN 37701		Public Charity	General Fund	5,000.00
Smoky Mountain Service Dogs 110 Tooweka Circle Loudon, TN 37774		Public Charity	General Fund	2,500.00
South Doyle High School 2020 Tipton Station Road Knoxville, TN 37920		Educational Institution	South Doyle Robotics Team	1,000.00
Sportsmen and Prof. Men of Coffee County P. O. Box 1078 Manchester, TN 37349		Public Charity	General Fund	20,000.00
The Change Center 203 Harriet Tubman Street Knoxville, TN 37915		Public Charity	General Fund	50,000.00
The Nativity Pageant P.O. Box 53258 Knoxville, TN 37950		Public Charity	General Fund	2,500.00

ORGANIZATION NAME	RELATIONSHIP	STATUS	PURPOSE	AMOUNT
TN FIRST				
1074 Scenic Drive Knoxville, TN 37919		Public Charity	FIRST Robotics Competition UT Alumni Robotics Team	2,000.00 500.00
TN State Collaborative on Reforming Education 18th Avenue South Suite 326 Nashville, TN 37212		Public Charity	General Fund	75,000.00
TNAchieves 10427 Electric Avenue Knoxville, TN 37932		Public Charity	General Fund	100,000.00
United Way of Greater Knoxville 1301 Hannah Avenue Knoxville, TN 37921		Public Charity	General Fund	255,000.00
University of TN Clarence Brown Theatre 1525 University Avenue Knoxville, TN 37921-4848		Educational Institution	Education	5,000.00
Webb School of Knoxville 9800 Webb School Drive Knoxville, TN 37923		Educational Institution	Scholarship Fund	17,810.00
Young Life Blount County PO Box 5284 Maryville, TN 37802		Public Charity	General Fund	5,000.00
Young Williams Animal Center of East TN 3201 Division Street Knoxville, TN 37919		Public Charity	General Fund	5,000.00
Youth Transitions PO Box 50563 Knoxville, TN 37950		Public Charity	General Fund General Support Grant	3,000.00

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	N/A	Public Charity	Void 2018 Check No. 5157	(500.00)
Man Up and Go		Public Charity	Void 2018 Check No. 5054	(500.00)
<b>TOTAL GRANTS</b>				<b>6,809,286.00</b>