

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

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1912

For calendar year 2019 or tax year beginning , and ending

SCANNED MAR 19 2021

Name of foundation Lyndhurst Foundation Inc

A Employer identification number 62-6044177

Number and street (or P.O. box number if mail is not delivered to street address) 517 East Fifth Street

Telephone number 423-756-0767

City or town, state or province, country, and ZIP or foreign postal code Chattanooga, TN 37403

C If exemption application is pending, check here

G Check all that apply: Initial return, Final return, Address change, Initial return of a former public charity, Amended return, Name change

D 1. Foreign organizations, check here 2. Foreign organizations meeting the 85% test, check here and attach computation

H Check type of organization: Section 501(c)(3) exempt private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here

Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 141,210,961. Accounting method: Cash

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

Part III Analysis of Revenue and Expenses

03/20

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Contributions, Dividends, Net gain, Other income, Operating and Administrative Expenses, and Net investment income.

**Part III 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	Savings and temporary cash investments	3,393,725.	644,479.	644,479.
	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			
	c	Investments - corporate bonds			
	11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶				
12	Investments - mortgage loans				
13	Investments - other Stmt 8	120,259,287.	120,746,557.	139,772,562.	
14	Land, buildings, and equipment basis ▶ 1,569,097.				
	Less accumulated depreciation ▶ 991,525.	604,617.	577,572.	577,572.	
15	Other assets (describe ▶)	287,216.	216,348.	216,348.	
16	<b>Total assets</b> (to be completed by all filers - see the instructions Also, see page 1, item I)	124,544,845.	122,184,956.	141,210,961.	
Liabilities	17	Accounts payable and accrued expenses	4,100.	557.	
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶)			
23	<b>Total liabilities</b> (add lines 17 through 22)	4,100.	557.		
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	125,223,729.	124,540,744.	
	27	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	28	Retained earnings, accumulated income, endowment, or other funds	-682,984.	-2,356,345.	
29	<b>Total net assets or fund balances</b>	124,540,745.	122,184,399.		
30	<b>Total liabilities and net assets/fund balances</b>	124,544,845.	122,184,956.		

**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	124,540,745.
2	Enter amount from Part I, line 27a	2	-2,356,346.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	122,184,399.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	<b>Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 29</b>	6	122,184,399.

**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 Sale distributed stock SPOT 2,584 shs	P	Various	04/24/19
b Sale distributed stock STNE 4,157 shs	P	01/30/15	05/01/19
c Gain from Managed Investments	P	Various	12/31/19
d Ivanhoe Mine Certificates	P		
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 675,607.		256,545.	419,062.
b 118,576.		10,424.	108,152.
c 5,576,815.			5,576,815.
d 1,214,324.		12,348.	1,201,976.
e			

(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			419,062.
b			108,152.
c			5,576,815.
d			1,201,976.
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	7,306,005.
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	0.

**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	6,872,567.	133,246,000.	.051578
2017	6,151,532.	135,501,275.	.045398
2016	4,385,490.	130,264,225.	.033666
2015	5,367,825.	132,433,625.	.040532
2014	5,922,754.	131,206,805.	.045141

2 Total of line 1, column (d)	2	.216315
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 50, or by the number of years the foundation has been in existence if less than 5 years	3	.043263
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	128,530,089.
5 Multiply line 4 by line 3	5	5,560,597.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	65,584.
7 Add lines 5 and 6	7	5,626,181.
8 Enter qualifying distributions from Part XII, line 4	8	9,040,141.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here [ ] and enter "N/A" on line 1. Date of ruling or determination letter: (attach copy of letter if necessary-see instructions)
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here [X] and enter 1% of Part I, line 27b
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-)
3 Add lines 1 and 2
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-
6 Credits/Payments
6a 2019 estimated tax payments and 2018 overpayment credited to 2019 247,451.
6b Exempt foreign organizations - tax withheld at source 0.
6c Tax paid with application for extension of time to file (Form 8868) 0.
6d Backup withholding erroneously withheld 0.
7 Total credits and payments. Add lines 6a through 6d 247,451.
8 Enter any penalty for underpayment of estimated tax. Check here [ ] if Form 2220 is attached 0.
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 181,867.
11 Enter the amount of line 10 to be: Credited to 2020 estimated tax 181,867. Refunded 0.

Part VII A Statements Regarding Activities

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?
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.
c Did the foundation file Form 1120-POL for this year?
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ 0. (2) On foundation managers \$ 0.
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0.
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.
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.
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?
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.
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?
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.
8a Enter the states to which the foundation reports or with which it is registered. See instructions. TN, DE
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.
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.
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.

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 ► <u>www.lyndhurstfoundation.org</u>	X	
14 The books are in care of ► <u>Foundation Officer - President</u> Telephone no. ► <u>423-756-0767</u> Located at ► <u>517 East Fifth St, Chattanooga, TN</u> ZIP+4 ► <u>37403</u>		
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 type="checkbox"/> Yes <input checked="" 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► _____, _____, _____		
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. ► _____, _____, _____	N/A	
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

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

5a During the year, did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?  Yes  No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?  Yes  No

(3) Provide a grant to an individual for travel, study, or other similar purposes?  Yes  No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions  Yes  No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?  Yes  No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions  Yes  No  
 Organizations relying on a current notice regarding disaster assistance, check here  N/A

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?  Yes  No  
 If "Yes," attach the statement required by Regulations section 53.4945-5(d)  N/A

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?  Yes  No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?  Yes  No  
 If "Yes" to 6b, file Form 8870.  N/A

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?  Yes  No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?  Yes  No

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?  Yes  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 10		291,082.	27,289.	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
Macon C Toledano - 517 East Fifth Street, Chattanooga, TN 37403	Associate Director 40.00	219,564.	23,125.	0.
Nena F Powell - 517 East Fifth Street, Chattanooga, TN 37403	Controller 40.00	118,762.	0.	0.
Sarah C Cox - 517 East Fifth Street, Chattanooga, TN 37403	Executive Assistant 40.00	94,884.	9,459.	0.
Kathleen E Nolte - 517 East Fifth Street, Chattanooga, TN 37403	Program Officer 40.00	88,846.	8,502.	0.
<b>Total number of other employees paid over \$50,000</b>				<b>0</b>

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services 0

**Part IX-A** Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

**Part IX-B** Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
3 All other program-related investments. See instructions.	

Total. Add lines 1 through 3 0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	127,634,761.
b	Average of monthly cash balances	1b	2,852,639.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	130,487,400.
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	130,487,400.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,957,311.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	128,530,089.
6	Minimum investment return. Enter 5% of line 5	6	6,426,504.

**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	6,426,504.
2a	Tax on investment income for 2019 from Part VI, line 5	2a	65,584.
b	Income tax for 2019 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	65,584.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	6,360,920.
4	Recoveries of amounts treated as qualifying distributions	4	22,353.
5	Add lines 3 and 4	5	6,383,273.
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	6,383,273.

**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	9,040,141.
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	9,040,141.
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	65,584.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	8,974,557.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years



**Part XIII** Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2018	(c) 2018	(d) 2019
1 Distributable amount for 2019 from Part XI, line 7				6,383,273.
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				
b From 2015				
c From 2016				
d From 2017				
e From 2018	343,365.			
f Total of lines 3a through e	343,365.			
4 Qualifying distributions for 2019 from Part XII, line 4: ▶ \$ 9,040,141.				
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				6,383,273.
e Remaining amount distributed out of corpus	2,656,868.			
5 Excess distributions carryover applied to 2019 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	3,000,233.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
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	3,000,233.			
10 Analysis of line 9:				
a Excess from 2015				
b Excess from 2016				
c Excess from 2017				
d Excess from 2018	343,365.			
e Excess from 2019	2,656,868.			

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

- 1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2019, enter the date of the ruling ▶
- b Check box to indicate whether the foundation is a private operating foundation described in section  4942(j)(3) or  4942(j)(5)

	Tax year				(e) Total
	(a) 2019	(b) 2018	(c) 2017	(d) 2016	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4, for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities					
3 Subtract line 2d from line 2c					
Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6, for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

- 1 **Information Regarding Foundation Managers:**
- a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2).)
- None
- b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.
- None

- 2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**
- Check here  if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc., to individuals or organizations under other conditions, complete items 2a, b, c, and d.
- a The name, address, and telephone number or email address of the person to whom applications should be addressed:
- Benic M Clark, III, (423) 756-0767  
517 East Fifth Street, Chattanooga, TN 37403
- b The form in which applications should be submitted and information and materials they should include.
- See attached statement.
- c Any submission deadlines:
- See attached statement.
- d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:
- See attached statement.

**Part XV** Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a Paid during the year</b>				
A Step Ahead Foundation Chattanooga P.O. Box 4212 Chattanooga, TN 37405		PC	Support for general operations.	50,000.
Access Fund 4720 Walnut Street, Suite 200 Boulder, CO 80301		PC	Support for Chatt Climbing Conservation Initiative.	21,523.
Access Fund 4720 Walnut Street, Suite 200 Boulder, CO 80301		PC	Support for Chattanooga Climbing Conservation Initiative.	24,575.
Alzheimer's Association 7625 Hamilton Park Dr Chattanooga, TN 37421		PC	To match LH Associates personal contributions	300.
American Cancer Society - Relay for Life 6221 Shallowford Road, Suite 102 Chattanooga, TN 37421		PC	To match LH Associates personal contributions	1,100.
<b>Total</b>	<b>See continuation sheet(s)</b>			<b>7,901,039.</b>
<b>b Approved for future payment</b>				
Community Foundation of Greater Chattanooga 1400 Williams Street Chattanooga, TN 37408		PC		125,000.
Lookout Mountain Conservancy PO Box 76 Lookout Mountain, TN 37350		PC		12,616.
River City Company 2nd Floor, Miller Plaza Chattanooga, TN 37402		SO II		900,000.
<b>Total</b>				<b>1,037,616.</b>

**Part XV. Supplementary Information****3 Grants and Contributions Paid During the Year (Continuation)**

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
American Heart Association 519 East 4th Street Chattanooga, TN 37403		PC	To match LH Associates personal contributions	2,550.
American Kidney Fund 11921 Rockville Pike, Ste 300 Rockville, MD 28052		PC	To match LH Associates personal contributions	50.
Baylor School 171 Baylor School Road Chattanooga, TN 37405		PC	To match LH Associates personal contributions	525.
Bessie Smith Cultural Center 200 E. Martin Luther King Boulevard Chattanooga, TN 37401-6126		PC	Support for educational outreach.	25,000.
Bessie Smith Cultural Center 200 E. Martin Luther King Boulevard Chattanooga, TN 37401-6126		PC	Support for "Big 9 Roots Festival."	10,000.
Center for Mindful Living 400 East Main Street, Suite 150 Chattanooga, TN 37408		PC	To match LH Associates personal contributions	100.
Chambliss Center for Children 315 Gillespie Road Chattanooga, TN 37411		PC	To match LH Associates personal contributions	65.
Charles H Coolidge Medal of Honor Museum PO Box 11467 Chattanooga, TN 37401-2467		PC	Support for Capital Campaign - Heritage Center.	100,000.
Chattanooga Area Food Bank 2009 Curtain Pole Road Chattanooga, TN 37406-2306		PC	Support for capital improvements.	170,000.
Chattanooga Area Food Bank 2009 Curtain Pole Road Chattanooga, TN 37406-2306		PC	Support for food procurement and distribution.	20,000.
<b>Total from continuation sheets</b>				<b>7,803,541.</b>

**Part XV: Supplementary Information****3 Grants and Contributions Paid During the Year (Continuation)**

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
Chattanooga Area Food Bank 2009 Curtain Pole Road Chattanooga, TN 37406-2306		PC	To match LH Associates personal contributions	155.
Chattanooga Design Studio 850 Market St, Ste 206 Chattanooga, TN 37402		PC	Support for Enhancements to MyChattHouse.com.	27,000.
Chattanooga Design Studio 850 Market St, Ste 206 Chattanooga, TN 37402		PC	Support for 2019 general operations.	140,000.
Chattanooga Design Studio 850 Market St, Ste 206 Chattanooga, TN 37402		PC	Support for CIVIQ Lecture Series 2019-2020	20,000.
Chattanooga Elite Basketball 1514 Riverview Road Chattanooga, TN 37405		PC	To match LH Associates personal contributions	6,000.
Chattanooga Girls Rock 211 Stratford Way Signal Mountain, TN 37377-2522		PC	Support for operations.	15,000.
Chattanooga State Community College Foundation Community College Foundation Chattanooga, TN 37406		PC	Support for Arts and Culture Fund.	50,000.
Chattanooga Symphony & Opera 701 Broad Street Chattanooga, TN 37402		PC	Support for General Operations.	40,000.
Chattanooga Theatre Centre P.O. Box 4023 Chattanooga, TN 37405		PC	Support for "Chattanooga Festival of Black Arts & Ideas."	10,000.
Chattanooga Zoo 301 North Holtclaw Avenue Chattanooga, TN 37404		PC	Support for Hellbender Research and promoting ethnic diversity in zoos.	105,000.
<b>Total from continuation sheets</b>				

**Part XV** Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
Chatterry 302 West 6th Street, Suite 3G Chattanooga, TN 37402		PC	Support for general operations and activities in 2019.	50,000.
Chattlab Makerspace Corp 100 Cherokee Boulevard, Suite 121 Chattanooga, TN 37405-3880		PC	Support for equipment to enhance Maker Space.	10,000.
Church of the Good Shepherd 211 Franklin Rd Lookout Mtn, TN 37350		PC	To match LH Associates personal contributions	100.
City of Chattanooga-Public Art 3rd Floor City Hall Chattanooga, TN 37402		GOV	Support for Art in the Neighborhood: East Lake and MLK Underpass.	140,000.
City of Chattanooga-Transportation Dept Transportation Department Chattanooga, TN 37402		GOV	Support for Bike Chattanooga Bicycle Transit System BOOST e-bikes and charging station	75,000.
City of Chattanooga-Transportation Dept Transportation Department Chattanooga, TN 37402		GOV	Refund unused portion of 9/28/2015 grant	-22,353.
City of Dunlap Dunlap City Hall Dunlap, TN 37327		GOV	Support for public boat ramp and parking area.	35,000.
City of Whitwell 13671 Hwy 28 Whitwell, TN 37397		GOV	Support for rebuild of the Whitwell Depot.	20,000.
Chattanooga Neighborhood Enterprise 1500 Chestnut Street, Suite 102 Chattanooga, TN 37408		PC	Support for planning/design for missing middle housing.	204,000.
Chattanooga Neighborhood Enterprise 1500 Chestnut Street, Suite 102 Chattanooga, TN 37408		PC	Support for CNE Money School 2019	10,000.
<b>Total from continuation sheets</b>				

**Part XV** Supplementary Information**3** Grants and Contributions Paid During the Year (Continuation)

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
Chattanooga Neighborhood Enterprise 1500 Chestnut Street, Suite 102 Chattanooga, TN 37408		PC	Support for Highland Park Missing Middle Housing-Mai Bell Phase 2 site	800,000.
Chattanooga Neighborhood Enterprise 1500 Chestnut Street, Suite 102 Chattanooga, TN 37408		PC	Support for East 5th St Phase 2 Planning and Development.	70,000.
Chattanooga Neighborhood Enterprise 1500 Chestnut Street, Suite 102 Chattanooga, TN 37408		PC	Support for the CNE Money School 2020.	10,000.
CO.LAB 1100 Market Street, Suite 100 Chattanooga, TN 37402		PC	Support for General Operations 2019.	175,000.
Community Foundation of Greater Chattanooga 1400 Williams Street Chattanooga, TN 37408		PC	Support for Arts Forward-Round Two.	71,000.
Community Foundation of Greater Chattanooga 1400 Williams Street Chattanooga, TN 37408		PC	To match LH Associates personal contributions	1,500.
Community Foundation of Greater Chattanooga 1400 Williams Street Chattanooga, TN 37408		PC	To match LH Associates personal contributions	1,000.
Community Foundation of Greater Chattanooga 1400 Williams Street Chattanooga, TN 37408		PC	Support for Bridge Scholars of Chattanooga 2019	15,000.
Community Foundation of Greater Chattanooga 1400 Williams Street Chattanooga, TN 37408		PC	Support for Sankofa Fund for Civic Engagement.	40,000.
Community Foundation of Greater Chattanooga 1400 Williams Street Chattanooga, TN 37408		PC	Support for Ed Johnson Memorial Project	200,000.
<b>Total from continuation sheets</b>				

**Part XV** Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
Community Foundation of Greater Chattanooga 1400 Williams Street Chattanooga, TN 37408		PC	Support for Arts Forward - Round 3.	74,000.
Community Foundation of Greater Chattanooga 1400 Williams Street Chattanooga, TN 37408		PC	Support for Fallen Five Memorial	100,000.
Community Foundation of Greater Chattanooga 1400 Williams Street Chattanooga, TN 37408		PC	Support for One Clip at a Time Fund	20,000.
Conservation Legacy 701 Camino del Rio, Suite 101 Durango, CO 81301		PC	Support for ASL Inclusion Crew Pilot Program.	40,000.
Contemporary Performing Arts of Chattanooga 1307 Dodds Avenue Chattanooga, TN 37404		PC	Support for Muse of Fire Project - 2019 Operations.	10,000.
Contemporary Performing Arts of Chattanooga 1307 Dodds Avenue Chattanooga, TN 37404		PC	Support for Artists As Change Agents Pilot Project.	5,000.
Cornerstones Inc. 1400 Market St, Ste 100 Chattanooga, TN 37402		PC	Support for renovation of Choo Choo Dome.	75,000.
Creative Discovery Museum P.O. Box 6339 Chattanooga, TN 37402		PC	Support for Capital Campaign - Facility Renovation	300,000.
Cumberland Trail Conference 409 Thurman Avenue, Suite 102 Crossville, TN 38555		PC	Support for Piney River-Laurel Snow Trail Corridor.	80,000.
ELLA Library PO Box 3034 Chattanooga, TN 37404		PC	Support for Rossville Blvd Phase Two Tactical Projects.	35,000.
<b>Total from continuation sheets</b>				



**Part XV: Supplementary Information****\*3 Grants and Contributions Paid During the Year (Continuation)**

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
Enterprise Center, Inc. 1100 Market Street, Suite 500 Chattanooga, TN 37402		PC	Support for "Tech Goes Home Early Learning Pilot Program."	25,000.
Enterprise Center, Inc. 1100 Market Street, Suite 500 Chattanooga, TN 37402		PC	Support for Innovation District Public Realm Action Plan.	50,000.
Enterprise Center, Inc. 1100 Market Street, Suite 500 Chattanooga, TN 37402		PC	Support for Placemaking Week Chattanooga.	10,000.
Erlanger Health System Foundations 975 East 3rd Street Chattanooga, TN 37403		PC	Support for Telehealth Care Program.	83,420.
Erlanger Health System Foundations 975 East 3rd Street Chattanooga, TN 37403		PC	To match LH Associates personal contributions	100.
EWI - Chatt Foundation PO Box 11522 Chattanooga, TN 37401		PC	To match LH Associates personal contributions	1,890.
Fort Oglethorpe Church of Christ P.O. Box 5324 Fort Oglethorpe, GA 30742		PC	To match LH Associates personal contributions	4,800.
Friends of the 6th Cavalry Museum P.O. Box 2011 Fort Oglethorpe, GA 30742-0011		PC	Support for the Interactive Art Walk.	20,000.
Friends of the 6th Cavalry Museum P.O. Box 2011 Fort Oglethorpe, GA 30742-0011		PC	Support for Strategic and Financial Planning	10,000.
Friends of the Chattanooga Public Library 1001 Broad Street Chattanooga, TN 37402		PC	Support for "Silks and Shades" pilot project.	14,000.
<b>Total from continuation sheets</b>				

**Part XV** Supplementary Information**3** Grants and Contributions Paid During the Year (Continuation)

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
GA-Alabama Land Trust 226 Old Ladiga Road Piedmont, AL 36272		PC	To match LH Associates personal contributions	10,000.
GA-Alabama Land Trust 226 Old Ladiga Road Piedmont, AL 36272		PC	Support for Thrive 2055/Ridge and Valley/Cumberland Plateau Conservation Lands Project	50,000.
green/spaces 63 East Main Street Chattanooga, TN 37408-1317		PC	Support for Guidelines for Affordable Zero Phase 1.	20,000.
green/spaces 63 East Main Street Chattanooga, TN 37408-1317		PC	To match LH Associates personal contributions	4,500.
green/spaces 63 East Main Street Chattanooga, TN 37408-1317		PC	Support for "Build It Green Work Team Pilot Program"	96,800.
Growing Meigs ATTN: Laura Smith Decatur, TN 37322-7775		PC	Support for enhancing "Downtown Summer Nights" via mural/utility art.	8,000.
Growing Meigs ATTN: Laura Smith Decatur, TN 37322-7775		PC	Support for enhancing "Downtown Summer Nights" via shade and lighting elements.	12,000.
H*Art Gallery Tennessee 110 E. Main Street Chattanooga, TN 37408-1211		PC	Support for 2019 General Operations	20,000.
Hamilton County Sheriff's Office 600 Market Street Chattanooga, TN 37402		GOV	Support for Justice and Mental Health Initiative.	50,000.
Harvard Magazine P.O. Box 414946 Boston, MA 02241-4946		PC	To match LH Associates personal contributions	55.
<b>Total from continuation sheets</b>				

**Part XV: Supplementary Information****\*3 Grants and Contributions Paid During the Year (Continuation)**

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
Heifer International 1 World Avenue Little Rock, AR 72202		PC	To match LH Associates personal contributions	72.
Impact America - Tennessee 1901 6th Avenue North, Suite 2400 Birmingham, AL 35203		PC	Support for FocusFirst Vision Care Project.	30,000.
Jazzanooga 108 Woodlawn Drive Chattanooga, TN 37411-3529		PC	Support for General Operations 2019	65,000.
Jazzanooga 108 Woodlawn Drive Chattanooga, TN 37411-3529		PC	To match LH Associates personal contributions	122.
Jazzanooga 108 Woodlawn Drive Chattanooga, TN 37411-3529		PC	Support for Incubator Arts & Culture Hub	55,000.
Jazzanooga 108 Woodlawn Drive Chattanooga, TN 37411-3529		PC	Support for Levitt AMP Chattanooga.	55,000.
Jewish Federation of Greater Chattanooga 5461 North Terrace Road Chattanooga, TN 37411		PC	To match LH Associates personal contributions	1,000.
John Fontaine Jr Charity 2000 Bering Dr, Ste 400 Houston, TX 77057		PC	To match LH Associates personal contributions	2,000.
La Paz Chattanooga 1402 Bailey Avenue Chattanooga, TN 37404		PC	Support for Capital Campaign - Community and Program Center.	200,000.
Land Trust for Tennessee PO Box 41027 Nashville, TN 37204		PC	Support for general operations.	75,000.
<b>Total from continuation sheets</b>				

**Part XV** Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
Land Trust for Tennessee PO Box 41027 Nashville, TN 37204		PC	Support for "Cycle Sequatchie Farmers Feast."	10,000.
LAUNCH P.O. Box 903 Chattanooga, TN 37401		PC	Support for Adult program with addition of managed services.	65,000.
LAUNCH P.O. Box 903 Chattanooga, TN 37401		PC	Support for Kitchen Incubator Feasibility Study	15,000.
Lula Lake Land Trust P.O. Box 395 Lookout Mountain, TN 30750		PC	To match LH Associates personal contributions	250.
Main Street Athens 114-1/2 Washington Avenue, #7 Athens, TN 37303		PC	Support for "Pocket Park."	20,000.
Main Street Athens 114-1/2 Washington Avenue, #7 Athens, TN 37303		PC	Support for The LITE House - part two of two-part grant.	22,500.
Martin Boyd Christian Home 6845 Standifer Gap Rd Chattanooga, TN 37421		PC	To match LH Associates personal contributions	400.
McMinn County Living Heritage Museum PO Box 889 Athens, TN 37371-0889		PC	Support for Exhibit upgrades and historical timeline.	10,000.
Metro Ideas Project 1216 E Main Street, Suite 102 Chattanooga, TN 37408		PC	Support for 2019 general operations.	75,000.
Metropolitan Ministries 1112 McCallie Avenue Chattanooga, TN 37404		PC	Support for building renovation - 4001 Rossville Blvd.	110,000.
<b>Total from continuation sheets</b>				

**Part XV** Supplementary Information**\*3 Grants and Contributions Paid During the Year (Continuation)**

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
Mid-South Sculpture Alliance PO Box 3505 Chattanooga, TN 37404		PC	Support for Two-Year Exhibit highlighting women in sculpture.	40,000.
National Park Partners PO Box 748 Chattanooga, TN 37401		PC	Support for General Operations.	50,000.
Nature Conservancy GA 100 Peachtree Street NW Atlanta, GA 30303		PC	Support for Mill Creek Restoration Project.	25,000.
New Salem Neighborhood Watch c/o 436 South Moore Road Rising Fawn, GA 30738		PC	To match LH Associates personal contributions	100.
Nuci's Space 396 Oconee St Athens, GA 30601		PC	To match LH Associates personal contributions	100.
Optimist International Foundation 4494 Lindell Blvd St Louis, MO 63108		PC	To match LH Associates personal contributions	360.
Orange Grove Center, Inc 615 Derby Street Chattanooga, TN 37404-1632		PC	Matching grant for transition to community-based program.	200,000.
Paint Rock Forest Research Center c/o James Lowery Birmingham, AL 35205		PC	Support for Paint Rock Forest gridded survey	48,600.
Pilgrim Congregational Church 400 Glenwood Drive Chattanooga, TN 37404		PC	To match LH Associates personal contributions	360.
Project for Public Spaces 740 Broadway, Ste 1101 New York, NY 1003-9518		PC	Support for "Placemaking Week Chattanooga 2019."	20,000.
<b>Total from continuation sheets</b>				

**Part XV** Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
PTA TN Congress of Parents & Teachers Inc 3600 13th Avenue Chattanooga, TN 37407		PC	Support for East Lake Book Fiesta.	14,000.
Public Education Foundation 100 East Tenth Street, Suite 500 Chattanooga, TN 37402		PC	Support for Handshake Software Program.	25,000.
Public Education Foundation 100 East Tenth Street, Suite 500 Chattanooga, TN 37402		PC	Support for "Project Inspire."	300,000.
Reflection Riding Arboretum & Nature Center 400 Garden Rd Chattanooga, TN 37419		PC	To match LH Associates personal contributions	100.
Reflection Riding Arboretum & Nature Center 400 Garden Rd Chattanooga, TN 37419		PC	Support for Reflection Riding and Wauhatchie School Partnership.	125,000.
Rhea Economic and Tourism Council, Inc 107 Main Street Dayton, TN 37321		PC	Support for Dayton and Spring City Greenway Corridor Study.	37,000.
River City Company 2nd Floor, Miller Plaza Chattanooga, TN 37402		SO II	Support for Downtown Public Realm Enhancement Fund.	200,000.
River City Company 2nd Floor, Miller Plaza Chattanooga, TN 37402		SO II	Support for 3rd/4th Street Economic Development Corridor.	80,000.
River City Company 2nd Floor, Miller Plaza Chattanooga, TN 37402		SO II	Support for Chattanooga Riverfront District Strategic Master Plan.	200,000.
River City Company 2nd Floor, Miller Plaza Chattanooga, TN 37402		SO II	Support for initial implementation of the Downtown Business Improvement District.	100,000.
<b>Total from continuation sheets</b>				

**Part XV: Supplementary Information****\* 3 Grants and Contributions Paid During the Year (Continuation)**

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
River City Company 2nd Floor, Miller Plaza Chattanooga, TN 37402		SO II	Support for Artistic Animation Projects.	50,000.
Scenic City Clay Arts 301 E 11th St, Ste 100 Chattanooga, TN 37403-4210		PC	Support for operations.	15,000.
Scenic City Clay Arts 301 E 11th St, Ste 100 Chattanooga, TN 37403-4210		PC	Support for operations.	10,000.
Songbirds Foundation 1407-A Market St Chattanooga, TN 37402		PC	To match LH Associates personal contributions	100.
Southern Environmental Law Center 201 West Main Street, Suite 14 Charlottesville, VA 22902-5065		PC	To match LH Associates personal contributions	100.
SoundCorps 301 East 11th Street, Suite 300 Chattanooga, TN 37402		PC	Support for general operations.	45,000.
Southeast Tenn. Dev. District P.O. Box 4757 Chattanooga, TN 37405-0757		GOV	Support for Thriving Communities Partnership Program.	50,000.
Southeastern Cave Conservancy 4311 7th Avenue Chattanooga, TN 37407-2615		PC	Support for Capacity Building and "Project Underground."	84,600.
Splash 1814 Wheeler Avenue Chattanooga, TN 37406		PC	Support for Splash Art Program.	15,000.
The Generosity Trust 345 Frazier Ave, Unit 205 Chattanooga, TN 37405		PC	To match LH Associates personal contributions	9,290.
<b>Total from continuation sheets</b>				

**Part XV** Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
Thrive Regional Partnership, Inc P.O. Box 1008 Chattanooga, TN 37401		PC	Support for Thriving Communities Round 3.	250,000.
Thrive Regional Partnership, Inc P.O. Box 1008 Chattanooga, TN 37401		PC	For general operating support 2019.	100,000.
TN Aquarium One Broad Street Chattanooga, TN 37402		PC	Support for "Aquarium-Creative Discovery Museum Early Dev'l Project."	75,000.
TN Aquarium One Broad Street Chattanooga, TN 37402		PC	Support for the Conservation Institute.	200,000.
TN Environmental Council One Vantage Way, Ste E-250 Nashville, TN 37228		PC	Support for 250K Tree Day 2019.	5,000.
TN River Gorge Trust 1214 Dartmouth Street Chattanooga, TN 37405		PC	Support for "Scientific Inventories and Community Engagement Project."	60,000.
TN Wildlife Federation 300 Orlando Avenue Nashville, TN 37209-3200		PC	Support for Phase II - Restoring Oak-Pine Habitats.	25,000.
Trust for Public Land-TN Office 202 Tremont Street Chattanooga, TN 37405		PC	Support for Enhanced Connectivity for East Lake Parks and Schools.	75,000.
UGA Foundation 394 South Milledge Avenue, Suite 100 Athens, GA 30602-5582		PC	Support for Carl Vinson Institute of Government - GA Downtown Renaissance Partnership	50,000.
United Way of the Ocoee Region 85 South Ocoee Street Cleveland, TN 37311		PC	Support for detailed plans for Blythe Oldfield Neighborhood.	138,500.
<b>Total from continuation sheets</b>				



**Part XV Supplementary Information****\*3 Grants and Contributions Paid During the Year (Continuation)**

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
Unity Performing Arts Foundation of Chattanooga of Chattanooga Chattanooga, TN 37424-8386		PC	Support for general operations.	30,000.
University of Georgia Foundation Milledge Center Athens, GA 30602-5582		PC	Support for Ringgold Warehouse District Downtown Redevelopment Model.	120,000.
University of Georgia Foundation Milledge Center Athens, GA 30602-5582		PC	To match LH Associates personal contributions	1,660.
University of North Carolina Office of University Development Chapel Hill, NC 27514-0309		PC	To match LH Associates personal contributions	500.
USDA Forest Serv-Cherokee National Forest 2800 North Ocoee Street Cleveland, TN 37312		GOV	Support for Snorkeling Program.	20,000.
UTC- Center for Urban Informatics 615 McCallie Avenue, Dept 4905 Chattanooga, TN 37403		PC	Support for "Exploring Transit Innovation - Phase 1."	70,000.
Whitfield County, GA P.O. Box 248 Dalton, GA 30722-0248		GOV	Support for Rocky Face Ridge park amenities.	25,000.
Women's Fund of Greater Chattanooga 1100 Market St Chattanooga, TN 37402		PC	To match LH Associates personal contributions	50.
WTCI.PBS 7540 Bonnyshire Drive Chattanooga, TN 37416		PC	To match LH Associates personal contributions	100.
WUTC FM/88.1 - NPR Dept. 1151 Chattanooga, TN 37403-2598		PC	To match LH Associates personal contributions	420.
<b>Total from continuation sheets</b>				

**Part XV Supplementary Information**

**3 Grants and Contributions Paid During the Year (Continuation)**

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
YMCA of Metropolitan Chattanooga 301 West 6th Street Chattanooga, TN 37402		PC	Support for playground development.	125,000.
<b>Total from continuation sheets</b>				

**Part XVI-A Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	1,762,766.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	7,306,005.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a See Statement 11		280,255.		-2,384,627.	
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		280,255.		6,684,144.	0.
13 Total. Add line 12, columns (b), (d), and (e)					6,964,399.

(See worksheet in line 13 instructions to verify calculations.)

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

Line No	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

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

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

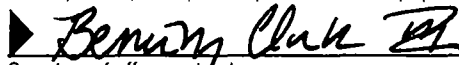
(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (other than section 501(c)(3)) or in section 527?  Yes  No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

**Sign Here**  **President and Treasurer**   
 Signature of officer or trustee Date Title

May the IRS discuss this return with the preparer shown below? See instr  Yes  No

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name			Firm's EIN	
	Firm's address			Phone no.	

Form 990-PF	Dividends and Interest from Securities			Statement 1	
Source	Gross Amount	Capital Gains Dividends	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
Cumberland Forest Subsequent Close	40.	0.	40.	40.	40.
FTB Custodial Acct	54,459.	0.	54,459.	54,459.	54,459.
IRS	1.	0.	1.	1.	1.
Managed Investments	1,703,049.	0.	1,703,049.	1,703,049.	1,703,049.
Tax-Exempt Income	5,217.	0.	5,217.	0.	5,217.
To Part I, line 4	1,762,766.	0.	1,762,766.	1,757,549.	1,762,766.

Form 990-PF	Other Income			Statement 2	
Description	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income		
Pass-Through Ord Loss-Mgd Investments	-2,385,624.	-2,385,624.	-2,385,624.		
UBTI Investments	280,255.	0.	280,255.		
Class Action Litigation	2,497.	2,497.	2,497.		
Loss sale of fixed assets	-1,500.	0.	-1,500.		
Total to Form 990-PF, Part I, line 11	-2,104,372.	-2,383,127.	-2,104,372.		

Form 990-PF	Legal Fees			Statement 3	
Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Legal Fees	1,993.	0.	0.	1,993.	
To Fm 990-PF, Pg 1, ln 16a	1,993.	0.	0.	1,993.	

Form 990-PF	Accounting Fees			Statement 4
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Accounting Fees	8,625.	5,750.	0.	2,875.
To Form 990-PF, Pg 1, ln 16b	8,625.	5,750.	0.	2,875.

Form 990-PF	Other Professional Fees			Statement 5
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Agents' Fees	5,477.	5,477.	0.	0.
Consultants	20,502.	5,000.	0.	15,502.
To Form 990-PF, Pg 1, ln 16c	25,979.	10,477.	0.	15,502.

Form 990-PF	Taxes			Statement 6
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Personalty				
Taxes/Stormwater Fee	278.	0.	0.	278.
State Taxes	10.	10.	0.	0.
Taxes - 990-PF	65,527.	0.	0.	0.
To Form 990-PF, Pg 1, ln 18	65,815.	10.	0.	278.

Form 990-PF

Other Expenses

Statement 7

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Computer Maintenance	6,539.	0.	0.	6,539.
Direct Charitable Activities	55,787.	0.	0.	55,787.
Dues and Subscriptions	45,967.	0.	0.	45,967.
Employee Insurance	73,622.	0.	0.	73,622.
Equipment Lease	4,224.	0.	0.	4,224.
Insurance	18,062.	0.	0.	18,062.
Miscellaneous Expense	6,176.	0.	0.	6,176.
Office Supplies	34,282.	68.	0.	34,214.
PEO Fees	6,000.	0.	0.	6,000.
Pension Plan Expense	7,220.	0.	0.	7,220.
Payroll Taxes	47,163.	0.	0.	47,163.
Repairs and Maintenance	38,492.	0.	0.	38,492.
Telephone Expense	6,481.	0.	0.	6,481.
Utilities	6,939.	0.	0.	6,939.
To Form 990-PF, Pg 1, ln 23	356,954.	68.	0.	356,886.

## Form 990-PF

## Other Investments

## Statement 8

Description	Valuation Method	Book Value	Fair Market Value
Sigular Guff Bric Opp Fund	COST	955,268.	827,824.
Tiger Global PIP X, LP	COST	1,620,518.	3,457,516.
Tiger Global PIP IX, LP	COST	1,067,773.	1,592,901.
Tiger Global PIP VIII Holding, LP	COST	52,327.	25,477.
Tiger Global PIP VIII, LP	COST	495,646.	1,093,121.
Palladian Partners VIII-A, LP	COST	2,266,808.	3,284,573.
GT Institutional Fixed Income Fund LP	COST	6,987,338.	7,042,929.
CBL Secondary SPV, LP	COST	719,222.	1,211,436.
GT US QP Fund LP	COST	14,628,301.	21,616,734.
GT International Equity QP Fund LP	COST	18,605,001.	21,190,686.
Headlands Capital Secondary Fd II	COST	1,576,752.	2,308,220.
GT Offshore Fund, Ltd	COST	36,921,594.	38,392,676.
Blue Ridge Offshore LP	COST	26,494.	75,636.
WCP Real Estate Fund II, LP	COST	634,786.	1,055,998.
Encap Energy Capital Fund VII-B, LP	COST	3,292,470.	385,166.
Commonfund Capital Private Equity Ptrs V	COST	255,417.	153,524.
Commonfund Capital Int'l Ptrs IV, LP	COST	419,438.	136,131.
Aberdeen FPE Offshore	COST	219,353.	36,617.
Aberdeen FVP Offshore IV	COST	150,254.	137,316.
The Raptor Private Holdings	COST	1.	11,610.
The Raptor Global Fund Ltd	COST	31,980.	41,073.
GT Emerging Markets (QP) LP	COST	10,214,890.	11,875,707.
Tortoise MLP & Pipeline Fund	COST	3,200,606.	2,676,967.
Viking Global Equity III, Ltd	COST	7,773,475.	11,245,109.
GT ILS Fund LP	COST	586,532.	371,411.
Tiger Global PIP X Partners LP	COST	237,408.	516,060.
GT Special Opportunities III-A LP	COST	3,534,634.	4,152,254.
Fir Tree Capital Opp Fund Ltd	COST	1.	1,447.
Palladian Partners IX, LP	COST	1,131,813.	1,290,797.
Tiger Global PIP XI, LP	COST	1,961,027.	2,304,114.
Cumberland Forest LP	COST	1,085,206.	1,138,528.
Headlands Capital Secondary Fd III	COST	94,224.	123,004.
Total to Form 990-PF, Part II, line 13		120,746,557.	139,772,562.



Form 990-PF	Other Assets		Statement 9
Description	Beginning of Yr Book Value	End of Year Book Value	Fair Market Value
Income Tax Receivable	279,606.	214,022.	214,022.
Construction in Progress	1,550.	1,550.	1,550.
Investment Income Receivable	6,060.	776.	776.
To Form 990-PF, Part II, line 15	287,216.	216,348.	216,348.

Form 990-PF

Part VIII - List of Officers, Directors  
Trustees and Foundation Managers

Statement 10

Name and Address	Title and Avrg Hrs/Wk	Compen- sation	Employee Ben Plan Contrib	Expense Account
Alison G Lebovitz 517 East Fifth Street Chattanooga, TN 37403	Chairman of the Board 2.00	0.	0.	0.
Katherine N Currin 517 East Fifth Street Chattanooga, TN 37403	Trustee, Secretary 2.00	2,500.	0.	0.
Kathleen S Hunt, MD 517 East Fifth Street Chattanooga, TN 37403	Trustee 2.00	0.	0.	0.
James O Kennedy 517 East Fifth Street Chattanooga, TN 37403	Trustee 2.00	3,000.	0.	0.
Robert C Taylor, Jr 517 East Fifth Street Chattanooga, TN 37403	Trustee 2.00	2,000.	0.	0.
James J McGinness 517 East Fifth Street Chattanooga, TN 37403	Trustee 2.00	2,000.	0.	0.
Robert K Mills 517 East Fifth Street Chattanooga, TN 37403	Trustee 2.00	1,500.	0.	0.
Margaret W Townsend 517 East Fifth Street Chattanooga, TN 37403	Trustee 2.00	3,000.	0.	0.
Stephen A Culp 517 East Fifth Street Chattanooga, TN 37403	Trustee 2.00	3,000.	0.	0.
Benic M Clark, III 517 East Fifth Street Chattanooga, TN 37403	President and Treasurer 40.00	274,082.	27,289.	0.

Totals included on 990-PF, Page 6, Part VIII

291,082.	27,289.	0.
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Form 990-PF	Other Revenue			Statement 11	
Description	Bus Code	Unrelated Business Inc	Excl Code	Excluded Amount	Related or Exempt Function Income
Pass-Through Ord Loss-Mgd Investments			14	-2,385,624.	
UBTI Investments	900000	280,255.			
Class Action Litigation			14	2,497.	
Loss sale of fixed assets				-1,500.	
Total to Form 990-PF, Pg 12, ln 11		280,255.		-2,384,627.	

**Form 990-PF, Part XV, Line 2B-D**  
**Application Submission Information**

From January 1, 2012 through December 31, 2019, grants were distributed primarily at the initiative of the Foundation through the cultivation of strategic partnerships with nonprofit organizations which have demonstrated capacity and leadership to engender positive and measurable outcomes within the foundation's declared areas of interest.

Unsolicited proposals were not eligible for consideration.

Potential partners were invited to submit grant proposals that: 1) describe the program of work to be undertaken; 2) indicate the desired level of funding; 3) list the results that should be achieved; and 4) define the means by which the project outcomes will be evaluated.

The narrative section of the proposal was limited to three pages and included the following attachments:

- A description of the sponsoring organization
- A list of the board of directors and staff
- A copy of the organization's annual budget (both income and expenditures)
- An estimated project budget with line items
- A copy of the organization's tax-exempt ruling from the Internal Revenue Service.

**Contact information:**

Lyndhurst Foundation  
517 East Fifth Street  
Chattanooga, TN 37403-1826  
(423) 756-0767 – Voice  
(423) 756-0770 – Fax  
[www.lyndhurstfoundation.org](http://www.lyndhurstfoundation.org)