

Form 990-PF

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

OMB No 1545-0047

Department of the Treasury Internal Revenue Service

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

2019

Open to Public Inspection

For calendar year 2019 or tax year beginning, and ending

Name of foundation: THOMAS W SMITH FOUNDATION INC.
Employer identification number: 47-3862135
Address: 2200 BUTTS ROAD, BOCA RATON, FL 33431
Room/suite: 320
Telephone number: 561-314-0800
Check type of organization: Section 501(c)(3) exempt private foundation
Fair market value of all assets at end of year: \$24,927,666
Accounting method: Cash

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 Revenue (1-12), Operating and Administrative Expenses (13-26), and Summary (27-29).

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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			1,143,599.	5,229,967.	5,229,967.
	2	Savings and temporary cash investments					
	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 <b>STMT 10</b>			17,955,168.	19,688,298.	19,688,298.
	c	Investments - corporate bonds					
	Liabilities	11	Investments - land, buildings, and equipment basis ▶				
		Less accumulated depreciation ▶					
12		Investments - mortgage loans					
13		Investments - other					
14		Land, buildings, and equipment; basis ▶					
		Less accumulated depreciation ▶					
15		Other assets (describe ▶ <b>LOANS AND EXCHANGES</b> )			2,582.	9,401.	9,401.
16		<b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I)			19,101,349.	24,927,666.	24,927,666.
17		Accounts payable and accrued expenses					
18		Grants payable					
19	Deferred revenue						
20	Loans from officers, directors, trustees, and other disqualified persons						
21	Mortgages and other notes payable						
22	Other liabilities (describe ▶)						
23	<b>Total liabilities</b> (add lines 17 through 22)			0.	0.		
Net Assets or Fund Balances		<b>Foundations that follow FASB ASC 958, check here</b> ▶ <input checked="" type="checkbox"/> <b>and complete lines 24, 25, 29, and 30.</b>					
	24	Net assets without donor restrictions			19,101,349.	24,927,666.	
	25	Net assets with donor restrictions					
		<b>Foundations that do not follow FASB ASC 958, check here</b> ▶ <input type="checkbox"/> <b>and complete lines 26 through 30.</b>					
	26	Capital stock, trust principal, or current funds					
	27	Paid-in or capital surplus, or land, bldg., and equipment fund					
	28	Retained earnings, accumulated income, endowment, or other funds					
29	<b>Total net assets or fund balances</b>			19,101,349.	24,927,666.		
30	<b>Total liabilities and net assets/fund balances</b>			19,101,349.	24,927,666.		

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	19,101,349.
2	Enter amount from Part I, line 27a	2	3,307,524.
3	Other increases not included in line 2 (itemize) ▶ <b>SEE STATEMENT 9</b>	3	2,518,793.
4	Add lines 1, 2, and 3	4	24,927,666.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 29	6	24,927,666.

**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 69,102 SHS COPART INC	D	08/26/98	03/21/19
b 185,438 SHS COPART INC	D	08/26/98	03/21/19
c 45,460 SHS COPART INC	D	08/26/98	03/21/19
d 15,500 SHS COPART INC	D	08/26/98	02/21/19
e 2,000 SHS COPART INC	D	08/26/98	02/05/19

(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 4,137,587.		69,966.	4,067,621.
b 11,103,382.		179,541.	10,923,841.
c 2,721,986.		44,579.	2,677,407.
d 880,389.		15,007.	865,382.
e 103,476.		1,936.	101,540.

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			4,067,621.
b			10,923,841.
c			2,677,407.
d			865,382.
e			101,540.

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	18,635,791.
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	14,492,133.	27,482,891.	.527315
2017	13,743,075.	21,656,434.	.634595
2016	11,077,224.	14,603,437.	.758535
2015	9,354,436.	8,501,489.	1.100329
2014	8,243,740.	5,973,450.	1.380063

2 Total of line 1, column (d)	2	4.400837
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	.880167
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	30,913,970.
5 Multiply line 4 by line 3	5	27,209,456.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	188,044.
7 Add lines 5 and 6	7	27,397,500.
8 Enter qualifying distributions from Part XII, line 4 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.	8	14,653,974.

**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	376,087.
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	376,087.
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	376,087.
6	Credits/Payments:		
a	2019 estimated tax payments and 2018 overpayment credited to 2019	6a	387,369.
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	387,369.
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	11,282.
11	Enter the amount of line 10 to be: Credited to 2020 estimated tax <input type="checkbox"/> 11,282. Refunded <input type="checkbox"/>	11	0.

**Part VII-A Statements Regarding Activities**

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		X
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

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? N/A  
 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. DE, FL  
 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>N/A</u>	X	
14. The books are in care of ► <u>THOMAS W. SMITH FOUNDATION INC.</u> Telephone no. ► <u>561-314-0800</u> Located at ► <u>2200 BUTTS ROAD, SUITE 320, BOCA RATON, FL</u> ZIP+4 ► <u>33431</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 ► <u>15</u> 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 ► <input type="checkbox"/>	1b	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?	1c	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(i)(3) or 4942(i)(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	2b	
c. If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____, _____		
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	3b	
4a. Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	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?	4b	X



**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
STEPHEN MOORE - 2200 BUTTS ROAD, SUITE 320, BOCA RATON, FL 33431	CONSULTING	96,667.

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	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3 **0.**

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	20,895,010.
b	Average of monthly cash balances	1b	10,489,731.
c	Fair market value of all other assets	1c	
d	<b>Total</b> (add lines 1a, b, and c)	1d	31,384,741.
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	31,384,741.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	470,771.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	30,913,970.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	1,545,699.

**Part XI Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations, check here  and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	1,545,699.
2a	Tax on investment income for 2019 from Part VI, line 5	2a	376,087.
b	Income tax for 2019. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	376,087.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,169,612.
4	Recoveries of amounts treated as qualifying distributions	4	6,776.
5	Add lines 3 and 4	5	1,176,388.
6	Deduction from distributable amount (see instructions)	6	0.
7	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,176,388.

**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	14,653,974.
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	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4	4	14,653,974.
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	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	14,653,974.

**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				1,176,388.
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	8,091,015.			
b From 2015	9,080,182.			
c From 2016	10,617,981.			
d From 2017	12,748,037.			
e From 2018	13,289,463.			
f Total of lines 3a through e	53,826,678.			
4 Qualifying distributions for 2019 from Part XII, line 4: ▶ \$ 14,653,974.				
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				1,176,388.
e Remaining amount distributed out of corpus	13,477,586.			
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:	67,304,264.			
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)	17,787,000.			
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	49,517,264.			
10 Analysis of line 9:				
a Excess from 2015				
b Excess from 2016	10,002,178.			
c Excess from 2017	12,748,037.			
d Excess from 2018	13,289,463.			
e Excess from 2019	13,477,586.			

**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	Prior 3 years			(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. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6, for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**  
 a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

**THOMAS W. SMITH**  
 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:

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

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- c Any submission deadlines:

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

**Part XV** Supplementary Information *(continued)*

<b>3 Grants and Contributions Paid During the Year or Approved for Future Payment</b>				
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>				
ABIGAIL ADAMS INSTITUTE 14 ARROW STREET, SUITE G10 CAMBRIDGE, MA 02138	NONE	PC	EDUCATION	75,000.
AEI 1150 SEVENTEENTH STREET, NW WASHINGTON, DC 20036-4670	NONE	PC	PUBLIC POLICY	200,000.
AFP FOUNDATION FOR PHILANTHROPY 4300 WILSON BLVD SUITE 300 ARLINGTON, VA 22203	NONE	PC	EDUCATION	250,000.
ALEXANDER HAMILTON INSTITUTE 21 PARK ROW CLINTON, NY 13323	NONE	PC	EDUCATION	50,000.
ALZHEIMER'S DRUG DISCOVERY FOUNDATION 57 WEST 57TH STREET, SUITE 904 NEW YORK, NY 10019	NONE	PC	RESEARCH	25,000.
<b>Total</b>	<b>SEE CONTINUATION SHEET(S)</b>			<b>14,125,121.</b>
<b>b Approved for future payment</b>				
ABIGAIL ADAMS INSTITUTE 14 ARROW STREET, SUITE G10 CAMBRIDGE, MA 02138	NONE	PC	EDUCATION	75,000.
ALEXANDER HAMILTON INSTITUTE 21 PARK ROW CLINTON, NY 13323	NONE	PC	EDUCATION	150,000.
ASSOCIATION OF PRIVATE ENTERPRISE EDUCATION C/O FREE MARKET INSTITUTE, TEXAS TECH UNIVERSITY, BOX 45059 LUBBOCK, TX 79409-5059	NONE	PC	EDUCATION	40,000.
<b>Total</b>	<b>SEE CONTINUATION SHEET(S)</b>			<b>6,619,206.</b>

▶ 3a

▶ 3b

**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 IDEAS INSTITUTE 910 17TH ST NW STE 312 WASHINGTON, DC 20006	NONE	PC	PUBLIC POLICY	10,000.
AMERICAN INSTITUTE FOR ECONOMIC RESEARCH, INC. 250 DIVISION ST GREAT BARRINGTON, MA 01230	NONE	PC	PUBLIC POLICY	50,000.
AMERICAN LEGISLATIVE EXCHANGE COUNCIL 2900 CRYSTAL DRIVE 6TH FLOOR ARLINGTON, VA 22202	NONE	PC	PUBLIC POLICY	100,000.
AMERICAN TRANSPARENCY 200 S. FRONTAGE ROAD, SUITE 106 BURR RIDGE, IL 60527	NONE	PC	EDUCATION	591,612.
AMERICAN WATCHDOGS, INC. 7060 ILLINOIS HIGHWAY 1 PARIS, IL 61944	NONE	PC	PUBLIC POLICY	150,000.
SUN VALLEY PERFORMING ARTS CENTER 120 MAIN STREET SOUTH KETCHUM, ID 83340	NONE	PC	ARTS	15,000.
ARIZONA STATE UNIVERSITY 951 S. CADY MALL - SOCIAL SCIENCES, SUITE 107 TEMPE, AZ 85287	NONE	PC	EDUCATION	150,000.
ASSUMPTION COLLEGE 500 SALISBURY STREET WORCESTER, MA 01609-1296	NONE	PC	EDUCATION	70,000.
ATLAS NETWORK TWO LIBERTY CENTER ARLINGTON, VA 22203	NONE	PC	ECONOMIC RESEARCH	100,000.
AVONDALE CHAPEL FUND CENTRAL BAPTIST CHURCH - 16 ELM STREET WESTERLY, RI 02891	NONE	PC	COMMUNITY	300.
<b>Total from continuation sheets</b>				<b>13,525,121.</b>

**Part XV** Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)				
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)				
BALLET SUN VALLEY PO BOX 555 SUN VALLEY, ID 83353-0555	NONE	PC	ARTS	25,000.
BETA THETA PI FOUNDATION 5134 BONHAM ROAD OXFORD, OH 45056	NONE	PC	EDUCATION	1,000.
BROWN UNIVERSITY BOX 1860 PROVIDENCE, RI 02912	NONE	PC	EDUCATION	200,000.
CALVIN COOLIDGE PRESIDENTIAL FOUNDATION 3780 VERMONT 100A PLYMOUTH, VT 05056	NONE	PC	HISTORICAL PRESERVATION	154,400.
CARINGBRIDGE P.O. BOX 6032 ALBERT LEA, MN 56007-9854	NONE	PC	HEALTH	150.
CARNEGIE HALL SOCIETY 881 SEVENTH AVENUE NEW YORK, NY 10019-3210	NONE	PC	ARTS	25,000.
CATO INSTITUTE 1000 MASSACHUSETTS AVENUE NW WASHINGTON, DC 20001	NONE	PC	PUBLIC POLICY	20,000.
CENTER FOR AMERICAN GREATNESS 3104 E. CAMELBACK ROAD, SUITE 907 PHOENIX, AZ 85018	NONE	PC	PUBLIC POLICY	75,000.
CENTER FOR INDEPENDENT THOUGHT 1420 WALNUT STREET, SUITE 1011 PHILADELPHIA, PA 19102	NONE	PC	PUBLIC POLICY	50,000.
CHAPMAN UNIVERSITY UNIVERSITY DRIVE ORANGE, CA 92866	NONE	PC	EDUCATION	37,661.
<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
CHORUS OF WESTERLY-SUMMER POPS P. O. BOX 1952 WESTERLY, RI 02891-0915	NONE	PC	ARTS	250.
CHRISTOPHER NEWPORT UNIVERSITY ONE UNIVERSITY PLACE NEWPORT NEWS, VA 23601	NONE	PC	EDUCATION	125,000.
CITY COLLEGE 21ST CENTURY FOUNDATION NORTH ACADEMIC CENTER, ROOM 4/126, CITY COLLEGE OF NY NEW YORK, NY 10031	NONE	PC	EDUCATION	175,000.
CLAREMONT INSTITUTE 1317 FOOTHILL BOULEVARD, SUITE 120 UPLAND, CA 91786	NONE	PC	PUBLIC POLICY	100,000.
CLASSROOM, INC. 245 FIFTH AVENUE, 20TH FLOOR NEW YORK, NY 10016	NONE	PC	EDUCATION	10,000.
CLEMSON UNIVERSITY 329 SIRRINE HALL - CLEMSON INST. FOR THE STUDY OF CAPITALISM CLEMSON, SC 29634	NONE	PC	EDUCATION	235,000.
CO2 COALITION 1621 N. KENT STREET, SUITE 603 ARLINGTON, VA 22209	NONE	PC	ECOLOGY	150,000.
COMMITTEE TO UNLEASH PROSPERITY 301 TAHMORE DRIVE FAIRFIELD, CT 06825	NONE	PC	COMMUNITY	150,000.
DAILY CALLER NEWS FOUNDATION 1920 L STREET, NW, SUITE 205 WASHINGTON, DC 20036	NONE	PC	PUBLIC POLICY	100,000.
DARTMOUTH COLLEGE DEPT. OF ECONOMICS - HB 6106 HANOVER, NH 03755	NONE	PC	EDUCATION	125,000.
<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
DUKE UNIVERSITY BOX 90097 DURHAM, NC 27708-0097	NONE	PC	EDUCATION	125,000.
EMILY CATHERINE PEDORKO FOUNDATION PO BOX 72 COS COB, CT 06807	NONE	PC	EDUCATION	500.
ENCOUNTER FOR CULTURE AND EDUCATION, INC. 900 BROADWAY, SUITE 601 NEW YORK, NY 10003-1239	NONE	PC	EDUCATION	120,000.
ENVIRONMENTAL RESOURCE CENTER PO BOX 819 KETCHUM, ID 83340	NONE	PC	COMMUNITY	1,000.
FDRLST MEDIA FOUNDATION 1747 PENNSYLVANIA AVENUE, NW, SUITE 1000 WASHINGTON, DC 20006	NONE	PC	PUBLIC POLICY	150,000.
FDTN FOR INDIVIDUAL RIGHTS IN EDUCATION 510 WALNUT STREET, SUITE 1250 PHILADELPHIA, PA 19106	NONE	PC	EDUCATION	100,000.
FOUNDATION FOR CONSTITUTIONAL GOVERNMENT 350 WEST 42ND STREET, SUITE 37C NEW YORK, NY 10036	NONE	PC	PUBLIC POLICY	200,000.
FOUNDATION TO RESTORE ACCOUNTABILITY PO BOX 52351 TULSA, OK 74152	NONE	PC	PUBLIC POLICY	100,000.
FRANKLIN CENTER FOR GOVERNMENT AND PUBLIC INTEGRITY 190 SOUTH LASALLE STREET, SUITE 1500 CHICAGO, IL 60603	NONE	PC	PUBLIC POLICY	100,000.
GEORGE MASON UNIVERSITY FDTN 3434 WASHINGTON BLVD., 4TH FLOOR ARLINGTON, VA 22201	NONE	PC	EDUCATION	650,000.
<b>Total from continuation sheets</b>				

Part XV Supplementary Information				
3 Grants and Contributions Paid During the Year (Continuation)				
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)				
GEORGETOWN UNIVERSITY LAW CENTER MCDONOUGH 423 WASHINGTON, DC 20001-2075	NONE	PC	EDUCATION	117,000.
GILDER LEHRMAN INSTITUTE 49 WEST 45TH STREET, 2ND FLOOR NEW YORK, NY 10036	NONE	PC	EDUCATION	5,000.
GOVERNMENT ACCOUNTABILITY INSTITUTE 1414 PIEDMONT DRIVE E. TALLAHASSEE, FL 32308	NONE	PC	PUBLIC POLICY	200,000.
GRADUATE SCHOOL FOUNDATION-CUNY 365 FIFTH AVENUE, ROOM 6412 NEW YORK, NY 10016	NONE	PC	EDUCATION	250,000.
HETERODOX ACADEMY 428 BROADWAY, 4TH FLOOR NEW YORK, NY 10013	NONE	PC	EDUCATION	150,000.
HIGHER GROUND SUN VALLEY P.O. BOX 6791 KETCHUM, ID 83340	NONE	PC	COMMUNITY	16,000.
HILLSDALE COLLEGE 33 E COLLEGE ST HILLSDALE, MI 49242	NONE	PC	EDUCATION	40,000.
INDEPENDENT WOMEN'S FORUM 119 LAKE SHORE DRIVE CROSS JUNCTION, VA 22625	NONE	PC	COMMUNITY	50,000.
INSTAURATIO MAGNA FOUNDATION 1925 W. PATTERSON AVENUE CHICAGO, IL 60613	NONE	PC	EDUCATION	25,000.
INSTITUTE FOR HUMANE STUDIES GEORGE MASON UNIVERSITY ARLINGTON, VA 22201	NONE	PC	COMMUNITY	350,000.
<b>Total from continuation sheets</b>				



**Part XV** Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)				
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)				
INSTITUTE FOR JUSTICE 901 N. GLEBE ROAD, SUITE 900 ARLINGTON, VA 22203	NONE	PC	PUBLIC POLICY	250,000.
INTELLIGENCE SQUARED US FOUNDATION 150 EAST 52ND STREET, 28TH FLOOR NEW YORK, NY 10022	NONE	PC	PUBLIC POLICY	50,000.
INTERCOLLEGIATE STUDIES INSTITUTE 3901 CENTERVILLE ROAD WILMINGTON, DE 19807	NONE	PC	EDUCATION	150,000.
JACK MILLER CENTER THREE BALA PLAZA WEST, SUITE 401 BALA CYNWYD, PA 19004	NONE	PC	EDUCATION	175,000.
JEWISH REVIEW OF BOOKS 165 EAST 56TH STREET FL 4 NEW YORK, NY 10022	NONE	PC	EDUCATION	2,000.
JUDICIAL WATCH 425 THIRD STREET, SW, SUITE 800 WASHINGTON, DC 20024	NONE	PC	EDUCATION	50,000.
LINCOLN CENTER FOR THE PERFORMING ARTS 70 LINCOLN CENTER PLAZA, 9TH FLOOR NEW YORK, NY 10023-6583	NONE	PC	ARTS	5,520.
MANHATTAN INSTITUTE 52 VANDERBILT AVENUE, THIRD FLOOR NEW YORK, NY 10017	NONE	PC	EDUCATION	1,271,037.
MASSACHUSETTS INSTITUTE OF TECHNOLOGY 77 MASSACHUSETTS AVE., ROOM 19-502B CAMBRIDGE, MA 02139	NONE	PC	EDUCATION	24,978.
MEDIA RESEARCH CENTER 325 SOUTH PATRICK STREET ALEXANDRIA, VA 22314	NONE	PC	RESEARCH	5,000.
<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
MIAMI CITY BALLET 2200 LIBERTY AVENUE MIAMI BEACH, FL 33139	NONE	PC	ARTS	5,000.
NATIONAL REVIEW INSTITUTE 19 WEST 44TH STREET, SUITE 1701 NEW YORK, NY 10035	NONE	PC	PUBLIC POLICY	25,000.
NEW CIVIL LIBERTIES ALLIANCE P.O. BOX 19005 WASHINGTON, DC 20036-9005	NONE	PC	PUBLIC POLICY	333,334.
NEW YORK HISTORICAL SOCIETY 170 CENTRAL PARK WEST NEW YORK, NY 10024	NONE	PC	HISTORICAL PRESERVATION	11,300.
NEW YORK UNIVERSITY NYU-STERN KMC SUITE 7-150 NEW YORK, NY 10012	NONE	PC	EDUCATION	210,000.
NORTON MUSEUM OF ART 1450 S. DIXIE HIGHWAY WEST PALM BEACH, FL 33401	NONE	PC	ARTS	26,000.
NYU SCHOOL OF MEDICINE 530 FIRST AVENUE HCC SUITE 6D NEW YORK, NY 10016	NONE	PC	EDUCATION	50,000.
OPERA ON TAP 190 OCEAN PARKWAY, SUITE 3 BROOKLYN, NY 11218	NONE	PC	ARTS	5,000.
OPPORTUNITY, INC. 1713 QUAIL DRIVE WEST PALM BEACH, FL 33409	NONE	PC	COMMUNITY	50,000.
PACIFIC RESEARCH INSTITUTE ONE EMBARCADERO CENTER, SUITE 350 SAN FRANCISCO, CA 94111	NONE	PC	RESEARCH	150,000.
<b>Total from continuation sheets</b>				

**Part XV** Supplementary Information

<b>3 Grants and Contributions Paid During the Year (Continuation)</b>				
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
PARK AVENUE ARMORY 643 PARK AVENUE NEW YORK, NY 10065	NONE	PC	ARTS	24,510.
PATRICIA BLANCO ANIMAL FOUNDATION 1728 17TH WAY WEST PALM BEACH, FL 33407	NONE	PC	COMMUNITY	250.
PARTNERSHIP FOR INNER CITY ED 1011 FIRST AVENUE NEW YORK, NY 10022	NONE	PC	EDUCATION	20,000.
PEGGY ADAMS ANIMAL RESCUE LEAGUE 3100 NORTH MILITARY TRAIL WEST PALM BEACH, FL 33409	NONE	PC	COMMUNITY	1,000.
PESKY CENTER 3324 ELDER STREET BOISE, ID 83705	NONE	PC	EDUCATION	5,000.
PHILANTHROPY TANK 4521 PGA BOULEVARD, #468 PALM BEACH GARDENS, FL 33418	NONE	PC	EDUCATION	1,000.
FRAGER U. FOUNDATION 15021 VENTURA BOULEVARD, #552 SHERMAN OAKS, CA 91403	NONE	PC	EDUCATION	100,000.
PRINCETON UNIVERSITY 83 PROSPECT AVE. PRINCETON, NJ 08540	NONE	PC	EDUCATION	310,000.
PROPERTY & ENVIRONMENTAL RESEARCH CENTER 2048 ANALYSIS DRIVE, SUITE A BOZEMAN, MT 59718-6829	NONE	PC	HISTORICAL PRESERVATION	100,000.
PUNAHOU SCHOOL 1601 PUNAHOU STREET HONOLULU, HI 96822	NONE	PC	EDUCATION	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
PURDUE UNIVERSITY HOVDE HALL, ROOM 200 WEST LAFAYETTE, IN 47907-2040	NONE	PC	EDUCATION	145,000.
RALSTON COLLEGE P.O. BOX 8302 SAVANNAH, GA 31412	NONE	PC	EDUCATION	125,000.
RECLAIM NEW YORK 597 5TH AVENUE, FLOOR 11 NEW YORK, NY 10017	NONE	PC	PUBLIC POLICY	50,000.
REAL CLEAR FOUNDATION 1747 PENNSYLVANIA AVE NW STE 1000 WASHINGTON, DC 20006	NONE	PC	EDUCATION	100,000.
REASON FOUNDATION 5737 MESMER AVENUE LOS ANGELES, CA 90230	NONE	PC	PUBLIC POLICY	10,000.
REHAB CENTER FOR CHILDREN & ADULTS 300 ROYAL PALM WAY PALM BEACH, FL 33480	NONE	PC	COMMUNITY	5,000.
RHODES COLLEGE 2000 NORTH PARKWAY MEMPHIS, TN 38112	NONE	PC	EDUCATION	90,000.
SALT MARSH OPERA P. O. BOX 227 STONINGTON, CT 06378	NONE	PC	ARTS	500.
SAVE VENICE INC. 133 EAST 58TH STREET, SUITE 501 NEW YORK, NY 10022	NONE	PC	ARTS	4,769.
SHATTERPROOF 101 MERRITT 7, 1ST FLOOR NORWALK, CT 06851	NONE	PC	HEALTH	1,000.
<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
SISTER SERVANTS OF THE ETERNAL WORLD 3721 BELMONT ROAD BIRMINGHAM, AL 35210-3434	NONE	PC	COMMUNITY	1,000.
SOCRATES SCULPTURE PARK 32-01 VERNON BLVD. LONG ISLAND CITY, NY 11106	NONE	PC	ARTS	40,000.
STANFORD UNIVERSITY CROWN QUADRANGLE 559 NATHAN ABBOTT WAY STANFORD, CA 94305-8610	NONE	PC	EDUCATION	150,000.
STATE POLICY NETWORK 1655 N. FORT MYER DRIVE, SUITE 360 ARLINGTON, VA 22209	NONE	PC	PUBLIC POLICY	350,000.
STONINGTON LAND TRUST P.O. BOX 812 STONINGTON, CT 06378	NONE	PC	COMMUNITY	500.
STORM KING ART CENTER P. O. BOX 280 MOUNTAINVILLE, NY 10953	NONE	PC	ARTS	10,000.
STUDENT FREE PRESS ASSOCIATION 4771 MECHANIC ROAD HILLSDALE, MI 49242	NONE	PC	PUBLIC POLICY	50,000.
SUN VALLEY CENTER P. O. BOX 656 SUN VALLEY, ID 83353	NONE	PC	ARTS	750.
SUN VALLEY WRITERS CONFERENCE P. O. BOX 957 KETCHUM, ID 83340	NONE	PC	ARTS	13,100.
TEXAS PUBLIC POLICY FOUNDATION 901 CONGRESS AVENUE AUSTIN, TX 78701	NONE	PC	PUBLIC POLICY	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
TEXAS TECH FOUNDATION BOX 41017 - MCCLELLAN HALL LUBBOCK, TX 79409-1017	NONE	PC	EDUCATION	100,000.
THE AMERICAN SPECTATOR FOUNDATION 122 S. ROYAL STREET ALEXANDRIA, VA 22314	NONE	PC	PUBLIC POLICY	100,000.
THE BEACON CENTER OF TENNESSEE P.O. BOX 198646 NASHVILLE, TN 37219	NONE	PC	PUBLIC POLICY	25,000.
THE FEDERALIST SOCIETY 1776 I STREET NW, SUITE 300 WASHINGTON, DC 20006	NONE	PC	PUBLIC POLICY	210,000.
THE HERITAGE FOUNDATION 214 MASSACHUSETTS AVENUE, NE WASHINGTON, DC 20002	NONE	PC	EDUCATION	150,000.
ASHBROOK UNIVERSITY - THE JOHN ASHBROOK CENTER 401 COLLEGE AVE ASHLAND, OH 44805	NONE	PC	EDUCATION	100,000.
THE KING'S COLLEGE 56 BROADWAY NEW YORK, NY 10004	NONE	PC	EDUCATION	100,000.
THE MERWIN CONSERVANCY P.O. BOX 809 HAIKU, HI 96708	NONE	PC	ARTS	1,500.
THE FOUNDATION FOR CULTURAL REVIEW - THE NEW CRITERION 900 BROADWAY NEW YORK, NY 10003	NONE	PC	PUBLIC POLICY	225,000.
THE RYAN CENTER AT VILLANOVA UNIVERSITY 800 LANCASTER AVE VILLANOVA, PA 19085	NONE	PC	EDUCATION	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
THE SOCIETY OF THE FOUR ARTS 2 FOUR ARTS PLAZA PALM BEACH, FL 33480	NONE	PC	ARTS	15,000.
TOWN OF PALM BEACH UNITED WAY 44 COCOANUT ROW, M201 PALM BEACH, FL 33480	NONE	PC	COMMUNITY	1,000.
TURNING POINT USA 217 1/2 ILLINOIS STREET LEMONT, IL 60439	NONE	PC	PUBLIC POLICY	100,000.
UNIVERSITY OF CALIFORNIA LAW SCHOOL BOALT HALL BERKELEY, CA 94720	NONE	PC	EDUCATION	285,000.
UNIVERSITY OF CALIFORNIA BERKLEY BOALT HALL BERKELEY, CA 94720	NONE	PC	EDUCATION	225,000.
UNIVERSITY OF CHICAGO 1126 EAST 59TH STREET CHICAGO, IL 60637	NONE	PC	EDUCATION	125,000.
UNIVERSITY OF MONTANA 32 CAMPUS DRIVE MISSOULA, MO 59812-5832	NONE	PC	EDUCATION	50,000.
UNIVERSITY OF PENNSYLVANIA 440 MCNEIL BUILDING PHILADELPHIA, PA 19104	NONE	PC	EDUCATION	100,000.
UNIVERSITY OF RICHMOND 28 WESTHAMPTON WAY - JEPSON HALL RICHMOND, VA 23173	NONE	PC	EDUCATION	100,000.
UNIVERSITY OF TEXAS 1 UNIVERSITY STATION, G-6300 AUSTIN, TX 78712	NONE	PC	EDUCATION	50,000.
<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
UNIVERSITY OF VIRGINIA COLLEGE FOUNDATION PO BOX 400801 CHARLOTTESVILLE, VA 22904	NONE	PC	EDUCATION	100,000.
US NAVY MEMORIAL FOUNDATION 701 PENNSYLVANIA AVE NW STE 123 WASHINGTON, DC 20004	NONE	PC	HISTORICAL PRESERVATION	200.
UTAH STATE UNIVERSITY 3500 OLD MAIN HILL LOGAN, UT 84322-3500	NONE	PC	EDUCATION	219,000.
WAKE FOREST UNIVERSITY 1834 WAKE FOREST ROAD WINSTON-SALEM, NC 27109	NONE	PC	EDUCATION	320,000.
WATCH HILL LIGHTHOUSE KEEPERS ASSOCIATION P.O. BOX 1511 WESTERLY, RI 02891	NONE	PC	COMMUNITY	1,000.
WEST VIRGINIA UNIVERSITY FOUNDATION, INC. ONE WATERFRONT PLACE, 7TH FLOOR MORGANTOWN, WV 26507	NONE	PC	EDUCATION	100,000.
WESTERLY HOSPITAL FOUNDATION INC. 26 WELLS STREET WESTERLY, RI 02481	NONE	PC	HEALTH	5,000.
WESTERLY REVOLVING FUND INC. 43 BROAD STREET STE 300 PO BOX 112 WESTERLY, RI 02891	NONE	PC	HISTORICAL PRESERVATION	5,000.
YALE UNIVERSITY 246 CHURCH STREET NEW HAVEN, CT 06520	NONE	PC	EDUCATION	50,000.
YANKEE INSTITUTE FOR PUBLIC POLICY 216 MAIN STREET HARTFORD, CT 06106	NONE	PC	PUBLIC POLICY	50,000.
<b>Total from continuation sheets</b>				





**Part XV** Supplementary Information

3 Grants and Contributions Approved for Future Payment (Continuation)				
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)				
ATLAS NETWORK TWO LIBERTY CENTER ARLINGTON, VA 22203	NONE	PC	ECONOMIC RESEARCH	100,000.
DUKE UNIVERSITY BOX 90097 DURHAM, NC 27708-0097	NONE	PC	EDUCATION	250,000.
THE FEDERALIST SOCIETY 1776 I STREET NW, SUITE 300 WASHINGTON, DC 20006	NONE	PC	PUBLIC POLICY	80,000.
GEORGETOWN UNIVERSITY LAW CENTER MCDONOUGH 423 WASHINGTON, DC 20001	NONE	PC	EDUCATION	765,000.
CHAPMAN UNIVERSITY UNIVERSITY DRIVE ORANGE, CA 92866	NONE	PC	EDUCATION	41,456.
INSTITUTE FOR HUMANE STUDIES GEORGE MASON UNIVERSITY ARLINGTON, VA 22201	NONE	PC	COMMUNITY	920,000.
MANHATTAN INSTITUTE 52 VANDERBILT AVENUE, THIRD FLOOR NEW YORK, NY 10017	NONE	PC	EDUCATION	148,750.
INSTAURATIO MAGNA FOUNDATION 1925 W. PATTERSON AVENUE CHICAGO, IL 60613	NONE	PC	EDUCATION	25,000.
NEW CIVIL LIBERTIES ALLIANCE P.O. BOX 19005 WASHINGTON, DC 20036-9005	NONE	PC	PUBLIC POLICY	999,000.
NEW YORK UNIVERSITY NYU-STERN KMC SUITE 7-150 NEW YORK, NY 10012	NONE	PC	EDUCATION	220,000.
<b>Total from continuation sheets</b>				<b>6,354,206.</b>

**Part XV** Supplementary Information

**3 Grants and Contributions Approved for Future Payment (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
PRINCETON UNIVERSITY 83 PROSPECT AVE. PRINCETON, NJ 08540	NONE	PC	EDUCATION	750,000.
REAL CLEAR FOUNDATION 1747 PENNSYLVANIA AVE NW STE 1000 WASHINGTON, DC 20006	NONE	PC	EDUCATION	150,000.
STATE POLICY NETWORK 1655 N. FORT MYER DRIVE, SUITE 360 ARLINGTON, VA 22209	NONE	PC	PUBLIC POLICY	300,000.
TEXAS PUBLIC POLICY FOUNDATION 901 CONGRESS AVENUE AUSTIN, TX 78701	NONE	PC	PUBLIC POLICY	100,000.
BROWN UNIVERSITY BOX 1860 PROVIDENCE, RI 02912	NONE	PC	EDUCATION	250,000.
CLEMSON UNIVERSITY CLEMSON INST. FOR THE STUDY OF CAPITALISM CLEMSON, SC 29634	NONE	PC	EDUCATION	705,000.
DARTMOUTH COLLEGE DEPT. OF ECONOMICS - HB 6106 HANOVER, NH 03755	NONE	PC	EDUCATION	375,000.
ENCOUNTER FOR CULTURE AND EDUCATION, INC. 900 BROADWAY, SUITE 601 NEW YORK, NY 10003	NONE	PC	EDUCATION	50,000.
UNIVERSITY OF CHICAGO 1126 EAST 59TH STREET CHICAGO, IL 60637	NONE	PC	EDUCATION	125,000.
<b>Total from continuation sheets</b>				





**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

**THOMAS W SMITH FOUNDATION INC.**

Employer identification number

**47-3862135**

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)(v), 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 <b>THOMAS W SMITH FOUNDATION INC.</b>	Employer identification number <b>47-3862135</b>
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**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	THOMAS W SMITH 2200 BUTTS ROAD SUITE 320 BOCA RATON, FL 33431	\$ 17,787,000.	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.)

Name of organization <b>THOMAS W SMITH FOUNDATION INC.</b>	Employer identification number <b>47-3862135</b>
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**Part II** **Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
<u>1</u>	300,000 SHS OF COPART, INC. _____ _____ _____	\$ <u>17,787,000.</u>	<u>03/20/19</u>
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____



Name of organization <b>THOMAS W SMITH FOUNDATION INC.</b>	Employer identification number <b>47-3862135</b>
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**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
<b>(e) Transfer of gift</b>			
<b>Transferee's name, address, and ZIP + 4</b>		<b>Relationship of transferor to transferee</b>	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
<b>(e) Transfer of gift</b>			
<b>Transferee's name, address, and ZIP + 4</b>		<b>Relationship of transferor to transferee</b>	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
<b>(e) Transfer of gift</b>			
<b>Transferee's name, address, and ZIP + 4</b>		<b>Relationship of transferor to transferee</b>	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
<b>(e) Transfer of gift</b>			
<b>Transferee's name, address, and ZIP + 4</b>		<b>Relationship of transferor to transferee</b>	

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
69,102 SHS COPART INC	4,137,587.	4,097,058.	0.	0.	40,529.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
185,438 SHS COPART INC	11,103,382.	10,994,619.	0.	0.	108,763.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
45,460 SHS COPART INC	2,721,986.	2,695,323.	0.	0.	26,663.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
15,500 SHS COPART INC	880,389.	695,873.	0.	0.	184,516.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
2,000 SHS COPART INC	DONATED	08/26/98	02/05/19	
(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
103,476.	89,790.	0.	0.	13,686.

CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	374,157.

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
FIDELITY	229,878.	0.	229,878.	229,878.	0.
TO PART I, LINE 4	229,878.	0.	229,878.	229,878.	0.

FORM 990-PF	OTHER INCOME			STATEMENT 3
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	
RECOVERY OF PREVIOUS YEAR'S QUALIFYING GRANT DISTRIBUTIONS	6,776.	0.		
TOTAL TO FORM 990-PF, PART I, LINE 11	6,776.	0.		

FORM 990-PF	LEGAL FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES IN CONNECTION WITH FOUNDATION MATTERS	23,549.	11,775.	0.	11,774.
TO FM 990-PF, PG 1, LN 16A	23,549.	11,775.	/ 0.	11,774.

FORM 990-PF	ACCOUNTING FEES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING & TAX RETURN PREPARATION FEES	24,075.	12,038.	0.	12,037.
TO FORM 990-PF, PG 1, LN 16B	24,075.	12,038.	0.	12,037.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CONSULTING FEES	156,667.	0.	0.	156,667.
TO FORM 990-PF, PG 1, LN 16C	156,667.	0.	0.	156,667.

FORM 990-PF	TAXES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX ON NET INVESTMENT INCOME	375,000.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 18	375,000.	0.	0.	0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DE ANNUAL FILING FEE	25.	0.	0.	25.
MISCELLANEOUS EXPENSES	3,236.	0.	0.	3,236.
SOFTWARE EXPENSES	9,308.	0.	0.	9,308.
TOTAL TO FORM 990-PF, PG 1, LN 23	12,569.	0.	0.	12,569.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT 9
DESCRIPTION		AMOUNT
INCREASE IN UNREALIZED GAIN ON SECURITIES		2,518,793.
TOTAL TO FORM 990-PF, PART III, LINE 3		2,518,793.

FORM 990-PF	CORPORATE STOCK	STATEMENT 10
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
15,000 SHS CIMPRESS NV CMN	1,886,550.	1,886,550.
10,000 SHS WORLD ACCEPTANCE CORP	864,000.	864,000.
13,948 SHS CREDIT ACCEPTANCE CORP	6,169,618.	6,169,618.
36,000 SHS NU SKIN ENTERPRISES INC	1,475,280.	1,475,280.
50,000 SHS WAYFAIR INC CL A	4,518,500.	4,518,500.
52,500 SHS COPART INC	4,774,350.	4,774,350.
TOTAL TO FORM 990-PF, PART II, LINE 10B	19,688,298.	19,688,298.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS  
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 11

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
THOMAS W. SMITH 2200 BUTTS ROAD, SUITE 320 BOCA RATON, FL 33431	PRESIDENT & CHAIRMAN 15.00	0.	0.	0.
LORI SMITH CURLEY 2200 BUTTS ROAD, SUITE 320 BOCA RATON, FL 33431	TRUSTEE 15.00	75,000.	0.	0.
DIANE G. SMITH 2200 BUTTS ROAD, SUITE 320 BOCA RATON, FL 33431	VICE PRESIDENT, TRUSTEE 1.00	0.	0.	0.
JAMES PIERESON 2200 BUTTS ROAD, SUITE 320 BOCA RATON, FL 33431	TRUSTEE/DIRECTOR 25.00	283,333.	0.	0.
VICTORIA MCKENZIE 2200 BUTTS ROAD, SUITE 320 BOCA RATON, FL 33431	TRUSTEE 1.00	5,000.	0.	0.
THOMAS MCWILLIAMS 2200 BUTTS ROAD, SUITE 320 BOCA RATON, FL 33431	TRUSTEE 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		363,333.	0.	0.