

Form **990-PF**
 Department of the Treasury
 Internal Revenue Service

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

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

OMB No. 1545-0047
2021
Open to Public Inspection

For calendar year 2021, or tax year beginning 01-01-2021, and ending 12-31-2021

Name of foundation Kimbell Art Foundation		A Employer identification number 75-6036226	
Number and street (or P.O. box number if mail is not delivered to street address) 301 Commerce St 2300	Room/suite	B Telephone number (see instructions) (817) 336-6100	
City or town, state or province, country, and ZIP or foreign postal code Fort Worth, TX 761024122		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here..... <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ... <input type="checkbox"/>	
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ <u>2,922,404,203</u>		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J Accounting method: <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input checked="" type="checkbox"/> Other (specify) <u>Modified Cash Basis</u> <i>(Part I, column (d) must be on cash basis.)</i>			

	Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)</i>	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	8,692,764			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	34,012			
	4 Dividends and interest from securities	861,711			
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	9,285,862			
	b Gross sales price for all assets on line 6a	14,324,321			
	7 Capital gain net income (from Part IV, line 2)		9,270,240		
	8 Net short-term capital gain			107,127	
	9 Income modifications				
	10a Gross sales less returns and allowances	1,001,582			
b Less: Cost of goods sold	638,115				
c Gross profit or (loss) (attach schedule)	363,467				
11 Other income (attach schedule)	33,082,476	30,780,580	33,082,476		
12 Total. Add lines 1 through 11	52,320,292	40,050,820	33,189,603		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	645,800	194,450	194,450	451,350
	14 Other employee salaries and wages	6,818,367	272,770	272,770	6,545,597
	15 Pension plans, employee benefits	1,526,584	79,351	79,351	1,447,233
	16a Legal fees (attach schedule)	52,689	-37,862	-37,862	90,551
	b Accounting fees (attach schedule)	99,837	39,522	39,522	60,315
	c Other professional fees (attach schedule)	502,840	455,424	455,424	47,416
	17 Interest	1,955,226			2,816,917
	18 Taxes (attach schedule) (see instructions)	1,239,569	1,084,567	1,084,567	155,000
	19 Depreciation (attach schedule) and depletion	18,704,131	11,589,460	11,589,460	
	20 Occupancy	589,007	109,072	109,072	479,935
	21 Travel, conferences, and meetings	4,802	573	573	4,229
	22 Printing and publications	3,124	0	0	3,124
	23 Other expenses (attach schedule)	5,805,603	31,665	963,669	4,841,934
	24 Total operating and administrative expenses. Add lines 13 through 23	37,947,579	13,818,992	14,750,996	16,943,601
	25 Contributions, gifts, grants paid	209,000			209,000
26 Total expenses and disbursements. Add lines 24 and 25	38,156,579	13,818,992	14,750,996	17,152,601	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	14,163,713				
b Net investment income (if negative, enter -0-)		26,231,828			
c Adjusted net income (if negative, enter -0-)			18,438,607		

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	1,884,078	2,387,161	2,387,161
	2 Savings and temporary cash investments	2,309,486	10,722,019	10,722,019
	3 Accounts receivable ▶ <u>3,601</u>			
	Less: allowance for doubtful accounts ▶ <u>0</u>	2,577	3,601	3,601
	4 Pledges receivable ▶ _____			
	Less: allowance for doubtful accounts ▶ _____	0	0	0
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)	0	0	0
	7 Other notes and loans receivable (attach schedule) ▶ _____			
	Less: allowance for doubtful accounts ▶ _____	0	0	0
	8 Inventories for sale or use	810,600	606,604	606,604
	9 Prepaid expenses and deferred charges	372,895	312,929	312,929
	10a Investments—U.S. and state government obligations (attach schedule)	0	0	0
	b Investments—corporate stock (attach schedule)	37,947,209	43,089,457	69,640,133
	c Investments—corporate bonds (attach schedule)	0		0
	11 Investments—land, buildings, and equipment: basis ▶ <u>396,496</u>			
Less: accumulated depreciation (attach schedule) ▶ <u>327,347</u>	102,238	69,149	69,000	
12 Investments—mortgage loans				
13 Investments—other (attach schedule)	142,301,372	148,473,114	309,562,656	
14 Land, buildings, and equipment: basis ▶ <u>191,182,925</u>				
Less: accumulated depreciation (attach schedule) ▶ <u>59,083,725</u>	138,844,448	132,099,200	278,670,000	
15 Other assets (describe ▶ _____)	343,501,154	351,780,632	2,250,430,100	
16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	668,076,057	689,543,866	2,922,404,203	
Liabilities	17 Accounts payable and accrued expenses	99,718	66,050	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons	0	0	
	21 Mortgages and other notes payable (attach schedule)	4,300,000	12,900,000	
	22 Other liabilities (describe ▶ _____)	58,611,903	57,349,667	
	23 Total liabilities (add lines 17 through 22)	63,011,621	70,315,717	
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here <input checked="" type="checkbox"/> and complete lines 24, 25, 29 and 30.			
	24 Net assets without donor restrictions	603,094,755	617,089,911	
	25 Net assets with donor restrictions	1,969,681	2,138,238	
	Foundations that do not follow FASB ASC 958, check here <input type="checkbox"/> and complete lines 26 through 30.			
	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 Total net assets or fund balances (see instructions)	605,064,436	619,228,149		
30 Total liabilities and net assets/fund balances (see instructions) .	668,076,057	689,543,866		

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	605,064,436
2 Enter amount from Part I, line 27a	2	14,163,713
3 Other increases not included in line 2 (itemize) ▶ _____	3	0
4 Add lines 1, 2, and 3	4	619,228,149
5 Decreases not included in line 2 (itemize) ▶ _____	5	0
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29 .	6	619,228,149

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)	
1a See Additional Data Table				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a See Additional Data Table				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a See Additional Data Table				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	9,270,240
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	{ }		3	107,127

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

Table with 11 rows for excise tax calculations. Includes fields for exempt foundations, tax under section 511, subtitle A tax, credits/payments, and total tax due/overpayment.

Part VI-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, political expenditures, and foundation requirements.

Part VI-A Statements Regarding Activities (continued)

Table with 3 columns: Question, Yes, No. Rows 11-14 regarding controlled entities, distributions, public inspection requirements, and books in care.

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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.

Table with 3 columns: Question, Yes, No. Row 16 regarding foreign country interest.

Part VI-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.

Main table for Part VI-B with 3 columns: Question, Yes, No. Rows 1a-4b regarding Form 4720 exceptions and requirements.

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

5a	During the year did the foundation pay or incur any amount to:		Yes	No
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?.	5a(1)		No
(2)	Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?.	5a(2)		No
(3)	Provide a grant to an individual for travel, study, or other similar purposes?.	5a(3)		No
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions.	5a(4)		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?.	5a(5)		No
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions.	5b		
c	Organizations relying on a current notice regarding disaster assistance check <input type="checkbox"/>			
d	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?. If "Yes," attach the statement required by Regulations section 53.4945–5(d).	5d		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?.	6a		No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?. If "Yes" to 6b, file Form 8870.	6b		No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	7a		No
b	If "Yes", did the foundation receive any proceeds or have any net income attributable to the transaction?.	7b		
8	Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment during the year?.	8		No

Part VII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation. See instructions

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Eric M Lee 3333 Camp Bowie Blvd Fort Worth, TX 76107	Museum Director 35.000	623,900	58,223	12,567
George TM Shackelford 3333 Camp Bowie Blvd Fort Worth, TX 76107	Deputy Director 35.000	397,876	27,868	0
Robert McAn 3333 Camp Bowie Blvd Fort Worth, TX 76107	Donor Relations Head 35.000	170,000	19,657	0
Mark K Rich 301 Commerce St Fort Worth, TX 761024122	Dir. of Investments 35.000	220,000	35,552	0
Larry D Eubank 3333 Camp Bowie Blvd Fort Worth, TX 76107	Operations Manager 35.000	188,200	20,829	0

Total number of other employees paid over \$50,000. 30

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
Kelly Hart & Hallman LLP 201 Main Street Ste 2500 Fort Worth, TX 76102	Legal Services	136,043
Taylor Companies Royalty Holdings II LLC 2777 N Stemmons Fwy Dallas, TX 75207	Oil & Gas Consulting	112,000
Luther King Capital Management 301 Commerce Street Fort Worth, TX 76102	Investment Management Services	109,937
Northern Trust 50 S LaSalle St Chicago, IL 60603	Investment Custody Services	103,444
Loomis Sayles One Financial Center Boston, MA 02111	Investment Management Services	97,006
Total number of others receiving over \$50,000 for professional services. ▶		4

Part VIII-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 (SEE STATEMENT)	18,578,506
2	
3	
4	

Part VIII-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 None	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ▶	0

Part IX 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	73,485,887
b	Average of monthly cash balances.	1b	3,121,480
c	Fair market value of all other assets (see instructions).	1c	284,415,683
d	Total (add lines 1a, b, and c).	1d	361,023,050
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	
3	Subtract line 2 from line 1d.	3	361,023,050
4	Cash deemed held for charitable activities. Enter 1.5% (0.015) of line 3 (for greater amount, see instructions).	4	5,415,346
5	Net value of noncharitable-use assets. Subtract line 4 from line 3.	5	355,607,704
6	Minimum investment return. Enter 5% (0.05) of line 5.	6	17,780,385

Part X 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 IX, line 6.	1	
2a	Tax on investment income for 2021 from Part V, line 5.	2a	
b	Income tax for 2021. (This does not include the tax from Part V.).	2b	
c	Add lines 2a and 2b.	2c	
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XII, line 1.	7	

Part XI 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	17,152,601
b	Program-related investments—total from Part VIII-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	648,901
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	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part XII, line 4.	4	17,801,502

Part XII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2020	(c) 2020	(d) 2021
1 Distributable amount for 2021 from Part X, line 7				
2 Undistributed income, if any, as of the end of 2021:				
a Enter amount for 2020 only.				
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2021:				
a From 2016.				
b From 2017.				
c From 2018.				
d From 2019.				
e From 2020.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2021 from Part XI, line 4: ▶ \$ _____				
a Applied to 2020, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2021 distributable amount.				
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2021. (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b.				
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.				
d Subtract line 6c from line 6b. Taxable amount—see instructions.				
e Undistributed income for 2019. Subtract line 4a from line 2a. Taxable amount—see instructions.				
f Undistributed income for 2021. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2022.				
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).				
8 Excess distributions carryover from 2016 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2022. Subtract lines 7 and 8 from line 6a.				
10 Analysis of line 9:				
a Excess from 2017.				
b Excess from 2018.				
c Excess from 2019.				
d Excess from 2020.				
e Excess from 2021.				

Part XIII Private Operating Foundations (see instructions and Part VI-A, question 9)

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2021, enter the date of the ruling						1972-03-31
b Check box to indicate whether the organization is a private operating foundation described in section <input checked="" type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)						
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part IX for each year listed	Tax year	Prior 3 years			(e) Total	
	(a) 2021	(b) 2020	(c) 2019	(d) 2018		
b 85% (0.85) of line 2a	17,780,385	0	11,805,409	19,121,224	48,707,018	
c Qualifying distributions from Part XI, line 4 for each year listed	15,113,327	0	10,034,598	16,253,040	41,400,965	
d Amounts included in line 2c not used directly for active conduct of exempt activities	17,801,502	18,865,786	24,276,879	42,248,499	103,192,666	
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	209,000	217,500	306,693	84,500	817,693	
3 Complete 3a, b, or c for the alternative test relied upon:	17,592,502	18,648,286	23,970,186	42,163,999	102,374,973	
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 IX, line 6 for each year listed	11,853,590	9,971,619	11,158,012	12,747,483	45,730,704	
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 XIV 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).)
- b** List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.
- 2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**
- Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. to individuals or organizations under other conditions, complete items 2a, b, c, and d. See instructions
-
- a** The name, address, and telephone number or email address of the person to whom applications should be addressed:
-
- b** The form in which applications should be submitted and information and materials they should include:
-
- c** Any submission deadlines:
-
- d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

Part XIV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total ▶ 3a				209,000
b <i>Approved for future payment</i>				
Total ▶ 3b				0

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

List and describe the kind(s) of property sold (e.g., real estate, (a) 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1	U.S. EQUITIES	P	2020-01-01	2021-12-31
1	INTERNATIONAL EQUITIES	P	2020-01-01	2021-12-31
	HEDGE FUNDS	P	2020-01-01	2021-12-31
	OIL & GAS ROYALTIES	P	2020-01-01	2021-12-31
	PARTNERSHIP INVESTMENTS	P	2020-01-01	2021-12-31
	EXEMPT FUNCTION ASSETS	P	2020-01-01	2021-12-31
	U.S. EQUITIES	P	2021-01-01	2021-12-31
	PARTNERSHIP INVESTMENTS	P	2021-01-01	2021-12-31

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
6,272,357		2,889,965	3,382,392
841,624		0	841,624
37,707		15,335	22,372
108,154		0	108,154
4,805,296		0	4,805,296
3,275	15,345	15,345	3,275
2,240,286		2,129,921	110,365
0		3,238	-3,238

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
		0	3,382,392
		0	841,624
		0	22,372
		0	108,154
		0	4,805,296
		0	3,275
		0	110,365
		0	-3,238

Form 990PF Part VII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
Brenda A Cline 301 Commerce St Fort Worth, TX 761024122	CFO, Sec./Treas. 30.000	388,900	41,036	12,535
Susan R Drake 3333 Camp Bowie Blvd Fort Worth, TX 76107	Dep. Dir. Fina./Admin., Asst. Sec./Treas. 35.000	256,900	18,897	5,542
Mrs Glenn M Darden 301 Commerce St Fort Worth, TX 761024122	Director 3.000	0	0	0
Ms Karen Fortson Davis 301 Commerce St Fort Worth, TX 761024122	Director 3.000	0	0	0
Mrs Peter O Alcorn 301 Commerce St Fort Worth, TX 761024122	Director 3.000	0	0	0
Mr Stewart L Henderson 301 Commerce St Fort Worth, TX 761024122	Director 3.000	0	0	0
Mrs William K Burton 301 Commerce St Fort Worth, TX 761024122	Director; Vice President 8.000	0	0	0
Mrs Mitchell S Wynne 301 Commerce St Fort Worth, TX 761024122	Director; Vice Chairman, President & CEO 20.000	0	0	0
Mrs Ben J Fortson 301 Commerce St Fort Worth, TX 761024122	Director; Chairman 8.000	0	0	0
Mr Ben J Fortson 301 Commerce St Fort Worth, TX 761024122	Director; Exec. Vice President & CIO 30.000	0	0	0
Mr Win S Ryan 301 Commerce St Fort Worth, TX 761024122	Director 3.000	0	0	0

Form 990PF Part XIV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Amon Carter Museum of American Art 3501 CAMP BOWIE BLVD FORT WORTH, TX 76107	NONE	PC	Capital Campaign	200,000
Aspen Center for Physics 700 GILLESPIE AVE ASPEN, CO 81611	NONE	PC	Operating Support	1,000
Fort Worth Symphony Orchestra 330 E 4TH STREET STE 200 FORT WORTH, TX 76102	NONE	PC	Operating Support	4,000
Total ▶ 3a				209,000

Form 990PF Part XIV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Texans For The Arts Foundation PO BOX 4549 AUSTIN, TX 78765	NONE	PC	Operating Support	2,500
Van Cliburn Foundation 201 MAIN STE 100 FORT WORTH, TX 76102	NONE	PC	Operating Support	1,500
Total ▶ 3a				209,000

Form 990PF Part XV-A Line 11 - Other revenue:

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See the instructions.)
11 Other revenue:	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
a Membership Revenue					2,261,488
b Special Programs and Projects					489,619
c Conservation Revenue					42,161
d Other Exempt Revenue			15		3,727
e Pass-through from Partnership Investments	523000	-574,724	14	2,121,639	
f Mineral Interests - Royalties			15	18,583,233	
g Net Profit Interest - Royalties			15	1,920,845	
h Kimbell Royalty Operating, LLC	523000	79,625	15	8,154,857	
i Other Income			18	6	

TY 2021 Accounting Fees Schedule**Name:** Kimbell Art Foundation**EIN:** 75-6036226**Software ID:** 21014044**Software Version:** 2021v4.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Accounting and Auditing Fees	99,837	39,522	39,522	60,315

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

TY 2021 Depreciation Schedule

Name: Kimbell Art Foundation

EIN: 75-6036226

Software ID: 21014044

Software Version: 2021v4.2

Depreciation Schedule

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
Land Improvements		12,332,991	4,054,766	SL	15.0	779,322			
Museum Buildings		122,554,444	21,636,822	SL	40.0	3,063,861			
Building Improvements		38,863,113	16,990,245	SL	15.0	2,350,611			
Leasehold Improvements		46,434	18,050	SL	15.0	3,096			
Furniture & Fixtures		6,330,110	4,994,389	SL	10.0	449,780			
Equipment		2,819,096	1,895,672	SL	10.0	172,764			
Computer Equipment		3,122,737	2,379,110	SL	5.0	295,237			
Furniture & Fixtures		221,882	190,883	SL	7.0	25,799	25,799	25,799	
Computer Equipment		66,268	59,651	SL	5.0	1,675	1,675	1,675	
Leasehold Improvements		108,346	42,116	SL	15.0	7,223	7,223	7,223	
Oil & Gas Investments						11,554,763	11,554,763	11,554,763	

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

TY 2021 Gain/Loss from Sale of Other Assets Schedule

Name: Kimbell Art Foundation

EIN: 75-6036226

Software ID: 21014044

Software Version: 2021v4.2

Gain Loss Sale Other Assets Schedule

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
Capital Gains and Losses from Part IV		P			14,308,699	5,023,114			9,270,240	15,345
Long-term UBI Pass-through from Partnership Investments	2020-01	P	2021-12		15,615	0			15,615	
Short-term UBI Pass-through from Partnership Investments	2021-01	P	2021-12		7	0			7	

TY 2021 General Explanation Attachment**Name:** Kimbell Art Foundation**EIN:** 75-6036226**Software ID:** 21014044**Software Version:** 2021v4.2**General Explanation Attachment**

Identifier	Return Reference	Explanation	
1	COLUMN (D)	FORM 990-PF, PART I, LINE 17	BOOK / TAX DIFFERENCE: AMORTIZATION OF LOSS ON REFUNDING OF BOND PAYABLE -- \$861,691

General Explanation Attachment

Identifier	Return Reference	Explanation	
2	SUMMARY OF DIRECT CHARITABLE ACTIVITIES	FORM 990-PF, PART VIII-A	<p>THE KIMBELL ART FOUNDATION (THE "FOUNDATION") IS A NONPROFIT CORPORATION, WHICH WAS INCORPORATED IN TEXAS IN 1936. THE FOUNDATION WAS FORMED PRINCIPALLY FOR THE PURPOSE OF FOUNDING AND MAINTAINING, IN THE CITY OF FORT WORTH, TEXAS, AN ART INSTITUTE TO ACQUIRE BY PURCHASE, EXCHANGE, GIFT, AND BEQUEST PAINTINGS AND OTHER ART OBJECTS FOR PUBLIC EXHIBITION WITHOUT PROFIT, AND TO PURCHASE, ERECT OR OTHERWISE ACQUIRE SUITABLE SITES AND STRUCTURES FOR SUCH PURPOSE, AND THEREBY TO PROMOTE THE STUDY AND APPRECIATION OF ART. IN ACCORDANCE WITH THIS PURPOSE, THE FOUNDATION OWNS AND OPERATES THE KIMBELL ART MUSEUM (THE "MUSEUM"), LOCATED AT 3333 CAMP BOWIE BOULEVARD, FORT WORTH, TEXAS, WHOSE PERMANENT COLLECTIONS RANGE IN PERIOD FROM ANTIQUITY TO THE 20TH CENTURY AND INCLUDE EUROPEAN MASTERPIECES BY ARTISTS SUCH AS FRA ANGELICO, MICHELANGELO, CARAVAGGIO, POUSSIN, VELAZQUEZ, MONET, PICASSO AND MATISSE; IMPORTANT COLLECTIONS OF EGYPTIAN AND CLASSICAL ANTIQUITIES; AND THE ART OF ASIA, AFRICA, AND THE ANCIENT AMERICAS. THOSE COLLECTIONS, AS WELL AS SPECIAL EXHIBITIONS, ARE DISPLAYED IN THE MUSEUM'S TWO BUILDINGS: THE KAHN BUILDING AND THE PIANO PAVILION WHICH OPENED IN 1972 AND 2013, RESPECTIVELY, AND ARE EACH NAMED IN RECOGNITION OF THE DESIGN ARCHITECTS, LOUIS I. KAHN AND RENZO PIANO. Special exhibitions in 2021 included Queen Nefertari's Egypt; Buddha, Shiva, Lotus, Dragon; and Turner's Modern World. The Museum also offers a wide range of educational programs and resources, both in-person and virtually, to enrich its visitors' experiences and enhance their understanding, appreciation, and enjoyment of the artworks and architecture on view. Those include, among others, lectures, films, family festivals, workshops, a drop-in studio, art camps, and teacher training.</p>

TY 2021 Investments Corporate Stock Schedule**Name:** Kimbell Art Foundation**EIN:** 75-6036226**Software ID:** 21014044**Software Version:** 2021v4.2**Investments Corporation Stock Schedule**

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AMERICAN BEACON	10,654,702	12,671,208
DODGE & COX	9,464,269	16,329,754
LUTHER KING CAPITAL MANAGEMENT	10,411,675	16,757,374
FIDELITY INVESTMENTS (CONSERVATION ENDOWMENT)	793,229	1,218,750
LOOMIS, SAYLES & COMPANY, LP	8,336,344	20,894,838
NORTHERN TRUST SECURITIES, INC.	3,429,238	1,768,209

TY 2021 Investments - Land Schedule**Name:** Kimbell Art Foundation**EIN:** 75-6036226**Software ID:** 21014044**Software Version:** 2021v4.2

Category/ Item	Cost/Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
LEASEHOLD IMPROVEMENTS	108,346	49,339	59,007	59,000
EQUIPMENT	288,150	278,008	10,142	10,000

TY 2021 Investments - Other Schedule**Name:** Kimbell Art Foundation**EIN:** 75-6036226**Software ID:** 21014044**Software Version:** 2021v4.2**Investments Other Schedule 2**

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
MINERAL INTERESTS- ROYALTIES	AT COST	41,056,519	137,500,000
NET PROFITS INTEREST - ROYALTIES	AT COST	127,352	14,000,000
Kimbell Royalty Operating, LLC	AT COST	45,937,298	70,247,074
PARTNERSHIP INTERESTS	AT COST	48,977,516	69,942,727
HEDGE FUNDS	AT COST	11,952,199	17,175,785
DEFERRED COMPENSATION ASSETS	AT COST	422,230	697,070

**TY 2021 Land, Etc.
Schedule****Name:** Kimbell Art Foundation**EIN:** 75-6036226**Software ID:** 21014044**Software Version:** 2021v4.2

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
LAND	5,098,500	0	5,098,500	15,990,000
BUILDINGS	173,750,549	48,875,627	124,874,922	260,570,000
LEASEHOLD IMPROVEMENTS	46,434	21,145	25,289	25,000
EQUIPMENT	12,271,942	10,186,953	2,084,989	2,085,000
Other	15,500	0	15,500	0

TY 2021 Legal Fees Schedule**Name:** Kimbell Art Foundation**EIN:** 75-6036226**Software ID:** 21014044**Software Version:** 2021v4.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Legal Fees	52,689	-37,862	-37,862	90,551

TY 2021 Mortgages and Notes Payable Schedule**Name:** Kimbell Art Foundation**EIN:** 75-6036226**Software ID:** 21014044**Software Version:** 2021v4.2**Total Mortgage Amount:** 4,300,000**Mortgages and Notes Payable Schedule**

Item No.	1
Lender's Name	Frost Bank
Lender's Title	
Relationship to Insider	None
Original Amount of Loan	
Balance Due	12,900,000
Date of Note	2021-08
Maturity Date	2024-08
Repayment Terms	Interest paid monthly
Interest Rate	1.75
Security Provided by Borrower	Unsecured
Purpose of Loan	Line of Credit
Description of Lender Consideration	
Consideration FMV	

TY 2021 Other Assets Schedule

Name: Kimbell Art Foundation

EIN: 75-6036226

Software ID: 21014044

Software Version: 2021v4.2

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
PAINTINGS	246,651,566	247,411,819	1,968,736,000
SCULPTURES	84,629,894	92,129,894	257,075,000
DRAWINGS & PRINTS	595,276	595,276	3,761,000
CERAMICS, LACQUERS & MOSAICS	6,667,836	6,667,836	12,227,000
LIBRARY	2,618,548	2,637,773	2,638,000
SCROLLS & SCREENS	2,057,487	2,057,487	5,713,000
SEALS	170,000	170,000	170,000
FRAMES	82,447	82,447	82,000
MEMBERSHIPS	28,100	28,100	28,100

TY 2021 Other Expenses Schedule**Name:** Kimbell Art Foundation**EIN:** 75-6036226**Software ID:** 21014044**Software Version:** 2021v4.2**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Special Programs and Projects	2,903,218	0	531,779	2,371,439
Membership Expenses	400,225	0	400,225	0
Insurance	861,704	0	0	861,704
Repair and Maintenance	1,066,712	62	62	1,066,650
Administrative Costs	573,744	31,603	31,603	542,141

TY 2021 Other Income Schedule**Name:** Kimbell Art Foundation**EIN:** 75-6036226**Software ID:** 21014044**Software Version:** 2021v4.2**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Membership Revenue	2,261,488		2,261,488
Special Programs and Projects	489,619		489,619
Conservation Revenue	42,161		42,161
Other Exempt Revenue	3,727		3,727
Pass-through from Partnership Investments	1,546,915	2,121,639	1,546,915
Mineral Interests - Royalties	18,583,233	18,583,233	18,583,233
Net Profit Interest - Royalties	1,920,845	1,920,845	1,920,845
Kimbell Royalty Operating, LLC	8,234,482	8,154,857	8,234,482
Other Income	6	6	6

TY 2021 Other Liabilities Schedule**Name:** Kimbell Art Foundation**EIN:** 75-6036226**Software ID:** 21014044**Software Version:** 2021v4.2

Description	Beginning of Year - Book Value	End of Year - Book Value
BONDS PAYABLE	58,611,903	56,849,667
OBLIGATIONS FOR PURCHASE OF ART	0	500,000

TY 2021 Other Professional Fees Schedule**Name:** Kimbell Art Foundation**EIN:** 75-6036226**Software ID:** 21014044**Software Version:** 2021v4.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Investment Management Fees	455,424	455,424	455,424	
Other Fees	47,416			47,416

TY 2021 Sales Of Inventory Schedule**Name:** Kimbell Art Foundation**EIN:** 75-6036226**Software ID:** 21014044**Software Version:** 2021v4.2

Category	Gross Sales	Cost of Goods Sold	Net (Gross Sales Minus Cost of Goods Sold)
Museum Shop	799,725	503,025	220,690
Buffet	278,246	135,090	142,777

TY 2021 Taxes Schedule**Name:** Kimbell Art Foundation**EIN:** 75-6036226**Software ID:** 21014044**Software Version:** 2021v4.2**Taxes Schedule**

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Ad Valorem Taxes	250,541	250,541	250,541	0
Production Taxes	834,026	834,026	834,026	0
Federal Excise Taxes	155,000	0	0	155,000
Federal UBIT	0	0	0	0
State UBIT	2	0	0	0

Schedule B
(Form 990)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors
▶ Attach to Form 990, 990-EZ, or 990-PF.
▶ Go to www.irs.gov/Form990 for the latest information.

OMB No. 1545-0047
2021

Name of the organization
Kimbell Art Foundation

Employer identification number
75-6036226

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 other 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 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year ▶ \$ _____

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

Employer identification number
75-6036226

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
—	See Additional Data Table	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution.)
—		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution.)
—		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution.)
—		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution.)
—		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution.)
—		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution.)

Name of organization Kimbell Art Foundation	Employer identification number 75-6036226
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Part II Noncash Property

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
27	(see instructions). Use duplicate copies of Part II if additional space is needed. OIL, GAS, AND MINERAL INTERESTS	\$ 235,000	2021-10-18
28	UNDIVIDED 20% INTEREST IN AND TO THE LIMESTONE SCULPTURE "HEAD" BY AMEDEO MODIGLIANI	\$ 7,500,000	2021-10-01
.	_____ _____ _____	\$ _____	_____
.	_____ _____ _____	\$ _____	_____
.	_____ _____ _____	\$ _____	_____
.	_____ _____ _____	\$ _____	_____

Name of organization
Kimbell Art Foundation

Employer identification number

75-6036226

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 information once. See instructions.) ▶ \$ _____
Use duplicate copies of Part III if additional space is needed.

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

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

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

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

Additional Data

Software ID: 21014044

Software Version: 2021v4.2

EIN: 75-6036226

Name: Kimbell Art Foundation

Form 990 Schedule B, 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	Alice L Walton Foundation <hr/> 301 Commerce Street STE 2300 <hr/> Fort Worth, TX 76102	\$ 7,500	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution.)
2	The Anne H Bass Foundation <hr/> 301 Commerce Street STE 2300 <hr/> Fort Worth, TX 76102	\$ 5,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution.)
3	Arts Council of Fort Worth <hr/> 301 Commerce Street STE 2300 <hr/> Fort Worth, TX 76102	\$ 60,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution.)
4	Mrs Mercedes T Bass <hr/> 301 Commerce Street STE 2300 <hr/> Fort Worth, TX 76102	\$ 90,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution.)
5	Virginia F Clay <hr/> 301 Commerce Street STE 2300 <hr/> Fort Worth, TX 76102	\$ 50,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution.)
6	Crystelle Waggoner Charitable Trust Bank of America NA Trustee <hr/> 301 Commerce Street STE 2300 <hr/> Fort Worth, TX 76102	\$ 100,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution.)

Form 990 Schedule B, 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
<u>7</u>	The Estate of Dr Ralph C Disch <hr/> 301 Commerce Street STE 2300 <hr/> Fort Worth, TX 76102	<hr/> \$ 12,508 <hr/>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution.)
<u>8</u>	Thomas Fagadau <hr/> 301 Commerce Street STE 2300 <hr/> Fort Worth, TX 76102	<hr/> \$ 10,000 <hr/>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution.)
<u>9</u>	Folsom Point Charities <hr/> 301 Commerce Street STE 2300 <hr/> Fort Worth, TX 76102	<hr/> \$ 20,000 <hr/>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution.)
<u>10</u>	Fort Worth Tourism Public Improvement District <hr/> 301 Commerce Street STE 2300 <hr/> Fort Worth, TX 76102	<hr/> \$ 31,625 <hr/>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution.)
<u>11</u>	Carol Havener <hr/> 301 Commerce Street STE 2300 <hr/> Fort Worth, TX 76102	<hr/> \$ 5,000 <hr/>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution.)
<u>12</u>	The James and Gayle Halperin Foundation <hr/> 301 Commerce Street STE 2300 <hr/> Fort Worth, TX 76102	<hr/> \$ 25,000 <hr/>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution.)

Form 990 Schedule B, 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
13	Luther King Capital Management	\$ 10,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution.)
	301 Commerce Street STE 2300		
	Fort Worth, TX 76102		
14	Mary Potishman Lard Trust	\$ 25,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution.)
	301 Commerce Street STE 2300		
	Fort Worth, TX 76102		
15	Stacie and David McDavid	\$ 5,023	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution.)
	301 Commerce Street STE 2300		
	Fort Worth, TX 76102		
16	Dan McRee	\$ 10,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution.)
	301 Commerce Street STE 2300		
	Fort Worth, TX 76102		
17	Clark and Debra Million	\$ 5,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution.)
	301 Commerce Street STE 2300		
	Fort Worth, TX 76102		
18	Mollie and Garland Lasater Fund at the North Texas Community Foundation	\$ 5,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution.)
	301 Commerce Street STE 2300		
	Fort Worth, TX 76102		

Form 990 Schedule B, 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
19	John and Kathy Nugent	\$ 40,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution.)
	301 Commerce Street STE 2300		
	Fort Worth, TX 76102		
20	Qurumbli Fund	\$ 10,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution.)
	301 Commerce Street STE 2300		
	Fort Worth, TX 76102		
21	Sam Scott Miller Fund	\$ 5,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution.)
	301 Commerce Street STE 2300		
	Fort Worth, TX 76102		
22	Stastny Folk Art And Crafts Foundation	\$ 36,123	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution.)
	301 Commerce Street STE 2300		
	Fort Worth, TX 76102		
23	Texas Commission on the Arts	\$ 224,082	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution.)
	301 Commerce Street STE 2300		
	Fort Worth, TX 76102		
24	Virginia Clay Foundation	\$ 50,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution.)
	301 Commerce Street STE 2300		
	Fort Worth, TX 76102		

Form 990 Schedule B, 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
25	Charles White	\$ 5,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution.)
	301 Commerce Street STE 2300		
	Fort Worth, TX 76102		
26	William M Fuller Foundation	\$ 5,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution.)
	301 Commerce Street STE 2300		
	Fort Worth, TX 76102		
27	The Burnett Foundation	\$ 235,000	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contribution.)
	301 Commerce Street STE 2300		
	Fort Worth, TX 76102		
28	Gwendolyn Weiner	\$ 7,500,000	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contribution.)
	301 Commerce Street STE 2300		
	Fort Worth, TX 76102		