

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
2022
Open to Public Inspection

For calendar year 2022, or tax year beginning 01-01-2022, and ending 12-31-2022

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>2,934,763,333</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)	14,332,573			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	202,811	202,811	202,811	
	4 Dividends and interest from securities	725,636	725,636	725,636	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	32,110,716			
	b Gross sales price for all assets on line 6a	40,759,087			
	7 Capital gain net income (from Part IV, line 2)		32,113,101		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10a Gross sales less returns and allowances	975,864			
b Less: Cost of goods sold	563,124				
c Gross profit or (loss) (attach schedule)	412,740				
11 Other income (attach schedule)	50,115,359	46,913,084	50,115,359		
12 Total. Add lines 1 through 11	97,899,835	79,954,632	51,043,806		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	725,250	210,625	210,625	514,625
	14 Other employee salaries and wages	7,858,209	299,423	299,423	7,558,786
	15 Pension plans, employee benefits	1,854,342	87,904	87,904	1,766,438
	16a Legal fees (attach schedule)	379,264	21,627	21,627	357,637
	b Accounting fees (attach schedule)	114,108	52,634	52,634	61,474
	c Other professional fees (attach schedule)	496,249	463,589	463,589	32,660
	17 Interest	2,032,822	0	0	2,803,634
	18 Taxes (attach schedule) (see instructions)	2,714,598	1,768,767	1,768,767	945,000
	19 Depreciation (attach schedule) and depletion	20,291,144	13,257,594	13,257,594	
	20 Occupancy	604,871	109,193	109,193	495,678
	21 Travel, conferences, and meetings	51,605	2,968	2,968	48,637
	22 Printing and publications	2,455	98	98	2,357
	23 Other expenses (attach schedule)	7,578,369	34,419	882,363	6,696,006
	24 Total operating and administrative expenses. Add lines 13 through 23	44,703,286	16,308,841	17,156,785	21,282,932
	25 Contributions, gifts, grants paid	60,000			60,000
26 Total expenses and disbursements. Add lines 24 and 25	44,763,286	16,308,841	17,156,785	21,342,932	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	53,136,549				
b Net investment income (if negative, enter -0-)		63,645,791			
c Adjusted net income (if negative, enter -0-)			33,887,021		

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	2,387,161	3,072,443	3,072,443
	2 Savings and temporary cash investments	10,722,019	16,754,446	16,754,446
	3 Accounts receivable ▶ <u>55,611</u>			
	Less: allowance for doubtful accounts ▶ _____	3,601	55,611	55,611
	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) ▶ _____ 0			
	Less: allowance for doubtful accounts ▶ _____ 0	0	0	0
	8 Inventories for sale or use	606,604	791,896	791,896
	9 Prepaid expenses and deferred charges	312,929	454,187	454,187
	10a Investments—U.S. and state government obligations (attach schedule)	0	0	0
	b Investments—corporate stock (attach schedule)	43,089,457	46,274,745	57,439,928
	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>341,631</u>	69,149	54,865	55,000	
12 Investments—mortgage loans				
13 Investments—other (attach schedule)	148,473,114	164,210,838	340,205,722	
14 Land, buildings, and equipment: basis ▶ <u>191,652,773</u>				
Less: accumulated depreciation (attach schedule) ▶ <u>65,867,210</u>	132,099,200	125,785,563	278,132,000	
15 Other assets (describe ▶ _____)	351,780,632	370,073,292	2,237,802,100	
16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	689,543,866	727,527,886	2,934,763,333	
Liabilities	17 Accounts payable and accrued expenses	66,050	75,004	
	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)	12,900,000	0	
	22 Other liabilities (describe ▶ _____)	57,349,667	55,088,184	
	23 Total liabilities (add lines 17 through 22)	70,315,717	55,163,188	
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	617,089,911	670,053,291	
	25 Net assets with donor restrictions	2,138,238	2,311,407	
	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)	619,228,149	672,364,698		
30 Total liabilities and net assets/fund balances (see instructions) .	689,543,866	727,527,886		

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	619,228,149
2 Enter amount from Part I, line 27a	2	53,136,549
3 Other increases not included in line 2 (itemize) ▶ _____	3	0
4 Add lines 1, 2, and 3	4	672,364,698
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	672,364,698

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	32,113,101
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	-384,631

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, tax based on investment income, 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, foundation changes, unrelated business income, liquidation, and substantial contributors.

Part VI-A Statements Regarding Activities (continued)

Table with 3 columns: Question number, Question text, and Yes/No columns. Rows 11-14.

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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 number, Question text, and Yes/No columns. Row 16.

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 number, Question text, and Yes/No columns. Rows 1a-4b.

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?. <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>	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?. <i>If "Yes" to 6b, file Form 8870.</i>	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	688,629	58,508	12,466
George TM Shackelford 3333 Camp Bowie Blvd Fort Worth, TX 76107	Deputy Director 35.000	419,505	29,082	0
Robert McAn 3333 Camp Bowie Blvd Fort Worth, TX 76107	Donor Relations Head 35.000	181,275	20,265	0
Mark K Rich 301 Commerce St Fort Worth, TX 761024122	Dir. of Investments 35.000	243,400	34,995	0
Larry D Eubank 3333 Camp Bowie Blvd Fort Worth, TX 76107	Operations Manager 35.000	253,541	19,691	0

Total number of other employees paid over \$50,000. 34

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	272,318
Adam Williams Fine Art LTD 24 East 80th Street New York, NY 10075	Art Consulting	125,000
Resnicow and Associates Inc 111 Broadway Ste 1306 New York, NY 10006	Public Relations Consulting	121,721
Northern Trust 50 S LaSalle St Chicago, IL 60603	Investment Custody Services	108,452
Luther King Capital Management 301 Commerce Street Fort Worth, TX 76102	Investment Management Services	99,852
Total number of others receiving over \$50,000 for professional services. ▶		9

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)	32,284,036
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	72,824,544
b	Average of monthly cash balances.	1b	4,048,129
c	Fair market value of all other assets (see instructions).	1c	331,079,609
d	Total (add lines 1a, b, and c).	1d	407,952,282
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	407,952,282
4	Cash deemed held for charitable activities. Enter 1.5% (0.015) of line 3 (for greater amount, see instructions).	4	6,119,284
5	Net value of noncharitable-use assets. Subtract line 4 from line 3.. . . .	5	401,832,998
6	Minimum investment return. Enter 5% (0.05) of line 5.	6	20,091,650

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 2022 from Part V, line 5.	2a	
b	Income tax for 2022. (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	21,342,932
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	11,038,160
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	32,381,092

Part XII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2021	(c) 2021	(d) 2022
1 Distributable amount for 2022 from Part X, line 7				
2 Undistributed income, if any, as of the end of the end of 2022:				
a Enter amount for 2021 only.				
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2022:				
a From 2017.				
b From 2018.				
c From 2019.				
d From 2020.				
e From 2021.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2022 from Part XI, line 4: ▶ \$ _____				
a Applied to 2021, 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 2022 distributable amount.				
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2022. (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 2021. Subtract line 4a from line 2a. Taxable amount—see instructions.				
f Undistributed income for 2022. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2023.				
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 2017 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2023. Subtract lines 7 and 8 from line 6a.				
10 Analysis of line 9:				
a Excess from 2018.				
b Excess from 2019.				
c Excess from 2020.				
d Excess from 2021.				
e Excess from 2022.				

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 2022, 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) 2022	(b) 2021	(c) 2020	(d) 2019	
b 85% (0.85) of line 2a	20,091,650	17,780,385	0	11,805,409	49,677,444
c Qualifying distributions from Part XI, line 4 for each year listed	17,077,903	15,113,327	0	10,034,598	42,225,827
d Amounts included in line 2c not used directly for active conduct of exempt activities	32,381,092	17,801,502	18,865,786	24,276,879	93,325,259
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	60,000	209,000	217,500	306,693	793,193
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 IX, line 6 for each year listed	13,394,433	11,853,590	9,971,619	11,158,012	46,377,655
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 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
a <i>Paid during the year</i> See Additional Data Table				
Total ▶ 3a				
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	2021-01-01	2022-12-31
1 PARTNERSHIP INVESTMENTS	P	2021-01-01	2022-12-31
EXEMPT FUNCTION ASSETS	P	2021-01-01	2022-12-31
ART	P	1993-09-15	2022-08-09
U.S. EQUITIES	P	2022-01-01	2022-12-31
PARTNERSHIP INVESTMENTS	P	2022-01-01	2022-12-31

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)
7,771,114		4,668,461	3,102,653
1,621,586		0	1,621,586
60	4,856	5,837	-921
30,000,000		2,225,586	27,774,414
1,303,658		1,750,958	-447,300
62,669		0	62,669

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	3,102,653
		0	1,621,586
		0	-921
		0	27,774,414
		0	-447,300
		0	62,669

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	421,250	42,151	13,100
Susan R Drake 3333 Camp Bowie Blvd Fort Worth, TX 76107	Dep. Dir. Fina./Admin., Asst. Sec./Treas. 35.000	304,000	31,590	5,846
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>				
Angelina College Foundation 3500 S FIRST STREET LUFKIN, TX 75901	NONE	PC	Operating Support	500
Fort Worth Symphony Orchestra 330 E 4TH STREET STE 200 FORT WORTH, TX 76102	NONE	PC	Operating Support	3,000
Monuments Men and Women Foundation 4447 N CENTRAL EXPRESSWAY STE 110 DALLAS, TX 75205	NONE	PC	Special Project	50,000
Total				60,000

▶ 3a

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	5,000
Van Cliburn Foundation 201 MAIN STE 100 FORT WORTH, TX 76102	NONE	PC	Operating Support	1,500
Total ▶ 3a				60,000

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					2,067,387
b Special Programs and Projects					297,006
c Conservation Revenue					21,736
d Other Exempt Revenue			15	36,537	
e Pass-through from Partnership Investments	523000	-84,164	14	639,171	
f Mineral Interests - Royalties			15	29,818,972	
g Net Profit Interest - Royalties			15	3,968,760	
h Kimbell Royalty Operating, LLC	523000	863,773	15	12,486,181	

TY 2022 Accounting Fees Schedule**Name:** Kimbell Art Foundation**EIN:** 75-6036226**Software ID:** 22016089**Software Version:** 2022v5.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Accounting and Auditing Fees	114,108	52,634	52,634	61,474

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

TY 2022 Depreciation Schedule

Name: Kimbell Art Foundation

EIN: 75-6036226

Software ID: 22016089

Software Version: 2022v5.0

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	4,834,088	SL	15.0	779,322			
Museum Buildings		122,537,777	24,700,683	SL	40.0	3,047,194			
Building Improvements		38,933,646	19,192,153	SL	15.0	2,350,139			
Leasehold Improvements		46,434	21,145	SL	15.0	3,096			
Furniture & Fixtures		6,334,611	5,444,169	SL	10.0	437,642			
Equipment		2,779,322	1,968,843	SL	10.0	170,200			
Computer Equipment		3,375,576	2,672,579	SL	5.0	245,957			
Furniture & Fixtures		221,882	216,683	SL	7.0	5,199	5,199	5,199	
Computer Equipment		66,268	61,325	SL	5.0	1,862	1,862	1,862	
Leasehold Improvements		108,346	49,339	SL	15.0	7,223	7,223	7,223	
Oil & Gas Investments						13,243,310	13,243,310	13,243,310	

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

TY 2022 Gain/Loss from Sale of Other Assets Schedule

Name: Kimbell Art Foundation

EIN: 75-6036226

Software ID: 22016089

Software Version: 2022v5.0

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			40,759,087	8,641,130			32,113,101	4,856
Long-term UBTI Pass-through from Partnership Interests	2021-01	P	2022-12		0	2,385			-2,385	
Short-term UBTI Pass-through from Partnership Interests	2022-01	P	2022-12		0	0			0	

TY 2022 General Explanation Attachment**Name:** Kimbell Art Foundation**EIN:** 75-6036226**Software ID:** 22016089**Software Version:** 2022v5.0**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 -- \$770,812

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 2022 included The Language of Beauty in African Art; SLAY: Artemisia Gentileschi & Kehinde Wiley; Murillo: From Heaven to Earth; and The Kimbell at 50. The Museum also offers a wide range of educational programs and resources 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, many of which were available virtually in 2022 through the Foundation website or social media.</p>

TY 2022 Investments Corporate Stock Schedule**Name:** Kimbell Art Foundation**EIN:** 75-6036226**Software ID:** 22016089**Software Version:** 2022v5.0**Investments Corporation Stock Schedule**

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AMERICAN BEACON	10,958,601	11,296,308
DODGE & COX	10,259,775	15,149,937
LUTHER KING CAPITAL MANAGEMENT	10,574,488	12,481,355
FIDELITY INVESTMENTS (CONSERVATION ENDOWMENT)	793,229	919,781
LOOMIS, SAYLES & COMPANY, LP	9,966,191	15,292,830
NORTHERN TRUST SECURITIES, INC.	3,722,461	2,299,717

TY 2022 Investments - Land Schedule**Name:** Kimbell Art Foundation**EIN:** 75-6036226**Software ID:** 22016089**Software Version:** 2022v5.0

Category/ Item	Cost/Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
LEASEHOLD IMPROVEMENTS	108,346	56,562	51,784	52,000
EQUIPMENT	288,150	285,069	3,081	3,000

TY 2022 Investments - Other Schedule**Name:** Kimbell Art Foundation**EIN:** 75-6036226**Software ID:** 22016089**Software Version:** 2022v5.0**Investments Other Schedule 2**

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
MINERAL INTERESTS- ROYALTIES	AT COST	54,460,861	154,971,840
NET PROFITS INTEREST - ROYALTIES	AT COST	113,771	14,000,000
Kimbell Royalty Operating, LLC	AT COST	41,270,080	86,011,585
PARTNERSHIP INTERESTS	AT COST	55,854,029	68,719,239
HEDGE FUNDS	AT COST	12,059,577	15,961,243
DEFERRED COMPENSATION ASSETS	AT COST	452,520	541,815

**TY 2022 Land, Etc.
Schedule****Name:** Kimbell Art Foundation**EIN:** 75-6036226**Software ID:** 22016089**Software Version:** 2022v5.0

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	173,804,415	54,903,579	118,900,836	260,570,000
LEASEHOLD IMPROVEMENTS	46,434	24,241	22,193	22,000
EQUIPMENT	12,489,508	10,939,390	1,550,118	1,550,000
Other	213,916	0	213,916	0

TY 2022 Legal Fees Schedule**Name:** Kimbell Art Foundation**EIN:** 75-6036226**Software ID:** 22016089**Software Version:** 2022v5.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Legal Fees	379,264	21,627	21,627	357,637

TY 2022 Mortgages and Notes Payable Schedule

Name: Kimbell Art Foundation

EIN: 75-6036226

Software ID: 22016089

Software Version: 2022v5.0

Total Mortgage Amount: 12,900,000

Mortgages and Notes Payable Schedule

Item No.	1
Lender's Name	
Lender's Title	
Relationship to Insider	
Original Amount of Loan	
Balance Due	0
Date of Note	
Maturity Date	
Repayment Terms	
Interest Rate	
Security Provided by Borrower	
Purpose of Loan	
Description of Lender Consideration	
Consideration FMV	

TY 2022 Other Assets Schedule

Name: Kimbell Art Foundation

EIN: 75-6036226

Software ID: 22016089

Software Version: 2022v5.0

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
PAINTINGS	246,651,566	248,336,423	1,938,726,000
SCULPTURES	92,129,894	108,678,176	272,992,000
DRAWINGS & PRINTS	1,355,529	1,355,529	4,511,000
CERAMICS, LACQUERS & MOSAICS	6,667,836	6,707,836	13,008,000
LIBRARY	2,637,773	2,657,294	2,657,000
SCROLLS & SCREENS	2,057,487	2,057,487	5,628,000
SEALS	170,000	170,000	170,000
FRAMES	82,447	82,447	82,000
MEMBERSHIPS	28,100	28,100	28,100

TY 2022 Other Expenses Schedule**Name:** Kimbell Art Foundation**EIN:** 75-6036226**Software ID:** 22016089**Software Version:** 2022v5.0**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Special Programs and Projects	4,100,024	0	318,742	3,781,282
Membership Expenses	529,202	0	529,202	0
Insurance	934,626	0	0	934,626
Repair and Maintenance	1,342,213	0	0	1,342,213
Administrative Costs	672,304	34,419	34,419	637,885

TY 2022 Other Income Schedule**Name:** Kimbell Art Foundation**EIN:** 75-6036226**Software ID:** 22016089**Software Version:** 2022v5.0**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Membership Revenue	2,067,387		2,067,387
Special Programs and Projects	297,006		297,006
Conservation Revenue	21,736		21,736
Other Exempt Revenue	36,537		36,537
Pass-through from Partnership Investments	555,007	639,171	555,007
Mineral Interests - Royalties	29,818,972	29,818,972	29,818,972
Net Profit Interest - Royalties	3,968,760	3,968,760	3,968,760
Kimbell Royalty Operating, LLC	13,349,954	12,486,181	13,349,954

TY 2022 Other Liabilities Schedule**Name:** Kimbell Art Foundation**EIN:** 75-6036226**Software ID:** 22016089**Software Version:** 2022v5.0**Other Liabilities Schedule**

Description	Beginning of Year - Book Value	End of Year - Book Value
BONDS PAYABLE	56,849,667	55,057,166
OBLIGATIONS FOR PURCHASE OF ART	500,000	0
INVESTMENT PURCHASES PAYABLE	0	31,018

TY 2022 Other Professional Fees Schedule**Name:** Kimbell Art Foundation**EIN:** 75-6036226**Software ID:** 22016089**Software Version:** 2022v5.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Investment Management Fees	463,589	463,589	463,589	
Other Fees	32,660			32,660

TY 2022 Sales Of Inventory Schedule**Name:** Kimbell Art Foundation**EIN:** 75-6036226**Software ID:** 22016089**Software Version:** 2022v5.0

Category	Gross Sales	Cost of Goods Sold	Net (Gross Sales Minus Cost of Goods Sold)
Museum Shop	687,996	397,677	223,106
Buffet	355,472	165,447	189,634

TY 2022 Taxes Schedule**Name:** Kimbell Art Foundation**EIN:** 75-6036226**Software ID:** 22016089**Software Version:** 2022v5.0**Taxes Schedule**

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Ad Valorem Taxes	250,873	250,873	250,873	0
Production Taxes	1,517,894	1,517,894	1,517,894	0
Federal Excise Taxes	945,000	0	0	945,000
State UBIT	831	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
2022

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
<u>25</u>	Investments - partnership interests	\$ 2,133,003	2022-10-01
<u>26</u>	Artworks	\$ 6,700,000	2022-04-29
<u>27</u>	Investments - corporate stock	\$ 293,222	2022-11-21
<u>28</u>	Undivided 10% interest in and to the limestone sculpture "Head" by Amedeo Modigliani	\$ 4,000,000	2022-11-01
-	_____ _____ _____	\$ _____	_____
-	_____ _____ _____	\$ _____	_____

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:** 22016089**Software Version:** 2022v5.0**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
<u>1</u>	The Anne H Bass Foundation <hr/> 301 Commerce Street STE 2300 <hr/> Fort Worth, TX 76102	<hr/> \$ 5,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution.)
<u>2</u>	Dr Carlos Araoz <hr/> 301 Commerce Street STE 2300 <hr/> Fort Worth, TX 76102	<hr/> \$ 10,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution.)
<u>3</u>	Arts Fort Worth <hr/> 301 Commerce Street STE 2300 <hr/> Fort Worth, TX 76102	<hr/> \$ 58,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution.)
<u>4</u>	Bank of America <hr/> 301 Commerce Street STE 2300 <hr/> Fort Worth, TX 76102	<hr/> \$ 75,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution.)
<u>5</u>	Mrs Mercedes T Bass <hr/> 301 Commerce Street STE 2300 <hr/> Fort Worth, TX 76102	<hr/> \$ 90,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution.)
<u>6</u>	Virginia F Clay <hr/> 301 Commerce Street STE 2300 <hr/> Fort Worth, TX 76102	<hr/> \$ 50,000	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>	Michael and Wendy Collini <hr/> 301 Commerce Street STE 2300 <hr/> Fort Worth, TX 76102	<hr/> \$ 5,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution.)
<u>8</u>	Glenn and Kim Darden <hr/> 301 Commerce Street STE 2300 <hr/> Fort Worth, TX 76102	<hr/> \$ 5,000	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	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/> \$ 37,303	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution.)
<u>11</u>	Charles J and Jean T Gilbert <hr/> 301 Commerce Street STE 2300 <hr/> Fort Worth, TX 76102	<hr/> \$ 34,614	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution.)
<u>12</u>	Luther King Capital Management <hr/> 301 Commerce Street STE 2300 <hr/> Fort Worth, TX 76102	<hr/> \$ 10,000	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
13	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		
14	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		
15	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		
16	National Financial Services LLC	\$ 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		
17	North Texas Community Foundation	\$ 7,000	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	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		

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	Paul and Sally Prater	\$ 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		
20	Texas Commission on the Arts	\$ 21,622	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	UBS Financial Services Inc	\$ 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		
22	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		
23	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		
24	William & Catherine Bryce Memorial Fund	\$ 100,000	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	The Burnett Foundation	\$ 2,133,003	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		
26	Estate of Anne W Marion	\$ 6,700,000	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		
27	Nancy Montae Imbt Johnson	\$ 293,222	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	\$ 4,000,000	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		