Form **8453-EO**

Department of the Treasury
Internal Revenue Service

# Exempt Organization Declaration and Signature for Electronic Filing

For calendar year 2010, or tax year beginning _________ , 2010, and ending _________ , 20 ___

**For use with Forms 990, 990-EZ, 990-PF, 1120-POL, and 8868**

▶ **See instructions on back.**

OMB No. 1545-1879

**2010**

Name of exempt organization: JOHN S. AND JAMES L. KNIGHT FOUNDATION

**Employer identification number:** 65-0464177

## Part I Type of Return and Return Information (Whole Dollars Only)

Check the box for the type of return being filed with Form 8453-EO and enter the applicable amount, if any, from the return. If you check the box on line **1a, 2a, 3a, 4a,** or **5a** below and the amount on that line of the return being filed with this form was blank, then leave line **1b, 2b, 3b, 4b,** or **5b,** whichever is applicable, blank (do not enter -0-). If you entered -0- on the return, then enter -0- on the applicable line below. **Do not** complete more than one line in Part I.

| | | | | | |
|---|---|---|---|---|---|
| 1a | **Form 990** check here ▶ | ☐ | b **Total revenue,** if any (Form 990, Part VIII, column (A), line 12) . . . | 1b | |
| 2a | **Form 990-EZ** check here ▶ | ☐ | b **Total revenue,** if any (Form 990-EZ, line 9) . . . . . . . . . . . | 2b | |
| 3a | **Form 1120-POL** check here ▶ | ☐ | b **Total tax** (Form 1120-POL, line 22) . . . . . . . . . . . . | 3b | |
| 4a | **Form 990-PF** check here ▶ | ☒ | b **Tax based on investment income** (Form 990-PF, Part VI, line 5) | 4b | 911,055. |
| 5a | **Form 8868** check here ▶ | ☐ | b **Balance due** (Form 8868, line 3c) . . . . . . . . . . . . . . . . . . | 5b | |

## Part II Declaration of Officer

6 ☐ I authorize the U.S. Treasury and its designated Financial Agent to initiate an Automated Clearing House (ACH) electronic funds withdrawal (direct debit) entry to the financial institution account indicated in the tax preparation software for payment of the organization's federal taxes owed on this return, and the financial institution to debit the entry to this account. To revoke a payment, I must contact the U.S. Treasury Financial Agent at 1-888-353-4537 no later than 2 business days prior to the payment (settlement) date. I also authorize the financial institutions involved in the processing of the electronic payment of taxes to receive confidential information necessary to answer inquiries and resolve issues related to the payment.

☐ If a copy of this return is being filed with a state agency(ies) regulating charities as part of the IRS Fed/State program, I certify that I executed the electronic disclosure consent contained within this return allowing disclosure by the IRS of this Form 990/990-EZ/990-PF (as specifically identified in Part I above) to the selected state agency(ies).

Under penalties of perjury, I declare that I am an officer of the above named organization and that I have examined a copy of the organization's 2010 electronic return and accompanying schedules and statements, and to the best of my knowledge and belief, they are true, correct, and complete. I further declare that the amount in Part I above is the amount shown on the copy of the organization's electronic return. I consent to allow my intermediate service provider, transmitter, or electronic return originator (ERO) to send the organization's return to the IRS and to receive from the IRS **(a)** an acknowledgement of receipt or reason for rejection of the transmission, **(b)** the reason for any delay in processing the return or refund, and **(c)** the date of any refund.

**Sign Here** ▶ x
Signature of officer
Date: 14 Nov 11
▶ Title: President CEO

## Part III Declaration of Electronic Return Originator (ERO) and Paid Preparer (see instructions)

I declare that I have reviewed the above organization's return and that the entries on Form 8453-EO are complete and correct to the best of my knowledge. If I am only a collector, I am not responsible for reviewing the return and only declare that this form accurately reflects the data on the return. The organization officer will have signed this form before I submit the return. I will give the officer a copy of all forms and information to be filed with the IRS, and have followed all other requirements in Pub. 4163, Modernized e-File (MeF) Information for Authorized IRS *e-file* Providers for Business Returns. If I am also the Paid Preparer, under penalties of perjury I declare that I have examined the above organization's return and accompanying schedules and statements, and to the best of my knowledge and belief, they are true, correct, and complete. This Paid Preparer declaration is based on all information of which I have any knowledge.

**ERO's Use Only**

| | | | | | |
|---|---|---|---|---|---|
| ERO's signature ▶ Laura Norris | Date 11/14/2011 | Check if also paid preparer ☒ | Check if self-employed ☐ | ERO's SSN or PTIN P01516407 |
| Firm's name (or yours if self-employed), address, and ZIP code ▶ | ERNST & YOUNG U.S. LLP<br>390 N. ORANGE AVENUE, SUITE 1700<br>ORLANDO FL 32801 | | | EIN 34-6565596<br>Phone no. 407-872-6600 |

Under penalties of perjury, I declare that I have examined the above return and accompanying schedules and statements, and to the best of my knowledge and belief, they are true, correct, and complete. Declaration of preparer is based on all information of which the preparer has any knowledge.

**Paid Preparer's Use Only**

| | | | | |
|---|---|---|---|---|
| Print/Type preparer's name | Preparer's signature | Date | Check ☐ if self-employed | PTIN |
| Firm's name ▶ | | | Firm's EIN ▶ | |
| Firm's address ▶ | | | Phone no. | |

**For Privacy Act and Paperwork Reduction Act Notice, see back of form.**

Form **8453-EO** (2010)

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Form **990-PF**

Department of the Treasury
Internal Revenue Service

# Return of Private Foundation

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

**Note.** The foundation may be able to use a copy of this return to satisfy state reporting requirements.

OMB No. 1545-0052

**2010**

**For calendar year 2010, or tax year beginning , 2010, and ending , 20**

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

Name of foundation: JOHN S. AND JAMES L. KNIGHT FOUNDATION

**A Employer identification number:** 65-0464177

Number and street (or P.O. box number if mail is not delivered to street address): 200 SOUTH BISCAYNE BLVD 3300
WACHOVIA FINANCIAL CENTER

Room/suite:

**B** Telephone number (see page 10 of the instructions): (305) 908-2600

City or town, state, and ZIP code: MIAMI, FL 33131-2349

**C** If exemption application is pending, check here ▶ ☐

**D** 1. Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

**H** Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

**I** Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 2,137,010,922.

**J** Accounting method: ☐ Cash ☒ Accrual
☐ Other (specify) ______________________
*(Part I, column (d) must be on cash basis.)*

**Part I** **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions).)*

| | | | **(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) | 2,000,000. | | | |
| | 2 | Check ▶ ☐ if the foundation is **not** required to attach Sch. B | | | | |
| | 3 | Interest on savings and temporary cash investments | -163. | -163. | | |
| | 4 | Dividends and interest from securities | 30,821,570. | 48,317,609. | | |
| | 5a | Gross rents | | | | |
| | b | Net rental income or (loss) ______ | | | | |
| | 6a | Net gain or (loss) from sale of assets not on line 10 | 79,474,812. | | | |
| | b | Gross sales price for all assets on line 6a 3,408,372,084. | | | | |
| | 7 | Capital gain net income (from Part IV, line 2) | | 59,152,918. | | |
| | 8 | Net short-term capital gain | | | | |
| | 9 | Income modifications | | | | |
| | 10a | Gross sales less returns and allowances | | | | |
| | b | Less: Cost of goods sold | | | | |
| | c | Gross profit or (loss) (attach schedule) | | | | |
| | 11 | Other income (attach schedule) | 23,032. | -8,794,079. | | ATCH 1 |
| | 12 | **Total.** Add lines 1 through 11 | 112,319,251. | 98,676,285. | | |
| Operating and Administrative Expenses | 13 | Compensation of officers, directors, trustees, etc. | 2,601,592. | 205,544. | | 2,359,775. |
| | 14 | Other employee salaries and wages | 4,114,237. | 184,058. | | 3,897,698. |
| | 15 | Pension plans, employee benefits | 2,044,734. | 108,542. | | 1,917,037. |
| | 16a | Legal fees (attach schedule) ATCH 2 | 428,068. | 86,815. | 0. | 325,934. |
| | b | Accounting fees (attach schedule) ATCH 3 | 239,993. | 196,998. | 0. | 8,232. |
| | c | Other professional fees (attach schedule) * | 6,952,148. | 5,115,854. | | 933,496. |
| | 17 | Interest | | | | |
| | 18 | Taxes (attach schedule) (see page 14 of the instructions)** | 3,176,271. | 744,224. | | |
| | 19 | Depreciation (attach schedule) and depletion | | | | |
| | 20 | Occupancy | 984,262. | 52,610. | | 922,368. |
| | 21 | Travel, conferences, and meetings | 1,291,012. | 82,970. | | 1,193,401. |
| | 22 | Printing and publications | 89,656. | 4,201. | | 84,714. |
| | 23 | Other expenses (attach schedule) ATCH 6 | 10,284,517. | 789,003. | | 8,723,456. |
| | 24 | **Total operating and administrative expenses.** Add lines 13 through 23 | 32,206,490. | 7,570,819. | 0. | 20,366,111. |
| | 25 | Contributions, gifts, grants paid | 79,426,267. | | | 97,029,233. |
| | 26 | **Total expenses and disbursements.** Add lines 24 and 25 | 111,632,757. | 7,570,819. | 0. | 117,395,344. |
| | 27 | Subtract line 26 from line 12: | | | | |
| | a | **Excess of revenue over expenses and disbursements** | 686,494. | | | |
| | b | **Net investment income** (if negative, enter -0-) | | 91,105,466. | | |
| | c | **Adjusted net income** (if negative, enter -0-) | | | | |

**For Paperwork Reduction Act Notice, see page 30 of the instructions.** *ATCH 4 JSA ** ATCH 5 Form **990-PF** (2010)

## 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 | Savings and temporary cash investments | 54,516,152. | 76,215,337. | 76,215,337. |
| | 3 | Accounts receivable ▶ | | | |
| | | Less: allowance for doubtful accounts ▶ | | | |
| | 4 | Pledges receivable ▶ | | | |
| | | Less: allowance for doubtful accounts ▶ | | | |
| | 5 | Grants receivable | | | |
| | 6 | Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions) | | | |
| | 7 | Other notes and loans receivable (attach schedule) ▶ | | | |
| | | Less: allowance for doubtful accounts ▶ | | | |
| | 8 | Inventories for sale or use | | | |
| | 9 | Prepaid expenses and deferred charges | | | |
| | 10 a | Investments - U.S. and state government obligations (attach schedule) ** | 148,970,901. | 129,494,546. | 129,494,546. |
| | b | Investments - corporate stock (attach schedule) ATCH 8 | 558,321,310. | 608,548,884. | 608,548,884. |
| | c | Investments - corporate bonds (attach schedule) ATCH 9 | 96,687,423. | 64,020,225. | 64,020,225. |
| | 11 | Investments - land, buildings, and equipment: basis ▶ | | | |
| | | Less: accumulated depreciation (attach schedule) ▶ | | | |
| | 12 | Investments - mortgage loans | | | |
| | 13 | Investments - other (attach schedule) ATCH 10 | 1,145,736,161. | 1,231,307,550. | 1,231,307,550. |
| | 14 | Land, buildings, and equipment: basis ▶ | | | |
| | | Less: accumulated depreciation (attach schedule) ▶ | | | |
| | 15 | Other assets (describe ▶ ATCH 11 ) | 6,389,735. | 27,424,380. | 27,424,380. |
| | 16 | **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I) | 2,010,621,682. | 2,137,010,922. | 2,137,010,922. |
| Liabilities | 17 | Accounts payable and accrued expenses | -139,205. | 0. | |
| | 18 | Grants payable | 176,339,562. | 159,320,358. | |
| | 19 | Deferred revenue | | | |
| | 20 | Loans from officers, directors, trustees, and other disqualified persons | | | |
| | 21 | Mortgages and other notes payable (attach schedule) | | | |
| | 22 | Other liabilities (describe ▶ ATCH 12 ) | -380,328. | 3,783,520. | |
| | 23 | **Total liabilities** (add lines 17 through 22) | 175,820,029. | 163,103,878. | |
| Net Assets or Fund Balances | | **Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.** | | | |
| | 24 | Unrestricted | 1,834,801,653. | 1,973,907,044. | |
| | 25 | Temporarily restricted | | | |
| | 26 | Permanently restricted | | | |
| | | **Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☐** | | | |
| | 27 | Capital stock, trust principal, or current funds | | | |
| | 28 | Paid-in or capital surplus, or land, bldg., and equipment fund | | | |
| | 29 | Retained earnings, accumulated income, endowment, or other funds | | | |
| | 30 | **Total net assets or fund balances** (see page 17 of the instructions) | 1,834,801,653. | 1,973,907,044. | |
| | 31 | **Total liabilities and net assets/fund balances** (see page 17 of the instructions) | 2,010,621,682. | 2,137,010,922. | |

## 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 30 (must agree with end-of-year figure reported on prior year's return) | 1 | 1,834,801,653. |
| 2 | Enter amount from Part I, line 27a | 2 | 686,494. |
| 3 | Other increases not included in line 2 (itemize) ▶ ATTACHMENT 13 | 3 | 138,418,897. |
| 4 | Add lines 1, 2, and 3 | 4 | 1,973,907,044. |
| 5 | Decreases not included in line 2 (itemize) ▶ | 5 | |
| 6 | Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 | 6 | 1,973,907,044. |

**ATCH 7

## 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 PART IV SCHEDULE | | | |
| **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** | | | | |
| **b** | | | | |
| **c** | | | | |
| **d** | | | | |
| **e** | | | | |

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

| | **(i)** F.M.V. as of 12/31/69 | **(j)** Adjusted basis as of 12/31/69 | **(k)** Excess of col. (i) over col. (j), if any | **(l)** Gains (Col. (h) gain minus col. (k), but not less than -0-) **or** Losses (from col. (h)) |
|---|---|---|---|---|
| **a** | | | | |
| **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** | 59,152,918. |
| **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 pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8 | **3** | |

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

**1** Enter the appropriate amount in each column for each year; see page 18 of the instructions before making any entries.

| **(a)** Base period years Calendar year (or tax year beginning in) | **(b)** Adjusted qualifying distributions | **(c)** Net value of noncharitable-use assets | **(d)** Distribution ratio (col. (b) divided by col. (c)) |
|---|---|---|---|
| 2009 | 117,700,230. | 1,856,999,494. | 0.063382 |
| 2008 | 132,641,098. | 2,296,754,091. | 0.057752 |
| 2007 | 132,056,865. | 2,418,937,122. | 0.054593 |
| 2006 | 114,068,153. | 2,135,129,457. | 0.053424 |
| 2005 | 100,793,209. | 1,950,692,805. | 0.051670 |

| | | | |
|---|---|---|---|
| **2** | **Total** of line 1, column (d) | **2** | 0.280821 |
| **3** | Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years | **3** | 0.056164 |
| **4** | Enter the net value of noncharitable-use assets for 2010 from Part X, line 5 | **4** | 1,983,352,596. |
| **5** | Multiply line 4 by line 3 | **5** | 111,393,015. |
| **6** | Enter 1% of net investment income (1% of Part I, line 27b) | **6** | 911,055. |
| **7** | Add lines 5 and 6 | **7** | 112,304,070. |
| **8** | Enter qualifying distributions from Part XII, line 4 | **8** | 118,221,344. |

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.

## Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 18 of the instructions)

| | | | |
|---|---|---|---|
| 1a | Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1.<br>Date of ruling or determination letter: ____________ (attach copy of ruling letter if necessary - see instructions) | | |
| b | Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b | 1 | 911,055. |
| c | All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b). | | |
| 2 | Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) | 2 | |
| 3 | Add lines 1 and 2 | 3 | 911,055. |
| 4 | Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) | 4 | 0. |
| 5 | **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0- | 5 | 911,055. |
| 6 | Credits/Payments: | | |
| a | 2010 estimated tax payments and 2009 overpayment credited to 2010 — 6a — 1,070,000. | | |
| b | Exempt foreign organizations-tax withheld at source — 6b — 0. | | |
| c | Tax paid with application for extension of time to file (Form 8868) — 6c — 175,000. | | |
| d | Backup withholding erroneously withheld — 6d | | |
| 7 | Total credits and payments. Add lines 6a through 6d | 7 | 1,245,000. |
| 8 | Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached | 8 | |
| 9 | **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶ | 9 | |
| 10 | **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶ | 10 | 333,945. |
| 11 | Enter the amount of line 10 to be: **Credited to 2011 estimated tax** ▶ 333,945. **Refunded** ▶ | 11 | |

## Part VII-A Statements Regarding Activities

| | | | Yes | No |
|---|---|---|---|---|
| 1a | During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? | 1a | | X |
| b | Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? | 1b | | X |
| | *If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.* | | | |
| c | Did the foundation file **Form 1120-POL** for this year? | 1c | | X |
| d | Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:<br>(1) On the foundation. ▶$ 0. (2) On foundation managers. ▶$ 0. | | | |
| e | Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0. | | | |
| 2 | Has the foundation engaged in any activities that have not previously been reported to the IRS?<br>*If "Yes," attach a detailed description of the activities.* | 2 | | X |
| 3 | Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes* | 3 | | X |
| 4a | Did the foundation have unrelated business gross income of $1,000 or more during the year? | 4a | X | |
| b | If "Yes," has it filed a tax return on **Form 990-T** for this year? | 4b | X | |
| 5 | Was there a liquidation, termination, dissolution, or substantial contraction during the year?<br>*If "Yes," attach the statement required by General Instruction T.* | 5 | | X |
| 6 | Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:<br>● By language in the governing instrument, or<br>● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? | 6 | X | |
| 7 | Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV* | 7 | X | |
| 8a | Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ FL, | | | |
| b | If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation* | 8b | X | |
| 9 | Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV* | 9 | | X |
| 10 | Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses* | 10 | | X |

Form **990-PF** (2010)

JSA

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

| | | | Yes | No |
|---|---|---|---|---|
| 11 | At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions) | 11 | | X |
| 12 | Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008? | 12 | | X |
| 13 | Did the foundation comply with the public inspection requirements for its annual returns and exemption application? | 13 | X | |

Website address ▶ WWW.KNIGHTFOUNDATION.ORG

14 The books are in care of ▶ JUAN MARTINEZ Telephone no. ▶ 305-908-2600

Located at ▶ 200 S BISCAYNE BLVD, SUITE 3300 MIAMI, FL ZIP + 4 ▶ 33131

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

| | | | Yes | No |
|---|---|---|---|---|
| 16 | At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? | 16 | X | |
| | See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶ ATTACHMENT 14 | | | |

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

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

| | | | | Yes | No |
|---|---|---|---|---|---|
| 1a | During the year did the foundation (either directly or indirectly): | | | | |
| | **(1)** Engage in the sale or exchange, or leasing of property with a disqualified person? | ☐ **Yes** ☒ **No** | | | |
| | **(2)** Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? | ☐ **Yes** ☒ **No** | | | |
| | **(3)** Furnish goods, services, or facilities to (or accept them from) a disqualified person? | ☒ **Yes** ☐ **No** | | | |
| | **(4)** Pay compensation to, or pay or reimburse the expenses of, a disqualified person? | ☒ **Yes** ☐ **No** | | | |
| | **(5)** Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? | ☐ **Yes** ☒ **No** | | | |
| | **(6)** Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) | ☐ **Yes** ☒ **No** | | | |
| b | If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? | | 1b | | X |
| | Organizations relying on a current notice regarding disaster assistance check here | ▶ ☐ | | | |
| c | Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010? | | 1c | | X |
| 2 | Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)): | | | | |
| a | At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? | ☐ **Yes** ☒ **No** | | | |
| | If "Yes," list the years ▶ ________ , ________ , ________ , ________ | | | | |
| b | Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see page 22 of the instructions.) | | 2b | | |
| c | If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ________ , ________ , ________ , ________ | | | | |
| 3a | Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? | ☒ **Yes** ☐ **No** | | | |
| b | If "Yes," did it have excess business holdings in 2010 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.)* | | 3b | | X |
| 4a | Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? | | 4a | | X |
| b | Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010? | | 4b | | X |

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

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

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

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

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

**(4)** Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☒ Yes ☐ No

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

**b** If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **5b** Yes: ☐ No: X

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☒ Yes ☐ No

*If "Yes," attach the statement required by Regulations section 53.4945-5(d).*

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

**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** Yes: ☐ No: X

*If "Yes" to 6b, file Form 8870.*

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

**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**

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

**1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the 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 |
|---|---|---|---|---|
| ATTACHMENT 15 | | 2,601,592. | 385,324. | 0. |
| | | | | |
| | | | | |
| | | | | |

**2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the 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 |
|---|---|---|---|---|
| ATTACHMENT 16 | | 775,649. | 170,114. | 0. |
| | | | | |
| | | | | |
| | | | | |
| | | | | |

**Total** number of other employees paid over $50,000 ▶ 28

Form **990-PF** (2010)

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0E1460 1.000

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

**3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."**

| **(a)** Name and address of each person paid more than $50,000 | **(b)** Type of service | **(c)** Compensation |
|---|---|---|
| ATTACHMENT 17 | | 5,480,267. |
| | | |
| | | |
| | | |
| | | |
| **Total** number of others receiving over $50,000 for professional services ▶ | | 45 |

## Part IX-A Summary of Direct Charitable Activities

| List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc. | Expenses |
|---|---|
| **1** KNIGHT COMMISSION ON INTERCOLLEGIATE ATHLETICS: CONVENED COLLEGE PRES., FACULTY & ATHLETES TO CONDUCT FACT FINDING ON ACADEMIC AND FISCAL REFORMS (SEE GENERAL EXPLANATION 1) | 610,828. |
| **2** KNIGHT COMMUNITY INFO. CHALLENGE: ENGAGES COMMUNITY & PLACE-BASED FOUNDATIONS IN PLAYING ROLES IN MEETING THE INFO. NEEDS OF THEIR COMMUNITIES (SEE GENERAL EXPLANATION 1) | 608,609. |
| **3** GRANT EXPENDITURE EVALUATIONS: GRANT EXPENDITURE EVAL. WERE PERFORMED ON GRANTEES BY OUTSIDE CONSULTANTS, REPORTS ARE PROVIDED TO GRANTEES (SEE GENERAL EXPLANATION 1) | 535,019. |
| **4** GALLUP/SOUL OF THE COMMUNITY: THE GALLUP ORG. SURVEYED RESIDENTS IN 26 KNIGHT COMMUNITIES TO FIND OUT WHAT ATTACHED THEM TO THE PLACE THEY LIVED (SEE GENERAL EXPLANATION 1) | 474,846. |

## Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

| Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2. | Amount |
|---|---|
| **1** CONVERTIBLE NOTE TO SUPPORT DEVELOPMENT OF OPEN-SOURCE SOFTWARE ALLOWING "REAL-TIME ADVERTISING" FOR LOCAL BUSINESS USING SOCIAL MEDIA. | 180,000. |
| **2** CONVERTIBLE NOTE TO CREATE OPEN SOURCE ONLINE COLLABORATIVE VIDEO-EDITING PLATFORM. | 176,000. |
| All other program-related investments. See page 24 of the instructions. | |
| **3** 3 CONVERTIBLE NOTES MADE TO SUPPORT ORGANIZATIONS ENGAGED IN PROVIDING INNOVATIVE SOLUTIONS FOR INFORMING AND/OR ENGAGING COMMUNITIES. | 470,000. |
| **Total.** Add lines 1 through 3 ▶ | 826,000. |

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## Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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 | 2,008,420,924. |
| b | Average of monthly cash balances | 1b | 5,135,011. |
| c | Fair market value of all other assets (see page 25 of the instructions) | 1c | 0. |
| d | **Total** (add lines 1a, b, and c) | 1d | 2,013,555,935. |
| e | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e | | |
| 2 | Acquisition indebtedness applicable to line 1 assets | 2 | 0. |
| 3 | Subtract line 2 from line 1d | 3 | 2,013,555,935. |
| 4 | Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions) | 4 | 30,203,339. |
| 5 | **Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4 | 5 | 1,983,352,596. |
| 6 | **Minimum investment return.** Enter 5% of line 5 | 6 | 99,167,630. |

## Part XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part.)

| | | | | | |
|---|---|---|---|---|---|
| 1 | Minimum investment return from Part X, line 6 | | | 1 | 99,167,630. |
| 2a | Tax on investment income for 2010 from Part VI, line 5 | 2a | 911,055. | | |
| b | Income tax for 2010. (This does not include the tax from Part VI.) | 2b | 1,058,304. | | |
| c | Add lines 2a and 2b | | | 2c | 1,969,359. |
| 3 | Distributable amount before adjustments. Subtract line 2c from line 1 | | | 3 | 97,198,271. |
| 4 | Recoveries of amounts treated as qualifying distributions | | | 4 | 549,035. |
| 5 | Add lines 3 and 4 | | | 5 | 97,747,306. |
| 6 | Deduction from distributable amount (see page 25 of the instructions) | | | 6 | |
| 7 | **Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 | | | 7 | 97,747,306. |

## Part XII Qualifying Distributions(see page 25 of the 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 | 117,395,344. |
| b | Program-related investments - total from Part IX-B | 1b | 826,000. |
| 2 | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes | 2 | 0. |
| 3 | Amounts set aside for specific charitable projects that satisfy the: | | |
| a | Suitability test (prior IRS approval required) | 3a | 0. |
| b | Cash distribution test (attach the required schedule) | 3b | 0. |
| 4 | **Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 | 4 | 118,221,344. |
| 5 | Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions) | 5 | 911,055. |
| 6 | **Adjusted qualifying distributions.** Subtract line 5 from line 4 | 6 | 117,310,289. |

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

## Part XIII Undistributed Income (see page 26 of the instructions)

| | | | (a)<br>Corpus | (b)<br>Years prior to 2009 | (c)<br>2009 | (d)<br>2010 |
|---|---|---|---|---|---|---|
| 1 | Distributable amount for 2010 from Part XI, line 7 | | | | | 97,747,306. |
| 2 | Undistributed income, if any, as of the end of 2010: | | | | | |
| a | Enter amount for 2009 only | | | | 0. | |
| b | Total for prior years: 20 08 ,20 07 ,20 06 | | | 0. | | |
| 3 | Excess distributions carryover, if any, to 2010: | | | | | |
| a | From 2005 | 0. | | | | |
| b | From 2006 | 0. | | | | |
| c | From 2007 | 1,252,828. | | | | |
| d | From 2008 | 17,628,983. | | | | |
| e | From 2009 | 24,111,619. | | | | |
| f | **Total** of lines 3a through e | | 42,993,430. | | | |
| 4 | Qualifying distributions for 2010 from Part XII, line 4: ▶ $ 118,221,344. | | | | | |
| a | Applied to 2009, but not more than line 2a | | | | 0. | |
| b | Applied to undistributed income of prior years (Election required - see page 26 of the instructions) | | | | | |
| c | Treated as distributions out of corpus (Election required - see page 26 of the instructions) | | | | | |
| d | Applied to 2010 distributable amount | | | | | 97,747,306. |
| e | Remaining amount distributed out of corpus | | 20,474,038. | | | |
| 5 | Excess distributions carryover applied to 2010 *(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 | | 63,467,468. | | | |
| b | Prior years' undistributed income. Subtract line 4b from line 2b | | | 0. | | |
| c | Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed | | | | | |
| d | Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions | | | 0. | | |
| e | Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions | | | | 0. | |
| f | Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011 | | | | | |
| 7 | Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions) | | | | | |
| 8 | Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions) | | 0. | | | |
| 9 | **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a | | 63,467,468. | | | |
| 10 | Analysis of line 9: | | | | | |
| a | Excess from 2006 | 0. | | | | |
| b | Excess from 2007 | 1,252,828. | | | | |
| c | Excess from 2008 | 17,628,983. | | | | |
| d | Excess from 2009 | 24,111,619. | | | | |
| e | Excess from 2010 | 20,474,038. | | | | |

## Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE

**1 a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling . . . . . . . . . . . . . . ▶

**b** Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

| | Tax year | Prior 3 years | | | |
|---|---|---|---|---|---|
| | **(a)** 2010 | **(b)** 2009 | **(c)** 2008 | **(d)** 2007 | **(e) Total** |
| **2 a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . . . . | | | | | |
| **b** 85% of line 2a . . . . . | | | | | |
| **c** Qualifying distributions from Part XII, line 4 for each year listed . | | | | | |
| **d** Amounts included in line 2c not used directly for active conduct of exempt activities . . . . . | | | | | |
| **e** Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c . . . . . . | | | | | |
| **3** Complete 3a, b, or c for the alternative test relied upon:<br>**a** "Assets" alternative test - enter:<br>**(1)** Value of all assets . . . | | | | | |
| **(2)** Value of assets qualifying under section 4942(j)(3)(B)(i) . . . . . | | | | | |
| **b** "Endowment" alternative test- enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . . | | | | | |
| **c** "Support" alternative test - enter:<br>**(1)** Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . . . | | | | | |
| **(2)** Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii) . . . . . . | | | | | |
| **(3)** Largest amount of support from an exempt organization . . . . . | | | | | |
| **(4)** Gross investment income . | | | | | |

## Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year - see page 28 of the 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).)

N/A

**b** List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ▶ ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

**a** The name, address, and telephone number of the person to whom applications should be addressed:

ATTACHMENT 18

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

ATTACHMENT 19

**c** Any submission deadlines:

ATTACHMENT 20

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

ATTACHMENT 21

**Part XV Supplementary Information** (continued)

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

| Recipient<br>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 *Paid during the year* | | | | |
| ATTACHMENT 22 | | | | |
| **Total** . . . . . . . . . . ▶ **3a** | | | | 97,029,233. |
| **b** *Approved for future payment* | | | | |
| ATTACHMENT 23 | | | | |
| **Total** . . . . . . . . . . ▶ **3b** | | | | 79,299,067. |

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

| Enter gross amounts unless otherwise indicated. | Unrelated business income | | Excluded by section 512, 513, or 514 | | (e) Related or exempt function income (See page 28 of the instructions.) |
|---|---|---|---|---|---|
| | (a) Business code | (b) Amount | (c) Exclusion code | (d) Amount | |
| 1 Program service revenue: | | | | | |
| a | | | | | |
| b | | | | | |
| c | | | | | |
| d | | | | | |
| e | | | | | |
| f | | | | | |
| g Fees and contracts from government agencies | | | | | |
| 2 Membership dues and assessments | | | | | |
| 3 Interest on savings and temporary cash investments | | | 14 | -163. | |
| 4 Dividends and interest from securities | | | 14 | 30,821,570. | |
| 5 Net rental income or (loss) from real estate: | | | | | |
| a Debt-financed property | | | | | |
| b Not debt-financed property | | | | | |
| 6 Net rental income or (loss) from personal property | | | | | |
| 7 Other investment income | | | | | |
| 8 Gain or (loss) from sales of assets other than inventory | | | 18 | 79,474,812. | |
| 9 Net income or (loss) from special events | | | | | |
| 10 Gross profit or (loss) from sales of inventory | | | | | |
| 11 Other revenue: a | | | | | |
| b ATTACHMENT 24 | | 0. | | 23,032. | |
| c | | | | | |
| d | | | | | |
| e | | | | | |
| 12 Subtotal. Add columns (b), (d), and (e) | | 0. | | 110,319,251. | |

**13 Total.** Add line 12, columns (b), (d), and (e) . . . . . 13 110,319,251.

(See worksheet in line 13 instructions on page 29 to verify calculations.)

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

| Line No. ▼ | Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See page 29 of the instructions.) |
|---|---|
| | |

## Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

| | | | Yes | No |
|---|---|---|---|---|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | | |
| | (1) Cash | 1a(1) | | X |
| | (2) Other assets | 1a(2) | | X |
| b | Other transactions: | | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | | X |
| | (4) Reimbursement arrangements | 1b(4) | | X |
| | (5) Loans or loan guarantees | 1b(5) | | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | | X |

**d** If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

| (a) Line no. | (b) Amount involved | (c) Name of noncharitable exempt organization | (d) Description of transfers, transactions, and sharing arrangements |
|---|---|---|---|
| | N/A | | N/A |
| | | | |
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**2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

**b** If "Yes," complete the following schedule.

| (a) Name of organization | (b) Type of organization | (c) Description of relationship |
|---|---|---|
| | | |
| | | |
| | | |
| | | |
| | | |

**Sign Here**

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

Signature of officer or trustee | Date | Title

**Paid Preparer Use Only**

| Print/Type preparer's name | Preparer's signature | Date | Check ☐ if self-employed | PTIN |
|---|---|---|---|---|
| LAURA NORRIS | Laura Norris | 11/14/2011 | | P01516407 |

Firm's name ▶ ERNST & YOUNG U.S. LLP

Firm's EIN ▶ 34-6565596

Firm's address ▶ SUITE 500, 5100 TOWN CENTER CIRCLE
BOCA RATON, FL 33486

Phone no. 561-955-8000

# FORM 990-PF - PART IV
# CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

| Kind of Property | | Description | | | | P or D | Date acquired | Date sold |
|---|---|---|---|---|---|---|---|---|
| Gross sale price less expenses of sale | Depreciation allowed/ allowable | Cost or other basis | FMV as of 12/31/69 | Adj. basis as of 12/31/69 | Excess of FMV over adj basis | | Gain or (loss) | |
| | | 540435 CASH MANAGEMENT | | | | | VAR | VAR |
| 280235337. | | 281706275. | | | | | -1470938. | |
| | | 540455 ROWE PRICE | | | | | VAR | VAR |
| 4,662,979. | | 1,210,805. | | | | | 3,452,174. | |
| | | 540460 PROPRIETARY FUND | | | | | VAR | VAR |
| 2607749538 | | 2607749448 | | | | | 90. | |
| | | 541046 HIGHFIELDS CAPITAL LTD | | | | | VAR | VAR |
| 4,000,000. | | 1,718,551. | | | | | 2,281,449. | |
| | | 541063 KF - TIPS | | | | | VAR | VAR |
| 46146932. | | 44164907. | | | | | 1,982,025. | |
| | | 541067 SATTELITE ASSET MANAGEMENT | | | | | VAR | VAR |
| 2,844,111. | | 1,705,036. | | | | | 1,139,075. | |
| | | 541071 BC EUROPEAN CAPITAL VII | | | | | VAR | VAR |
| 6,715,174. | | 6,746,730. | | | | | -31,556. | |
| | | 541081 OVERSEAS FUND LTD | | | | | VAR | VAR |
| 2,564,491. | | 2,521,078. | | | | | 43,413. | |
| | | 541087 APAX EUROPE V-A | | | | | VAR | VAR |
| 710,906. | | 713,502. | | | | | -2,596. | |
| | | 541089 HIPEP IV EUROPEAN BUYOUT | | | | | VAR | VAR |
| 451,505. | | 454,705. | | | | | -3,200. | |
| | | 541091 BCEC TOP UP FUND | | | | | VAR | VAR |
| 2,723,924. | | 2,736,495. | | | | | -12,571. | |
| | | 541113 BRIDGEPOINT CAP 2ND EURO | | | | | VAR | VAR |
| 2,301,366. | | 2,304,819. | | | | | -3,453. | |

# FORM 990-PF - PART IV
# CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

| Kind of Property | | Description | | | | P or D | Date acquired | Date sold |
|---|---|---|---|---|---|---|---|---|
| Gross sale price less expenses of sale | Depreciation allowed/ allowable | Cost or other basis | FMV as of 12/31/69 | Adj. basis as of 12/31/69 | Excess of FMV over adj basis | | Gain or (loss) | |
| | | 541115 BGI RUSSELL 1000 GROWTH FUND | | | | | VAR | VAR |
| 14362555. | | 11725089. | | | | | 2,637,466. | |
| | | 541116 BGI RUSSELL 1000 VALUE FUND | | | | | VAR | VAR |
| 14117256. | | 17013415. | | | | | -2896159. | |
| | | 541137 FOREIGN BOND FD | | | | | VAR | VAR |
| 26340326. | | 27865519. | | | | | -1525193. | |
| | | 541147 VIKING GLOBAL EQUITIES III | | | | | VAR | VAR |
| 8,000,000. | | 3,459,068. | | | | | 4,540,932. | |
| | | 541149 EAST CAPITAL | | | | | VAR | VAR |
| 2,999,652. | | 4,376,994. | | | | | -1377342. | |
| | | 541166 KF EXCHANGE TRADED FUNDS | | | | | VAR | VAR |
| 11258622. | | 6,251,505. | | | | | 5,007,117. | |
| | | 541174 IRON CAPITAL II | | | | | VAR | VAR |
| 573,615. | | 577,889. | | | | | -4,274. | |
| | | 541179 EMERGING MARKETS INDEX | | | | | VAR | VAR |
| 6,313,783. | | 4,808,701. | | | | | 1,505,082. | |
| | | 541183 SOWOOD ALPHA FUND | | | | | VAR | VAR |
| 179,223. | | 489,480. | | | | | -310,257. | |
| | | 541193 ION EURO REAL ESTATE II | | | | | VAR | VAR |
| 626,080. | | 635,022. | | | | | -8,942. | |
| | | 541195 RIDGEPOINT EUROPE III A | | | | | VAR | VAR |
| 387,970. | | 389,401. | | | | | -1,431. | |
| | | 541196 EUROPEAN CAPITAL VIII | | | | | VAR | VAR |
| 1,462,076. | | 1,470,872. | | | | | -8,796. | |

# FORM 990-PF - PART IV
# CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

| Kind of Property | | Description | | | | P or D | Date acquired | Date sold |
|---|---|---|---|---|---|---|---|---|
| Gross sale price less expenses of sale | Depreciation allowed/ allowable | Cost or other basis | FMV as of 12/31/69 | Adj. basis as of 12/31/69 | Excess of FMV over adj basis | | Gain or (loss) | |
| | | 541197 PAX EUROPEAN VI | | | | | VAR | VAR |
| 4,346,285. | | 4,366,229. | | | | | -19,944. | |
| | | 541199 STANDISH LB GOV/CREDIT | | | | | VAR | VAR |
| 52424227. | | 49002438. | | | | | 3,421,789. | |
| | | 541200 SSGA JAPAN ACTIVE EQUITY FUND | | | | | VAR | VAR |
| 4,358,142. | | 4,731,674. | | | | | -373,532. | |
| | | 541207 GMO FOREIGN FUND | | | | | VAR | VAR |
| 45819892. | | 55967776. | | | | | -10147884. | |
| | | 541208 ARROWSTREET INTL EQ | | | | | VAR | VAR |
| 932,934. | | 865,351. | | | | | 67,583. | |
| | | 541225 MASON CAPITAL LTD | | | | | VAR | VAR |
| 2,500,000. | | 2,342,424. | | | | | 157,576. | |
| | | 541226 DAVIDSON KEMPNER | | | | | VAR | VAR |
| 18. | | 0. | | | | | 18. | |
| | | 541227 TACONIC OFFSHORE FD | | | | | VAR | VAR |
| 2,500,000. | | 1,845,477. | | | | | 654,523. | |
| | | 541230 VCONVEXITY CAPITAL | | | | | VAR | VAR |
| 14500000. | | 8,765,302. | | | | | 5,734,698. | |
| | | 541233 ALTOR FUND II | | | | | VAR | VAR |
| 475,742. | | 477,712. | | | | | -1,970. | |
| | | 541244 T ROWE PRICE NATURAL RESOURCES | | | | | VAR | VAR |
| 6,831,274. | | 6,805,963. | | | | | 25,311. | |
| | | 541258 ADAGE CAPITAL | | | | | VAR | VAR |
| 28000000. | | 29021692. | | | | | -1021692. | |

# FORM 990-PF - PART IV
# CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

| Kind of Property | | Description | | | | P or D | Date acquired | Date sold |
|---|---|---|---|---|---|---|---|---|
| Gross sale price less expenses of sale | Depreciation allowed/ allowable | Cost or other basis | FMV as of 12/31/69 | Adj. basis as of 12/31/69 | Excess of FMV over adj basis | | Gain or (loss) | |
| | | 541260 PATRON CAPITAL III | | | | | VAR | VAR |
| 1,662,410. | | 1,660,096. | | | | | 2,314. | |
| | | 541264 PAX EUROPE VII-A | | | | | VAR | VAR |
| 1,000,625. | | 991,143. | | | | | 9,482. | |
| | | 541273 NUMERIC SMALL CAP | | | | | VAR | VAR |
| 773,637. | | 522,985. | | | | | 250,652. | |
| | | 541276 SPINDRIFT | | | | | VAR | VAR |
| 2,000,783. | | 2,000,000. | | | | | 783. | |
| | | 541282 EUROPA III | | | | | VAR | VAR |
| 1,235,754. | | 1,254,870. | | | | | -19,116. | |
| | | 541283 MID-EUROPA III | | | | | VAR | VAR |
| 504,176. | | 498,222. | | | | | 5,954. | |
| | | 541293 LONGLEAF PARTNERS | | | | | VAR | VAR |
| 12085718. | | 10738502. | | | | | 1,347,216. | |
| | | 541300 TRP AFRICA | | | | | VAR | VAR |
| 398,852. | | 306,809. | | | | | 92,043. | |
| | | 541306 ORION RE III | | | | | VAR | VAR |
| 56,265. | | 54,052. | | | | | 2,213. | |
| | | 541307 ALTOR III | | | | | VAR | VAR |
| 474,147. | | 476,936. | | | | | -2,789. | |
| | | 541318 MONDRIAN INTERNATIONAL EQUITY | | | | | VAR | VAR |
| 42795128. | | 43096321. | | | | | -301,193. | |
| | | 541319 GRYPHON INTERNATIONAL | | | | | VAR | VAR |
| 45118890. | | 42336928. | | | | | 2,781,962. | |

# FORM 990-PF - PART IV
# CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

| Kind of Property | | Description | | | | P or D | Date acquired | Date sold |
|---|---|---|---|---|---|---|---|---|
| Gross sale price less expenses of sale | Depreciation allowed/ allowable | Cost or other basis | FMV as of 12/31/69 | Adj. basis as of 12/31/69 | Excess of FMV over adj basis | | Gain or (loss) | |
| | | 541322 PUGH CAPITAL MANAGEMENT | | | | | VAR | VAR |
| 25873007. | | 25812223. | | | | | 60,784. | |
| | | 541323 BROWN CAPITAL MANAGEMENT | | | | | VAR | VAR |
| 1,938,643. | | 1,791,044. | | | | | 147,599. | |
| | | 541324 LOMBARDIA CAPITAL MANAGEMENT | | | | | VAR | VAR |
| 20708664. | | 20691691. | | | | | 16,973. | |
| | | STOCK LOAN INCOME | | | | | VAR | VAR |
| 295,627. | | 0. | | | | | 295,627. | |
| | | FLOW-THROUGH GAINS FROM PARTNERSHIP K-1S | | | | | VAR | VAR |
| 41033823. | | 0. | | | | | 41033823. | |
| TOTAL GAIN (LOSS) ........................................ | | | | | | | 59152918. | |

**Schedule B**
**(Form 990, 990-EZ, or 990-PF)**
Department of the Treasury
Internal Revenue Service

# Schedule of Contributors

► **Attach to Form 990, 990-EZ, or 990-PF.**

OMB No. 1545-0047

**2010**

**Name of the organization**
JOHN S. AND JAMES L. KNIGHT FOUNDATION

**Employer identification number**
65-0464177

**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, $5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

**Special Rules**

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution 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 a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to 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. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of $5,000 or more during the year . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . ► $ ____________

**Caution.** An organization that is not covered by the General Rule and/or the Special Rules does not 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 line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

**For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.**

**Schedule B (Form 990, 990-EZ, or 990-PF) (2010)**

**Name of organization** JOHN S. AND JAMES L. KNIGHT FOUNDATION

**Employer identification number** 65-0464177

## **Part I** **Contributors** (see instructions)

| **(a)** No. | **(b)** Name, address, and ZIP + 4 | **(c)** Aggregate contributions | **(d)** Type of contribution |
|---|---|---|---|
| 1 | GOOGLE<br>1600 AMPHITHEATRE PARKWAY<br>MOUNTAIN VIEW, CA 94043 | $ 2,000,000. | Person ☒<br>Payroll ☐<br>Noncash ☐<br>(Complete Part II if there is a noncash contribution.) |
| **(a)** No. | **(b)** Name, address, and ZIP + 4 | **(c)** Aggregate contributions | **(d)** Type of contribution |
|  |  | $ | Person ☐<br>Payroll ☐<br>Noncash ☐<br>(Complete Part II if there is a noncash contribution.) |
| **(a)** No. | **(b)** Name, address, and ZIP + 4 | **(c)** Aggregate contributions | **(d)** Type of contribution |
|  |  | $ | Person ☐<br>Payroll ☐<br>Noncash ☐<br>(Complete Part II if there is a noncash contribution.) |
| **(a)** No. | **(b)** Name, address, and ZIP + 4 | **(c)** Aggregate contributions | **(d)** Type of contribution |
|  |  | $ | Person ☐<br>Payroll ☐<br>Noncash ☐<br>(Complete Part II if there is a noncash contribution.) |
| **(a)** No. | **(b)** Name, address, and ZIP + 4 | **(c)** Aggregate contributions | **(d)** Type of contribution |
|  |  | $ | Person ☐<br>Payroll ☐<br>Noncash ☐<br>(Complete Part II if there is a noncash contribution.) |
| **(a)** No. | **(b)** Name, address, and ZIP + 4 | **(c)** Aggregate contributions | **(d)** Type of contribution |
|  |  | $ | Person ☐<br>Payroll ☐<br>Noncash ☐<br>(Complete Part II if there is a noncash contribution.) |

## FORM 990PF - GENERAL EXPLANATION ATTACHMENT

GENERAL EXPLANATION 1: SUMMARY OF DIRECT CHARITABLE ACTIVITIES
FORM 990-PF, PART IX-A

1. KNIGHT COMMISSION ON INTERCOLLEGIATE ATHLETICS - IN JUNE 2010 THE KNIGHT COMMISSION ON INTERCOLLEGIATE ATHLETICS PUBLISHED ITS THIRD MAJOR REPORT, RESTORING THE BALANCE: DOLLARS, VALUES AND THE FUTURE OF COLLEGE ATHLETICS. FOLLOWING A PUBLIC NEWS CONFERENCE LED BY COMMISSION MEMBERS OUTLINING THE REPORT'S RECOMMENDATIONS, COPIES OF THE REPORT WERE DISTRIBUTED TO COLLEGE PRESIDENTS, FACULTY, MEDIA, ADMINISTRATORS, HIGHER EDUCATION LEADERS, SCHOLARS AND OTHER STAKEHOLDERS. AN ONLINE MULTIMEDIA REPORT WAS PUBLISHED AS WELL. COMMISSION LEADERSHIP AND STAFF MADE PRESENTATIONS TO A NUMBER OF GROUPS THROUGHOUT THE YEAR PROMOTING THE PRIMARY RECOMMENDATIONS TO: 1) REQUIRE PUBLIC TRANSPARENCY OF EACH INSTITUTION'S NCAA FINANCIAL REPORT, 2) REWARD PRACTICES THAT MAKE ACADEMICS A PRIORITY IN ATHLETICS, AND 3) TREAT ATHLETES AS STUDENTS FIRST AND FOREMOST-NOT AS PROFESSIONALS. DURING THE YEAR, THE FULL COMMISSION MET ON TWO SEPARATE OCCASIONS. ONCE TO COMPLETE THE REPORT AND THEN AGAIN, FIVE MONTHS FOLLOWING ITS RELEASE, TO ACCESS THE REPORT'S IMPACT. THE REPORT'S RESEARCH AND RECOMMENDATIONS INFORMS HIGHER EDUCATION LEADERS, THE MEDIA AND THE PUBLIC ABOUT KEY POLICY ISSUES IN COLLEGE SPORTS. THE NCAA IS IMPLEMENTING ONE OF THE REPORT'S CENTRAL RECOMMENDATIONS-TO ESTABLISH AN ACADEMIC THRESHOLD FOR POSTSEASON ELIGIBILITY. (PART IX-A #1)

2. KNIGHT COMMUNITY INFORMATION CHALLENGE - THE KNIGHT COMMUNITY INFORMATION CHALLENGE ENGAGES COMMUNITY AND PLACE-BASED FOUNDATIONS IN PLAYING LEADING ROLES IN MEETING THE INFORMATION NEEDS OF THEIR COMMUNITIES. IT CONSISTS OF THREE KEY COMPONENTS: 1) AN ANNUAL MEDIA LEARNING SEMINAR FOR FOUNDATION LEADERS AND COMMUNICATIONS EXPERTS; 2) A CHALLENGE GRANT PROGRAM; AND 3) TECHNICAL ASSISTANCE PROVIDERS, CALLED CIRCUIT RIDERS. (PART IX-A #2)
AT THE TWO-DAY MEDIA LEARNING SEMINAR, MORE THAN 300 COMMUNITY AND PLACE-BASED FOUNDATION LEADERS EXPLORE WITH TECHNOLOGY EXPERTS HOW FOUNDATIONS CAN HELP RESIDENTS BE INFORMED ABOUT THE ISSUES THAT SHAPE THEIR COMMUNITIES. THE GRANT PROGRAM PROVIDES MATCHING FUNDING TO COMMUNITY AND PLACE-BASED FOUNDATIONS THAT ARE FILLING COMMUNITY INFORMATION NEEDS, FOSTERING COMMUNITY ENGAGEMENT AND HELPING RESIDENTS PARTICIPATE IN THE CREATION AND SHARING OF NEWS AND INFORMATION. THE CIRCUIT RIDERS ARE CONTRACTED BY KNIGHT FOUNDATION TO HELP FOUNDATIONS DEVELOP AND IMPLEMENT COMMUNITY NEWS PROJECTS.

3. GRANT EXPENDITURE EVALUATIONS - CONSISTENT WITH ITS COMMITMENT TO DEVELOPING GRANTEE ORGANIZATIONAL CAPACITY AND PROMOTING THE USE OF BEST PRACTICES IN THE FIELD, THE KNIGHT FOUNDATION PERFORMED SEVERAL GRANT EXPENDITURE EVALUATIONS ON OUR GRANTEES. THESE EVALUATIONS ARE PERFORMED

## FORM 990PF - GENERAL EXPLANATION ATTACHMENT

BY OUTSIDE CONSULTANTS WHO EXAMINE THE GRANTEE'S ADMINISTRATIVE OPERATIONS, INTERNAL CONTROLS AND PROGRAMMATIC ACTIVITIES BY FOLLOWING A SAMPLE OF GRANT EXPENDITURES THROUGH THE GRANTEE'S EXPENDITURE CYCLE. THE FOUNDATION PROVIDES THE GRANTEE WITH A REPORT DETAILING THE CONSULTANT'S OBSERVATIONS AND RECOMMENDATIONS FOR IMPROVEMENTS. (PART IX-A #3)

4. GALLUP/SOUL OF THE COMMUNITY - FOR THREE YEARS, THE GALLUP ORGANIZATION SURVEYED RESIDENTS IN 26 KNIGHT COMMUNITIES TO FIND OUT WHAT ATTACHED THEM TO THE PLACE THEY LIVED. THE GROUNDBREAKING FINDINGS ARE HELPING TO RESHAPE THE CONVERSATIONS ABOUT WHAT CAUSES PEOPLE TO TAKE ACTION AND TO ENGAGE WITH OTHERS IN MAKING THEIR COMMUNITIES BETTER PLACES TO LIVE, WORK AND PLAY. IN 2010, THE LAST YEAR OF SURVEY RESULTS, KNIGHT AMPED UP ITS DISTRIBUTION OF THE FINDINGS TO COMMUNITY AND NATIONAL LEADERS. IN ADDITION, KNIGHT WORKED WITH THESE LEADERS TO HOST SEMINARS AND WORKSHOPS TO HELP BUSINESS, GOVERNMENT AND NONPROFIT LEADERS PUT THE IDEAS TO WORK. KNIGHT WORKED WITH A COMMUNICATIONS FIRM TO DEVELOP AND DISTRIBUTE REPORTS IN PRINT, VIDEOS, WEBCASTS AND GUEST APPEARANCES ON RADIO AND TELEVISION PROGRAMS. KNIGHT ALSO EMPLOYED A LEAD CONSULTANT TO HELP DEVELOP THE INTELLECTUAL FRAMEWORK FOR THIS NEW CONSTRUCT, MINE THE DATA FOR ACTIONABLE INSIGHTS AND WORK IN COMMUNITIES TO DEVELOP ACTION PLANS. (PART IX-A #4)

## FORM 990PF - GENERAL EXPLANATION ATTACHMENT

GENERAL EXPLANATION 2: STMT REGARDING 2010 EXP. RESPONSIBILITY GRANTS
FORM 990-PF, PART VII-B(5)(C)

NAME AND ADDRESS OF GRANTEE: ABSOLUTELY ABERDEEN
416 PRODUCTION ST N
ABERDEEN, SD 57401
GRANT AMOUNT: $250,000
GRANT DATE: DECEMBER 19, 2008
PURPOSE OF GRANT: TO EXPLORE THE OPPORTUNITIES TO ACCELERATE REGIONAL ECONOMIC GROWTH IN NORTHEAST SOUTH DAKOTA THROUGH BROADBAND TECHNOLOGY AND DEVELOP A PLAN FOR IMPLEMENTATION.
AMOUNT EXPENDED TO DATE: $250,000
LATEST REPORT DATES: DECEMBER 31, 2010
REPORT'S VERIFIED: KNIGHT FOUNDATION VERIFIED THE DECEMBER 31, 2010 REPORT. THE GRANT AMOUNT HAS BEEN FULLY DISBURSED TO THE GRANTEE.
DIVERSION OF FUNDS: TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

NAME AND ADDRESS OF GRANTEE: AKRON AREA ARTS ALLIANCE
140 E. MARKET ST.
AKRON, OH 44308
GRANT AMOUNT: $200,000
GRANT DATE: MAY 17, 2010
PURPOSE OF GRANT: TO FURTHER ESTABLISH SUMMIT ARTSPACE AS A CENTRAL AND HIGHLY VISIBLE HEADQUARTERS FOR ARTS AND CULTURE WHERE ARTISTS AND THE PUBLIC CAN INTERACT AND SHOWCASE THE VALUE OF THE ARTS TO ECONOMIC DEVELOPMENT AND NEIGHBORHOOD REVITALIZATION.
AMOUNT EXPENDED TO DATE: $143,060
LATEST REPORT DATES: MAY 31, 2011
REPORT'S VERIFIED: KNIGHT FOUNDATION VERIFIED THE MAY 31, 2011 REPORT. THE GRANT AMOUNT HAS BEEN FULLY DISBURSED TO THE GRANTEE. KNIGHT FOUNDATION WILL VERIFY UNEXPENDED FUNDS UPON RECEIPT OF FUTURE REPORTS.
DIVERSION OF FUNDS: TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

NAME AND ADDRESS OF GRANTEE: AREA/CODE ENTERTAINMENT LLC
36 EAST 12TH STREET, 6TH FLOOR
NEW YORK, NY 10003
GRANT AMOUNT: $203,605

## FORM 990PF - GENERAL EXPLANATION ATTACHMENT

GRANT DATE: JULY 27, 2009
PURPOSE OF GRANT: FOR THE RESEARCH AND CONCEPT DEVELOPMENT OF COMMUNITY-CENTRIC URBAN GAMES IN FIVE KNIGHT COMMUNITIES.
AMOUNT EXPENDED TO DATE: $203,605
LATEST REPORT DATES: JULY 31, 2010
REPORT'S VERIFIED: KNIGHT FOUNDATION VERIFIED THE JULY 31, 2010 REPORT. THE GRANT AMOUNT HAS BEEN FULLY DISBURSED TO THE GRANTEE.
DIVERSION OF FUNDS: TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

NAME AND ADDRESS OF GRANTEE: AREA/CODE ENTERTAINMENT LLC
36 EAST 12TH STREET, 6TH FLOOR
NEW YORK, NY 10003
GRANT AMOUNT: $470,450
GRANT DATE: MARCH 15, 2010
PURPOSE OF GRANT: TO SUPPORT THE DEVELOPMENT AND IMPLEMENTATION OF A GAME IN BILOXI TO INCREASE AWARENESS AND CHANGE HABITS TOWARDS DISASTER PREPAREDNESS IN AN ENTERTAINING AND INFORMATIVE WAY.
AMOUNT EXPENDED TO DATE: $324,395
LATEST REPORT DATES: DECEMBER 31, 2010
REPORT'S VERIFIED: KNIGHT FOUNDATION VERIFIED THE DECEMBER 31, 2010 REPORT. THE GRANT AMOUNT HAS NOT BEEN FULLY DISBURSED TO THE GRANTEE. KNIGHT FOUNDATION WILL VERIFY UNEXPENDED FUNDS UPON RECEIPT OF FUTURE REPORTS. AS PART OF THE KNIGHT FOUNDATION EXPENDITURE RESPONSIBILITY PROGRAM, A GRANT EXPENDITURE EVALUATION WAS PERFORMED ON AUGUST 2011.
DIVERSION OF FUNDS: TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

NAME AND ADDRESS OF GRANTEE: AREA/CODE ENTERTAINMENT LLC
36 EAST 12TH STREET, 6TH FLOOR
NEW YORK, NY 10003
GRANT AMOUNT: $492,590
GRANT DATE: MARCH 15, 2010
PURPOSE OF GRANT: TO SUPPORT THE DEVELOPMENT AND IMPLEMENTATION OF A GAME IN MACON THAT USES AN ALTERNATIVE FORM OF LOCAL CURRENCY - MACON MONEY - TO LITERALLY CONNECT MACON RESIDENTS TO EACH OTHER AND TO THE COLLEGE HILL CORRIDOR IN NEW WAYS.
AMOUNT EXPENDED TO DATE: $417,170
LATEST REPORT DATES: DECEMBER 31, 2010

FORM 990PF - GENERAL EXPLANATION ATTACHMENT

REPORT'S VERIFIED: KNIGHT FOUNDATION VERIFIED THE DECEMBER 31, 2010 REPORT. THE GRANT AMOUNT HAS NOT BEEN FULLY DISBURSED TO THE GRANTEE. KNIGHT FOUNDATION WILL VERIFY UNEXPENDED FUNDS UPON RECEIPT OF FUTURE REPORTS. AS PART OF THE KNIGHT FOUNDATION EXPENDITURE RESPONSIBILITY PROGRAM, A GRANT EXPENDITURE EVALUATION WAS PERFORMED ON AUGUST 2011.
DIVERSION OF FUNDS: TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

NAME AND ADDRESS OF GRANTEE: BAS FISHER INVITATIONAL
880 NE 69TH STREET, #12-Q
MIAMI, FL 33138
GRANT AMOUNT: $150,000
GRANT DATE: NOVEMBER 15, 2008
PURPOSE OF GRANT: TO STIMULATE CREATIVITY IN MIAMI'S ART SCENE BY SUPPORTING AN ESTABLISHED GALLERY FOUNDED ON PROVIDING YOUNG, UNREPRESENTED ARTISTS WITH FREE FACILITIES AND EVENTS TO PRESENT THEIR WORK TO THE COMMUNITY.
AMOUNT EXPENDED TO DATE: $93,585
LATEST REPORT DATES: DECEMBER 31, 2010
REPORT'S VERIFIED: KNIGHT FOUNDATION VERIFIED THE DECEMBER 31, 2010 REPORT. THE GRANT AMOUNT HAS NOT BEEN FULLY DISBURSED TO THE GRANTEE. KNIGHT FOUNDATION WILL VERIFY UNEXPENDED FUNDS UPON RECEIPT OF FUTURE REPORTS.
DIVERSION OF FUNDS: TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

NAME AND ADDRESS OF GRANTEE: BOSTON CYBERARTS, INC.
9 MYRTLE STREET
JAMAICA PLAIN, MA 02130
GRANT AMOUNT: $40,000
GRANT DATE: MARCH 9, 2009
PURPOSE OF GRANT: TO USE VIDEO REPORTS OF TWO DIFFERENT NEIGHBORHOODS TO SPUR CIVIC CONVERSATION.
AMOUNT EXPENDED TO DATE: $40,000
LATEST REPORT DATES: DECEMBER 31, 2010
REPORT'S VERIFIED: KNIGHT FOUNDATION VERIFIED THE DECEMBER 31, 2010 REPORT. THE GRANT AMOUNT HAS BEEN FULLY DISBURSED TO THE GRANTEE. AS PART OF THE KNIGHT FOUNDATION EXPENDITURE RESPONSIBILITY PROGRAM, A GRANT

## FORM 990PF - GENERAL EXPLANATION ATTACHMENT

EXPENDITURE EVALUATION WAS PERFORMED ON AUGUST 2010.
DIVERSION OF FUNDS: TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

NAME AND ADDRESS OF GRANTEE: CENTER OF INNOVATION FOR BIOMATERIALS IN ORTHOPAEDIC RESEARCH
1100 N ST. FRANCIS, SUITE 300
WICHITA, KS 67214
GRANT AMOUNT: $2,100,000
GRANT DATE: SEPTEMBER 14, 2009
PURPOSE OF GRANT: TO DIVERSIFY THE LOCAL ECONOMY BY PROVIDING STARTUP FUNDING TO BUILD A COMPOSITE PROTOTYPING LAB WHOSE PRODUCTS CAN BE MANUFACTURED LOCALLY.
AMOUNT EXPENDED TO DATE: $84,784
LATEST REPORT DATES: JUNE 30, 2010
REPORT'S VERIFIED: KNIGHT FOUNDATION VERIFIED THE JUNE 30, 2010 REPORT. THE GRANT AMOUNT HAS NOT BEEN FULLY DISBURSED TO THE GRANTEE. KNIGHT FOUNDATION WILL VERIFY UNEXPENDED FUNDS UPON RECEIPT OF FUTURE REPORTS.
DIVERSION OF FUNDS: TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

NAME AND ADDRESS OF GRANTEE: CHANNEL ONE NETWORK
151 WEST 26TH STREET, 9TH FLOOR
NEW YORK, NY 10001
GRANT AMOUNT: $200,000
GRANT DATE: NOVEMBER 6, 2009
PURPOSE OF GRANT: TO REVAMP AND TEST FIVE FREEDOMS, A NEW APPROACH TO TEACHING HIGH SCHOOL STUDENTS ABOUT THE FIRST AMENDMENT.
AMOUNT EXPENDED TO DATE: $200,000
LATEST REPORT DATES: NOVEMBER 30, 2009
REPORT'S VERIFIED: KNIGHT FOUNDATION VERIFIED THE NOVEMBER 30, 2009 REPORT. THE GRANT AMOUNT HAS BEEN FULLY DISBURSED TO THE GRANTEE.
DIVERSION OF FUNDS: TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

## FORM 990PF - GENERAL EXPLANATION ATTACHMENT

NAME AND ADDRESS OF GRANTEE: CHRIS CHREBET
2153 SW 17TH ST.
MIAMI, FL 33145
GRANT AMOUNT: $30,000
GRANT DATE: DECEMBER 15, 2008
PURPOSE OF GRANT: TO BUILD SOUTH FLORIDA'S REPUTATION AS A CENTER FOR ELECTRONIC MUSIC BY ESTABLISHING AN INTERNET-BASED COMMUNITY PLATFORM FOR NETWORKING AND SHOWCASING LOCAL TALENT.
AMOUNT EXPENDED TO DATE: $30,000
LATEST REPORT DATES: FEBRUARY 28, 2011
REPORT'S VERIFIED: KNIGHT FOUNDATION VERIFIED THE FEBRUARY 28, 2011 REPORT. THE GRANT AMOUNT HAS BEEN FULLY DISBURSED TO THE GRANTEE.
DIVERSION OF FUNDS: TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

NAME AND ADDRESS OF GRANTEE: CORAL MORPHOLOGIC
835 NW 7TH ST.
MIAMI, FL 33136
GRANT AMOUNT: $20,000
GRANT DATE: OCTOBER 12, 2010
PURPOSE OF GRANT: TO SUPPORT URBAN REEF - A SERIES OF FLUORESCENT CORAL VIDEO PROJECTIONS ACROSS THE CITY OF MIAMI DURING ART BASEL 2010.
AMOUNT EXPENDED TO DATE: $20,000
LATEST REPORT DATES: DECEMBER 31, 2010
REPORT'S VERIFIED: KNIGHT FOUNDATION VERIFIED THE DECEMBER 31, 2010 REPORT. THE GRANT AMOUNT HAS BEEN FULLY DISBURSED TO THE GRANTEE.
DIVERSION OF FUNDS: TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

NAME AND ADDRESS OF GRANTEE: CORAL MORPHOLOGIC
835 NW 7TH ST.
MIAMI, FL 33136
GRANT AMOUNT: $20,000
GRANT DATE: NOVEMBER 10, 2010
PURPOSE OF GRANT: TO SUPPORT THE EXPANDED SCOPE OF URBAN REEF - A SERIES OF FLUORESCENT CORAL VIDEO PROJECTIONS ACROSS THE CITY OF MIAMI DURING ART BASEL 2010
AMOUNT EXPENDED TO DATE: $20,000

FORM 990PF - GENERAL EXPLANATION ATTACHMENT

LATEST REPORT DATES: MARCH 30, 2011
REPORT'S VERIFIED: KNIGHT FOUNDATION VERIFIED THE MARCH 30, 2011 REPORT. THE GRANT AMOUNT HAS BEEN FULLY DISBURSED TO THE GRANTEE.
DIVERSION OF FUNDS: TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

NAME AND ADDRESS OF GRANTEE: DAWNTOWN, INC.
1020 MERIDIAN AVENUE, SUITE 706
MIAMI BEACH, FL 33139
GRANT AMOUNT: $35,000
GRANT DATE: AUGUST 12, 2009
PURPOSE OF GRANT: TO BRING INNOVATIVE ARCHITECTURE IDEAS TO DOWNTOWN MIAMI.
AMOUNT EXPENDED TO DATE: $20,000
LATEST REPORT DATES: OCTOBER 31, 2010
REPORT'S VERIFIED: KNIGHT FOUNDATION VERIFIED THE OCTOBER 31, 2010 REPORT. THE GRANT AMOUNT HAS BEEN FULLY DISBURSED TO THE GRANTEE. KNIGHT FOUNDATION WILL VERIFY UNEXPENDED FUNDS UPON RECEIPT OF FUTURE REPORTS.
DIVERSION OF FUNDS: TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

NAME AND ADDRESS OF GRANTEE: DEVELOPMENT SEED
1714 14 STREET NW, REAR ENTRANCE
WASHINGTON, DC 20009
GRANT AMOUNT: $76,960
GRANT DATE: JUNE 14, 2010
PURPOSE OF GRANT: TO BUILD A SUITE OF OPEN-SOURCE TOOLS THAT LOCAL MEDIA CAN USE TO MAKE CUSTOM, EMBEDDABLE HYPER-LOCAL MAPS.
AMOUNT EXPENDED TO DATE: $52,270
LATEST REPORT DATES: FEBRUARY 28, 2011
REPORT'S VERIFIED: KNIGHT FOUNDATION VERIFIED THE FEBRUARY 28, 2011 REPORT. THE GRANT AMOUNT HAS BEEN FULLY DISBURSED TO THE GRANTEE. KNIGHT FOUNDATION WILL VERIFY UNEXPENDED FUNDS UPON RECEIPT OF FUTURE REPORTS.
DIVERSION OF FUNDS: TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

## FORM 990PF - GENERAL EXPLANATION ATTACHMENT

NAME AND ADDRESS OF GRANTEE: FOUNDATION FOR ABERDEEN AREA CHILDREN AND ADOLESCENT SERVICE SYSTEMS PROGRAM
NORTHEAST MENTAL HEALTH
703 SE 3RD AVE.
ABERDEEN, SD 57401
GRANT AMOUNT: $80,000
GRANT DATE: NOVEMBER 16, 2004
PURPOSE OF GRANT: TO COORDINATE LOCAL EFFORTS TO IMPROVE ACCESS TO DENTAL CARE FOR BROWN COUNTY CHILDREN BY ORGANIZING VISITS OF A MOBILE DENTAL VAN.
AMOUNT EXPENDED TO DATE: $80,000
LATEST REPORT DATES: DECEMBER 31, 2008
REPORT'S VERIFIED: KNIGHT FOUNDATION VERIFIED THE DECEMBER 31, 2008 REPORT. THE GRANT AMOUNT HAS BEEN FULLY DISBURSED TO THE GRANTEE.
DIVERSION OF FUNDS: TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

NAME AND ADDRESS OF GRANTEE: GALLUP, INC.
901 F STREET, NW
WASHINGTON, DC 20004
GRANT AMOUNT: $2,371,000
GRANT DATE: SEPTEMBER 16, 2007
PURPOSE OF GRANT: TO ADD AN ADDITIONAL INDICATOR TO ALL KNIGHT COMMUNITIES THAT CAN MEASURE RESIDENTS LEVEL OF CIVIC ENGAGEMENT AND PROVIDE AN INDICATOR OF THEIR POTENTIAL ECONOMIC VITALITY WHICH CAN THEN INFORM CIVIC AND PHILANTHROPIC INVESTMENTS.
AMOUNT EXPENDED TO DATE: $2,371,000
LATEST REPORT DATES: DECEMBER 31, 2009
REPORT'S VERIFIED: KNIGHT FOUNDATION VERIFIED THE DECEMBER 31, 2009 REPORT. THE GRANT AMOUNT HAS BEEN FULLY DISBURSED TO THE GRANTEE.
DIVERSION OF FUNDS: TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

NAME AND ADDRESS OF GRANTEE: GALLUP, INC.
901 F STREET, NW
WASHINGTON, DC 20004

## FORM 990PF - GENERAL EXPLANATION ATTACHMENT

GRANT AMOUNT: $250,000
GRANT DATE: MARCH 17, 2009
PURPOSE OF GRANT: TO ADD NEWS AND JOURNALISM-BASED QUESTIONS TO THE GALLUP SURVEY TO DETERMINE IF A CITIZENS' ENGAGEMENT WITH THE NEWS MEDIA AFFECTS THEIR ENGAGEMENT OR ATTACHMENT TO PLACE.
AMOUNT EXPENDED TO DATE: $250,000
LATEST REPORT DATES: MARCH 30, 2010
REPORT'S VERIFIED: KNIGHT FOUNDATION VERIFIED THE MARCH 30, 2010 REPORT. THE GRANT AMOUNT HAS BEEN FULLY DISBURSED TO THE GRANTEE.
DIVERSION OF FUNDS: TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

NAME AND ADDRESS OF GRANTEE: GALLUP, INC.
901 F STREET, NW
WASHINGTON, DC 20004
GRANT AMOUNT: $135,000
GRANT DATE: MARCH 4, 2010
PURPOSE OF GRANT: TO INCREASE THE SOUL OF THE COMMUNITY'S SAMPLE SIZE TO 1,000 IN KNIGHT'S EIGHT CORE COMMUNITIES TO ENABLE GREATER UNDERSTANDING OF THE IMPACT OF SURVEY ON VARIOUS GROUPS SUCH AS YOUTH AND YOUNG ADULTS.
AMOUNT EXPENDED TO DATE: $135,000
LATEST REPORT DATES: MARCH 30, 2011
REPORT'S VERIFIED: KNIGHT FOUNDATION VERIFIED THE MARCH 30, 2011 REPORT. THE GRANT AMOUNT HAS BEEN FULLY DISBURSED TO THE GRANTEE.
DIVERSION OF FUNDS: TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

NAME AND ADDRESS OF GRANTEE: GRAND FORKS REGION ECONOMIC DEVELOPMENT CORPORATION
600 DEMERS AVENUE, SUITE 501
GRAND FORKS, ND 58021
GRANT AMOUNT: $35,000
GRANT DATE: JUNE 10, 2008
PURPOSE OF GRANT: TO DEVELOP A WORKFORCE DEVELOPMENT STRATEGY IN THE GRAND FORKS REGION.
AMOUNT EXPENDED TO DATE: $35,000
LATEST REPORT DATES: DECEMBER 31, 2009

## FORM 990PF - GENERAL EXPLANATION ATTACHMENT

REPORT'S VERIFIED: KNIGHT FOUNDATION VERIFIED THE DECEMBER 31, 2009 REPORT. THE GRANT AMOUNT HAS BEEN FULLY DISBURSED TO THE GRANTEE.
DIVERSION OF FUNDS: TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

NAME AND ADDRESS OF GRANTEE: GRAND FORKS REGION ECONOMIC DEVELOPMENT CORPORATION
600 DEMERS AVENUE, SUITE 501
GRAND FORKS, ND 58021
GRANT AMOUNT: $115,000
GRANT DATE: DECEMBER 19, 2008
PURPOSE OF GRANT: TO RETAIN MORE YOUNG ADULTS IN GRAND FORKS BY INSPIRING GREATER COMMUNITY ENGAGEMENT THROUGH INCREASED OPENNESS, SOCIAL OFFERINGS, AND IMPROVED LEADERSHIP, IDENTIFIED BY GALLUP AS KEY GROWTH OPPORTUNITIES.
AMOUNT EXPENDED TO DATE: $115,000
LATEST REPORT DATES: SEPTEMBER 30, 2009
REPORT'S VERIFIED: KNIGHT FOUNDATION VERIFIED THE SEPTEMBER 30, 2009 REPORT. THE GRANT AMOUNT HAS BEEN FULLY DISBURSED TO THE GRANTEE.
DIVERSION OF FUNDS: TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

NAME AND ADDRESS OF GRANTEE: GULF COAST BUSINESS COUNCIL
11975-D SEAWAY ROAD
GULFPORT, MS 39503
GRANT AMOUNT: $2,768,000
GRANT DATE: SEPT. 16, 2007
PURPOSE OF GRANT: TO ADVANCE POST-KATRINA PROGRESS BY STRENGTHENING A PIVOTAL LEADERSHIP GROUP'S OPERATIONS AND PROVIDING CAPITAL SUPPORT FOR AN INNOVATIVE NONPROFIT CENTER TO BE NAMED FOR THE KNIGHT FOUNDATION.
AMOUNT EXPENDED TO DATE: $225,000
LATEST REPORT DATES: DECEMBER 31, 2010
REPORT'S VERIFIED: KNIGHT FOUNDATION VERIFIED THE DECEMBER 31, 2010 REPORT. THE GRANT AMOUNT HAS BEEN FULLY DISBURSED TO THE GRANTEE. KNIGHT FOUNDATION WILL VERIFY UNEXPENDED FUNDS UPON RECEIPT OF FUTURE REPORTS. AS PART OF THE KNIGHT FOUNDATION EXPENDITURE RESPONSIBILITY PROGRAM, A GRANT EXPENDITURE EVALUATION WAS PERFORMED ON NOVEMBER 2010.
DIVERSION OF FUNDS: TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE

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GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

NAME AND ADDRESS OF GRANTEE: HANNAH KAHN POETRY FOUNDATION
2231 N. 52ND AVE.
HOLLYWOOD, FL 33021
GRANT AMOUNT: $15,000
GRANT DATE: JUNE 8, 2009
PURPOSE OF GRANT: TO FOSTER LITERARY DIALOGUE THROUGH AN AUTHOR READING SERIES.
AMOUNT EXPENDED TO DATE: $5,000
LATEST REPORT DATES: DECEMBER 31, 2010
REPORT'S VERIFIED: KNIGHT FOUNDATION VERIFIED THE DECEMBER 31, 2010 REPORT. THE GRANT AMOUNT HAS BEEN FULLY DISBURSED TO THE GRANTEE. KNIGHT FOUNDATION WILL VERIFY UNEXPENDED FUNDS UPON RECEIPT OF FUTURE REPORTS.
DIVERSION OF FUNDS: TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

NAME AND ADDRESS OF GRANTEE: HAYIYA DANCE THEATRE
3128 VINEVILLE AVENUE
MACON, GA 31204
GRANT AMOUNT: $6,000
GRANT DATE: SEPTEMBER 21, 2010
PURPOSE OF GRANT: TO SUPPORT GROWTH IN PROGRAMMING AND COMMUNITY OUTREACH AS WELL AS APPLICATION FOR TAX EXEMPT STATUS.
AMOUNT EXPENDED TO DATE: $6,000
LATEST REPORT DATES: SEPTEMBER 30, 2011
REPORT'S VERIFIED: KNIGHT FOUNDATION VERIFIED THE SEPTEMBER 30, 2011 REPORT. THE GRANT AMOUNT HAS BEEN FULLY DISBURSED TO THE GRANTEE.
DIVERSION OF FUNDS: TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

NAME AND ADDRESS OF GRANTEE: INTERNATIONAL CENTER FOR NEW MEDIA
MOOSSTRASSE 43A
SALZBURG, AUSTRIA A 5020
GRANT AMOUNT: $249,000

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GRANT DATE: APRIL 8, 2010
PURPOSE OF GRANT: TO PARTNER WITH THE AUSTRIAN BASED INTERNATIONAL CENTER FOR NEW MEDIA AND ADD A NEW CATEGORY TO THE CONTEST FOR THE BEST DIGITAL PROJECTS COVERING THE MILLENNIUM DEVELOPMENT GOALS.
AMOUNT EXPENDED TO DATE: $87,754
LATEST REPORT DATES: DECEMBER 31, 2010
REPORT'S VERIFIED: KNIGHT FOUNDATION VERIFIED THE DECEMBER 31, 2010 REPORT. THE GRANT AMOUNT HAS NOT BEEN FULLY DISBURSED TO THE GRANTEE. KNIGHT FOUNDATION WILL VERIFY UNEXPENDED FUNDS UPON RECEIPT OF FUTURE REPORTS.
DIVERSION OF FUNDS: TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

NAME AND ADDRESS OF GRANTEE: KATHLEEN HUDSPETH
341 BIRD ROAD
CORAL GABLES, FL 33146
GRANT AMOUNT: $150,000
GRANT DATE: JUNE 8, 2009
PURPOSE OF GRANT: TO PROMOTE TRADITIONAL PRINT MEDIA AND ARTISTS' BOOKS BY CREATING A COMMUNAL PRINT SHOP SERVING THE ARTS COMMUNITY.
AMOUNT EXPENDED TO DATE: $21,682
LATEST REPORT DATES: SEPTEMBER 30, 2010
REPORT'S VERIFIED: KNIGHT FOUNDATION VERIFIED THE SEPTEMBER 30, 2010 REPORT. THE GRANT AMOUNT HAS NOT BEEN FULLY DISBURSED TO THE GRANTEE. KNIGHT FOUNDATION WILL VERIFY UNEXPENDED FUNDS UPON RECEIPT OF FUTURE REPORTS.
DIVERSION OF FUNDS: TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

NAME AND ADDRESS OF GRANTEE: MARAJEN STEVICK FOUNDATION
15 EAST MAIN, P.O. BOX 677
CHAMPAIGN, IL 61824
GRANT AMOUNT: $100,000
GRANT DATE: DECEMBER 8, 2008
PURPOSE OF GRANT: TO USE A MULTIFACETED APPROACH TO ADDRESS INFORMATION NEEDS OF OVERLOOKED POPULATIONS IN A COLLEGE TOWN.
AMOUNT EXPENDED TO DATE: $100,000
LATEST REPORT DATES: DECEMBER 31, 2010

## FORM 990PF - GENERAL EXPLANATION ATTACHMENT

REPORT'S VERIFIED: KNIGHT FOUNDATION VERIFIED THE DECEMBER 31, 2010 REPORT. THE GRANT AMOUNT HAS BEEN FULLY DISBURSED TO THE GRANTEE. KNIGHT FOUNDATION WILL VERIFY UNEXPENDED FUNDS UPON RECEIPT OF FUTURE REPORTS.
DIVERSION OF FUNDS: TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

NAME AND ADDRESS OF GRANTEE: MIAMI-DADE BROADBAND COALITION
150 SE 2ND AVENUE, SUITE 709
MIAMI, FL 33131
GRANT AMOUNT: $910,000
GRANT DATE: SEPTEMBER 14, 2009
PURPOSE OF GRANT: TO ESTABLISH THE MIAMI-DADE BROADBAND COALITION, AN ORGANIZATION THAT WILL PILOT AND SUSTAIN BROADBAND TECHNOLOGY STRATEGIES TO IMPROVE THE QUALITY OF LIFE FOR THE CITIZENS OF MIAMI-DADE COUNTY.
AMOUNT EXPENDED TO DATE: $872,599
LATEST REPORT DATES: DECEMBER 31, 2010
REPORT'S VERIFIED: KNIGHT FOUNDATION VERIFIED THE DECEMBER 31, 2010 REPORT. THE GRANT AMOUNT HAS BEEN FULLY DISBURSED TO THE GRANTEE. KNIGHT FOUNDATION WILL VERIFY UNEXPENDED FUNDS UPON RECEIPT OF FUTURE REPORTS. AS PART OF THE KNIGHT FOUNDATION EXPENDITURE RESPONSIBILITY PROGRAM, A GRANT EXPENDITURE EVALUATION WAS PERFORMED ON NOVEMBER 2010.
DIVERSION OF FUNDS: TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

NAME AND ADDRESS OF GRANTEE: MINNPOST
900 6TH AVE. SE, SUITE 220
MINNEAPOLIS, MN 55414
GRANT AMOUNT: $105,000
GRANT DATE: NOVEMBER 11, 2008
PURPOSE OF GRANT: TO EXPAND THE LOCAL REPORTING CAPACITY OF MINNPOST.COM AND PROVIDE A VIABLE ALTERNATE LOCAL NEWS SITE.
AMOUNT EXPENDED TO DATE: $105,000
LATEST REPORT DATES: DECEMBER 31, 2009
REPORT'S VERIFIED: KNIGHT FOUNDATION VERIFIED THE DECEMBER 31, 2009 REPORT. THE GRANT AMOUNT HAS BEEN FULLY DISBURSED TO THE GRANTEE.
DIVERSION OF FUNDS: TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE

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GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

NAME AND ADDRESS OF GRANTEE: NAOMI FISHER
880 NE 69TH STREET, #12-Q
MIAMI, FL 33138
GRANT AMOUNT: $40,000
GRANT DATE: DECEMBER 15, 2008
PURPOSE OF GRANT: TO PROMOTE SOUTH FLORIDA'S INHERENT RELATIONSHIP WITH ART AND THE ENVIRONMENT THROUGH THE LAUNCH OF A SERIES OF PERFORMANCE ART PROJECTS PRESENTED IN OUTDOOR SPACES.
AMOUNT EXPENDED TO DATE: $10,387
LATEST REPORT DATES: DECEMBER 31, 2010
REPORT'S VERIFIED: KNIGHT FOUNDATION VERIFIED THE DECEMBER 31, 2010 REPORT. THE GRANT AMOUNT HAS NOT BEEN FULLY DISBURSED TO THE GRANTEE. KNIGHT FOUNDATION WILL VERIFY UNEXPENDED FUNDS UPON RECEIPT OF FUTURE REPORTS.
DIVERSION OF FUNDS: TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

NAME AND ADDRESS OF GRANTEE: NORTHSPAN GROUP, INC.
221 W 1ST ST.
DULUTH, MN 55802
GRANT AMOUNT: $90,000
GRANT DATE: SEPT. 11, 2007
PURPOSE OF GRANT: TO INCREASE THE REGION'S CAPACITY FOR ECONOMIC DEVELOPMENT BY UPGRADING AN ONLINE REGIONAL ECONOMIC AND BUSINESS DATABASE.
AMOUNT EXPENDED TO DATE: $90,000
LATEST REPORT DATES: OCTOBER 31, 2010
REPORT'S VERIFIED: KNIGHT FOUNDATION VERIFIED THE OCTOBER 31, 2010 REPORT. THE GRANT AMOUNT HAS BEEN FULLY DISBURSED TO THE GRANTEE.
DIVERSION OF FUNDS: TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

NAME AND ADDRESS OF GRANTEE: PATCHWORK NATION
2700 S. QUINCY STREET

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ARLINGTON, VA 22206
GRANT AMOUNT: $450,000
GRANT DATE: MARCH 15, 2010
PURPOSE OF GRANT: TO ADVANCE NEW REPORTING MODELS AND PARTNERSHIPS BY EXTENDING THE PATCHWORK NATION SYSTEM OF COUNTY-BY-COUNTY DEMOGRAPHIC BREAKDOWNS TO INDIVIDUAL CONGRESSIONAL DISTRICTS.
AMOUNT EXPENDED TO DATE: $310,500
LATEST REPORT DATES: DECEMBER 31, 2010
REPORT'S VERIFIED: KNIGHT FOUNDATION VERIFIED THE DECEMBER 31, 2010 REPORT. THE GRANT AMOUNT HAS BEEN FULLY DISBURSED TO THE GRANTEE. KNIGHT FOUNDATION WILL VERIFY UNEXPENDED FUNDS UPON RECEIPT OF FUTURE REPORTS.
DIVERSION OF FUNDS: TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

NAME AND ADDRESS OF GRANTEE: PERSONAL DEMOCRACY FORUM
220 LAFAYETTE ST, 2ND FLOOR
NEW YORK, NY 10012
GRANT AMOUNT: $250,000
GRANT DATE: MARCH 18, 2010
PURPOSE OF GRANT: TO INCREASE PUBLIC ENGAGEMENT IN THE LOCAL ELECTORAL PROCESS BY CREATING AN ONLINE MULTIMEDIA DIALOG BETWEEN VOTERS AND CANDIDATES.
AMOUNT EXPENDED TO DATE: $250,000
LATEST REPORT DATES: DECEMBER 31, 2010
REPORT'S VERIFIED: KNIGHT FOUNDATION VERIFIED THE DECEMBER 31, 2010 REPORT. THE GRANT AMOUNT HAS BEEN FULLY DISBURSED TO THE GRANTEE.
DIVERSION OF FUNDS: TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

## FORM 990PF - GENERAL EXPLANATION ATTACHMENT

GENERAL EXPLANATION 2: STMT REGARDING 2010 EXP. RESPONSIBILITY (CONT)
FORM 990-PF, PART VII-B(5)(C)

NAME AND ADDRESS OF GRANTEE: PHILIP BROOKER
1111 CRANDON BLVD.
APT. C1102
KEY BISCAYNE, FL 33149
GRANT AMOUNT: $75,000
GRANT DATE: DECEMBER 15, 2008
PURPOSE OF GRANT: TO INSPIRE PRIDE AND PARTICIPATION IN MIAMI'S DEVELOPING CULTURAL SCENE BY CREATING AN ANNUAL POSTER COMPETITION BASED AROUND CAPTURING THE SPIRIT OF THE CITY.
AMOUNT EXPENDED TO DATE: $15,428
LATEST REPORT DATES: DECEMBER 31, 2010
REPORT'S VERIFIED: KNIGHT FOUNDATION VERIFIED THE DECEMBER 31, 2010 REPORT. THE GRANT AMOUNT HAS BEEN FULLY DISBURSED TO THE GRANTEE. KNIGHT FOUNDATION WILL VERIFY UNEXPENDED FUNDS UPON RECEIPT OF FUTURE REPORTS.
DIVERSION OF FUNDS: TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

NAME AND ADDRESS OF GRANTEE: SAWHORSE MEDIA, LLC
68 JAY STREET #413
BROOKLYN, NY 11201
GRANT AMOUNT: $75,000
GRANT DATE: JANUARY 19, 2010
PURPOSE OF GRANT: TO IDENTIFY AND RECOGNIZE THE BEST PRODUCERS OF CONTENT ON TWITTER BY SPONSORING THE SHORTY AWARDS.
AMOUNT EXPENDED TO DATE: $75,000
LATEST REPORT DATES: MAY 31, 2010
REPORT'S VERIFIED: KNIGHT FOUNDATION VERIFIED THE MAY 31, 2010 REPORT. THE GRANT AMOUNT HAS BEEN FULLY DISBURSED TO THE GRANTEE.
DIVERSION OF FUNDS: TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

NAME AND ADDRESS OF GRANTEE: SCOOP MEDIA
90 RIVERSIDE DRIVE
NEW YORK, NY 10024
GRANT AMOUNT: $77,299
GRANT DATE: APRIL 8, 2009
PURPOSE OF GRANT: TO SUPPORT THE LAUNCH OF SCOOP44, A NONPROFIT

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YOUTH-RUN NEWS BUREAU COVERING THE ADMINISTRATION IN WASHINGTON, D.C.
AMOUNT EXPENDED TO DATE: $77,299
LATEST REPORT DATES: SEPTEMBER 3, 2010
REPORT'S VERIFIED: KNIGHT FOUNDATION VERIFIED THE SEPTEMBER 3, 2010 REPORT. THE GRANT AMOUNT HAS BEEN FULLY DISBURSED TO THE GRANTEE. AS PART OF THE KNIGHT FOUNDATION EXPENDITURE RESPONSIBILITY PROGRAM, A GRANT EXPENDITURE EVALUATION WAS PERFORMED ON SEPTEMBER 2010.
DIVERSION OF FUNDS: TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

NAME AND ADDRESS OF GRANTEE: SNAGFILMS LLC
627 NORTH GLEBE ROAD
SUITE 850
ARLINGTON, VA 22203
GRANT AMOUNT: $210,000
GRANT DATE: JULY 29, 2008
PURPOSE OF GRANT: TO CREATE A NEW DIGITAL DISTRIBUTION PLATFORM FOR DOCUMENTARY FILMS.
AMOUNT EXPENDED TO DATE: $210,000
LATEST REPORT DATES: JUNE 30, 2011
REPORT'S VERIFIED: KNIGHT FOUNDATION VERIFIED THE JUNE 30, 2011 REPORT. THE GRANT AMOUNT HAS BEEN FULLY DISBURSED TO THE GRANTEE.
DIVERSION OF FUNDS: TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

NAME AND ADDRESS OF GRANTEE: SOCIETY TECHNOLOGIES FOUNDATION
ELIZABETES 9-2, RIGA, LATVIA, LV-1010
RIGA, LATVIA
GRANT AMOUNT: $265,000
GRANT DATE: JUNE 14, 2010
PURPOSE OF GRANT: TO CREATE MAP BASED SOCIAL NETWORK WHERE PEOPLE CAN BROWSE NEWS AND ENGAGE IN CIVIC ACTION THROUGH AN ONLINE LOCAL COMMUNITY MAP.
AMOUNT EXPENDED TO DATE: $49,706
LATEST REPORT DATES: JULY 31, 2011
REPORT'S VERIFIED: KNIGHT FOUNDATION VERIFIED THE JULY 31, 2011 REPORT. THE GRANT AMOUNT HAS NOT BEEN FULLY DISBURSED TO THE GRANTEE. KNIGHT FOUNDATION WILL VERIFY UNEXPENDED FUNDS UPON RECEIPT OF FUTURE

## FORM 990PF - GENERAL EXPLANATION ATTACHMENT

REPORTS.
DIVERSION OF FUNDS: TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

NAME AND ADDRESS OF GRANTEE: STAMEN DESIGN, LLC
2017 MISSION STREET #300
SAN FRANCISCO, CA 94110
GRANT AMOUNT: $412,000
GRANT DATE: JUNE 14, 2010
PURPOSE OF GRANT: TO BUILD A WEB SERVICE AND OPEN SOURCE TOOLS TO DISPLAY PUBLIC DATA IN EASY-TO-UNDERSTAND, HIGHLY VISUAL WAYS.
AMOUNT EXPENDED TO DATE: $180,638
LATEST REPORT DATES: JULY 31, 2011
REPORT'S VERIFIED: KNIGHT FOUNDATION VERIFIED THE JULY 31, 2011 REPORT. THE GRANT AMOUNT HAS BEEN FULLY DISBURSED TO THE GRANTEE. KNIGHT FOUNDATION WILL VERIFY UNEXPENDED FUNDS UPON RECEIPT OF FUTURE REPORTS.
DIVERSION OF FUNDS: TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

NAME AND ADDRESS OF GRANTEE: SWEAT RECORDS
5505 NE 2ND AVE.
MIAMI, FL 33137
GRANT AMOUNT: $150,000
GRANT DATE: JUNE 8, 2009
PURPOSE OF GRANT: TO STRENGTHEN A LOCAL RESOURCE BY EXPANDING COMMUNITY PROGRAMMING AND CREATING AN ONLINE SITE EXCLUSIVELY FOR BUYING LOCAL MUSIC AND ART.
AMOUNT EXPENDED TO DATE: $23,547
LATEST REPORT DATES: AUGUST 31, 2011
REPORT'S VERIFIED: KNIGHT FOUNDATION VERIFIED THE AUGUST 31, 2011 REPORT. THE GRANT AMOUNT HAS NOT BEEN FULLY DISBURSED TO THE GRANTEE. KNIGHT FOUNDATION WILL VERIFY UNEXPENDED FUNDS UPON RECEIPT OF FUTURE REPORTS.
DIVERSION OF FUNDS: TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

## FORM 990PF - GENERAL EXPLANATION ATTACHMENT

NAME AND ADDRESS OF GRANTEE: THE OPEN PLANNING PROJECT
148 LAFAYETTE STREET, 12TH FLOOR
NEW YORK, NY 10013
GRANT AMOUNT: $235,000
GRANT DATE: JUNE 4, 2010
PURPOSE OF GRANT: TO ENABLE THE CREATION OF ONLINE SITES THAT GRAPHICALLY DISPLAY LOCAL DATA BY NEIGHBORHOOD
AMOUNT EXPENDED TO DATE: $106,598
LATEST REPORT DATES: DECEMBER 31, 2010
REPORT'S VERIFIED: KNIGHT FOUNDATION VERIFIED THE DECEMBER 31, 2010 REPORT. THE GRANT AMOUNT HAS NOT BEEN FULLY DISBURSED TO THE GRANTEE. KNIGHT FOUNDATION WILL VERIFY UNEXPENDED FUNDS UPON RECEIPT OF FUTURE REPORTS.
DIVERSION OF FUNDS: TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

NAME AND ADDRESS OF GRANTEE: THE RAYMOND JOHN WEAN FOUNDATION
108 MAIN AVE., SW, SUITE 1005
WARREN, OH 44481
GRANT AMOUNT: $79,000
GRANT DATE: JUNE 14, 2010
PURPOSE OF GRANT: TO DIRECTLY ENGAGE RESIDENTS OF THE YOUNGSTOWN, OHIO METRO AREA IN THE SELECTION OF NEWS STORIES AND COVERAGE USING STUDENT JOURNALISTS TO INCREASE THE VOLUME OF NEWS STORIES DEDICATED TO UNDER-REPORTED ISSUES, PEOPLE AND NEIGHBORHOODS.
AMOUNT EXPENDED TO DATE: $62,767
LATEST REPORT DATES: JUNE 30, 2011
REPORT'S VERIFIED: KNIGHT FOUNDATION VERIFIED THE JUNE 30, 2011 REPORT. THE GRANT AMOUNT HAS BEEN FULLY DISBURSED TO THE GRANTEE. KNIGHT FOUNDATION WILL VERIFY UNEXPENDED FUNDS UPON RECEIPT OF FUTURE REPORTS.
DIVERSION OF FUNDS: TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

NAME AND ADDRESS OF GRANTEE: TIDES CENTER
THE PRESIDIO
P. O. BOX 29907

## FORM 990PF - GENERAL EXPLANATION ATTACHMENT

SAN FRANCISCO, CA 94129
GRANT AMOUNT: $200,000
GRANT DATE: MARCH 6, 2008
PURPOSE OF GRANT: TO USE THE LATEST SOFTWARE AND COMPUTER-BASED FM TRANSMITTERS TO REDUCE THE COST OF CREATING RURAL RADIO STATIONS.
AMOUNT EXPENDED TO DATE: $96,741
LATEST REPORT DATES: SEPTEMBER 30, 2010
REPORT'S VERIFIED: KNIGHT FOUNDATION VERIFIED THE SEPTEMBER 30, 2010 REPORT. THE GRANT AMOUNT HAS BEEN FULLY DISBURSED TO THE GRANTEE. KNIGHT FOUNDATION WILL VERIFY UNEXPENDED FUNDS UPON RECEIPT OF FUTURE REPORTS.
DIVERSION OF FUNDS: TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

NAME AND ADDRESS OF GRANTEE: TIDES CENTER
THE PRESIDIO
P. O. BOX 29907
SAN FRANCISCO, CA 94129
GRANT AMOUNT: $327,000
GRANT DATE: MARCH 10, 2008
PURPOSE OF GRANT: TO CREATE AN EASY TO USE SOFTWARE PACKAGE TO HELP PUBLIC RADIO STATIONS CREATE WEB SITES.
AMOUNT EXPENDED TO DATE: $327,000
LATEST REPORT DATES: JUNE 30, 2009
REPORT'S VERIFIED: KNIGHT FOUNDATION VERIFIED THE JUNE 30, 2009 REPORT. THE GRANT AMOUNT HAS BEEN FULLY DISBURSED TO THE GRANTEE. KNIGHT FOUNDATION WILL VERIFY UNEXPENDED FUNDS UPON RECEIPT OF FUTURE REPORTS.
DIVERSION OF FUNDS: TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

NAME AND ADDRESS OF GRANTEE: TIDES CENTER
THE PRESIDIO
P. O. BOX 29907
SAN FRANCISCO, CA 94129
GRANT AMOUNT: $340,000
GRANT DATE: MARCH 10, 2008
PURPOSE OF GRANT: TO CREATE A MICRO-PAYMENT SYSTEM TO FUND

FORM 990PF - GENERAL EXPLANATION ATTACHMENT

INVESTIGATIVE NEWS REPORTS.
AMOUNT EXPENDED TO DATE: $340,000
LATEST REPORT DATES: NOVEMBER 30, 2010
REPORT'S VERIFIED: KNIGHT FOUNDATION VERIFIED THE NOVEMBER 30, 2010 REPORT. THE GRANT AMOUNT HAS BEEN FULLY DISBURSED TO THE GRANTEE.
DIVERSION OF FUNDS: TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

NAME AND ADDRESS OF GRANTEE: TIDES CENTER
THE PRESIDIO
P. O. BOX 29907
SAN FRANCISCO, CA 94129
GRANT AMOUNT: $600,000
GRANT DATE: MARCH 10, 2008
PURPOSE OF GRANT: TO TEST THE LATEST SOCIAL NETWORKING AND USER-GENERATED-CONTENT TOOLS IN A SMALL RUSSIAN TOWN ABOUT TO HOST THE OLYMPICS.
AMOUNT EXPENDED TO DATE: $600,000
LATEST REPORT DATES: DECEMBER 31, 2010
REPORT'S VERIFIED: KNIGHT FOUNDATION VERIFIED THE DECEMBER 31, 2010 REPORT. THE GRANT AMOUNT HAS BEEN FULLY DISBURSED TO THE GRANTEE. KNIGHT FOUNDATION WILL VERIFY UNEXPENDED FUNDS UPON RECEIPT OF FUTURE REPORTS.
DIVERSION OF FUNDS: TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

NAME AND ADDRESS OF GRANTEE: TIDES CENTER
THE PRESIDIO
P. O. BOX 29907
SAN FRANCISCO, CA 94129
GRANT AMOUNT: $630,400
GRANT DATE: MARCH 10, 2008
PURPOSE OF GRANT: TO DEVELOP AN INNOVATIVE MULTIMEDIA NEWS SYSTEM TO UNITE A TOWN SEPARATED BY RACE AND CLASS DIVISIONS.
AMOUNT EXPENDED TO DATE: $455,000
LATEST REPORT DATES: MARCH 31, 2011
REPORT'S VERIFIED: KNIGHT FOUNDATION VERIFIED THE MARCH 31, 2011 REPORT. THE GRANT AMOUNT HAS BEEN FULLY DISBURSED TO THE GRANTEE.

## FORM 990PF - GENERAL EXPLANATION ATTACHMENT

KNIGHT FOUNDATION WILL VERIFY UNEXPENDED FUNDS UPON RECEIPT OF FUTURE REPORTS.
DIVERSION OF FUNDS: TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

NAME AND ADDRESS OF GRANTEE: TIDES CENTER
THE PRESIDIO
P. O. BOX 29907
SAN FRANCISCO, CA 94129
GRANT AMOUNT: $837,000
GRANT DATE: MARCH 10, 2008
PURPOSE OF GRANT: TO ENABLE INDIVIDUALS TO CREATE NARROWLY TARGETED, LOCAL NICHE PUBLICATIONS WITH LOCAL ADVERTISING.
AMOUNT EXPENDED TO DATE: $837,000
LATEST REPORT DATES: JULY 31, 2010
REPORT'S VERIFIED: KNIGHT FOUNDATION VERIFIED THE JULY 31, 2010 REPORT. THE GRANT AMOUNT HAS BEEN FULLY DISBURSED TO THE GRANTEE.
DIVERSION OF FUNDS: TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

NAME AND ADDRESS OF GRANTEE: TIDES CENTER
THE PRESIDIO
P. O. BOX 29907
SAN FRANCISCO, CA 94129
GRANT AMOUNT: $876,000
GRANT DATE: MARCH 10, 2008
PURPOSE OF GRANT: TO CREATE AN ECONOMICAL WAY FOR POOR PEOPLE TO USE CELL PHONES TO CREATE AND GATHER INFORMATION IN FORMS DIFFICULT FOR AUTHORITARIAN GOVERNMENTS TO CONTROL.
AMOUNT EXPENDED TO DATE: $626,422
LATEST REPORT DATES: DECEMBER 31, 2010
REPORT'S VERIFIED: KNIGHT FOUNDATION VERIFIED THE DECEMBER 31, 2010 REPORT. THE GRANT AMOUNT HAS BEEN FULLY DISBURSED TO THE GRANTEE.
KNIGHT FOUNDATION WILL VERIFY UNEXPENDED FUNDS UPON RECEIPT OF FUTURE REPORTS.
DIVERSION OF FUNDS: TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

## FORM 990PF - GENERAL EXPLANATION ATTACHMENT

NAME AND ADDRESS OF GRANTEE: TIDES CENTER
THE PRESIDIO
P. O. BOX 29907
SAN FRANCISCO, CA 94129
GRANT AMOUNT: $225,000
GRANT DATE: DECEMBER 16, 2008
PURPOSE OF GRANT: TO USE THE PATCHWORK NATION PLATFORM AND VISUAL DATA DISPLAY TO PROVIDE A PORTRAIT OF A NATION IN THE MIDST OF ECONOMIC, POLITICAL AND CULTURAL CHANGE.
AMOUNT EXPENDED TO DATE: $225,000
LATEST REPORT DATES: JUNE 30, 2010
REPORT'S VERIFIED: KNIGHT FOUNDATION VERIFIED THE JUNE 30, 2010 REPORT. THE GRANT AMOUNT HAS BEEN FULLY DISBURSED TO THE GRANTEE.
DIVERSION OF FUNDS: TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

NAME AND ADDRESS OF GRANTEE: TIDES CENTER
THE PRESIDIO
P. O. BOX 29907
SAN FRANCISCO, CA 94129
GRANT AMOUNT: $25,000
GRANT DATE: FEBRUARY 26, 2009
PURPOSE OF GRANT: FOR FREE, OPEN-SOURCE SOFTWARE THAT ENABLES PEOPLE TO DISCOVER AND SYNDICATE THE NEWS AND INFORMATION THAT MATTERS MOST TO THEM WITHIN THEIR SOCIAL NETWORK.
AMOUNT EXPENDED TO DATE: $25,000
LATEST REPORT DATES: SEPTEMBER 30, 2010
REPORT'S VERIFIED: KNIGHT FOUNDATION VERIFIED THE SEPTEMBER 30, 2010 REPORT. THE GRANT AMOUNT HAS BEEN FULLY DISBURSED TO THE GRANTEE.
DIVERSION OF FUNDS: TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

NAME AND ADDRESS OF GRANTEE: TIDES CENTER
THE PRESIDIO
P. O. BOX 29907
SAN FRANCISCO, CA 94129

FORM 990PF - GENERAL EXPLANATION ATTACHMENT

GRANT AMOUNT: $40,240
GRANT DATE: FEBRUARY 26, 2009
PURPOSE OF GRANT: TO CREATE AN ADDITION TO THE FREE, OPEN-SOURCE WEB PUBLISHING MODULE THAT WILL ALLOW ANYONE TO ADD MICRO-BLOGGING TO A PERSONAL DRUPAL WEB SITE.
AMOUNT EXPENDED TO DATE: $40,240
LATEST REPORT DATES: SEPTEMBER 30, 2010
REPORT'S VERIFIED: KNIGHT FOUNDATION VERIFIED THE SEPTEMBER 30, 2010 REPORT. THE GRANT AMOUNT HAS BEEN FULLY DISBURSED TO THE GRANTEE.
DIVERSION OF FUNDS: TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

NAME AND ADDRESS OF GRANTEE: TIDES CENTER
THE PRESIDIO
P. O. BOX 29907
SAN FRANCISCO, CA 94129
GRANT AMOUNT: $50,500
GRANT DATE: FEBRUARY 26, 2009
PURPOSE OF GRANT: TO EXPAND THE USERS OF DRUPAL BY CREATING CLEAR, EASIER TO USE OPERATING INSTRUCTIONS.
AMOUNT EXPENDED TO DATE: $50,500
LATEST REPORT DATES: DECEMBER 31, 2010
REPORT'S VERIFIED: KNIGHT FOUNDATION VERIFIED THE DECEMBER 31, 2010 REPORT. THE GRANT AMOUNT HAS BEEN FULLY DISBURSED TO THE GRANTEE.
DIVERSION OF FUNDS: TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

NAME AND ADDRESS OF GRANTEE: TIDES CENTER
THE PRESIDIO
P. O. BOX 29907
SAN FRANCISCO, CA 94129
GRANT AMOUNT: $88,380
GRANT DATE: FEBRUARY 26, 2009
PURPOSE OF GRANT: TO CREATE A FREE DIGITAL PUBLISHING SYSTEM THAT ALLOWS COMMUNITIES TO SHARE LOCAL NEWS AND INFORMATION WITH ONE ANOTHER.
AMOUNT EXPENDED TO DATE: $88,380
LATEST REPORT DATES: JUNE 30, 2010
REPORT'S VERIFIED: KNIGHT FOUNDATION VERIFIED THE JUNE 30, 2010

FORM 990PF - GENERAL EXPLANATION ATTACHMENT

REPORT. THE GRANT AMOUNT HAS BEEN FULLY DISBURSED TO THE GRANTEE.
DIVERSION OF FUNDS: TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

NAME AND ADDRESS OF GRANTEE: TIDES CENTER
THE PRESIDIO
P. O. BOX 29907
SAN FRANCISCO, CA 94129
GRANT AMOUNT: $195,000
GRANT DATE: FEBRUARY 26, 2009
PURPOSE OF GRANT: FOR FREE, OPEN SOURCE DRUPAL MODULE THAT WILL HELP PEOPLE MAP WHERE NEWS IS HAPPENING.
AMOUNT EXPENDED TO DATE: $195,000
LATEST REPORT DATES: SEPTEMBER 30, 2010
REPORT'S VERIFIED: KNIGHT FOUNDATION VERIFIED THE SEPTEMBER 30, 2010 REPORT. THE GRANT AMOUNT HAS BEEN FULLY DISBURSED TO THE GRANTEE.
DIVERSION OF FUNDS: TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

NAME AND ADDRESS OF GRANTEE: TIDES CENTER
THE PRESIDIO
P. O. BOX 29907
SAN FRANCISCO, CA 94129
GRANT AMOUNT: $10,600
GRANT DATE: MARCH 9, 2009
PURPOSE OF GRANT: TO CREATE A QUICK WAY TO CONVERT AND LOAD MULTIPLE NEWSPAPER FILES TO A WEB SITE.
AMOUNT EXPENDED TO DATE: $7,175
LATEST REPORT DATES: FEBRUARY 28, 2010
REPORT'S VERIFIED: KNIGHT FOUNDATION VERIFIED THE FEBRUARY 28, 2010 REPORT. THE GRANT AMOUNT HAS BEEN FULLY DISBURSED TO THE GRANTEE. KNIGHT FOUNDATION WILL VERIFY UNEXPENDED FUNDS UPON RECEIPT OF FUTURE REPORTS.
DIVERSION OF FUNDS: TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

FORM 990PF - GENERAL EXPLANATION ATTACHMENT

NAME AND ADDRESS OF GRANTEE: TIDES CENTER
THE PRESIDIO
P. O. BOX 29907
SAN FRANCISCO, CA 94129
GRANT AMOUNT: $100,700
GRANT DATE: MARCH 9, 2009
PURPOSE OF GRANT: TO DEVELOP NEW, OPEN SOURCE SOFTWARE ALLOWING COMMUTERS USING A NEW LIGHT RAIL ROUTE IN DOWNTOWN PHOENIX TO GET NEWS AND INFORMATION.
AMOUNT EXPENDED TO DATE: $100,700
LATEST REPORT DATES: JULY 31, 2010
REPORT'S VERIFIED: KNIGHT FOUNDATION VERIFIED THE JULY 31, 2010 REPORT. THE GRANT AMOUNT HAS BEEN FULLY DISBURSED TO THE GRANTEE. KNIGHT FOUNDATION WILL VERIFY UNEXPENDED FUNDS UPON RECEIPT OF FUTURE REPORTS.
DIVERSION OF FUNDS: TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

NAME AND ADDRESS OF GRANTEE: TIDES CENTER
THE PRESIDIO
P. O. BOX 29907
SAN FRANCISCO, CA 94129
GRANT AMOUNT: $335,000
GRANT DATE: MARCH 9, 2009
PURPOSE OF GRANT: TO DEVELOP A SERVICE TO ALLOW USERS TO BETTER REPORT, TRACK AND RESOLVE ERRORS, ISSUES AND PROBLEMS IN NEWS COVERAGE.
AMOUNT EXPENDED TO DATE: $237,750
LATEST REPORT DATES: MAY 30, 2010
REPORT'S VERIFIED: KNIGHT FOUNDATION VERIFIED THE MAY 30, 2010 REPORT. THE GRANT AMOUNT HAS BEEN FULLY DISBURSED TO THE GRANTEE. KNIGHT FOUNDATION WILL VERIFY UNEXPENDED FUNDS UPON RECEIPT OF FUTURE REPORTS.
DIVERSION OF FUNDS: TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

NAME AND ADDRESS OF GRANTEE: TIDES CENTER
THE PRESIDIO
P. O. BOX 29907

## FORM 990PF - GENERAL EXPLANATION ATTACHMENT

SAN FRANCISCO, CA 94129
GRANT AMOUNT: $250,000
GRANT DATE: JULY 23, 2009
PURPOSE OF GRANT: TO FOSTER COMMUNITY ENGAGEMENT BY ALLOWING RESIDENTS TO USE A MOBILE PHONE FOR VOLUNTEER ACTIVITIES IN THEIR COMMUNITY.
AMOUNT EXPENDED TO DATE: $250,000
LATEST REPORT DATES: SEPTEMBER 30, 2010
REPORT'S VERIFIED: KNIGHT FOUNDATION VERIFIED THE SEPTEMBER 30, 2010 REPORT. THE GRANT AMOUNT HAS BEEN FULLY DISBURSED TO THE GRANTEE.
DIVERSION OF FUNDS: TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

NAME AND ADDRESS OF GRANTEE: TWENTY TWENTY PROJECTS
1388 SE 9TH CT.
HIALEAH, FL 33010
GRANT AMOUNT: $20,000
GRANT DATE: DECEMBER 15, 2008
PURPOSE OF GRANT: TO PRESERVE THE INTEGRITY OF CREATIVE WORKS BY LOCAL ARTISTS DURING ART BASEL BY PROVIDING FREE DISPLAY SPACE WITHOUT RESTRICTIONS.
AMOUNT EXPENDED TO DATE: $10,000
LATEST REPORT DATES: DECEMBER 31, 2009
REPORT'S VERIFIED: KNIGHT FOUNDATION VERIFIED THE DECEMBER 31, 2009 REPORT. THE GRANT AMOUNT HAS BEEN FULLY DISBURSED TO THE GRANTEE. KNIGHT FOUNDATION WILL VERIFY UNEXPENDED FUNDS UPON RECEIPT OF FUTURE REPORTS.
DIVERSION OF FUNDS: TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

NAME AND ADDRESS OF GRANTEE: UNIVERSITY OF WYNWOOD
500 NE 56TH STREET
MIAMI, FL 33137
GRANT AMOUNT: $10,000
GRANT DATE: AUGUST 12, 2009
PURPOSE OF GRANT: TO SUPPORT THE UNIVERSITY OF WYNWOOD IN ITS MISSION TO IMPROVE LITERARY LIFE IN MIAMI BY FUNDING A LECTURE SERIES, A FORUM FOR INTELLECTUAL DISCUSSION, ADVISORY SERVICES TO HIGH SCHOOL WRITING

FORM 990PF - GENERAL EXPLANATION ATTACHMENT

PROGRAMS AND THE POEM DEPOT PROJECT.
AMOUNT EXPENDED TO DATE: 0
LATEST REPORT DATES: KNIGHT FOUNDATION WILL VERIFY THE DECEMBER 31, 2011 REPORT UPON RECEIPT.
REPORT'S VERIFIED: THE GRANT AMOUNT HAS BEEN FULLY DISBURSED TO THE GRANTEE. KNIGHT FOUNDATION WILL VERIFY UNEXPENDED FUNDS UPON RECEIPT OF FUTURE REPORTS.
DIVERSION OF FUNDS: TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

NAME AND ADDRESS OF GRANTEE: UNIVERSITY OF WYNWOOD
500 NE 56TH STREET
MIAMI, FL 33137
GRANT AMOUNT: $250,000
GRANT DATE: APRIL 8, 2010
PURPOSE OF GRANT: TO CREATE 'O, MIAMI', THE CITY'S FIRST, WORLD-CLASS POETRY FESTIVAL AND THE FIRST FESTIVAL OF ITS KIND IN THE COUNTRY.
AMOUNT EXPENDED TO DATE: $213,182
LATEST REPORT DATES: MAY 31, 2011
REPORT'S VERIFIED: KNIGHT FOUNDATION VERIFIED THE MAY 31, 2011 REPORT. THE GRANT AMOUNT HAS BEEN FULLY DISBURSED TO THE GRANTEE. KNIGHT FOUNDATION WILL VERIFY UNEXPENDED FUNDS UPON RECEIPT OF FUTURE REPORTS.
DIVERSION OF FUNDS: TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

NAME AND ADDRESS OF GRANTEE: WIKI SPOT
PO BOX 401044
SAN FRANCISCO, CA 94110
GRANT AMOUNT: $360,500
GRANT DATE: JUNE 14, 2010
PURPOSE OF GRANT: TO CREATE AN EASY-TO-USE OPEN SOURCE 'WIKI' PLATFORM TAILORED TO THE NEEDS OF LOCAL COMMUNITIES.
AMOUNT EXPENDED TO DATE: $94,596
LATEST REPORT DATES: JUNE 30, 2011
REPORT'S VERIFIED: KNIGHT FOUNDATION VERIFIED THE JUNE 30, 2011 REPORT. THE GRANT AMOUNT HAS BEEN FULLY DISBURSED TO THE GRANTEE. KNIGHT FOUNDATION WILL VERIFY UNEXPENDED FUNDS UPON RECEIPT OF FUTURE

## FORM 990PF - GENERAL EXPLANATION ATTACHMENT

REPORTS.
DIVERSION OF FUNDS: TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

NAME AND ADDRESS OF GRANTEE: WORLD WIDE WEB FOUNDATION
114 STATE STREET, SUITE 600
BOSTON, MA 02109
GRANT AMOUNT: $5,000,000
GRANT DATE: SEPTEMBER 15, 2008
PURPOSE OF GRANT: TO BE THE FIRST FUNDER OF THE WORLD WIDE WEB FOUNDATION, THEREBY HELPING IT RAISE SUBSEQUENT FUNDING FOR AN ENDOWMENT.
AMOUNT EXPENDED TO DATE: $1,793,146
LATEST REPORT DATES: JUNE 30, 2011
REPORT'S VERIFIED: KNIGHT FOUNDATION VERIFIED THE JUNE 30, 2011 REPORT. THE GRANT AMOUNT HAS NOT BEEN FULLY DISBURSED TO THE GRANTEE. KNIGHT FOUNDATION WILL VERIFY UNEXPENDED FUNDS UPON RECEIPT OF FUTURE REPORTS. AS PART OF THE KNIGHT FOUNDATION EXPENDITURE RESPONSIBILITY PROGRAM, A GRANT EXPENDITURE EVALUATION WAS PERFORMED ON MAY 2011.
DIVERSION OF FUNDS: TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

## FORM 990PF - GENERAL EXPLANATION ATTACHMENT

### GENERAL EXPLANATION 3: PART VII-B QUESTION DETAILS
FORM 990-PF, PART VII-B

PART VII-B, LINE 1 (A) (3): CERTAIN NEWSPAPERS THAT WERE ONCE OWNED BY KNIGHT RIDDER, INC, A DISQUALIFIED PERSON WITH REGARDS TO THE FOUNDATION, RAN ADVERTISEMENTS FOR THE JOHN S. AND JAMES L. KNIGHT FOUNDATION AT FAIR MARKET VALUE. THE COSTS OF THE ADVERTISEMENTS WERE ALSO INCLUDED IN OTHER PUBLICATIONS. PART VII-B, LINE 1(A) (4): SEE PART VIII FOR PAYMENTS TO TRUSTEES AND OFFICERS. THE FOUNDATION ENGAGED TWO LAW FIRMS FOR LEGAL SERVICES IN WHICH TRUSTEES ARE PARTNERS. THE AMOUNTS OF FEES PAID ARE DE MINIMIS AND AT MARKET RATES. PART VII-B, LINE 5 (A)(4) AND 5(C): DURING THE YEAR, THE FOUNDATION MADE GRANTS OVER WHICH IT EXERCISES EXPENDITURE RESPONSIBILITIES. SEE ATTACHED SCHEDULE D-1 FOR A DESCRIPTION OF THESE GRANTS.

## FORM 990PF - GENERAL EXPLANATION ATTACHMENT

GENERAL EXPLANATION 4: PART II LN 10B INVESTMENTS CORPORATE STOCK
990-PF PART, II

THE FOUNDATION MAINTAINS AN ACTIVELY TRADED PORTFOLIO OF PUBLICLY TRADED EQUITY SECURITIES IN MULTIPLE INDIVIDUAL COMPANIES. THE FOUNDATION'S OWNERSHIP PERCENTAGE DID NOT CAUSE IT TO HAVE ANY EXCESS BUSINESS HOLDINGS DURING THE YEAR.

ATTACHMENT 1

## FORM 990PF, PART I - OTHER INCOME

| DESCRIPTION | | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME |
|---|---|---|---|
| PRI INTEREST | | 23,032. | 23,032. |
| PARTNERSHIP INCOME REPORTED ON K-1S | | | -8,817,111. |
| | TOTALS | 23,032. | -8,794,079. |

ATTACHMENT 2

## FORM 990PF, PART I - LEGAL FEES

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME | ADJUSTED NET INCOME | CHARITABLE PURPOSES |
|---|---|---|---|---|
| PROSKAUER ROSE LLP | 23,830. | 20,256. | | 0. |
| RODRICK PETREY, ESQ | 165,275. | 8,889. | | 154,818. |
| DECHERT LLP | 38,257. | 32,518. | | 0. |
| STEARNS WEAVER MILLER WEISSLER | 6,878. | 370. | | 6,443. |
| GREENBERG TRAURIG | 174,911. | 9,407. | | 163,844. |
| BUCKINGHAM DOOLITTLE&BURROUGHS | 885. | 48. | | 829. |
| FOLEY HOAG | 4,032. | 3,427. | | 0. |
| OTHER | 14,000. | 11,900. | | 0. |
| TOTALS | 428,068. | 86,815. | 0. | 325,934. |

ATTACHMENT 3

## FORM 990PF, PART I - ACCOUNTING FEES

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME | ADJUSTED NET INCOME | CHARITABLE PURPOSES |
|---|---|---|---|---|
| ERNST & YOUNG LLP AUDIT | 133,809. | 113,738. | | 0. |
| ERNST & YOUNG LLP TAX | 96,300. | 81,855. | | 0. |
| OTHER ACCOUNTING FEES | 8,788. | 473. | | 8,232. |
| MERCER CONSULTING | 1,096. | 932. | | 0. |
| TOTALS | 239,993. | 196,998. | 0. | 8,232. |

ATTACHMENT 4

## FORM 990PF, PART I - OTHER PROFESSIONAL FEES

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS |
|---|---|
| CAMBRIDGE ASSOCIATES | 3,395,251. |
| MELLON | 763,051. |
| STATE STREET GLOBAL ADVISORS | 275,121. |
| GRYPHON INTERNATIONAL | 264,958. |
| ACADIAN ASSET MANAGEMENT | 247,509. |
| MONDRIAN INVESTMENT GROUP | 219,510. |
| WELLINGTON TRUST COMPANY | 212,361. |
| MERCER HUMAN RESOURCE CONSULT. | 192,762. |
| T ROWE PRICE ASSOC | 156,265. |
| NUMERIC INVESTORS, LLC | 129,394. |
| MARIKA LYNCH | 92,656. |
| DIVERSIFIED SEARCH, LLC | 79,541. |
| NORTHERN TRUST | 78,449. |
| BARBARA J. FORD | 65,875. |
| BROWN CAPITAL MANAGEMENT, INC. | 48,027. |
| LOMBARDIA CAPITAL PARTNERS LLC | 43,832. |
| PUGH CAPITAL MANAGEMENT | 38,887. |
| WINTHROP GROUP | 34,735. |
| FRANK CRYSTAL & CO., INC. | 30,000. |
| INTERNEWS NETWORK | 29,643. |
| P.N. SHILLINGTON, LLC | 25,795. |
| LORI MARIE TODD | 24,380. |
| BARCLAYS GLOBAL INVESTORS | 22,263. |
| MERRILL BROWN | 20,000. |
| VANGUARD GROUP | 17,000. |
| CONNECTIONS FOR BUSINESSES | 16,509. |
| VOCUS, INC. | 13,073. |
| ARROWSTREET | 12,169. |
| MATTHEW RYAN THOMPSON | 11,832. |
| ANTHONY WOJTKOWIAK | 11,750. |
| PLACEBLOGGER, INC. | 11,531. |
| DRAKE BEAM MORIN, INC. | 11,200. |

## FORM 990PF, PART I - OTHER PROFESSIONAL FEES

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS |
|---|---|
| ASSESSMENT TECHNOLOGIES GROUP | 10,149. |
| HENRY SCOTT & COMPANY, LLC | 10,000. |
| DONNA FRISBY-GREENWOOD | 9,410. |
| FRANKLIN COMMUNICATIONS, LLC | 7,365. |
| CENTER FOR EFF. PHILANTHROPY | 6,605. |
| MUGHAL & ASSOCIATES CORP. RECR | 5,929. |
| KIR PRODUCTIONS, INC. | 5,700. |
| KATHERINE LOFLIN | 5,450. |
| FARAI CHIDEYA | 5,120. |
| MICHELE MCLELLAN | 5,000. |
| SARAH HELEN COHEN | 5,000. |
| LANIK BROIDA CONSULTANTS, INC. | 5,000. |
| OTHER | 276,091. |
| TOTALS | 6,952,148. |

ATTACHMENT 5

## FORM 990PF, PART I - TAXES

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME |
|---|---|---|
| FEDERAL EXCISE TAXES | 1,953,820. | |
| DEFERRED TAXES | 1,035,227. | |
| STATE INCOME TAXES | 187,224. | |
| FOREIGN TAXES PAID - MELLON | | 38,158. |
| FOREIGN TAXES PAID - K-1S | | 706,066. |
| TOTALS | 3,176,271. | 744,224. |

ATTACHMENT 6

## FORM 990PF, PART I - OTHER EXPENSES

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME | CHARITABLE PURPOSES |
|---|---|---|---|
| DIRECT CHARITABLE ACTIVITIES | 7,698,138. | | 7,065,316. |
| FURNITURE, FIXTURES, AND EQUIP | 373,976. | 20,113. | 350,314. |
| MISCELLANEOUS OFFICE EXPENSES | 640,007. | 20,130. | 616,324. |
| TEMPORARY LABOR | 64,141. | 849. | 63,142. |
| INSURANCE | 120,193. | 6,464. | 112,588. |
| MISCELLANEOUS TECHNOLOGY | 471,579. | 39,336. | 425,302. |
| ADVERTISING | 60,614. | 0. | 60,614. |
| FOUNDATION MEMBERSHIPS | 29,869. | 11. | 29,856. |
| BAD DEBT EXPENSE | 826,000. | 702,100. | 0. |
| TOTALS | 10,284,517. | 789,003. | 8,723,456. |

## FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

ATTACHMENT 7

| DESCRIPTION | ENDING BOOK VALUE | ENDING FMV |
|---|---|---|
| CONVEXITY CAPITAL OFFSHORE | 17,089,033. | 17,089,033. |
| KF-TIPS | 56,786,527. | 56,786,527. |
| STANDISH LB GOV/CREDIT | 46,811,870. | 46,811,870. |
| PUGH CAPITAL MANAGEMENT | 14,036,142. | 14,036,142. |
| PROP FUND | 10,246,138. | 10,246,138. |
| REDUCTION FOR SECURITIES LEND | -15,475,164. | -15,475,164. |
| US OBLIGATIONS TOTAL | 129,494,546. | 129,494,546. |

ATTACHMENT 8

## FORM 990PF, PART II - CORPORATE STOCK

| DESCRIPTION | ENDING BOOK VALUE | ENDING FMV |
|---|---|---|
| ACADIAN FRONTIER MARKETS FUND | 18,552,358. | 18,552,358. |
| ACORN INVESTORS | 74,396,574. | 74,396,574. |
| BGI R1000 GROWTH | 37,044,819. | 37,044,819. |
| BGI R1000 VALUE | 34,186,491. | 34,186,491. |
| BROWN CAPITAL MANAGEMENT | 16,630,899. | 16,630,899. |
| CONVEXITY CAPITAL | 29,007,501. | 29,007,501. |
| EAST CAPITAL | 19,918,568. | 19,918,568. |
| GMO QUALITY FUND | 39,571,636. | 39,571,636. |
| GRYPHON INTERNATIONAL | 47,999,073. | 47,999,073. |
| KF EXCHANGE - TRADED FUNDS | 34,741,230. | 34,741,230. |
| KF - POST VENTURE | 914,883. | 914,883. |
| LOMBARDIA CAPITAL PARTNERS | 17,012,178. | 17,012,178. |
| MONDRIAN INTERNATIONAL EQUITY | 46,286,848. | 46,286,848. |
| NUMERIC SMALL CAP | 16,470,402. | 16,470,402. |
| REDUCTION FOR SECURITIES LEND | -49,406,412. | -49,406,412. |
| SSGA EMERGING MARKETS INDEX | 38,549,609. | 38,549,609. |
| SSGA INTERNATIONAL EQUITY | 72,747,452. | 72,747,452. |
| SSGA JAPAN ACTIVE EQUITY | 38,030,346. | 38,030,346. |
| T ROWE PRICE | 23,452,017. | 23,452,017. |
| TRP AFRICA | 18,632,247. | 18,632,247. |
| WELLINGTON CTF COMMODITIES | 33,810,165. | 33,810,165. |
| TOTALS | 608,548,884. | 608,548,884. |

ATTACHMENT 9

## FORM 990PF, PART II - CORPORATE BONDS

| DESCRIPTION | ENDING BOOK VALUE | ENDING FMV |
|---|---|---|
| STANDISH LB GOV/CREDIT | 28,933,125. | 28,933,125. |
| PUGH CAPITAL MANAGEMENT | 10,821,703. | 10,821,703. |
| PROP. FUND | 3,198,060. | 3,198,060. |
| REINV. OF COLL. SEC. RCVD. | 21,066,961. | 21,066,961. |
| ROUNDING | 376. | 376. |
| TOTALS | 64,020,225. | 64,020,225. |

ATTACHMENT 10

## FORM 990PF, PART II - OTHER INVESTMENTS

| DESCRIPTION | ENDING BOOK VALUE | ENDING FMV |
|---|---|---|
| ABRAMS CAPITAL II | 11,369,266. | 11,369,266. |
| ACCEL LONDON II LP | 4,629,832. | 4,629,832. |
| ACCEL LONDON III, LP | 437,950. | 437,950. |
| ADAGE CAPITAL LP | 67,461,526. | 67,461,526. |
| AIG ASIA | 1,681,995. | 1,681,995. |
| ALDEN GLOBAL DISTRESSED OPPT | 13,432,233. | 13,432,233. |
| ALLOY VENTURE 2005 LP | 3,979,001. | 3,979,001. |
| ALTIRA TECHNOLOGY FUND V, LP | 2,035,807. | 2,035,807. |
| ALTOR FUND II, LP | 7,135,893. | 7,135,893. |
| ALTOR FUND III, LP | 1,370,092. | 1,370,092. |
| AMERICAN INDUSTRIAL PARTNERS | 90,461. | 90,461. |
| ANDREESSEN HOROWITZ FUND II LP | 1,000,000. | 1,000,000. |
| APAX EUROPE V | 2,545,128. | 2,545,128. |
| APAX EUROPE VII-A FEEDER | 4,113,768. | 4,113,768. |
| APAX EUROPEAN VI | 4,306,112. | 4,306,112. |
| ARCLIGHT ENERGY PARTNERS IV | 3,429,586. | 3,429,586. |
| ARTIMAN VENTURES III, LP | 259,623. | 259,623. |
| ASIAN CENTURY QUEST O/S FUND | 13,444,510. | 13,444,510. |
| ATLAS VENTURE VI | 2,343,777. | 2,343,777. |
| AVANTI STRATEGIC LAND | 480,183. | 480,183. |
| AVENUE ASIA SPECIAL SITUATIONS | 2,525,455. | 2,525,455. |
| AVENUE SPECIAL SITUATIONS FD V | 4,529,711. | 4,529,711. |
| BAIN CAPITAL ASIA FUND, LP | 1,072,805. | 1,072,805. |
| BAIN CAPITAL FUND IX | 7,051,283. | 7,051,283. |
| BAIN CAPITAL IX COINVESTMENT | 1,387,009. | 1,387,009. |
| BAIN X, LP | 5,880,736. | 5,880,736. |
| BALDERTON CAPITAL I | 2,661,030. | 2,661,030. |
| BALDERTON CAPITAL II | 3,293,858. | 3,293,858. |
| BALDERTON CAPITAL III | 6,635,396. | 6,635,396. |
| BALDERTON CAPITAL IV, LP | 878,177. | 878,177. |
| BAUPOST VALUE PARTNERS IV, LP | 35,230,899. | 35,230,899. |
| BC EUROPEAN CAPITAL VII | 4,194,469. | 4,194,469. |
| BC EUROPEAN CAPITAL VII TOP-UP | 1,693,714. | 1,693,714. |

ATTACHMENT 10 (CONT'D)

FORM 990PF, PART II - OTHER INVESTMENTS

| DESCRIPTION | ENDING BOOK VALUE | ENDING FMV |
|---|---|---|
| BC EUROPEAN CAPITAL VIII | 11,693,295. | 11,693,295. |
| BENCHMARK CAPITAL I | 625,718. | 625,718. |
| BENCHMARK CAPITAL III | 1,070,096. | 1,070,096. |
| BENCHMARK CAPITAL IV | 6,431,603. | 6,431,603. |
| BENCHMARK CAPITAL PARTNERS VI | 5,333,221. | 5,333,221. |
| BENCHMARK CAPITAL V | 7,943,340. | 7,943,340. |
| BENCHMARK ISRAEL | 1,245,906. | 1,245,906. |
| BENCHMARK ISRAEL II | 2,338,782. | 2,338,782. |
| BRIDGEPOINT CAP2 | 2,353,214. | 2,353,214. |
| BRIDGEPOINT EUROPE III E | 9,132,812. | 9,132,812. |
| BROOKDALE INVESTORS V | 1,698,679. | 1,698,679. |
| BROOKSIDE CAYMAN, LTD | 15,175,098. | 15,175,098. |
| CADUCEUS PRIVATE INVESTMENTS | 943,493. | 943,493. |
| CALVARY TECHNOLOGY OFFSHORE | 12,818,641. | 12,818,641. |
| CARE CAPITAL INVESTMENTS III, | 1,524,985. | 1,524,985. |
| CARMEL PARTNERS INV FUND III | 1,245,470. | 1,245,470. |
| CERBERUS ASIA II LP | 1,650,675. | 1,650,675. |
| CERBERUS ASIA PARTNERS LP | 2,680,684. | 2,680,684. |
| CEREBRUS INST. PARTNERS, LP | 10,128,735. | 10,128,735. |
| COLEMAN SWENSON IV | 1,581,360. | 1,581,360. |
| COMMONFUND NAT RES V, LP | 5,884,765. | 5,884,765. |
| CONATUS CAPITAL OVERSEAS LTD | 13,776,580. | 13,776,580. |
| CONTRARIAN FUND I OFFSHORE LTD | 17,397,155. | 17,397,155. |
| CP INVESTMENT FUND | 4,761,756. | 4,761,756. |
| CP INVESTMENT FUND II | 2,486,771. | 2,486,771. |
| CROW HOLDING RE IV-A | 4,485,160. | 4,485,160. |
| CROW HOLDINGS REALTY PARTNERS | 2,946,415. | 2,946,415. |
| CYPRESS REALTY V | 7,015,502. | 7,015,502. |
| CYPRESS REALTY VI, LP | 6,896,879. | 6,896,879. |
| DAVIDSON KEMPNER INST PTNRS | 10,320,340. | 10,320,340. |
| DENHAM COMMODITY PARTNERS FUND | 3,900,260. | 3,900,260. |
| DENHAM COMMODITY PARTNERS V | 3,364,416. | 3,364,416. |
| DIALETIC OFFSHORE | 12,301,288. | 12,301,288. |

ATTACHMENT 10

ATTACHMENT 10 (CONT'D)

FORM 990PF, PART II - OTHER INVESTMENTS

| DESCRIPTION | ENDING BOOK VALUE | ENDING FMV |
|---|---|---|
| DOVER STREET III, LP | 229,010. | 229,010. |
| DOVER STREET IV, LP | 1,591,808. | 1,591,808. |
| DOVER STREET V | 3,524,774. | 3,524,774. |
| DOVER STREET VI CAYMAN FUND | 7,194,175. | 7,194,175. |
| DOVER STREET VII CAYMAN | 5,083,417. | 5,083,417. |
| DRAPER FISHER III ANNEX | 175,162. | 175,162. |
| DRAPER FISHER JURVETSON FD IX | 3,159,476. | 3,159,476. |
| DRAPER FISHER JURVETSON VI | 6,025,590. | 6,025,590. |
| DRAPER FISHER JURVETSON VII | 3,340,955. | 3,340,955. |
| DRAPER FISHER V | 3,805,875. | 3,805,875. |
| DRAPER FISHER VIII | 4,138,583. | 4,138,583. |
| ENCAP ENERGY CAPITAL FUND V-B | 1,435,948. | 1,435,948. |
| ENCAP ENERGY CAPITAL VII, LP | 2,659,918. | 2,659,918. |
| ENCAP ENERGY CAPITAL VII-B | 5,944,819. | 5,944,819. |
| ENERVEST ENERGY FD XII-B, LP | 1,606,707. | 1,606,707. |
| ENERVEST ENERGY INST FUND XI-B | 7,083,817. | 7,083,817. |
| ETON PARK OVERSEAS FUND, LTD | 17,194,522. | 17,194,522. |
| EUROPA FUND III, LP | 2,119,611. | 2,119,611. |
| FAS 157 YE ADJ | 43,844,141. | 43,844,141. |
| FAS 157 YE ADJ | 4,730,528. | 4,730,528. |
| FIA TIMBER PARTNERS LP | 10,352,937. | 10,352,937. |
| FIR TREE INTERNATIONAL VALUE | 17,629,301. | 17,629,301. |
| FORMATIVE VENTURES | 1,944,044. | 1,944,044. |
| FRANCISCO PARTNERS II, LP | 3,959,536. | 3,959,536. |
| FRANKLIN CAPITAL ASSOC. III | 950,505. | 950,505. |
| FREMONT STRATEGIC | 485,576. | 485,576. |
| FREMONT STRATEGIC PROPERTY PT | 8,087,114. | 8,087,114. |
| FRONTENAC VII | 17,785. | 17,785. |
| GENNX360 CAPITAL PARTNERS LP | 4,052,584. | 4,052,584. |
| GLENVIEW CAPITAL PARTNERS | 21,876,294. | 21,876,294. |
| GROTECH PARTNERS V, LP | 621,155. | 621,155. |
| GROTECH PARTNERS VI | 982,761. | 982,761. |
| HARBOURVEST III-DIRECT | 929,971. | 929,971. |

ATTACHMENT 10

ATTACHMENT 10 (CONT'D)

FORM 990PF, PART II - OTHER INVESTMENTS

| DESCRIPTION | ENDING BOOK VALUE | ENDING FMV |
|---|---|---|
| HARBOURVEST III-PARTNERSHIP | 3,087,638. | 3,087,638. |
| HEARTWOOD FORESTLAND FUND | 12,413,236. | 12,413,236. |
| HICKS, MUSE, TATE & LATIN AM | 1,388,847. | 1,388,847. |
| HIG BAYSIDE DEBT & LBO FUND | 1,646,208. | 1,646,208. |
| HIGHFIELDS | 21,522,298. | 21,522,298. |
| HIGHSIDE OFFSHORE | 18,408,820. | 18,408,820. |
| HIPEP IV EUROPE BUYOUT | 8,037,703. | 8,037,703. |
| HOPLITE OFFSHORE | 9,676,526. | 9,676,526. |
| J.H. WHITNEY III, LP | 133,751. | 133,751. |
| JC FLOWERS II, LP | 1,835,207. | 1,835,207. |
| JW CHILDS III | 1,891,350. | 1,891,350. |
| KENSICO OFFSHORE LTD | 15,900,047. | 15,900,047. |
| KING STREET CAPITAL | 15,791,334. | 15,791,334. |
| KODIAK II | 476,235. | 476,235. |
| KODIAK III | 2,084,489. | 2,084,489. |
| LIME ROCK PARTNERS IV, LP | 3,080,598. | 3,080,598. |
| LIME ROCK PARTNERS V, LP | 4,478,686. | 4,478,686. |
| LIME ROCK RESOURCES B | 3,310,758. | 3,310,758. |
| LITESPEED OFFSHORE FUND LTD | 10,833,298. | 10,833,298. |
| LUBERT-ADLER REAL ESTATE FD V | 1,334,867. | 1,334,867. |
| LUBERT-ADLER REAL ESTATE VI LP | 1,749,946. | 1,749,946. |
| LYME FOREST FUND, LP | 4,705,858. | 4,705,858. |
| MASON CAPITAL LTD | 25,375,849. | 25,375,849. |
| MERIT ENERGY F-1, LP | 810,627. | 810,627. |
| MERIT ENERGY PARTNERS E | 1,847,171. | 1,847,171. |
| MERIT ENERGY PARTNERS G LP | 2,539,981. | 2,539,981. |
| MERITECH CAPITAL PARTNERS | 913,706. | 913,706. |
| MERITECH CAPITAL PARTNERS II | 1,499,560. | 1,499,560. |
| MID-EUROPA FUND III, LP | 6,080,784. | 6,080,784. |
| MILLGATE CAPITAL | 9,151,827. | 9,151,827. |
| NCH AGRIBUSINESS PARTNERS | 2,644,280. | 2,644,280. |
| NEW ENTERPRISE ASSOC. IX | 795,174. | 795,174. |
| NEW ENTERPRISE ASSOCIATES 8A | 1,382,665. | 1,382,665. |

ATTACHMENT 10 (CONT'D)

FORM 990PF, PART II - OTHER INVESTMENTS

| DESCRIPTION | ENDING BOOK VALUE | ENDING FMV |
|---|---|---|
| NEW ENTERPRISE ASSOCIATES X | 1,819,565. | 1,819,565. |
| NORTH BRIDGE GROWTH EQUITY I | 2,389,584. | 2,389,584. |
| NORTH BRIDGE VENTURE PARTNERS | 1,382,175. | 1,382,175. |
| NORTH BRIDGE VENTURE P-SHIP | 4,631,175. | 4,631,175. |
| NORTH BRIDGE VENTURE VI | 3,595,834. | 3,595,834. |
| NORTH BRIDGE VENTURES V | 4,572,910. | 4,572,910. |
| OAK INVESTMENT PARTNERS IX | 1,380,970. | 1,380,970. |
| OAK INVESTMENT PARTNERS X | 5,036,860. | 5,036,860. |
| OAK INVESTMENT PARTNERS XI | 3,414,715. | 3,414,715. |
| OAK INVESTMENTS XII, LP | 5,652,188. | 5,652,188. |
| OAKTREE CAPITAL MANAGEMENT V | 1,089,865. | 1,089,865. |
| OCM OPP FUND VIIB, LP | 6,505,011. | 6,505,011. |
| OCM OPPORTUNITIES FUND VII LP | 4,316,625. | 4,316,625. |
| OCM OPPORTUNITIES III LP | 70,056. | 70,056. |
| OCM OPPORTUNITIES IV B | 1,044. | 1,044. |
| OCM OPPORTUNITIES IV LP | 16,061. | 16,061. |
| OCM OPPORTUNITIES VI LP | 3,839,513. | 3,839,513. |
| OCM OPPORTUNTIES FUND II LP | 6,136. | 6,136. |
| ORION EURO RE II | 935,719. | 935,719. |
| ORION EUROPEAN RE FUND III | 1,796,057. | 1,796,057. |
| OZ OVERSEAS | 4,801,867. | 4,801,867. |
| PATRON CAPITAL II | 8,139,184. | 8,139,184. |
| PATRON CAPITAL III, SCOTLAND | 4,032,275. | 4,032,275. |
| PENTA ASIA LONG/SHORT FUND | 11,486,719. | 11,486,719. |
| POLARIS VENTURE IV | 6,484,659. | 6,484,659. |
| POLARIS VENTURE PARTNERS III | 3,098,492. | 3,098,492. |
| POLARIS VENTURE PARTNERS V | 5,206,707. | 5,206,707. |
| POLYTECHNOS VENTURE | 3,865,381. | 3,865,381. |
| POMONA CAPITAL V | 1,337,813. | 1,337,813. |
| POMONA CAPITAL VI, LP | 3,501,279. | 3,501,279. |
| REALTY ASSOCIATES FUND V CORP | 4,485,751. | 4,485,751. |
| REALTY ASSOCIATES FUND VII | 3,506,720. | 3,506,720. |
| REALTY ASSOCIATES VI LP | 7,217,260. | 7,217,260. |

ATTACHMENT 10 (CONT'D)

## FORM 990PF, PART II - OTHER INVESTMENTS

| DESCRIPTION | ENDING BOOK VALUE | ENDING FMV |
|---|---|---|
| RESOURCE CAPITAL FUND IV, LP | 13,162,208. | 13,162,208. |
| RESOURCE CAPITAL FUND V LP | 3,289,057. | 3,289,057. |
| RIVA CAPITAL PARTNERS II, LP | 1,777,803. | 1,777,803. |
| RMS FOREST GROWTH II | 6,181,270. | 6,181,270. |
| ROUNDTABLE HEALTH II | 3,540,065. | 3,540,065. |
| ROUNDTABLE HEALTHCARE PTNRS LP | 1,084,186. | 1,084,186. |
| ROUNDTABLE HLTH PARTNERS III | 809,544. | 809,544. |
| RUSSIA PARTNERS B II | 11,372,735. | 11,372,735. |
| RUSSIA PARTNERS II O SERIES | 6,585,629. | 6,585,629. |
| SANKATY CREDIT OPP (O/S) IV LP | 3,765,902. | 3,765,902. |
| SANKATY CREDIT OPPORTUNITIES | 4,086,075. | 4,086,075. |
| SATELLITE OVERSEAS FUND LTD | 178,618. | 178,618. |
| SCP OCEAN FUND LTD | 13,413,078. | 13,413,078. |
| SEAFLOWER HEALTH VENTURES III | 1,416,669. | 1,416,669. |
| SHORENSTEIN REALTY IN NINE LP | 1,273,924. | 1,273,924. |
| SHORENSTEIN REALTY INVESTORS | 217,286. | 217,286. |
| SKYLINE VENTURE PARTNERS V, LP | 2,014,851. | 2,014,851. |
| SNAGFILMS, LLC | 1,234,544. | 1,234,544. |
| SOUTH ATLANTIC VENTURES IV | 184,745. | 184,745. |
| SOWOOD ALPHA FUNDS | 175,086. | 175,086. |
| SPECTRUM EQUITY INVESTORS III | 853,377. | 853,377. |
| SPECTRUM EQUITY INVESTORS IV | 1,123,047. | 1,123,047. |
| SRI EIGHT REIT | 3,993,340. | 3,993,340. |
| SRI REIT, INC. | 2,322,825. | 2,322,825. |
| SRI SEVEN REIT | 9,755,073. | 9,755,073. |
| STANDISH FOREIGN BOND INDEX FD | 45,179,233. | 45,179,233. |
| SUGULAR GUFF DISTRESSED OPP FD | 13,139,458. | 13,139,458. |
| TA ADVENT IX | 1,657,405. | 1,657,405. |
| TA ADVENT VIII | 61,314. | 61,314. |
| TA REALTY ASSOCIATES VIII | 3,309,985. | 3,309,985. |
| TA X LP | 5,230,976. | 5,230,976. |
| TACONIC OFFSHORE FUND | 23,701,406. | 23,701,406. |
| TCI (CHILDREN'S) FUND | 21,790,937. | 21,790,937. |

FORM 990PF, PART II - OTHER INVESTMENTS

| DESCRIPTION | ENDING BOOK VALUE | ENDING FMV |
|---|---|---|
| THOMAS H. LEE EQ FD V, LP | 4,074,345. | 4,074,345. |
| TPG ENDOWMENT FUND V, LP | 2,949,405. | 2,949,405. |
| VALINOR OFFSHORE | 15,421,814. | 15,421,814. |
| VECTOR CAPITAL IV, LP | 1,588,945. | 1,588,945. |
| VENTURE INVESTMENT ASSOC., LP | 174,830. | 174,830. |
| VESTAR CAP PARTNERS IV | 3,874,203. | 3,874,203. |
| VESTAR CAPITAL PARTNERS V-A | 8,301,893. | 8,301,893. |
| VIKING GLOBAL EQUITIES III | 20,910,102. | 20,910,102. |
| WCAS IX, LP | 2,654,698. | 2,654,698. |
| WCAS VIII | 1,163,360. | 1,163,360. |
| WCAS X | 7,576,156. | 7,576,156. |
| WCAS XI, LP | 1,647,387. | 1,647,387. |
| WELLINGTON-SPINDRIFT | 11,598,680. | 11,598,680. |
| WELSH CARSON VI | 73,630. | 73,630. |
| WELSH CARSON VII | 226,470. | 226,470. |
| YORKTOWN ENERGY PARTNERS IX LP | 654,246. | 654,246. |
| YORKTOWN ENERGY PARTNERS VII | 3,374,281. | 3,374,281. |
| YORKTOWN ENERGY PARTNERS VIII | 4,934,596. | 4,934,596. |
| YORKTOWN ENERGY V, LLC | 763,375. | 763,375. |
| YORKTOWN ENERGY VI | 2,091,720. | 2,091,720. |
| ZN MEXICO TRUST II | 413,491. | 413,491. |
| TOTALS | 1,231,307,550. | 1,231,307,550. |

ATTACHMENT 11

FORM 990PF, PART II - OTHER ASSETS

| DESCRIPTION | ENDING BOOK VALUE | ENDING FMV |
|---|---|---|
| OTHER RECEIVABLE AMOUNTS | 24,441,214. | 24,441,214. |
| DERIVATIVE INVESTMENT | 3,702,299. | 3,702,299. |
| PROGRAM RELATED INVESTMENTS | 1,375,000. | 1,375,000. |
| SECURITIES PLEDGED TO CREDITOR | 77,724,486. | 77,724,486. |
| REDEMPTIONS REC IN ADVANCE | 0. | 0. |
| SECURITY LOAN AGREEMENT | -79,818,619. | -79,818,619. |
| TOTALS | 27,424,380. | 27,424,380. |

ATTACHMENT 12

FORM 990PF, PART II - OTHER LIABILITIES

| DESCRIPTION | ENDING BOOK VALUE |
|---|---|
| DEFERRED TAXES PAYABLE | 1,355,668. |
| PENSION & BENEFITS PAYABLE | -455,407. |
| OTHER LIABILITIES | 2,883,259. |
| TOTALS | 3,783,520. |

ATTACHMENT 13

## FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

| DESCRIPTION | | AMOUNT |
|---|---|---|
| UNREALIZED GAIN ON INVESTMENTS | | 138,418,897. |
| | TOTAL | 138,418,897. |

ATTACHMENT 14

FORM 990PF, PART VII-A, LINE 16 - LIST OF FOREIGN COUNTRIES

LUXEMBOURG
KOREA, REPUBLIC OF (SOUTH)

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 15

| NAME AND ADDRESS | TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION | COMPENSATION | CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS | EXPENSE ACCT AND OTHER ALLOWANCES |
|---|---|---|---|---|
| W GERALD AUSTEN MD<br>200 SOUTH BISCAYNE BLVD 3300<br>WACHOVIA FINANCIAL CENTER<br>MIAMI, FL 33131-2349<br>THE TRUSTEES MEET FOUR TIMES A YEAR FOR TWO FULL DAYS OF BOARD AND COMMITTEE MEETINGS. TRUSTEES TYPICALLY DEVOTE A MINIMUM OF 8 FULL DAYS PER YEAR TO OVERSIGHT AND REVIEW OF THE FOUNDATIONS OPERATIONS PROGRAMS AND INVESTMENTS. | CHAIRMAN AND TRUSTEE<br>2.00 | 17,000. | 0. | 0. |
| ROBERT W BRIGGS<br>200 SOUTH BISCAYNE BLVD 3300<br>WACHOVIA FINANCIAL CENTER<br>MIAMI, FL 33131-2349<br>THE TRUSTEES MEET FOUR TIMES A YEAR FOR TWO FULL DAYS OF BOARD AND COMMITTEE MEETINGS. TRUSTEES TYPICALLY DEVOTE A MINIMUM OF 8 FULL DAYS PER YEAR TO OVERSIGHT AND REVIEW OF THE FOUNDATIONS OPERATIONS PROGRAMS AND INVESTMENTS. | CHAIR ELECT AND TRUSTEE<br>2.00 | 64,200. | 0. | 0. |
| CESAR L ALVAREZ<br>200 SOUTH BISCAYNE BLVD 3300<br>WACHOVIA FINANCIAL CENTER<br>MIAMI, FL 33131-2349<br>THE TRUSTEES MEET FOUR TIMES A YEAR FOR TWO FULL DAYS OF BOARD AND COMMITTEE MEETINGS. TRUSTEES TYPICALLY DEVOTE A MINIMUM OF 8 FULL DAYS PER YEAR TO OVERSIGHT AND REVIEW OF THE FOUNDATIONS OPERATIONS PROGRAMS AND INVESTMENTS. | TRUSTEE<br>2.00 | 41,800. | 0. | 0. |

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 15 (CONT'D)

| NAME AND ADDRESS | TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION | COMPENSATION | CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS | EXPENSE ACCT AND OTHER ALLOWANCES |
|---|---|---|---|---|
| MARY SUE COLEMAN<br>200 SOUTH BISCAYNE BLVD 3300<br>WACHOVIA FINANCIAL CENTER<br>MIAMI, FL 33131-2349 | TRUSTEE<br>2.00 | 25,600. | 0. | 0. |
| MARJORIE KNIGHT CRANE<br>200 SOUTH BISCAYNE BLVD 3300<br>WACHOVIA FINANCIAL CENTER<br>MIAMI, FL 33131-2349 | TRUSTEE<br>2.00 | 28,800. | 0. | 0. |
| JAMES N CRUTCHFIELD<br>200 SOUTH BISCAYNE BLVD 3300<br>WACHOVIA FINANCIAL CENTER<br>MIAMI, FL 33131-2349 | TRUSTEE<br>2.00 | 28,800. | 0. | 0. |

MARY SUE COLEMAN: THE TRUSTEES MEET FOUR TIMES A YEAR FOR TWO FULL DAYS OF BOARD AND COMMITTEE MEETINGS. TRUSTEES TYPICALLY DEVOTE A MINIMUM OF 8 FULL DAYS PER YEAR TO OVERSIGHT AND REVIEW OF THE FOUNDATIONS OPERATIONS PROGRAMS AND INVESTMENTS.

MARJORIE KNIGHT CRANE: THE TRUSTEES MEET FOUR TIMES A YEAR FOR TWO FULL DAYS OF BOARD AND COMMITTEE MEETINGS. TRUSTEES TYPICALLY DEVOTE A MINIMUM OF 8 FULL DAYS PER YEAR TO OVERSIGHT AND REVIEW OF THE FOUNDATIONS OPERATIONS PROGRAMS AND INVESTMENTS.

JAMES N CRUTCHFIELD: THE TRUSTEES MEET FOUR TIMES A YEAR FOR TWO FULL DAYS OF BOARD AND COMMITTEE MEETINGS. TRUSTEES TYPICALLY DEVOTE A MINIMUM OF 8 FULL DAYS PER YEAR TO OVERSIGHT AND REVIEW OF THE FOUNDATIONS OPERATIONS PROGRAMS AND INVESTMENTS.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 15 (CONT'D)

| NAME AND ADDRESS | TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION | COMPENSATION | CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS | EXPENSE ACCT AND OTHER ALLOWANCES |
|---|---|---|---|---|
| PAUL GROGAN<br>200 SOUTH BISCAYNE BLVD 3300<br>WACHOVIA FINANCIAL CENTER<br>MIAMI, FL 33131-2349<br>THE TRUSTEES MEET FOUR TIMES A YEAR FOR TWO FULL DAYS OF BOARD AND COMMITTEE MEETINGS. TRUSTEES TYPICALLY DEVOTE A MINIMUM OF 8 FULL DAYS PER YEAR TO OVERSIGHT AND REVIEW OF THE FOUNDATIONS OPERATIONS PROGRAMS AND INVESTMENTS. | TRUSTEE<br>2.00 | 30,800. | 0. | 0. |
| ALBERTO IBARGUEN<br>200 SOUTH BISCAYNE BLVD 3300<br>WACHOVIA FINANCIAL CENTER<br>MIAMI, FL 33131-2349<br>THE FULL TIME WORKWEEK HAS BEEN ALLOCATED 40 HOURS. THESE ARE EXEMPT POSITIONS WHERE EMPLOYEES APPLY NECESSARY HOURS TO PERFORM THEIR JOB. | PRESIDENT, CEO, AND TRUSTEE<br>40.00 | 583,550. | 84,407. | 0. |
| ROLFE NEILL<br>200 SOUTH BISCAYNE BLVD 3300<br>WACHOVIA FINANCIAL CENTER<br>MIAMI, FL 33131-2349<br>THE TRUSTEES MEET FOUR TIMES A YEAR FOR TWO FULL DAYS OF BOARD AND COMMITTEE MEETINGS. TRUSTEES TYPICALLY DEVOTE A MINIMUM OF 8 FULL DAYS PER YEAR TO OVERSIGHT AND REVIEW OF THE FOUNDATIONS OPERATIONS PROGRAMS AND INVESTMENTS. | TRUSTEE<br>2.00 | 36,800. | 0. | 0. |

| NAME AND ADDRESS | TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION | COMPENSATION | CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS | EXPENSE ACCT AND OTHER ALLOWANCES |
|---|---|---|---|---|
| MARIAM C NOLAND<br>200 SOUTH BISCAYNE BLVD 3300<br>WACHOVIA FINANCIAL CENTER<br>MIAMI, FL 33131-2349<br>THE TRUSTEES MEET FOUR TIMES A YEAR FOR TWO FULL DAYS OF BOARD AND COMMITTEE MEETINGS. TRUSTEES TYPICALLY DEVOTE A MINIMUM OF 8 FULL DAYS PER YEAR TO OVERSIGHT AND REVIEW OF THE FOUNDATIONS OPERATIONS PROGRAMS AND INVESTMENTS. | TRUSTEE<br>2.00 | 32,800. | 0. | 0. |
| BEVERLY KNIGHT OLSON<br>200 SOUTH BISCAYNE BLVD 3300<br>WACHOVIA FINANCIAL CENTER<br>MIAMI, FL 33131-2349<br>THE TRUSTEES MEET FOUR TIMES A YEAR FOR TWO FULL DAYS OF BOARD AND COMMITTEE MEETINGS. TRUSTEES TYPICALLY DEVOTE A MINIMUM OF 8 FULL DAYS PER YEAR TO OVERSIGHT AND REVIEW OF THE FOUNDATIONS OPERATIONS PROGRAMS AND INVESTMENTS. | TRUSTEE<br>2.00 | 29,800. | 0. | 0. |
| JOHN W ROGERS JR<br>200 SOUTH BISCAYNE BLVD 3300<br>WACHOVIA FINANCIAL CENTER<br>MIAMI, FL 33131-2349<br>THE TRUSTEES MEET FOUR TIMES A YEAR FOR TWO FULL DAYS OF BOARD AND COMMITTEE MEETINGS. TRUSTEES TYPICALLY DEVOTE A MINIMUM OF 8 FULL DAYS PER YEAR TO OVERSIGHT AND REVIEW OF THE FOUNDATIONS OPERATIONS PROGRAMS AND INVESTMENTS. | TRUSTEE<br>2.00 | 29,600. | 0. | 0. |

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

| NAME AND ADDRESS | TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION | COMPENSATION | CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS | EXPENSE ACCT AND OTHER ALLOWANCES |
|---|---|---|---|---|
| E ROE STAMPS IV<br>200 SOUTH BISCAYNE BLVD 3300<br>WACHOVIA FINANCIAL CENTER<br>MIAMI, FL 33131-2349 | TRUSTEE<br>2.00 | 32,800. | 0. | 0. |
| THE TRUSTEES MEET FOUR TIMES A YEAR FOR TWO FULL DAYS OF BOARD AND COMMITTEE MEETINGS. TRUSTEES TYPICALLY DEVOTE A MINIMUM OF 8 FULL DAYS PER YEAR TO OVERSIGHT AND REVIEW OF THE FOUNDATIONS OPERATIONS PROGRAMS AND INVESTMENTS. | | | | |
| PAUL STEIGER<br>200 SOUTH BISCAYNE BLVD 3300<br>WACHOVIA FINANCIAL CENTER<br>MIAMI, FL 33131-2349 | TRUSTEE<br>2.00 | 31,800. | 0. | 0. |
| THE TRUSTEES MEET FOUR TIMES A YEAR FOR TWO FULL DAYS OF BOARD AND COMMITTEE MEETINGS. TRUSTEES TYPICALLY DEVOTE A MINIMUM OF 8 FULL DAYS PER YEAR TO OVERSIGHT AND REVIEW OF THE FOUNDATIONS OPERATIONS PROGRAMS AND INVESTMENTS. | | | | |
| PAULA LYNN ELLIS<br>200 SOUTH BISCAYNE BLVD 3300<br>WACHOVIA FINANCIAL CENTER<br>MIAMI, FL 33131-2349 | VICE PRESIDENT STRATEGIC INIT<br>40.00 | 296,750. | 49,686. | 0. |
| THE FULL TIME WORKWEEK HAS BEEN ALLOCATED 40 HOURS. THESE ARE EXEMPT POSITIONS WHERE EMPLOYEES APPLY NECESSARY HOURS TO PERFORM THEIR JOB. | | | | |

| NAME AND ADDRESS | TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION | COMPENSATION | CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS | EXPENSE ACCT AND OTHER ALLOWANCES |
|---|---|---|---|---|
| BELINDA T LAWRENCE<br>200 SOUTH BISCAYNE BLVD 3300<br>WACHOVIA FINANCIAL CENTER<br>MIAMI, FL 33131-2349<br>THE FULL TIME WORKWEEK HAS BEEN ALLOCATED 40 HOURS. THESE ARE EXEMPT POSITIONS WHERE EMPLOYEES APPLY NECESSARY HOURS TO PERFORM THEIR JOB. | VICE PRESIDENT AND CAO<br>40.00 | 281,588. | 49,686. | 0. |
| JUAN J MARTINEZ<br>200 SOUTH BISCAYNE BLVD 3300<br>WACHOVIA FINANCIAL CENTER<br>MIAMI, FL 33131-2349<br>THE FULL TIME WORKWEEK HAS BEEN ALLOCATED 40 HOURS. THESE ARE EXEMPT POSITIONS WHERE EMPLOYEES APPLY NECESSARY HOURS TO PERFORM THEIR JOB. | VP, TREASURER AND CFO<br>40.00 | 218,911. | 50,104. | 0. |
| ERIC NEWTON<br>200 SOUTH BISCAYNE BLVD 3300<br>WACHOVIA FINANCIAL CENTER<br>MIAMI, FL 33131-2349<br>THE FULL TIME WORKWEEK HAS BEEN ALLOCATED 40 HOURS. THESE ARE EXEMPT POSITIONS WHERE EMPLOYEES APPLY NECESSARY HOURS TO PERFORM THEIR JOB. | VICE PRESIDENT/JOURNALISM PROG<br>40.00 | 212,174. | 49,160. | 0. |
| DENNIS SCHOLL<br>200 SOUTH BISCAYNE BLVD 3300<br>WACHOVIA FINANCIAL CENTER<br>MIAMI, FL 33131<br>THE FULL TIME WORKWEEK HAS BEEN ALLOCATED 40 HOURS. THESE ARE EXEMPT POSITIONS WHERE EMPLOYEES APPLY NECESSARY HOURS TO PERFORM THEIR JOB. | VICE PRESIDENT/ARTS<br>40.00 | 196,327. | 42,405. | 0. |

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 15 (CONT'D)

| NAME AND ADDRESS | TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION | COMPENSATION | CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS | EXPENSE ACCT AND OTHER ALLOWANCES |
|---|---|---|---|---|
| TRABIAN SHORTERS<br>200 SOUTH BISCAYNE BLVD 3300<br>WACHOVIA FINANCIAL CENTER<br>MIAMI, FL 33131<br>THE FULL TIME WORKWEEK HAS BEEN ALLOCATED 40 HOURS. THESE ARE EXEMPT POSITIONS WHERE EMPLOYEES APPLY NECESSARY HOURS TO PERFORM THEIR JOB. | VP FOR COMMUNITIES PROGRAM<br>40.00 | 217,750. | 29,448. | 0. |
| MARCUS FEST<br>200 SOUTH BISCAYNE BLVD 3300<br>WACHOVIA FINANCIAL CENTER<br>MIAMI, FL 33131<br>THE FULL TIME WORKWEEK HAS BEEN ALLOCATED 40 HOURS. THESE ARE EXEMPT POSITIONS WHERE EMPLOYEES APPLY NECESSARY HOURS TO PERFORM THEIR JOB. | VP OF COMMUNICATIONS<br>40.00 | 163,942. | 30,428. | 0. |
| | GRAND TOTALS | 2,601,592. | 385,324. | 0. |

## 990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEES

ATTACHMENT 16

| NAME AND ADDRESS | TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION | COMPENSATION | CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS | EXPENSE ACCT AND OTHER ALLOWANCES |
|---|---|---|---|---|
| BEVERLY BLAKE<br>200 S. BISCAYNE BLVD., #3300<br>MIAMI, FL 33131 | PROGRAM DIRECTOR<br>40.00 | 129,523. | 25,350. | 0. |
| THE FULL TIME WORKWEEK HAS BEEN ALLOCATED 40 HOURS. THESE ARE EXEMPT POSITIONS WHERE EMPLOYEES APPLY NECESSARY HOURS TO PERFORM THEIR JOB. | | | | |
| JORGE MARTINEZ<br>200 S. BISCAYNE BLVD., #3300<br>MIAMI, FL 33131 | DIRECTOR OF INFO SYS<br>40.00 | 166,658. | 43,128. | 0. |
| THE FULL TIME WORKWEEK HAS BEEN ALLOCATED 40 HOURS. THESE ARE EXEMPT POSITIONS WHERE EMPLOYEES APPLY NECESSARY HOURS TO PERFORM THEIR JOB. | | | | |
| MAYUR PATEL<br>200 S. BISCAYNE BLVD., #3300<br>MIAMI, FL 33131 | DIR OF STRATEGY<br>40.00 | 192,118. | 34,485. | 0. |
| THE FULL TIME WORKWEEK HAS BEEN ALLOCATED 40 HOURS. THESE ARE EXEMPT POSITIONS WHERE EMPLOYEES APPLY NECESSARY HOURS TO PERFORM THEIR JOB. | | | | |
| SUSAN PATTERSON<br>200 S. BISCAYNE BLVD., #3300<br>MIAMI, FL 33131 | PROGRAM DIRECTOR<br>40.00 | 142,625. | 27,257. | 0. |
| THE FULL TIME WORKWEEK HAS BEEN ALLOCATED 40 HOURS. THESE ARE EXEMPT POSITIONS WHERE EMPLOYEES APPLY NECESSARY HOURS TO PERFORM THEIR JOB. | | | | |

## 990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEES

ATTACHMENT 16 (CONT'D)

| NAME AND ADDRESS | TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION | COMPENSATION | CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS | EXPENSE ACCT AND OTHER ALLOWANCES |
|---|---|---|---|---|
| DAMIAN THORMAN<br>200 S. BISCAYNE BLVD., #3300<br>MIAMI, FL 33131 | PROGRAM DIRECTOR<br>40.00 | 144,725. | 39,894. | 0. |

THE FULL TIME WORKWEEK HAS BEEN ALLOCATED 40 HOURS. THESE ARE EXEMPT POSITIONS WHERE EMPLOYEES APPLY NECESSARY HOURS TO PERFORM THEIR JOB.

| | | | |
|---|---|---|---|
| TOTAL COMPENSATION | 775,649. | 170,114. | 0. |

## 990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALS

ATTACHMENT 17

| NAME AND ADDRESS | TYPE OF SERVICE | COMPENSATION |
|---|---|---|
| CAMBRIDGE ASSOCIATES LLC<br>4100 N FAIRFAX SUITE 1300<br>ARLINGTON, VA 22204 | INVESTMENT MANAGER | 3,391,201. |
| BNY MELLON<br>PO 37179<br>PITTSBURGH, PA 15251 | CUSTODIAN SERVICES | 469,504. |
| KPMG, LLP<br>PO BOX 120001 DEPT 0922<br>DALLAS, TX 75312 | CONSULTANT | 822,100. |
| THE JEFFREY GROUP, LLC<br>1111 LINCOLN ROAD, STE 800<br>MIAMI BEACH, FL 33139 | ADVERTISING & COMM. | 404,873. |
| FSG SOCIAL IMPACT<br>500 BOYLSTON STREET, SUITE 600<br>BOSTON, MA 02116 | CONSULTANT | 392,589. |
| | TOTAL COMPENSATION | 5,480,267. |

ATTACHMENT 18

## FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

WEBSITE WWW.KNIGHTFOUNDATION.ORG
200 SOUTH BISCAYNE BLVD 3300
MIAMI, FL 33131
305-908-2600

ATTACHMENT 18

ATTACHMENT 19

## 990PF, PART XV - FORM AND CONTENTS OF SUBMITTED APPLICATIONS

APPLICATIONS FOR FUNDING ARE SUBMITTED ELECTRONICALLY VIA THE FOUNDATION WEBSITE. PLEASE GO TO WWW.KNIGHTFOUNDATION.ORG TO APPLY FOR A GRANT.

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TO SUBMIT A FUNDING REQUEST FOR JOURNALISM, COMMUNITIES, NATIONAL AND AND ARTS PROGRAMS, PLEASE INCLUDE THE FOLLOWING INFORMATION IN OUR ONLINE FORM:

-TELL US ABOUT THE OPPORTUNITY PRESENTED BY YOUR IDEA/PROJECT, WHAT IT WILL TRANSFORM, AND THE IMPACT IT WILL HAVE.
-HOW WILL IT CREATE LASTING, VISIBLE CHANGE?
-TELL US HOW YOU IDENTIFIED THIS OPPORTUNITY AND WHY THE TIME IS RIGHT FOR IT.
-WHAT OTHER PARTNERS OR FUNDERS ARE INVOLVED IN THE IDEA/PROJ?
-HOW WILL YOU MEASURE SUCCESS?
-HOW ARE YOU UNIQUELY QUALIFIED TO IMPLEMENT YOUR IDEA/PROJ?
-PLEASE DESCRIBE ORGANIZATIONAL AND FINANCIAL CAPACITY TO IMPLEMENT YOUR IDEA/PROJECT INCLUDING ANY BUSINESS PLAN.
-HOW WILL YOUR IDEA/PROJECT BE SUSTAINED BEYOND KNIGHT FOUNDATION'S FUNDING?

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ADDITIONAL GRANT APPLICATION INFORMATION IS AVAILABLE ON KNIGHT FOUNDATION'S WEB SITE (WWW.KNIGHTFOUNDATION.ORG)

ATTACHMENT 20

## 990PF, PART XV - SUBMISSION DEADLINES

WITH THE EXCEPTION OF SPECIAL INITIATIVES AND CONTESTS, THE FOUNDATION DOES NOT HAVE DEADLINES FOR SUBMITTING FUNDING REQUESTS.

ATTACHMENT 21

## 990PF, PART XV - RESTRICTIONS OR LIMITATIONS ON AWARDS

ANY RESTRICTIONS OR LIMITATIONS ON AWARDS, SUCH AS BY GEOGRAPHICAL AREAS, CHARITABLE FIELDS, KIND OF INSTITUTIONS OR OTHER FACTORS:

-MEDICAL RESEARCH; ORGANIZATIONS OR PROJECTS WHOSE MISSION IS TO PREVENT, ERADICATE AND/OR ALLEVIATE THE EFFECTS OF A SPECIFIC DISEASE
-POLITICAL CAMPAIGNS AND LEGISLATIVE LOBBYING EFFORTS
-PROJECTS THAT EXCLUSIVELY SERVE RELIGIOUS PURPOSES
-DIRECT SUPPORT FOR INDIVIDUALS