



THE MARSTON GROUP, PLC

EXEMPT ORGANIZATION TAX RETURN
FOR

ARTSMEMPHIS

YEAR ENDING
JUNE 30, 2023

CERTIFIED PUBLIC ACCOUNTANTS & ADVISORS

1661 INTERNATIONAL DRIVE, SUITE 250 • MEMPHIS, TENNESSEE 38120

TEL: 901.761.3003 • FAX: 901.683.7901 • WWW.THEMARSTONGROUP.COM

The Marston Group, PLC
Certified Public Accountants & Advisors
1661 International Drive, Suite 250
Memphis, Tennessee 38120

January 31, 2024

ArtsMemphis
575 S. Mendenhall Road
Memphis, TN 38117
Attention: Julie Wiklund

Dear Julie:

Enclosed is your 2022 Exempt Organization return, as follows...

2022 Form 990

The return was prepared from the information furnished by you. Please review before filing to ensure there are no omissions or misstatements of material facts.

We have provided you tax advice in connection with the preparation of your tax return and associated tax planning services we have furnished. This advice is not intended or written to be used by any taxpayer for the purpose of avoiding penalties that may be imposed on the taxpayer by the Internal Revenue Service, and it cannot be used by any taxpayer for such purposes.

We sincerely appreciate this opportunity to serve you. If you have any questions regarding the return, please do not hesitate to call.

If your federal and/or state tax return has been electronically filed, we have transmitted the return electronically to the IRS or state revenue department on your behalf, and no further action on your part is required for filing such return. You should not mail the paper copy of such return(s) to the IRS or state revenue department, but you should retain the paper copy in your records.

If your federal and/or state tax return is being filed on paper, each original return should be signed, dated, and filed in accordance with the filing instructions (included in your copy of the return). We recommend that you use certified mail with postmarked receipts for proof of timely filing of any tax returns that are not being electronically filed. Copies of the return(s) and any postmarked mailing receipts should be retained in your records.

We prepared the returns from information you furnished us without verification. Upon examination of the returns by taxing authorities, requests may be made for underlying data. We therefore recommend that you preserve all records which you may be called upon to produce in connection with such an examination.

We have provided you with tax advice in connection with the preparation of your U.S. federal tax return and associated tax planning services we have furnished. This advice is not intended or written to be used by any taxpayer for the purpose of avoiding penalties that may be imposed on the taxpayer by the Internal Revenue Service, and it cannot be used by any taxpayer for such purpose.

We sincerely appreciate the opportunity to serve you. If you have any questions regarding the returns, please do not hesitate to call.

Sincerely,

The Marston Group, PLC

The Marston Group, PLC

TAX RETURN FILING INSTRUCTIONS

FORM 990

FOR THE YEAR ENDING

June 30, 2023

Prepared For:

ArtsMemphis
575 S. Mendenhall Road
Memphis, TN 38117

Prepared By:

The Marston Group, PLC
1661 International Drive, Suite 250
Memphis, TN 38120

Amount Due or Refund:

Not applicable

Make Check Payable To:

Not applicable

Mail Tax Return and Check (if applicable) To:

Not applicable

Return Must be Mailed On or Before:

Not applicable

Special Instructions:

This return has qualified for electronic filing. The return has been transmitted electronically to the IRS and no further action is required.

Form **8879-TE**

IRS e-file Signature Authorization for a Tax Exempt Entity

OMB No. 1545-0047

For calendar year 2022, or fiscal year beginning JUL 1, 2022, and ending JUN 30, 2023

2022

Department of the Treasury
Internal Revenue Service

Do not send to the IRS. Keep for your records.
Go to www.irs.gov/Form8879TE for the latest information.

Name of filer

ARTSMEMPHIS

EIN or SSN

62-0693547

Name and title of officer or person subject to tax

**JULIE WIKLUND
CFO**

Part I Type of Return and Return Information

Check the box for the return for which you are using this Form 8879-TE and enter the applicable amount, if any, from the return. Form 8038-CP and Form 5330 filers may enter dollars and cents. For all other forms, enter whole dollars only. If you check the box on line **1a, 2a, 3a, 4a, 5a, 6a, 7a, 8a, 9a, or 10a** below, and the amount on that line for the return being filed with this form was blank, then leave line **1b, 2b, 3b, 4b, 5b, 6b, 7b, 8b, 9b, or 10b**, whichever is applicable, blank (do not enter -0-). But, 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	<input checked="" type="checkbox"/>	b Total revenue , if any (Form 990, Part VIII, column (A), line 12)	1b <u>3,289,255.</u>
2a Form 990-EZ check here	<input type="checkbox"/>	b Total revenue , if any (Form 990-EZ, line 9)	2b _____
3a Form 1120-POL check here	<input type="checkbox"/>	b Total tax (Form 1120-POL, line 22)	3b _____
4a Form 990-PF check here	<input type="checkbox"/>	b Tax based on investment income (Form 990-PF, Part V, line 5)	4b _____
5a Form 8868 check here	<input type="checkbox"/>	b Balance due (Form 8868, line 3c)	5b _____
6a Form 990-T check here	<input type="checkbox"/>	b Total tax (Form 990-T, Part III, line 4)	6b _____
7a Form 4720 check here	<input type="checkbox"/>	b Total tax (Form 4720, Part III, line 1)	7b _____
8a Form 5227 check here	<input type="checkbox"/>	b FMV of assets at end of tax year (Form 5227, Item D)	8b _____
9a Form 5330 check here	<input type="checkbox"/>	b Tax due (Form 5330, Part II, line 19)	9b _____
10a Form 8038-CP check here	<input type="checkbox"/>	b Amount of credit payment requested (Form 8038-CP, Part III, line 22)	10b _____

Part II Declaration and Signature Authorization of Officer or Person Subject to Tax

Under penalties of perjury, I declare that I am an officer of the above entity or I am a person subject to tax with respect to (name of entity) _____, (EIN) _____ and that I have examined a copy of the 2022 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 electronic return. I consent to allow my intermediate service provider, transmitter, or electronic return originator (ERO) to send the 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. If applicable, I authorize the U.S. Treasury and its designated Financial Agent to initiate an electronic funds withdrawal (direct debit) entry to the financial institution account indicated in the tax preparation software for payment of the 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. I have selected a personal identification number (PIN) as my signature for the electronic return and, if applicable, the consent to electronic funds withdrawal.

PIN: check one box only

I authorize **THE MARSTON GROUP, PLC** to enter my PIN **12345**
ERO firm name Enter five numbers, but do not enter all zeros

as my signature on the tax year 2022 electronically filed return. If I have indicated within this return that a copy of the return is being filed with a state agency(ies) regulating charities as part of the IRS Fed/State program, I also authorize the aforementioned ERO to enter my PIN on the return's disclosure consent screen.

As an officer or person subject to tax with respect to the entity, I will enter my PIN as my signature on the tax year 2022 electronically filed return. If I have indicated within this return that a copy of the return is being filed with a state agency(ies) regulating charities as part of the IRS Fed/State program, I will enter my PIN on the return's disclosure consent screen.

Signature of officer or person subject to tax

Date

Part III Certification and Authentication

ERO's EFIN/PIN. Enter your six-digit electronic filing identification number (EFIN) followed by your five-digit self-selected PIN.

62615104712

Do not enter all zeros

I certify that the above numeric entry is my PIN, which is my signature on the 2022 electronically filed return indicated above. I confirm that I am submitting this return in accordance with the requirements of **Pub. 4163**, Modernized e-File (MeF) Information for Authorized IRS e-file Providers for Business Returns.

ERO's signature

Date 01/31/24

ERO Must Retain This Form - See Instructions
Do Not Submit This Form to the IRS Unless Requested To Do So

LHA For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Form **8879-TE** (2022)

Return of Organization Exempt From Income Tax

OMB No. 1545-0047

Form **990**

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations)

2022

Department of the Treasury
Internal Revenue Service

Do not enter social security numbers on this form as it may be made public.

Open to Public Inspection

Go to www.irs.gov/Form990 for instructions and the latest information.

A For the 2022 calendar year, or tax year beginning **JUL 1, 2022** and ending **JUN 30, 2023**

B Check if applicable: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Final return/terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	C Name of organization ARTSMEMPHIS Doing business as Number and street (or P.O. box if mail is not delivered to street address) Room/suite 575 S. MENDENHALL ROAD City or town, state or province, country, and ZIP or foreign postal code MEMPHIS, TN 38117 F Name and address of principal officer: JULIE WIKLUND SAME AS C ABOVE	D Employer identification number 62-0693547 E Telephone number 901-578-2787 G Gross receipts \$ 3,944,492. H(a) Is this a group return for subordinates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No H(b) Are all subordinates included? <input type="checkbox"/> Yes <input type="checkbox"/> No If "No," attach a list. See instructions H(c) Group exemption number
I Tax-exempt status: <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c) () (insert no.) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527		
J Website: WWW.ARTSMEMPHIS.ORG		
K Form of organization: <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other		
L Year of formation: 1962		M State of legal domicile: TN

Part I Summary

	1	Briefly describe the organization's mission or most significant activities: SUPPORTING THE ARTS TO STRENGTHEN THE MEMPHIS COMMUNITY.	
	2	Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets.	
Activities & Governance	3	Number of voting members of the governing body (Part VI, line 1a)	3 26
	4	Number of independent voting members of the governing body (Part VI, line 1b)	4 26
	5	Total number of individuals employed in calendar year 2022 (Part V, line 2a)	5 10
	6	Total number of volunteers (estimate if necessary)	6 143
	7a	Total unrelated business revenue from Part VIII, column (C), line 12	7a 0.
	7b	Net unrelated business taxable income from Form 990-T, Part I, line 11	7b 0.
	Revenue	8	Contributions and grants (Part VIII, line 1h)
9		Program service revenue (Part VIII, line 2g)	9 0.
10		Investment income (Part VIII, column (A), lines 3, 4, and 7d)	10 247,973.
11		Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	11 42,993.
12		Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	12 4,849,435.
13		Grants and similar amounts paid (Part IX, column (A), lines 1-3)	13 2,520,251.
Expenses		14	Benefits paid to or for members (Part IX, column (A), line 4)
	15	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	15 547,305.
	16a	Professional fundraising fees (Part IX, column (A), line 11e)	16a 0.
	b	Total fundraising expenses (Part IX, column (D), line 25)	b 445,989.
	17	Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	17 393,491.
	18	Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	18 3,461,047.
	19	Revenue less expenses. Subtract line 18 from line 12	19 1,388,388.
Net Assets or Fund Balances	20	Total assets (Part X, line 16)	20 27,136,198.
	21	Total liabilities (Part X, line 26)	21 5,528,566.
	22	Net assets or fund balances. Subtract line 21 from line 20	22 21,607,632.

Part II Signature Block

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 officer) is based on all information of which preparer has any knowledge.

Sign Here	Signature of officer JULIE WIKLUND, CFO Type or print name and title	Date
Paid Preparer Use Only	Print/Type preparer's name SUSAN M. LATTIMORE	Preparer's signature <i>Susan M. Lattimore</i>
	Firm's name THE MARSTON GROUP, PLC	Date 01/31/24
	Firm's address 1661 INTERNATIONAL DRIVE, SUITE 250 MEMPHIS, TN 38120	Check if self-employed <input type="checkbox"/> PTIN P00834343
		Firm's EIN 26-1180446 Phone no. 901-761-3003

May the IRS discuss this return with the preparer shown above? See instructions Yes No

Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response or note to any line in this Part III [X]

1 Briefly describe the organization's mission: SUPPORTING THE ARTS TO STRENGTHEN THE MEMPHIS COMMUNITY.

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? [] Yes [X] No

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? [] Yes [X] No

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses.

4a (Code:) (Expenses \$ 1,111,942. including grants of \$ 1,001,000.) (Revenue \$) OPERATING SUPPORT GRANTS: ARTSMEMPHIS, THROUGH THIS CORNERSTONE GRANT PROGRAM, NURTURES SMALL, COMMUNITY-BASED ARTS ORGANIZATIONS AND SUPPORTS LARGER ORGANIZATIONS THAT CREATE THE SEEDS FOR NEW INITIATIVES AND LEND STABILITY TO THE OVERALL ARTS LANDSCAPE. ARTSMEMPHIS SEEKS TO ENABLE ALL EFFECTIVE ARTS ORGANIZATIONS TO SUCCEED. WE RECOGNIZE THAT UNRESTRICTED OPERATING SUPPORT IS THE MOST VALUABLE FUNDING THAT AN ARTS ORGANIZATION CAN RECEIVE AND THE MOST DIFFICULT TYPE OF FUNDING TO RAISE.

4b (Code:) (Expenses \$ 866,366. including grants of \$ 779,927.) (Revenue \$) RECOVERY FUND: THE PURPOSE OF THESE GRANTS, IS TO PROVIDE FUNDING TO INDIVIDUAL ARTISTS AND ARTS ORGANIZATIONS TO FACILITATE RECOVERY FROM THE COVID-19 PANDEMIC.

4c (Code:) (Expenses \$ 349,911. including grants of \$ 315,000.) (Revenue \$) ENHANCEMENT GRANTS: THE PURPOSE OF THESE GRANTS, WHICH COME FROM A SPECIFIC FUND OF OUR ENDOWMENT, IS TO BUILD AN ORGANIZATION'S LONG-TERM CAPACITY, INCREASE LONG-TERM EARNED INCOME STREAMS, CATALYZE AND ASSIST AN ORGANIZATION IN GOING TO THE NEXT LEVEL, AND/OR FUND VENTURE CAPITAL/RISK-TAKING INITIATIVES WITH POTENTIAL FOR RETURN ON INVESTMENT AND BROAD COMMUNITY IMPACT.

4d Other program services (Describe on Schedule O.) (Expenses \$ 1,423,162. including grants of \$ 1,281,170.) (Revenue \$)

4e Total program service expenses 3,751,381.

Part IV Checklist of Required Schedules

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? <i>If "Yes," complete Schedule A</i>	X	
2 Is the organization required to complete <i>Schedule B, Schedule of Contributors</i> ? See instructions	X	
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? <i>If "Yes," complete Schedule C, Part I</i>		X
4 Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? <i>If "Yes," complete Schedule C, Part II</i>		X
5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Rev. Proc. 98-19? <i>If "Yes," complete Schedule C, Part III</i>		X
6 Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? <i>If "Yes," complete Schedule D, Part I</i>		X
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? <i>If "Yes," complete Schedule D, Part II</i>		X
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III</i>		X
9 Did the organization report an amount in Part X, line 21, for escrow or custodial account liability, serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? <i>If "Yes," complete Schedule D, Part IV</i>		X
10 Did the organization, directly or through a related organization, hold assets in donor-restricted endowments or in quasi endowments? <i>If "Yes," complete Schedule D, Part V</i>	X	
11 If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X, as applicable.		
a Did the organization report an amount for land, buildings, and equipment in Part X, line 10? <i>If "Yes," complete Schedule D, Part VI</i>	X	
b Did the organization report an amount for investments - other securities in Part X, line 12, that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VII</i>	X	
c Did the organization report an amount for investments - program related in Part X, line 13, that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VIII</i>		X
d Did the organization report an amount for other assets in Part X, line 15, that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part IX</i>		X
e Did the organization report an amount for other liabilities in Part X, line 25? <i>If "Yes," complete Schedule D, Part X</i>	X	
f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? <i>If "Yes," complete Schedule D, Part X</i>	X	
12a Did the organization obtain separate, independent audited financial statements for the tax year? <i>If "Yes," complete Schedule D, Parts XI and XII</i>	X	
b Was the organization included in consolidated, independent audited financial statements for the tax year? <i>If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional</i>		X
13 Is the organization a school described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E</i>		X
14a Did the organization maintain an office, employees, or agents outside of the United States?		X
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? <i>If "Yes," complete Schedule F, Parts I and IV</i>		X
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or other assistance to or for any foreign organization? <i>If "Yes," complete Schedule F, Parts II and IV</i>		X
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or other assistance to or for foreign individuals? <i>If "Yes," complete Schedule F, Parts III and IV</i>		X
17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? <i>If "Yes," complete Schedule G, Part I.</i> See instructions		X
18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? <i>If "Yes," complete Schedule G, Part II</i>	X	
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III</i>		X
20a Did the organization operate one or more hospital facilities? <i>If "Yes," complete Schedule H</i>		X
b If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?		
21 Did the organization report more than \$5,000 of grants or other assistance to any domestic organization or domestic government on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i>	X	

Part IV Checklist of Required Schedules (continued)

	Yes	No
22 Did the organization report more than \$5,000 of grants or other assistance to or for domestic individuals on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III</i>	22 X	
23 Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5, about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J</i>	23 X	
24a Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25a</i>	24a	X
b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?	24b	
c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?	24c	
d Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?	24d	
25a Section 501(c)(3), 501(c)(4), and 501(c)(29) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i>	25a	X
b Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I</i>	25b	X
26 Did the organization report any amount on Part X, line 5 or 22, for receivables from or payables to any current or former officer, director, trustee, key employee, creator or founder, substantial contributor, or 35% controlled entity or family member of any of these persons? <i>If "Yes," complete Schedule L, Part II</i>	26	X
27 Did the organization provide a grant or other assistance to any current or former officer, director, trustee, key employee, creator or founder, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity (including an employee thereof) or family member of any of these persons? <i>If "Yes," complete Schedule L, Part III</i>	27	X
28 Was the organization a party to a business transaction with one of the following parties (see the Schedule L, Part IV, instructions for applicable filing thresholds, conditions, and exceptions):		
a A current or former officer, director, trustee, key employee, creator or founder, or substantial contributor? <i>If "Yes," complete Schedule L, Part IV</i>	28a	X
b A family member of any individual described in line 28a? <i>If "Yes," complete Schedule L, Part IV</i>	28b	X
c A 35% controlled entity of one or more individuals and/or organizations described in line 28a or 28b? <i>If "Yes," complete Schedule L, Part IV</i>	28c	X
29 Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i>	29	X
30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i>	30	X
31 Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i>	31	X
32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i>	32	X
33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i>	33	X
34 Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1</i>	34	X
35a Did the organization have a controlled entity within the meaning of section 512(b)(13)?	35a	X
b If "Yes" to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i>	35b	
36 Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i>	36	X
37 Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI</i>	37	X
38 Did the organization complete Schedule O and provide explanations on Schedule O for Part VI, lines 11b and 19?	38 X	

Note: All Form 990 filers are required to complete Schedule O

Part V Statements Regarding Other IRS Filings and Tax Compliance

Check if Schedule O contains a response or note to any line in this Part V

	Yes	No
1a Enter the number reported in box 3 of Form 1096. Enter -0- if not applicable	1a 42	
b Enter the number of Forms W-2G included on line 1a. Enter -0- if not applicable	1b 0	
c Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	1c	

Part V Statements Regarding Other IRS Filings and Tax Compliance (continued)

Table with columns for question number, question text, and Yes/No checkboxes. Includes questions 2a through 17 regarding employee counts, tax returns, unrelated business income, foreign accounts, prohibited transactions, and charitable contributions.

Part VI Governance, Management, and Disclosure. For each "Yes" response to lines 2 through 7b below, and for a "No" response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes on Schedule O. See instructions.

Check if Schedule O contains a response or note to any line in this Part VI

Section A. Governing Body and Management

		Yes	No
1a	Enter the number of voting members of the governing body at the end of the tax year If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain on Schedule O.		
	1a 26		
b	Enter the number of voting members included on line 1a, above, who are independent		
	1b 26		
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?		X
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors, trustees, or key employees to a management company or other person?		X
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?		X
5	Did the organization become aware during the year of a significant diversion of the organization's assets?		X
6	Did the organization have members or stockholders?		X
7a	Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?		X
b	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?		X
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:		
a	The governing body?	X	
b	Each committee with authority to act on behalf of the governing body?	X	
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses on Schedule O		X

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code.)

		Yes	No
10a	Did the organization have local chapters, branches, or affiliates?		X
b	If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?		
11a	Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	X	
b	Describe on Schedule O the process, if any, used by the organization to review this Form 990.		
12a	Did the organization have a written conflict of interest policy? If "No," go to line 13	X	
b	Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	X	
c	Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe on Schedule O how this was done	X	
13	Did the organization have a written whistleblower policy?	X	
14	Did the organization have a written document retention and destruction policy?	X	
15	Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?		
a	The organization's CEO, Executive Director, or top management official	X	
b	Other officers or key employees of the organization	X	
	If "Yes" to line 15a or 15b, describe the process on Schedule O. See instructions.		
16a	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?		X
b	If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?		

Section C. Disclosure

- 17** List the states with which a copy of this Form 990 is required to be filed TN
- 18** Section 6104 requires an organization to make its Forms 1023 (1024 or 1024-A, if applicable), 990, and 990-T (section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.
 Own website Another's website Upon request Other (explain on Schedule O)
- 19** Describe on Schedule O whether (and if so, how) the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year.
- 20** State the name, address, and telephone number of the person who possesses the organization's books and records
JULIE WIKLUND - 901-578-2787
575 S. MENDENHALL, MEMPHIS, TN 38117

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

Check if Schedule O contains a response or note to any line in this Part VII

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

1a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
 - List all of the organization's **current** key employees, if any. See the instructions for definition of "key employee."
 - List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (box 5 of Form W-2, box 6 of Form 1099-MISC, and/or box 1 of Form 1099-NEC) of more than \$100,000 from the organization and any related organizations.
 - List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.
 - List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.
- See the instructions for the order in which to list the persons above.

Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee.

(A) Name and title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC/1099-NEC)	(E) Reportable compensation from related organizations (W-2/1099-MISC/1099-NEC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(1) ELIZABETH ROUSE PRESIDENT, CEO	40.00			X			155,872.	0.	0.	
(2) TRACY LAURITZEN WRIGHT CHIEF OPERATING OFFICER	40.00			X			101,500.	0.	0.	
(3) JULIE WIKLUND CHIEF FINANCIAL OFFICER	40.00			X			87,725.	0.	0.	
(4) KATHY GALE UHLHORN CHAIR, BOARD OF DIRECTORS	0.00	X		X			0.	0.	0.	
(5) RUSS WIGGINTON VICE-CHAIR, BOARD OF DIREC	0.00	X		X			0.	0.	0.	
(6) PAT DANEHY MEMBER, BOARD OF DIRECTORS	0.00	X					0.	0.	0.	
(7) TROW GILLESPIE MEMBER, BOARD OF DIRECTORS	0.00	X					0.	0.	0.	
(8) MARY HOPKINS TREASURER, BOARD OF DIRECT	0.00	X		X			0.	0.	0.	
(9) BRUCE HOPKINS MEMBER, BOARD OF DIRECTORS	0.00	X					0.	0.	0.	
(10) JON MOOREHEAD SECRETARY, BOARD OF DIRECT	0.00	X		X			0.	0.	0.	
(11) JUANITA ORTIZ MEMBER, BOARD OF DIRECTORS	0.00	X					0.	0.	0.	
(12) GARY WUNDERLICH MEMBER, BOARD OF DIRECTORS	0.00	X					0.	0.	0.	
(13) OSCAR ADAMS MEMBER, BOARD OF DIRECTORS	0.00	X					0.	0.	0.	
(14) BO ALLEN MEMBER, BOARD OF DIRECTORS	0.00	X					0.	0.	0.	
(15) CALVIN BIGGERS MEMBER, BOARD OF DIRECTORS	0.00	X					0.	0.	0.	
(16) MIKE CAMPARNARO MEMBER, BOARD OF DIRECTORS	0.00	X					0.	0.	0.	
(17) BILL CARKEET MEMBER, BOARD OF DIRECTORS	0.00	X					0.	0.	0.	

Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

(A) Name and title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC/1099-NEC)	(E) Reportable compensation from related organizations (W-2/1099-MISC/1099-NEC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(18) KATE CONNELL MEMBER, BOARD OF DIRECTORS	0.00	X						0.	0.	0.
(19) BOB CRADDOCK MEMBER, BOARD OF DIRECTORS	0.00	X						0.	0.	0.
(20) MICHAEL DRAKE MEMBER, BOARD OF DIRECTORS	0.00	X						0.	0.	0.
(21) MARTIN HAND MEMBER, BOARD OF DIRECTORS	0.00	X						0.	0.	0.
(22) LOWRY HOWELL MEMBER, BOARD OF DIRECTORS	0.00	X						0.	0.	0.
(23) RACHEL JACKSON MEMBER, BOARD OF DIRECTORS	0.00	X						0.	0.	0.
(24) DIANNE MALL MEMBER, BOARD OF DIRECTORS	0.00	X						0.	0.	0.
(25) REG PAIGE MEMBER, BOARD OF DIRECTORS	0.00	X						0.	0.	0.
(26) KERA WRIGHT MEMBER, BOARD OF DIRECTORS	0.00	X						0.	0.	0.
1b Subtotal								345,097.	0.	0.
c Total from continuation sheets to Part VII, Section A								0.	0.	0.
d Total (add lines 1b and 1c)								345,097.	0.	0.

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization 2

	Yes	No
3 Did the organization list any former officer, director, trustee, key employee, or highest compensated employee on line 1a? <i>If "Yes," complete Schedule J for such individual</i>		X
4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? <i>If "Yes," complete Schedule J for such individual</i>	X	
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? <i>If "Yes," complete Schedule J for such person</i>		X

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year.

(A) Name and business address	(B) Description of services	(C) Compensation
NONE		

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 of compensation from the organization 0

SEE PART VII, SECTION A CONTINUATION SHEETS

Part VIII Statement of Revenue

Check if Schedule O contains a response or note to any line in this Part VIII

			(A)	(B)	(C)	(D)	
			Total revenue	Related or exempt function revenue	Unrelated business revenue	Revenue excluded from tax under sections 512 - 514	
Contributions, Gifts, Grants and Other Similar Amounts	1 a Federated campaigns	1a					
	b Membership dues	1b					
	c Fundraising events	1c					
	d Related organizations	1d					
	e Government grants (contributions)	1e	159,660.				
	f All other contributions, gifts, grants, and similar amounts not included above ...	1f	2,584,012.				
	g Noncash contributions included in lines 1a-1f	1g	\$				
	h Total. Add lines 1a-1f			2,743,672.			
Program Service Revenue	2 a _____	Business Code					
	b _____						
	c _____						
	d _____						
	e _____						
	f All other program service revenue						
	g Total. Add lines 2a-2f						
Other Revenue	3 Investment income (including dividends, interest, and other similar amounts)		105,867.			105,867.	
	4 Income from investment of tax-exempt bond proceeds						
	5 Royalties						
	6 a Gross rents	6a	(i) Real				
			(ii) Personal				
	b Less: rental expenses ...	6b					
	c Rental income or (loss)	6c					
	d Net rental income or (loss)						
	7 a Gross amount from sales of assets other than inventory	7a	(i) Securities	546,587.			
			(ii) Other				
	b Less: cost or other basis and sales expenses	7b	537,966.				
	c Gain or (loss)	7c	8,621.				
d Net gain or (loss)			8,621.		8,621.		
8 a Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c). See Part IV, line 18	8a		548,366.				
b Less: direct expenses	8b	117,271.					
c Net income or (loss) from fundraising events			431,095.		431,095.		
9 a Gross income from gaming activities. See Part IV, line 19	9a						
b Less: direct expenses	9b						
c Net income or (loss) from gaming activities							
10 a Gross sales of inventory, less returns and allowances	10a						
b Less: cost of goods sold	10b						
c Net income or (loss) from sales of inventory							
Miscellaneous Revenue	11 a _____	Business Code					
	b _____						
	c _____						
	d All other revenue						
	e Total. Add lines 11a-11d						
12 Total revenue. See instructions			3,289,255.	0.	0.	545,583.	

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A).

Check if Schedule O contains a response or note to any line in this Part IX

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to domestic organizations and domestic governments. See Part IV, line 21 ...	3,300,097.	3,300,097.		
2 Grants and other assistance to domestic individuals. See Part IV, line 22	77,000.	77,000.		
3 Grants and other assistance to foreign organizations, foreign governments, and foreign individuals. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	345,097.	127,686.	89,725.	127,686.
6 Compensation not included above to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages	120,573.	44,612.	31,349.	44,612.
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)	16,308.	6,034.	4,240.	6,034.
9 Other employee benefits	27,219.	10,071.	7,077.	10,071.
10 Payroll taxes	40,076.	14,828.	10,420.	14,828.
11 Fees for services (nonemployees):				
a Management				
b Legal				
c Accounting	25,295.		25,295.	
d Lobbying				
e Professional fundraising services. See Part IV, line 17				
f Investment management fees				
g Other. (If line 11g amount exceeds 10% of line 25, column (A), amount, list line 11g expenses on Sch O.)				
12 Advertising and promotion	92,652.	77,672.		14,980.
13 Office expenses	6,835.	2,529.	1,777.	2,529.
14 Information technology				
15 Royalties				
16 Occupancy	79,379.	29,370.	20,639.	29,370.
17 Travel	4,973.		4,973.	
18 Payments of travel or entertainment expenses for any federal, state, or local public officials ...				
19 Conferences, conventions, and meetings				
20 Interest	2,709.		2,709.	
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	16,461.	6,091.	4,280.	6,090.
23 Insurance	11,305.	4,183.	2,939.	4,183.
24 Other expenses. Itemize expenses not covered above. (List miscellaneous expenses on line 24e. If line 24e amount exceeds 10% of line 25, column (A), amount, list line 24e expenses on Schedule O.)				
a DEVELOPMENT SUPPORT	146,423.			146,423.
b EQUIPMENT MAINTENANCE	33,325.	12,330.	8,665.	12,330.
c ADVOCACY FOR ART GROUPS	21,579.	21,579.		
d PRINTING	15,909.	112.	79.	15,718.
e All other expenses	46,583.	17,187.	18,261.	11,135.
25 Total functional expenses. Add lines 1 through 24e	4,429,798.	3,751,381.	232,428.	445,989.
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here <input type="checkbox"/> if following SOP 98-2 (ASC 958-720)				

Part X Balance Sheet

Check if Schedule O contains a response or note to any line in this Part X

		(A) Beginning of year		(B) End of year
Assets	1 Cash - non-interest-bearing		1	
	2 Savings and temporary cash investments	1,442,478.	2	735,902.
	3 Pledges and grants receivable, net	3,947,280.	3	1,211,267.
	4 Accounts receivable, net		4	
	5 Loans and other receivables from any current or former officer, director, trustee, key employee, creator or founder, substantial contributor, or 35% controlled entity or family member of any of these persons		5	
	6 Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), and persons described in section 4958(c)(3)(B)		6	
	7 Notes and loans receivable, net		7	
	8 Inventories for sale or use		8	
	9 Prepaid expenses and deferred charges	11,755.	9	31,610.
	10a Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a 393,868.		
	b Less: accumulated depreciation	10b 265,073.	9,758.	10c 128,795.
	11 Investments - publicly traded securities		11	
	12 Investments - other securities. See Part IV, line 11	21,724,927.	12	25,593,063.
	13 Investments - program-related. See Part IV, line 11		13	
	14 Intangible assets		14	
	15 Other assets. See Part IV, line 11		15	
16 Total assets. Add lines 1 through 15 (must equal line 33)	27,136,198.	16	27,700,637.	
Liabilities	17 Accounts payable and accrued expenses	100,661.	17	73,138.
	18 Grants payable	202,250.	18	15,419.
	19 Deferred revenue	66,250.	19	124,490.
	20 Tax-exempt bond liabilities		20	
	21 Escrow or custodial account liability. Complete Part IV of Schedule D		21	
	22 Loans and other payables to any current or former officer, director, trustee, key employee, creator or founder, substantial contributor, or 35% controlled entity or family member of any of these persons		22	
	23 Secured mortgages and notes payable to unrelated third parties		23	
	24 Unsecured notes and loans payable to unrelated third parties		24	
	25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D	5,159,405.	25	5,369,473.
	26 Total liabilities. Add lines 17 through 25	5,528,566.	26	5,582,520.
Net Assets or Fund Balances	Organizations that follow FASB ASC 958, check here <input checked="" type="checkbox"/> and complete lines 27, 28, 32, and 33.			
	27 Net assets without donor restrictions	15,798,071.	27	16,044,972.
	28 Net assets with donor restrictions	5,809,561.	28	6,073,145.
	Organizations that do not follow FASB ASC 958, check here <input type="checkbox"/> and complete lines 29 through 33.			
	29 Capital stock or trust principal, or current funds		29	
	30 Paid-in or capital surplus, or land, building, or equipment fund		30	
	31 Retained earnings, endowment, accumulated income, or other funds		31	
	32 Total net assets or fund balances	21,607,632.	32	22,118,117.
	33 Total liabilities and net assets/fund balances	27,136,198.	33	27,700,637.

Part XI Reconciliation of Net Assets

Check if Schedule O contains a response or note to any line in this Part XI

1	Total revenue (must equal Part VIII, column (A), line 12)	1	3,289,255.
2	Total expenses (must equal Part IX, column (A), line 25)	2	4,429,798.
3	Revenue less expenses. Subtract line 2 from line 1	3	-1,140,543.
4	Net assets or fund balances at beginning of year (must equal Part X, line 32, column (A))	4	21,607,632.
5	Net unrealized gains (losses) on investments	5	1,541,539.
6	Donated services and use of facilities	6	109,489.
7	Investment expenses	7	
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain on Schedule O)	9	0.
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 32, column (B))	10	22,118,117.

Part XII Financial Statements and Reporting

Check if Schedule O contains a response or note to any line in this Part XII

		Yes	No
1	Accounting method used to prepare the Form 990: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other _____ If the organization changed its method of accounting from a prior year or checked "Other," explain on Schedule O.		
2a	Were the organization's financial statements compiled or reviewed by an independent accountant? _____ If "Yes," check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both: <input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis		X
b	Were the organization's financial statements audited by an independent accountant? _____ If "Yes," check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both: <input checked="" type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis	X	
c	If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? _____ If the organization changed either its oversight process or selection process during the tax year, explain on Schedule O.		X
3a	As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Uniform Guidance, 2 C.F.R. Part 200, Subpart F? _____		X
b	If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why on Schedule O and describe any steps taken to undergo such audits _____		

Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)

(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

Calendar year (or fiscal year beginning in)	(a) 2018	(b) 2019	(c) 2020	(d) 2021	(e) 2022	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")	1584068.	1107492.	2446203.	3240784.	2743672.	11122219.
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 through 3	1584068.	1107492.	2446203.	3240784.	2743672.	11122219.
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						4844500.
6 Public support. Subtract line 5 from line 4.						6277719.

Section B. Total Support

Calendar year (or fiscal year beginning in)	(a) 2018	(b) 2019	(c) 2020	(d) 2021	(e) 2022	(f) Total
7 Amounts from line 4	1584068.	1107492.	2446203.	3240784.	2743672.	11122219.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties, and income from similar sources	65,138.	48,756.	34,514.	71,994.	105,867.	326,269.
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.)						
11 Total support. Add lines 7 through 10						11448488.
12 Gross receipts from related activities, etc. (see instructions)					12	

13 First 5 years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and **stop here**

Section C. Computation of Public Support Percentage

14 Public support percentage for 2022 (line 6, column (f), divided by line 11, column (f))	14	54.83 %
15 Public support percentage from 2021 Schedule A, Part II, line 14	15	61.56 %

16a 33 1/3% support test - 2022. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and **stop here.** The organization qualifies as a publicly supported organization

b 33 1/3% support test - 2021. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and **stop here.** The organization qualifies as a publicly supported organization

17a 10% -facts-and-circumstances test - 2022. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the facts-and-circumstances test, check this box and **stop here.** Explain in Part VI how the organization meets the facts-and-circumstances test. The organization qualifies as a publicly supported organization

b 10% -facts-and-circumstances test - 2021. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the facts-and-circumstances test, check this box and **stop here.** Explain in Part VI how the organization meets the facts-and-circumstances test. The organization qualifies as a publicly supported organization

18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions

Part III Support Schedule for Organizations Described in Section 509(a)(2)

(Complete only if you checked the box on line 10 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support

Calendar year (or fiscal year beginning in)	(a) 2018	(b) 2019	(c) 2020	(d) 2021	(e) 2022	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge ...						
6 Total. Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 Public support. (Subtract line 7c from line 6.)						

Section B. Total Support

Calendar year (or fiscal year beginning in)	(a) 2018	(b) 2019	(c) 2020	(d) 2021	(e) 2022	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties, and income from similar sources ...						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included on line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.)						
13 Total support. (Add lines 9, 10c, 11, and 12.)						

14 First 5 years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and **stop here**

Section C. Computation of Public Support Percentage

15 Public support percentage for 2022 (line 8, column (f), divided by line 13, column (f))	15	%
16 Public support percentage from 2021 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2022 (line 10c, column (f), divided by line 13, column (f))	17	%
18 Investment income percentage from 2021 Schedule A, Part III, line 17	18	%

19a 33 1/3% support tests - 2022. If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization

b 33 1/3% support tests - 2021. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization

20 Private foundation. If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions

Part IV Supporting Organizations

(Complete only if you checked a box on line 12 of Part I. If you checked box 12a, Part I, complete Sections A and B. If you checked box 12b, Part I, complete Sections A and C. If you checked box 12c, Part I, complete Sections A, D, and E. If you checked box 12d, Part I, complete Sections A and D, and complete Part V.)

Section A. All Supporting Organizations

	Yes	No
1 Are all of the organization's supported organizations listed by name in the organization's governing documents? <i>If "No," describe in Part VI how the supported organizations are designated. If designated by class or purpose, describe the designation. If historic and continuing relationship, explain.</i>		
2 Did the organization have any supported organization that does not have an IRS determination of status under section 509(a)(1) or (2)? <i>If "Yes," explain in Part VI how the organization determined that the supported organization was described in section 509(a)(1) or (2).</i>		
3a Did the organization have a supported organization described in section 501(c)(4), (5), or (6)? <i>If "Yes," answer lines 3b and 3c below.</i>		
b Did the organization confirm that each supported organization qualified under section 501(c)(4), (5), or (6) and satisfied the public support tests under section 509(a)(2)? <i>If "Yes," describe in Part VI when and how the organization made the determination.</i>		
c Did the organization ensure that all support to such organizations was used exclusively for section 170(c)(2)(B) purposes? <i>If "Yes," explain in Part VI what controls the organization put in place to ensure such use.</i>		
4a Was any supported organization not organized in the United States ("foreign supported organization")? <i>If "Yes," and if you checked box 12a or 12b in Part I, answer lines 4b and 4c below.</i>		
b Did the organization have ultimate control and discretion in deciding whether to make grants to the foreign supported organization? <i>If "Yes," describe in Part VI how the organization had such control and discretion despite being controlled or supervised by or in connection with its supported organizations.</i>		
c Did the organization support any foreign supported organization that does not have an IRS determination under sections 501(c)(3) and 509(a)(1) or (2)? <i>If "Yes," explain in Part VI what controls the organization used to ensure that all support to the foreign supported organization was used exclusively for section 170(c)(2)(B) purposes.</i>		
5a Did the organization add, substitute, or remove any supported organizations during the tax year? <i>If "Yes," answer lines 5b and 5c below (if applicable). Also, provide detail in Part VI, including (i) the names and EIN numbers of the supported organizations added, substituted, or removed; (ii) the reasons for each such action; (iii) the authority under the organization's organizing document authorizing such action; and (iv) how the action was accomplished (such as by amendment to the organizing document).</i>		
b Type I or Type II only. Was any added or substituted supported organization part of a class already designated in the organization's organizing document?		
c Substitutions only. Was the substitution the result of an event beyond the organization's control?		
6 Did the organization provide support (whether in the form of grants or the provision of services or facilities) to anyone other than (i) its supported organizations, (ii) individuals that are part of the charitable class benefited by one or more of its supported organizations, or (iii) other supporting organizations that also support or benefit one or more of the filing organization's supported organizations? <i>If "Yes," provide detail in Part VI.</i>		
7 Did the organization provide a grant, loan, compensation, or other similar payment to a substantial contributor (as defined in section 4958(c)(3)(C)), a family member of a substantial contributor, or a 35% controlled entity with regard to a substantial contributor? <i>If "Yes," complete Part I of Schedule L (Form 990).</i>		
8 Did the organization make a loan to a disqualified person (as defined in section 4958) not described on line 7? <i>If "Yes," complete Part I of Schedule L (Form 990).</i>		
9a Was the organization controlled directly or indirectly at any time during the tax year by one or more disqualified persons, as defined in section 4946 (other than foundation managers and organizations described in section 509(a)(1) or (2))? <i>If "Yes," provide detail in Part VI.</i>		
b Did one or more disqualified persons (as defined on line 9a) hold a controlling interest in any entity in which the supporting organization had an interest? <i>If "Yes," provide detail in Part VI.</i>		
c Did a disqualified person (as defined on line 9a) have an ownership interest in, or derive any personal benefit from, assets in which the supporting organization also had an interest? <i>If "Yes," provide detail in Part VI.</i>		
10a Was the organization subject to the excess business holdings rules of section 4943 because of section 4943(f) (regarding certain Type II supporting organizations, and all Type III non-functionally integrated supporting organizations)? <i>If "Yes," answer line 10b below.</i>		
b Did the organization have any excess business holdings in the tax year? <i>(Use Schedule C, Form 4720, to determine whether the organization had excess business holdings.)</i>		

Part IV Supporting Organizations (continued)

	Yes	No
11 Has the organization accepted a gift or contribution from any of the following persons?		
a A person who directly or indirectly controls, either alone or together with persons described on lines 11b and 11c below, the governing body of a supported organization?		
b A family member of a person described on line 11a above?		
c A 35% controlled entity of a person described on line 11a or 11b above? <i>If "Yes" to line 11a, 11b, or 11c, provide detail in Part VI.</i>		
11a		
11b		
11c		

Section B. Type I Supporting Organizations

	Yes	No
1 Did the governing body, members of the governing body, officers acting in their official capacity, or membership of one or more supported organizations have the power to regularly appoint or elect at least a majority of the organization's officers, directors, or trustees at all times during the tax year? <i>If "No," describe in Part VI how the supported organization(s) effectively operated, supervised, or controlled the organization's activities. If the organization had more than one supported organization, describe how the powers to appoint and/or remove officers, directors, or trustees were allocated among the supported organizations and what conditions or restrictions, if any, applied to such powers during the tax year.</i>		
2 Did the organization operate for the benefit of any supported organization other than the supported organization(s) that operated, supervised, or controlled the supporting organization? <i>If "Yes," explain in Part VI how providing such benefit carried out the purposes of the supported organization(s) that operated, supervised, or controlled the supporting organization.</i>		
1		
2		

Section C. Type II Supporting Organizations

	Yes	No
1 Were a majority of the organization's directors or trustees during the tax year also a majority of the directors or trustees of each of the organization's supported organization(s)? <i>If "No," describe in Part VI how control or management of the supporting organization was vested in the same persons that controlled or managed the supported organization(s).</i>		
1		

Section D. All Type III Supporting Organizations

	Yes	No
1 Did the organization provide to each of its supported organizations, by the last day of the fifth month of the organization's tax year, (i) a written notice describing the type and amount of support provided during the prior tax year, (ii) a copy of the Form 990 that was most recently filed as of the date of notification, and (iii) copies of the organization's governing documents in effect on the date of notification, to the extent not previously provided?		
2 Were any of the organization's officers, directors, or trustees either (i) appointed or elected by the supported organization(s) or (ii) serving on the governing body of a supported organization? <i>If "No," explain in Part VI how the organization maintained a close and continuous working relationship with the supported organization(s).</i>		
3 By reason of the relationship described on line 2, above, did the organization's supported organizations have a significant voice in the organization's investment policies and in directing the use of the organization's income or assets at all times during the tax year? <i>If "Yes," describe in Part VI the role the organization's supported organizations played in this regard.</i>		
1		
2		
3		

Section E. Type III Functionally Integrated Supporting Organizations

1 Check the box next to the method that the organization used to satisfy the Integral Part Test during the year (see instructions).			
a <input type="checkbox"/> The organization satisfied the Activities Test. Complete line 2 below.			
b <input type="checkbox"/> The organization is the parent of each of its supported organizations. Complete line 3 below.			
c <input type="checkbox"/> The organization supported a governmental entity. Describe in Part VI how you supported a governmental entity (see instructions).			
2 Activities Test. Answer lines 2a and 2b below.			
a Did substantially all of the organization's activities during the tax year directly further the exempt purposes of the supported organization(s) to which the organization was responsive? <i>If "Yes," then in Part VI identify those supported organizations and explain how these activities directly furthered their exempt purposes, how the organization was responsive to those supported organizations, and how the organization determined that these activities constituted substantially all of its activities.</i>			
b Did the activities described on line 2a, above, constitute activities that, but for the organization's involvement, one or more of the organization's supported organization(s) would have been engaged in? <i>If "Yes," explain in Part VI the reasons for the organization's position that its supported organization(s) would have engaged in these activities but for the organization's involvement.</i>			
3 Parent of Supported Organizations. Answer lines 3a and 3b below.			
a Did the organization have the power to regularly appoint or elect a majority of the officers, directors, or trustees of each of the supported organizations? <i>If "Yes" or "No" provide details in Part VI.</i>			
b Did the organization exercise a substantial degree of direction over the policies, programs, and activities of each of its supported organizations? <i>If "Yes," describe in Part VI the role played by the organization in this regard.</i>			
2a			
2b			
3a			
3b			

Part V Type III Non-Functionally Integrated 509(a)(3) Supporting Organizations

1 Check here if the organization satisfied the Integral Part Test as a qualifying trust on Nov. 20, 1970 (*explain in Part VI*). **See instructions.**
 All other Type III non-functionally integrated supporting organizations must complete Sections A through E.

Section A - Adjusted Net Income		(A) Prior Year	(B) Current Year (optional)
1	Net short-term capital gain	1	
2	Recoveries of prior-year distributions	2	
3	Other gross income (see instructions)	3	
4	Add lines 1 through 3.	4	
5	Depreciation and depletion	5	
6	Portion of operating expenses paid or incurred for production or collection of gross income or for management, conservation, or maintenance of property held for production of income (see instructions)	6	
7	Other expenses (see instructions)	7	
8	Adjusted Net Income (subtract lines 5, 6, and 7 from line 4)	8	

Section B - Minimum Asset Amount		(A) Prior Year	(B) Current Year (optional)
1	Aggregate fair market value of all non-exempt-use assets (see instructions for short tax year or assets held for part of year):		
a	Average monthly value of securities	1a	
b	Average monthly cash balances	1b	
c	Fair market value of other non-exempt-use assets	1c	
d	Total (add lines 1a, 1b, and 1c)	1d	
e	Discount claimed for blockage or other factors (<i>explain in detail in Part VI</i>):		
2	Acquisition indebtedness applicable to non-exempt-use assets	2	
3	Subtract line 2 from line 1d.	3	
4	Cash deemed held for exempt use. Enter 0.015 of line 3 (for greater amount, see instructions).	4	
5	Net value of non-exempt-use assets (subtract line 4 from line 3)	5	
6	Multiply line 5 by 0.035.	6	
7	Recoveries of prior-year distributions	7	
8	Minimum Asset Amount (add line 7 to line 6)	8	

Section C - Distributable Amount			Current Year
1	Adjusted net income for prior year (from Section A, line 8, column A)	1	
2	Enter 0.85 of line 1.	2	
3	Minimum asset amount for prior year (from Section B, line 8, column A)	3	
4	Enter greater of line 2 or line 3.	4	
5	Income tax imposed in prior year	5	
6	Distributable Amount. Subtract line 5 from line 4, unless subject to emergency temporary reduction (see instructions).	6	
7	<input type="checkbox"/> Check here if the current year is the organization's first as a non-functionally integrated Type III supporting organization (see instructions).		

Part V Type III Non-Functionally Integrated 509(a)(3) Supporting Organizations (continued)

Section D - Distributions		Current Year
1	Amounts paid to supported organizations to accomplish exempt purposes	1
2	Amounts paid to perform activity that directly furthers exempt purposes of supported organizations, in excess of income from activity	2
3	Administrative expenses paid to accomplish exempt purposes of supported organizations	3
4	Amounts paid to acquire exempt-use assets	4
5	Qualified set-aside amounts (prior IRS approval required - <i>provide details in Part VI</i>)	5
6	Other distributions (<i>describe in Part VI</i>). See instructions.	6
7	Total annual distributions. Add lines 1 through 6.	7
8	Distributions to attentive supported organizations to which the organization is responsive (<i>provide details in Part VI</i>). See instructions.	8
9	Distributable amount for 2022 from Section C, line 6	9
10	Line 8 amount divided by line 9 amount	10

Section E - Distribution Allocations (see instructions)	(i) Excess Distributions	(ii) Underdistributions Pre-2022	(iii) Distributable Amount for 2022
1 Distributable amount for 2022 from Section C, line 6			
2 Underdistributions, if any, for years prior to 2022 (reasonable cause required - <i>explain in Part VI</i>). See instructions.			
3 Excess distributions carryover, if any, to 2022			
a From 2017			
b From 2018			
c From 2019			
d From 2020			
e From 2021			
f Total of lines 3a through 3e			
g Applied to underdistributions of prior years			
h Applied to 2022 distributable amount			
i Carryover from 2017 not applied (see instructions)			
j Remainder. Subtract lines 3g, 3h, and 3i from line 3f.			
4 Distributions for 2022 from Section D, line 7: \$			
a Applied to underdistributions of prior years			
b Applied to 2022 distributable amount			
c Remainder. Subtract lines 4a and 4b from line 4.			
5 Remaining underdistributions for years prior to 2022, if any. Subtract lines 3g and 4a from line 2. For result greater than zero, <i>explain in Part VI</i> . See instructions.			
6 Remaining underdistributions for 2022. Subtract lines 3h and 4b from line 1. For result greater than zero, <i>explain in Part VI</i> . See instructions.			
7 Excess distributions carryover to 2023. Add lines 3j and 4c.			
8 Breakdown of line 7:			
a Excess from 2018			
b Excess from 2019			
c Excess from 2020			
d Excess from 2021			
e Excess from 2022			

Schedule B
(Form 990)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

Attach to Form 990 or Form 990-PF.
Go to www.irs.gov/Form990 for the latest information.

OMB No. 1545-0047

2022

Name of the organization

ARTSMEMPHIS

Employer identification number

62-0693547

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

501(c)(3) (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** \$5,000; or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h; or (ii) Form 990-EZ, line 1. Complete Parts I and II.

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 exclusively for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I (entering "N/A" in column (b) instead of the contributor name and address), II, and III.

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year \$ _____

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

SCHEDULE D (Form 990)

Department of the Treasury Internal Revenue Service

Supplemental Financial Statements

Complete if the organization answered "Yes" on Form 990, Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b. Attach to Form 990.

Go to www.irs.gov/Form990 for instructions and the latest information.

OMB No. 1545-0047

2022

Open to Public Inspection

Name of the organization ARTSMEMPHIS Employer identification number 62-0693547

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the organization answered "Yes" on Form 990, Part IV, line 6.

Table with 3 columns: Question, (a) Donor advised funds, (b) Funds and other accounts. Rows include total number at end of year, aggregate value of contributions, grants, and end of year, and two yes/no questions about donor property and grant fund usage.

Part II Conservation Easements. Complete if the organization answered "Yes" on Form 990, Part IV, line 7.

Table with 3 columns: Question, (a) Donor advised funds, (b) Funds and other accounts. Rows include purpose of easements, total number and acreage, number of easements on historic structures, and monitoring expenses.

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets. Complete if the organization answered "Yes" on Form 990, Part IV, line 8.

Table with 3 columns: Question, (a) Donor advised funds, (b) Funds and other accounts. Rows include whether organization elected to report art collections and amounts of revenue and assets.

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets (continued)

- 3 Using the organization's acquisition, accession, and other records, check any of the following that make significant use of its collection items (check all that apply):
- a Public exhibition
 - b Scholarly research
 - c Preservation for future generations
 - d Loan or exchange program
 - e Other _____
- 4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIII.
- 5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? Yes No

Part IV Escrow and Custodial Arrangements. Complete if the organization answered "Yes" on Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

- 1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X? Yes No
- b If "Yes," explain the arrangement in Part XIII and complete the following table:
- | | Amount |
|---------------------------------|--------|
| c Beginning balance | 1c |
| d Additions during the year | 1d |
| e Distributions during the year | 1e |
| f Ending balance | 1f |
- 2a Did the organization include an amount on Form 990, Part X, line 21, for escrow or custodial account liability? Yes No
- b If "Yes," explain the arrangement in Part XIII. Check here if the explanation has been provided on Part XIII

Part V Endowment Funds. Complete if the organization answered "Yes" on Form 990, Part IV, line 10.

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance	21,724,927.	21,981,721.	17,101,532.	18,719,968.	19,504,261.
b Contributions	2,500,000.	2,494,385.			
c Net investment earnings, gains, and losses	2,016,439.	-1,923,795.	5,901,112.	-657,937.	176,674.
d Grants or scholarships					
e Other expenditures for facilities and programs	434,363.	551,617.	680,649.	640,333.	640,645.
f Administrative expenses	213,940.	275,767.	340,274.	320,166.	320,322.
g End of year balance	25,593,063.	21,724,927.	21,981,721.	17,101,532.	18,719,968.

- 2 Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as:
- a Board designated or quasi-endowment 80.0000 %
 - b Permanent endowment .0000 %
 - c Term endowment 20.0000 %
- The percentages on lines 2a, 2b, and 2c should equal 100%.
- 3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by:
- | | Yes | No |
|-----------------------------|--------------------------|-------------------------------------|
| (i) Unrelated organizations | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| (ii) Related organizations | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
- b If "Yes" on line 3a(ii), are the related organizations listed as required on Schedule R?
- 4 Describe in Part XIII the intended uses of the organization's endowment funds.

Part VI Land, Buildings, and Equipment.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11a. See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land				
b Buildings				
c Leasehold improvements		311,046.	250,886.	60,160.
d Equipment		82,822.	14,187.	68,635.
e Other				0.
Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10c.)				128,795.

Part VII Investments - Other Securities.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11b. See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely held equity interests		
(3) Other		
(A) OTHER SECURITIES	25,593,063.	END-OF-YEAR MARKET VALUE
(B)		
(C)		
(D)		
(E)		
(F)		
(G)		
(H)		
Total. (Col. (b) must equal Form 990, Part X, col. (B) line 12.)	25,593,063.	

Part VIII Investments - Program Related.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11c. See Form 990, Part X, line 13.

(a) Description of investment	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
Total. (Col. (b) must equal Form 990, Part X, col. (B) line 13.)		

Part IX Other Assets.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11d. See Form 990, Part X, line 15.

(a) Description	(b) Book value
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 15.)	

Part X Other Liabilities.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11e or 11f. See Form 990, Part X, line 25.

1. (a) Description of liability	(b) Book value
(1) Federal income taxes	
(2) ASSETS HELD FOR OTHER	
(3) ORGANIZATIONS	5,283,396.
(4) CAPITAL LEASE OBLIGATION	86,077.
(5)	
(6)	
(7)	
(8)	
(9)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 25.)	5,369,473.

2. Liability for uncertain tax positions. In Part XIII, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FASB ASC 740. Check here if the text of the footnote has been provided in Part XIII ...

Part XI Reconciliation of Revenue per Audited Financial Statements With Revenue per Return.

Complete if the organization answered "Yes" on Form 990, Part IV, line 12a.

1	Total revenue, gains, and other support per audited financial statements		1	5,057,554.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:			
a	Net unrealized gains (losses) on investments	2a	1,541,539.	
b	Donated services and use of facilities	2b	109,489.	
c	Recoveries of prior year grants	2c		
d	Other (Describe in Part XIII.)	2d	117,271.	
e	Add lines 2a through 2d	2e		1,768,299.
3	Subtract line 2e from line 1	3		3,289,255.
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1:			
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a		
b	Other (Describe in Part XIII.)	4b		
c	Add lines 4a and 4b	4c		0.
5	Total revenue. Add lines 3 and 4c. (This must equal Form 990, Part I, line 12.)	5		3,289,255.

Part XII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return.

Complete if the organization answered "Yes" on Form 990, Part IV, line 12a.

1	Total expenses and losses per audited financial statements		1	4,547,069.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:			
a	Donated services and use of facilities	2a		
b	Prior year adjustments	2b		
c	Other losses	2c		
d	Other (Describe in Part XIII.)	2d	117,271.	
e	Add lines 2a through 2d	2e		117,271.
3	Subtract line 2e from line 1	3		4,429,798.
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:			
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a		
b	Other (Describe in Part XIII.)	4b		
c	Add lines 4a and 4b	4c		0.
5	Total expenses. Add lines 3 and 4c. (This must equal Form 990, Part I, line 18.)	5		4,429,798.

Part XIII Supplemental Information.

Provide the descriptions required for Part II, lines 3, 5, and 9; Part III, lines 1a and 4; Part IV, lines 1b and 2b; Part V, line 4; Part X, line 2; Part XI, lines 2d and 4b; and Part XII, lines 2d and 4b. Also complete this part to provide any additional information.

PART X, LINE 2:

CONTENTS OF FOOTNOTE TO AUDITED FINANCIAL STATEMENTS: THE INTERNAL REVENUE SERVICE HAS RULED THAT THE ORGANIZATION QUALIFIES UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE AND IS, THEREFORE, NOT SUBJECT TO FEDERAL INCOME TAX UNDER PRESENT INCOME TAX LAWS. IN ACCORDANCE WITH U.S. GAAP, IF APPLICABLE, THE ORGANIZATION RECOGNIZES INTEREST EXPENSE AND PENALTIES RELATED TO UNCERTAIN TAX POSITIONS IN OPERATING EXPENSE. NO AMOUNTS HAVE BEEN RECOGNIZED IN EXPENSES FOR THE YEARS ENDED JUNE 30, 2023 AND 2022. INFORMATIONAL TAX RETURNS FOR 2019 AND SUBSEQUENT YEARS ARE SUBJECT TO EXAMINATIONS BY TAX AUTHORITIES.

PART XI, LINE 2D - OTHER ADJUSTMENTS:

Part XIII Supplemental Information (continued)

RECON. ITEM RELATED TO ANNUAL FUNDRAISER THAT DIRECTLY
SUPPORT ARTS ORGS.

PART XII, LINE 2D - OTHER ADJUSTMENTS:

RECON. ITEM RELATED TO ANNUAL FUNDRAISER THAT DIRECTLY
SUPPORT ARTS ORGS.

Part II Fundraising Events. Complete if the organization answered "Yes" on Form 990, Part IV, line 18, or reported more than \$15,000 of fundraising event contributions and gross income on Form 990-EZ, lines 1 and 6b. List events with gross receipts greater than \$5,000.

		(a) Event #1	(b) Event #2	(c) Other events	(d) Total events (add col. (a) through col. (c))	
		ART BY DESIGN (event type)	CONSERVATION THROUGH ART (event type)	1 (total number)		
Revenue	1	Gross receipts	20,243.	509,937.	18,186.	548,366.
	2	Less: Contributions				
	3	Gross income (line 1 minus line 2)	20,243.	509,937.	18,186.	548,366.
Direct Expenses	4	Cash prizes				
	5	Noncash prizes				
	6	Rent/facility costs				
	7	Food and beverages				
	8	Entertainment				
	9	Other direct expenses	12,822.	104,449.		117,271.
	10	Direct expense summary. Add lines 4 through 9 in column (d)				117,271.
11	Net income summary. Subtract line 10 from line 3, column (d)				431,095.	

Part III Gaming. Complete if the organization answered "Yes" on Form 990, Part IV, line 19, or reported more than \$15,000 on Form 990-EZ, line 6a.

		(a) Bingo	(b) Pull tabs/instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming (add col. (a) through col. (c))
Revenue	1	Gross revenue			
	2	Cash prizes			
Direct Expenses	3	Noncash prizes			
	4	Rent/facility costs			
	5	Other direct expenses			
6	Volunteer labor	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	
7	Direct expense summary. Add lines 2 through 5 in column (d)				
8	Net gaming income summary. Subtract line 7 from line 1, column (d)				

9 Enter the state(s) in which the organization conducts gaming activities: _____
 a Is the organization licensed to conduct gaming activities in each of these states? Yes No
 b If "No," explain: _____

10a Were any of the organization's gaming licenses revoked, suspended, or terminated during the tax year? Yes No
 b If "Yes," explain: _____

**SCHEDULE I
(Form 990)**

Department of the Treasury
Internal Revenue Service

**Grants and Other Assistance to Organizations,
Governments, and Individuals in the United States**
Complete if the organization answered "Yes" on Form 990, Part IV, line 21 or 22.
Attach to Form 990.
Go to www.irs.gov/Form990 for the latest information.

OMB No. 1545-0047

2022

**Open to Public
Inspection**

Name of the organization **ARTSMEMPHIS** Employer identification number **62-0693547**

Part I General Information on Grants and Assistance

- 1** Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? **Yes** **No**
- 2** Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States.

Part II Grants and Other Assistance to Domestic Organizations and Domestic Governments. Complete if the organization answered "Yes" on Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Part II can be duplicated if additional space is needed.

1 (a) Name and address of organization or government	(b) EIN	(c) IRC section (if applicable)	(d) Amount of cash grant	(e) Amount of noncash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of noncash assistance	(h) Purpose of grant or assistance
ARTIST FOR COMMUNITY TRANSFORMATION INTL INC - PO BOX 1966 - BRENTWOOD, TN 37024	26-2966063	501(C)(3)	10,000.	0.			OPERATING SUPPORT
ANGEL STREET P.O. BOX 93 CORDOVA, TN 38088	81-2072853	501(C)(3)	17,240.	0.			OPERATING SUPPORT & ART BUILDS COMMUNITY
ARKWINGS FOUNDATION 2034 JAMES ROAD MEMPHIS, TN 38127	52-2404929	501(C)(3)	8,500.	0.			OPERATING SUPPORT & ART BUILDS COMMUNITY
ARROW CREATIVE, INC 650 NEW YORK STREET MEMPHIS, TN 38104	81-3045567	501(C)(3)	14,050.	0.			OPERATING SUPPORT & ART BUILDS COMMUNITY
BALLET MEMPHIS 2144 MADISON AVE MEMPHIS, TN 38104	62-1018942	501(C)(3)	100,000.	0.			OPERATING SUPPORT & ENHANCEMENT
BLUES CITY CULTURAL CENTER 1254 EAST SHELBY DRIVE, SUITE 1227 MEMPHIS, TN 38116	58-1396725	501(C)(3)	6,000.	0.			OPERATING SUPPORT

2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table 47.

3 Enter total number of other organizations listed in the line 1 table 0.

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule I (Form 990) 2022

Part II Continuation of Grants and Other Assistance to Domestic Organizations and Domestic Governments (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of noncash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
CARPENTER ART GARDEN 295 CARPENTER STREET MEMPHIS, TN 38112	82-2322015	501(C)(3)	21,150.	0.			OPERATING SUPPORT & ART BUILDS COMMUNITY
CAZATEATRO BILINGUAL THEATRE GROUP 6041 MOUNT MORIAH EXTENDED SUITE 16 MEMPHIS, TN 38115	46-5700382	501(C)(3)	13,200.	0.			OPERATING SUPPORT & ART BUILDS COMMUNITY
CIRCUIT PLAYHOUSE, INC 66 S. COOPER STREET MEMPHIS, TN 38104	23-7185772	501(C)(3)	55,000.	0.			OPERATING SUPPORT
COLLAGE DANCE COLLECTIVE 505 TILLMAN STREET, SUITE 102 MEMPHIS, TN 38112	20-5888512	501(C)(3)	44,630.	0.			OPERATING SUPPORT & ART BUILDS COMMUNITY
CREATIVE AGING MEMPHIS 2029 PEABODY AVENUE MEMPHIS, TN 38104	27-0070615	501(C)(3)	25,000.	0.			OPERATING SUPPORT & ENHANCEMENT
CROSSTOWN ARTS 1350 CONCOURSE AVENUE SUITE #280 MEMPHIS, TN 38104	27-1876711	501(C)(3)	24,000.	0.			OPERATING SUPPORT & RECOVERY
GERMANTOWN COMMUNITY THEATRE 3037 FORREST HILL IRENE RD GERMANTOWN, TN 38138	62-0903617	501(C)(3)	8,000.	0.			OPERATING SUPPORT
GERMANTOWN PERFORMING ARTS CENTER 1801 EXETER RD GERMANTOWN, TN 38138	58-1652763	501(C)(3)	15,000.	0.			OPERATING SUPPORT
HARMONIC SOUTH STRING ORCHESTRA PO BOX 140942 MEMPHIS, TN 38114	81-2758334	501(C)(3)	10,000.	0.			OPERATING SUPPORT

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Domestic Organizations and Domestic Governments (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of noncash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
HATTILOO THEATRE 656 MARSHALL MEMPHIS, TN 38103	20-4225394	501(C)(3)	28,000.	0.			OPERATING SUPPORT
INDIE MEMPHIS 1910 MADISON AVENUE MEMPHIS, TN 38104	26-2165160	501(C)(3)	55,000.	0.			OPERATING SUPPORT & ENHANCEMENT
IRIS ORCHESTRA 1801 EXETER RD MEMPHIS, TN 38138	20-4091251	501(C)(3)	19,140.	0.			OPERATING SUPPORT & ART BUILDS COMMUNITY
MEMPHIS BROOKS MUSEUM OF ART 1934 POPLAR AVENUE MEMPHIS, TN 38104	62-6063304	501(C)(3)	90,000.	0.			OPERATING SUPPORT
MEMPHIS CHORALARTS PO BOX 11585 MEMPHIS, TN 38111	26-3692795	501(C)(3)	8,060.	0.			OPERATING SUPPORT & ART BUILDS COMMUNITY
MEMPHIS JAZZ WORKSHOP (LEEJAZZOMEGA INC) - PO BOX 11461 - MEMPHIS, TN 38111	47-5484321	501(C)(3)	10,000.	0.			OPERATING SUPPORT
MEMPHIS MUSIC INITIATIVE 198 DR. MARTIN LUTHER KING JR. AVEN MEMPHIS, TN 38103	81-4079426	501(C)(3)	485,000.	0.			RECOVERY
MEMPHIS ROCK 'N' SOUL MUSEUEM 191 BEALE STREET MEMPHIS, TN 38103	62-1632202	501(C)(3)	15,000.	0.			OPERATING SUPPORT
MEMPHIS SLIM COLLABORATORY 1130 COLLEGE ST MEMPHIS, TN 38106	83-1009602	501(C)(3)	12,000.	0.			OPERATING SUPPORT

Part II Continuation of Grants and Other Assistance to Domestic Organizations and Domestic Governments (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of noncash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
MEMPHIS SYMPHONY ORCHESTRA 610 GOODMAN STREET MEMPHIS, TN 38152	62-6015885	501(C)(3)	60,000.	0.			OPERATING SUPPORT
MEMPHIS YOUTH SYMPHONY PROGRAM 66 S COOPER ST SUITE 509 MEMPHIS, TN 38104	20-3746927	501(C)(3)	7,000.	0.			OPERATING SUPPORT
METAL MUSEUM, INC 374 METAL MUSEUM DRIVE MEMPHIS, TN 38106	62-1066198	501(C)(3)	35,000.	0.			OPERATING SUPPORT
MUSIC EXPORT MEMPHIS 56 S. FRONT STREET 3RD FLOOR MEMPHIS, TN 38103	82-2214830	501(C)(3)	62,500.	0.			OPERATING SUPPORT & RECOVERY
NEW BALLET ENSEMBLE AND SCHOOL 2157 YORK AVENUE MEMPHIS, TN 38104	62-1866526	501(C)(3)	50,000.	0.			OPERATING SUPPORT
NEW DAY CHILDREN'S THEATRE 4670 MERCHANTS PARK CIRCLE SUITE 62 COLLIERVILLE, TN 38017	74-3159525	501(C)(3)	8,000.	0.			OPERATING SUPPORT
OPERA MEMPHIS 6745 WOLF RIVER BLVD MEMPHIS, TN 38120	62-0785544	501(C)(3)	100,000.	0.			OPERATING SUPPORT & ENHANCEMENT
ORPHEUM THEATRE GROUP 203 S MAIN ST MEMPHIS, TN 38103	62-0983983	501(C)(3)	20,000.	0.			OPERATING SUPPORT
OVERTON PARK SHELL 1928 POPLAR AVE MEMPHIS, TN 38104	74-3145100	501(C)(3)	53,000.	0.			OPERATING SUPPORT & ENHANCEMENT

Part II Continuation of Grants and Other Assistance to Domestic Organizations and Domestic Governments (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of noncash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
PERFECTING GIFTS INCORPORATED 3180 OLD GETWELL RD MEMPHIS, TN 38118	81-4003603	501(C)(3)	11,000.	0.			OPERATING SUPPORT
PLAYBACK MEMPHIS 1000 COOPER STREET MEMPHIS, TN 38104	30-0527070	501(C)(3)	12,000.	0.			OPERATING SUPPORT & RECOVERY
PRIZM ENSEMBLE P.O. BOX 171361 MEMPHIS, TN 38187	45-3735871	501(C)(3)	25,000.	0.			OPERATING SUPPORT & ENHANCEMENT
RIVERARTSFEST, INC PO BOX 40001 MEMPHIS, TN 38174	45-4274813	501(C)(3)	8,250.	0.			OPERATING SUPPORT & ART BUILDS COMMUNITY
SOULSVILLE FOUNDATION 926 E. MCLEMORE MEMPHIS, TN 38106	62-1719414	501(C)(3)	90,000.	0.			OPERATING SUPPORT
SUBROY MOVEMENT FOUNDATION INC 544 N 7TH ST MEMPHIS, TN 38105	82-2569597	501(C)(3)	6,300.	0.			OPERATING SUPPORT & ART BUILDS COMMUNITY
TENNESSEE SHAKESPEARE CO 7950 TRINITY RD CORDOVA, TN 38018	26-2113887	501(C)(3)	18,000.	0.			OPERATING SUPPORT
THE BLUES FOUNDATION 421 SOUTH MAIN MEMPHIS, TN 38103	62-1083757	501(C)(3)	18,000.	0.			OPERATING SUPPORT
THEATRE MEMPHIS 630 PERKINS EXT MEMPHIS, TN 38117	62-0418732	501(C)(3)	42,000.	0.			OPERATING SUPPORT

Part II Continuation of Grants and Other Assistance to Domestic Organizations and Domestic Governments (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of noncash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
TONE (FKA THE CLTV) 2234 LAMAR AVE MEMPHIS, TN 38114	32-0460234	501(C)(3)	115,000.	0.			OPERATING SUPPORT & ENHANCEMENT
URBAN ART COMMISSION 422 N. CLEVELAND ST MEMPHIS, TN 38104	62-1791387	501(C)(3)	13,000.	0.			OPERATING SUPPORT & RECOVERY
YOUNG ACTORS GUILD INC 619 N 7TH ST MEMPHIS, TN 38107	62-1813001	501(C)(3)	10,000.	0.			OPERATING SUPPORT

Part III Grants and Other Assistance to Domestic Individuals. Complete if the organization answered "Yes" on Form 990, Part IV, line 22.
Part III can be duplicated if additional space is needed.

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of noncash assistance
GRANTS TO SHELBY COUNTY VISUAL ARTISTS	0	77,000.	0.		

Part IV Supplemental Information. Provide the information required in Part I, line 2; Part III, column (b); and any other additional information.

PART I, LINE 2:

THE ORGANIZATION REQUIRES NARRATIVE AND FINANCIAL REPORTS FROM THE GRANT RECIPIENTS. SOME GRANTS ARE PAID IN INSTALLMENTS AND PAYMENTS ARE WITHHELD IF THE REPORTING REQUIREMENTS HAVE NOT BEEN MET.

**SCHEDULE J
(Form 990)**

Department of the Treasury
Internal Revenue Service

Compensation Information

For certain Officers, Directors, Trustees, Key Employees, and Highest
Compensated Employees
Complete if the organization answered "Yes" on Form 990, Part IV, line 23.
Attach to Form 990.
Go to www.irs.gov/Form990 for instructions and the latest information.

OMB No. 1545-0047

2022

Open to Public
Inspection

Name of the organization

ARTSMEMPHIS

Employer identification number

62-0693547

Part I Questions Regarding Compensation

1a Check the appropriate box(es) if the organization provided any of the following to or for a person listed on Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items.

- | | |
|--|--|
| <input type="checkbox"/> First-class or charter travel | <input type="checkbox"/> Housing allowance or residence for personal use |
| <input type="checkbox"/> Travel for companions | <input type="checkbox"/> Payments for business use of personal residence |
| <input type="checkbox"/> Tax indemnification and gross-up payments | <input type="checkbox"/> Health or social club dues or initiation fees |
| <input type="checkbox"/> Discretionary spending account | <input type="checkbox"/> Personal services (such as maid, chauffeur, chef) |

b If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain

2 Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all directors, trustees, and officers, including the CEO/Executive Director, regarding the items checked on line 1a?

3 Indicate which, if any, of the following the organization used to establish the compensation of the organization's CEO/Executive Director. Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director, but explain in Part III.

- | | |
|---|---|
| <input type="checkbox"/> Compensation committee | <input type="checkbox"/> Written employment contract |
| <input type="checkbox"/> Independent compensation consultant | <input checked="" type="checkbox"/> Compensation survey or study |
| <input checked="" type="checkbox"/> Form 990 of other organizations | <input checked="" type="checkbox"/> Approval by the board or compensation committee |

4 During the year, did any person listed on Form 990, Part VII, Section A, line 1a, with respect to the filing organization or a related organization:

- a** Receive a severance payment or change-of-control payment?
- b** Participate in or receive payment from a supplemental nonqualified retirement plan?
- c** Participate in or receive payment from an equity-based compensation arrangement?
- If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III.

Only section 501(c)(3), 501(c)(4), and 501(c)(29) organizations must complete lines 5-9.

5 For persons listed on Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of:

- a** The organization?
- b** Any related organization?
- If "Yes" on line 5a or 5b, describe in Part III.

6 For persons listed on Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of:

- a** The organization?
- b** Any related organization?
- If "Yes" on line 6a or 6b, describe in Part III.

7 For persons listed on Form 990, Part VII, Section A, line 1a, did the organization provide any nonfixed payments not described on lines 5 and 6? If "Yes," describe in Part III

8 Were any amounts reported on Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(a)(3)? If "Yes," describe in Part III

9 If "Yes" on line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?

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

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule J (Form 990) 2022

Part II Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees. Use duplicate copies if additional space is needed.

For each individual whose compensation must be reported on Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions, on row (ii). Do not list any individuals that aren't listed on Form 990, Part VII.

Note: The sum of columns (B)(i)-(iii) for each listed individual must equal the total amount of Form 990, Part VII, Section A, line 1a, applicable column (D) and (E) amounts for that individual.

(A) Name and Title		(B) Breakdown of W-2 and/or 1099-MISC and/or 1099-NEC compensation			(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation in column (B) reported as deferred on prior Form 990
		(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
(1) ELIZABETH ROUSE PRESIDENT, CEO	(i)	155,872.	0.	0.	0.	0.	155,872.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							

**SCHEDULE O
(Form 990)**

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

Complete to provide information for responses to specific questions on
Form 990 or 990-EZ or to provide any additional information.
Attach to Form 990 or Form 990-EZ.
Go to www.irs.gov/Form990 for the latest information.

OMB No. 1545-0047

2022

Open to Public
Inspection

Name of the organization

ARTSMEMPHIS

Employer identification number

62-0693547

FORM 990, PART III, LINE 4D, OTHER PROGRAM SERVICES:

PROJECT GRANTS: THESE GRANTS ARE GIVEN TO GRANTEEES FOR SPECIFIC

PROJECTS EXECUTED BY THE GRANTEEES. THESE GRANTS INCLUDE:

ARTSFIRST - (FUNDED BY FIRST HORIZON FOUNDATION AND ADMINISTERED BY
ARTSMEMPHIS) - ARTSFIRST GRANTS ENRICH THE ARTS IN MEMPHIS. FUNDING IS
DETERMINED BY A GRANT PANEL COMPOSED OF FIRST HORIZON FOUNDATION
REPRESENTATIVES.

ARTSZONE - (FUNDED BY AUTOZONE AND ADMINISTERED BY ARTSMEMPHIS) -
ARTSZONE GRANTS ENRICH THE ARTS IN MEMPHIS. FUNDING IS DETERMINED BY A
GRANT PANEL COMPOSED OF AUTOZONE REPRESENTATIVES.

BELZ FAMILY FOUNDATION GRANTS - (FUNDED BY THE BELZ FOUNDATION)

ARTS BUILD COMMUNITIES - (FUNDED BY TENNESSEE ARTS COMMISSION) - ABC
GRANTS PROVIDE SUPPORT FOR PROJECTS THAT BROADEN ACCESS TO ARTS
EXPERIENCES, ADDRESS COMMUNITY QUALITY OF LIFE ISSUES THROUGH THE ARTS,
OR ENHANCE THE SUSTAINABILITY OF ASSET-BASED CULTURAL ENTERPRISES.

FEDEX - (FUNDED BY FEDEX AND ADMINISTERED BY ARTSMEMPHIS) - FEDEX
GRANTS ENRICH THE ARTS IN MEMPHIS. FUNDING IS DETERMINED BY A GRANT
PANEL COMPOSED OF FEDEX REPRESENTATIVES.

EXPENSES \$ 1,423,162. INCLUDING GRANTS OF \$ 1,281,170. REVENUE \$ 0.

FORM 990, PART VI, SECTION B, LINE 11B:

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

Schedule O (Form 990) 2022

Name of the organization ARTSMEMPHIS	Employer identification number 62-0693547
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A DRAFT OF THE FORM 990 IS REVIEWED BY THE CEO AND CFO OF THE ORGANIZATION AND THE FINANCE COMMITTEE OF THE BOARD OF DIRECTORS PRIOR TO ITS FINALIZATION BY THE OUTSIDE ACCOUNTANT WHO PREPARES THE RETURN. ALL QUESTIONS ARE CLEARED BEFORE THE RETURN IS RELEASED.

FORM 990, PART VI, SECTION B, LINE 12C:

THE CFO DISTRIBUTES THE CONFLICT OF INTEREST POLICY ANNUALLY TO ALL BOARD MEMBERS. ALL MEMBERS RETURN A SIGNED FORM TO THE CFO. ANY IDENTIFIED POTENTIAL CONFLICT IS INVESTIGATED.

FORM 990, PART VI, SECTION B, LINE 15:

COMPENSATION OF THE CEO APPROVED BY THE BOARD OF DIRECTORS CHAIR AND VICE-CHAIR. COMPARABLE SALARY DATA IS OBTAINED FROM OTHER AGENCIES AND TRADE PUBLICATIONS.

FORM 990, PART VI, SECTION C, LINE 19:

THE ORGANIZATION MAKES ITS GOVERNING DOCUMENTS, CONFLICT OF INTEREST POLICY AND FINANCIAL STATEMENTS AVAILABLE TO THE PUBLIC UPON EITHER WRITTEN OR VERBAL REQUEST.

FORM 990, PART XI, LINE 2(C)

THE ENTITY MAINTAINS A FINANCE COMMITTEE THAT REVIEWS THE ORGANIZATION'S AUDITED FINANCIAL STATEMENTS WITH THE OUTSIDE AUDITOR BEFORE THEIR RELEASE. THIS POLICY IS CONSISTENT WITH PRIOR YEARS.

2022 DEPRECIATION AND AMORTIZATION REPORT

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Asset No.	Description	Date Acquired	Method	Life	Conv	Line No.	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
	FURNITURE & FIXTURES														
1	NEW OFFICE (CUBICLES, ETC.)	02/01/08	SL	10.00		16	88,407.				88,407.	88,407.		0.	88,407.
2	CONFERENCE TABLE	02/01/08	SL	10.00		16	8,100.				8,100.	8,100.		0.	8,100.
3	CONFERENCE ROOM CHAIRS	02/01/08	SL	10.00		16	7,456.				7,456.	7,456.		0.	7,456.
4	LIGHTING FIXTURES	02/01/08	SL	10.00		16	908.				908.	908.		0.	908.
5	MODULAR FURNISHINGS	02/01/08	SL	10.00		16	41,278.				41,278.	41,278.		0.	41,278.
6	TRACK LIGHTING	02/01/08	SL	10.00		16	5,813.				5,813.	5,813.		0.	5,813.
7	EXTERIOR SIGNAGE	02/01/08	SL	10.00		16	2,884.				2,884.	2,884.		0.	2,884.
8	INTERIOR SIGNAGE	02/01/08	SL	10.00		16	448.				448.	448.		0.	448.
9	WINDOW SHADES	02/10/08	SL	10.00		16	926.				926.	926.		0.	926.
10	CARPETING	02/01/08	SL	10.00		16	4,921.				4,921.	4,921.		0.	4,921.
11	MIRRORS/ACCESSORIES (RAY BAUDOIN)	02/01/08	SL	10.00		16	1,631.				1,631.	1,631.		0.	1,631.
12	KITCHEN APPLIANCES	02/01/08	SL	10.00		16	2,670.				2,670.	2,670.		0.	2,670.
13	SHADES	02/01/08	SL	10.00		16	2,048.				2,048.	2,048.		0.	2,048.
15	CREDENZA	02/01/08	SL	10.00		16	4,345.				4,345.	4,345.		0.	4,345.
18	OFFICE SPACE CONSTRUCTION	12/04/13	SL	4.30		16	7,285.				7,285.	7,285.		0.	7,285.
19	SOUND BUFFER SYSTEM	09/01/15	SL	2.60		16	2,235.				2,235.	2,235.		0.	2,235.
20	SOUND BUFFER SYSTEM	01/01/16	SL	2.25		16	2,235.				2,235.	2,235.		0.	2,235.

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Asset No.	Description	Date Acquired	Method	Life	Conv	Line No.	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
21	OFFICE RENOVATION	08/01/15	SL	2.60		16	4,718.				4,718.	4,718.		0.	4,718.
30	SIGN, LIGHTING, BULBS, BALLASTS	05/15/22	SL	3.00		16	2,900.				2,900.	80.		967.	1,047.
31	CANNON BROTHERS	08/01/21	SL	3.00		16	1,703.				1,703.	473.		568.	1,041.
	* 990 PAGE 10 TOTAL FURNITURE & FIXTURES						192,911.				192,911.	188,861.		1,535.	190,396.
	MACHINERY & EQUIPMENT														
14	WEBSITE	01/01/08		36M		HY43	56,625.				56,625.	56,625.		0.	56,625.
16	WEBSITE REFRESH	05/01/12	SL	3.00		16	21,965.				21,965.	21,965.		0.	21,965.
17	WEBSITE REFRESH	10/01/12	SL	3.00		16	7,410.				7,410.	7,410.		0.	7,410.
22	COMPUTERS - CAPITAL LEASE LAPTOP	02/01/18		12M		HY43	1,631.				1,631.	1,631.		0.	1,631.
23	WEBSITE REDESIGN - SPEAK	10/01/17	SL	3.00		16	12,200.				12,200.	12,200.		0.	12,200.
26	LAPTOP - ELIZABETH	04/01/19	SL	3.00		16	1,529.				1,529.	1,529.		0.	1,529.
27	BLACKBAUD RE & FE NXT UPGRAFE	09/01/19	SL	3.00		16	33,528.				33,528.	31,665.		1,863.	33,528.
28	COMPUTERS - GOODWIN CAPITAL LEASE	10/01/19	SL	3.00		16	26,271.				26,271.	24,082.		2,189.	26,271.
29	UPS BATTERY BACKUP	03/16/22	SL	3.00		16	1,807.				1,807.	151.		602.	753.
	* 990 PAGE 10 TOTAL MACHINERY & EQUIPMENT						162,966.				162,966.	157,258.		4,654.	161,912.
	OTHER														
24	ER NEW OFFICE WALL	02/01/18	SL	3.17		16	1,926.				1,926.	1,926.		0.	1,926.
25	CANNON BROTHERS - DUCT WORK	06/01/18	SL	2.83		16	918.				918.	918.		0.	918.

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Asset No.	Description	Date Acquired	Method	Life	Conv	Line No.	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
	* 990 PAGE 10 TOTAL OTHER						2,844.				2,844.	2,844.		0.	2,844.
	* GRAND TOTAL 990 PAGE 10 DEPR & AMORT						358,721.				358,721.	348,963.		6,189.	355,152.

(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone