

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

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

For calendar year **2009**, or tax year beginning , **2009**, and ending , **20**

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

<p><b>Use the IRS label. Otherwise, print or type. See Specific Instructions.</b></p>	Name of foundation <b>JOHN S. AND JAMES L. KNIGHT FOUNDATION</b>		<b>A Employer identification number</b>  65-0464177
	Number and street (or P.O. box number if mail is not delivered to street address) <b>200 SOUTH BISCAYNE BLVD 3300</b>	Room/suite <b>WACHOVIA FINANCIAL CENTER</b>	<b>B Telephone number (see page 10 of the instructions)</b>  (305) 908-2600
	City or town, state, and ZIP code <b>MIAMI, FL 33131-2349</b>		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>
			<b>D</b> 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>

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

**I** Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ **2,010,621,682.**

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

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

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
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	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>1</b> Contributions, gifts, grants, etc., received (attach schedule)				
<b>2</b> Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B.				
<b>3</b> Interest on savings and temporary cash investments	375.	375.		
<b>4</b> Dividends and interest from securities	25,899,734.	33,288,926.		
<b>5a</b> Gross rents				
<b>b</b> Net rental income or (loss)				
<b>6a</b> Net gain or (loss) from sale of assets not on line 10	-38,937,592.			
<b>b</b> Gross sales price for all assets on line 6a <b>5,206,818,199.</b>				
<b>7</b> Capital gain net income (from Part IV, line 2)				
<b>8</b> Net short-term capital gain				
<b>9</b> Income modifications				
<b>10 a</b> Gross sales less returns and allowances				
<b>b</b> Less: Cost of goods sold				
<b>c</b> Gross profit or (loss) (attach schedule)				
<b>11</b> Other income (attach schedule)	18,827.	-15,995,073.		ATCH 1
<b>12 Total.</b> Add lines 1 through 11	-13,018,656.	17,294,228.		

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>13</b> Compensation of officers, directors, trustees, etc.	2,373,407.	198,392.		2,130,779.
<b>14</b> Other employee salaries and wages	3,586,818.	149,543.		3,403,931.
<b>15</b> Pension plans, employee benefits	1,666,476.	81,909.		1,566,303.
<b>16 a</b> Legal fees (attach schedule) <b>ATCH 2.</b>	202,882.	23,856.	0.	173,708.
<b>b</b> Accounting fees (attach schedule) <b>ATCH 3.</b>	204,503.	161,396.	0.	7,119.
<b>c</b> Other professional fees (attach schedule) *	6,849,456.	4,297,154.		1,594,151.
<b>17</b> Interest				
<b>18</b> Taxes (attach schedule) (see page 14 of the instructions) **	1,637,449.	260,644.		
<b>19</b> Depreciation (attach schedule) and depletion				
<b>20</b> Occupancy	958,889.	50,138.		897,571.
<b>21</b> Travel, conferences, and meetings	985,882.	55,458.		918,059.
<b>22</b> Printing and publications	60,608.	3,028.		56,905.
<b>23</b> Other expenses (attach schedule) <b>ATCH 6.</b>	5,547,012.	968,681.		4,158,885.
<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23	24,073,382.	6,250,199.	0.	14,907,411.
<b>25</b> Contributions, gifts, grants paid	131,097,772.			101,959,485.
<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	155,171,154.	6,250,199.	0.	116,866,896.
<b>27 Subtract line 26 from line 12:</b>				
<b>a Excess of revenue over expenses and disbursements</b>	-168,189,810.			
<b>b Net investment income</b> (if negative, enter -0-)		11,044,029.		
<b>c Adjusted net income</b> (if negative, enter -0-)			-0-	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)			
		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	41,531,634.	54,516,152.	54,516,152.
	3	Accounts receivable			
		Less: allowance for doubtful accounts			
	4	Pledges receivable			
		Less: allowance for doubtful accounts			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
	7	Other notes and loans receivable (attach schedule)			
		Less: allowance for doubtful accounts			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U.S. and state government obligations (attach schedule)	100,738,084.	148,970,901.	148,970,901.
	b	Investments - corporate stock (attach schedule) <u>ATCH 7</u>	483,129,682.	558,321,310.	558,321,310.
	c	Investments - corporate bonds (attach schedule)	121,921,164.	96,687,423.	96,687,423.
	11	Investments - land, buildings, and equipment: basis			
	Less: accumulated depreciation (attach schedule)				
12	Investments - mortgage loans				
13	Investments - other (attach schedule) <u>ATCH 8</u>	1,026,329,199.	1,145,736,161.	1,145,736,161.	
14	Land, buildings, and equipment: basis				
	Less: accumulated depreciation (attach schedule)				
15	Other assets (describe <u>ATCH 9</u> )	32,738,855.	6,389,735.	6,389,735.	
16	<b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I)	1,806,388,618.	2,010,621,682.	2,010,621,682.	
Liabilities	17	Accounts payable and accrued expenses	1,357,996.	-139,205.	
	18	Grants payable	146,343,049.	176,339,562.	
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe <u>ATCH 10</u> )	1,766,824.	-380,328.	
23	<b>Total liabilities</b> (add lines 17 through 22)	149,467,869.	175,820,029.		
Net Assets or Fund Balances	<b>Foundations that follow SFAS 117, check here</b> <input checked="" type="checkbox"/>		<b>and complete lines 24 through 26 and lines 30 and 31.</b>		
	24	Unrestricted	1,656,920,749.	1,834,801,653.	
	25	Temporarily restricted			
	26	Permanently restricted			
	<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.</b> <input type="checkbox"/>				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
30	<b>Total net assets or fund balances</b> (see page 17 of the instructions)	1,656,920,749.	1,834,801,653.		
31	<b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions)	1,806,388,618.	2,010,621,682.		

**Part III Analysis of Changes in Net Assets or Fund Balances**

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,656,920,749.
2	Enter amount from Part I, line 27a	2	-168,189,810.
3	Other increases not included in line 2 (itemize) <u>ATTACHMENT 11</u>	3	346,070,714.
4	Add lines 1, 2, and 3	4	1,834,801,653.
5	Decreases not included in line 2 (itemize)	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,834,801,653.

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
<b>1a</b> SEE PART IV SCHEDULE					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>2</b> Capital gain net income or (net capital loss) . . . . .			<b>2</b>	-47,853,927.	
{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }					
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):			<b>3</b>		
{ If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8 . . . . . }					

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? . . . . .  Yes  No  
 If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	132,641,098.	2,296,754,091.	0.057752
2007	132,056,865.	2,418,937,122.	0.054593
2006	114,068,153.	2,135,129,457.	0.053424
2005	100,793,209.	1,950,692,805.	0.051670
2004	97,785,092.	1,839,103,678.	0.053170

<b>2</b> Total of line 1, column (d) . . . . .	<b>2</b>	0.270609
<b>3</b> Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years . . . . .	<b>3</b>	0.054122
<b>4</b> Enter the net value of noncharitable-use assets for 2009 from Part X, line 5 . . . . .	<b>4</b>	1,856,999,494.
<b>5</b> Multiply line 4 by line 3 . . . . .	<b>5</b>	100,504,527.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b) . . . . .	<b>6</b>	110,440.
<b>7</b> Add lines 5 and 6 . . . . .	<b>7</b>	100,614,967.
<b>8</b> Enter qualifying distributions from Part XII, line 4 . . . . .	<b>8</b>	117,700,230.

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

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

<b>1a</b>	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. . . . . Date of ruling or determination letter: _____ (attach copy of ruling letter if necessary - see instructions)		
<b>b</b>	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . . . .	<b>1</b>	110,440.
<b>c</b>	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . . . .	<b>2</b>	
<b>3</b>	Add lines 1 and 2 . . . . .	<b>3</b>	110,440.
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . . . .	<b>4</b>	0.
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . . .	<b>5</b>	110,440.
<b>6</b>	<b>Credits/Payments:</b>		
<b>a</b>	2009 estimated tax payments and 2008 overpayment credited to 2009 . . . . .	<b>6a</b>	2,014,844.
<b>b</b>	Exempt foreign organizations-tax withheld at source . . . . .	<b>6b</b>	0.
<b>c</b>	Tax paid with application for extension of time to file (Form 8868) . . . . .	<b>6c</b>	0.
<b>d</b>	Backup withholding erroneously withheld . . . . .	<b>6d</b>	
<b>7</b>	Total credits and payments. Add lines 6a through 6d . . . . .	<b>7</b>	2,014,844.
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached . . . . .	<b>8</b>	
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .	<b>9</b>	
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .	<b>10</b>	1,904,404.
<b>11</b>	Enter the amount of line 10 to be: <b>Credited to 2010 estimated tax</b> <input type="checkbox"/> 1,000,000. <b>Refunded</b> <input type="checkbox"/>	<b>11</b>	904,404.

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b> During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . . . .		X
<b>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? . . . . . <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		X
<b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year? . . . . .		X
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ _____ (2) On foundation managers. <input type="checkbox"/> \$ _____		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ _____		
<b>2</b> Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . <i>If "Yes," attach a detailed description of the activities.</i>		X
<b>3</b> Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i> . . . . .		X
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .	X	
<b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .	X	
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . <i>If "Yes," attach the statement required by General Instruction T.</i>		X
<b>6</b> Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . . . .	X	
<b>7</b> Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i> . . . . .	X	
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input type="checkbox"/> FL, _____		
<b>b</b> If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? <i>If "No," attach explanation</i> . . . . .	X	
<b>9</b> Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? <i>If "Yes," complete Part XIV.</i> . . . . .		X
<b>10</b> Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i> . . . . .		X

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)
12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?
Website address WWW.KNIGHTFOUNDATION.ORG
14 The books are in care of JUAN MARTINEZ Telephone no. 305-908-2600
Located at 200 S BISCAYNE BLVD, SUITE 3300 MIAMI, FL ZIP +4 33131
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year 15

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

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

1a During the year did the foundation (either directly or indirectly):
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?
(6) Agree to pay money or property to a government official?
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income?
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?
b If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period?
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?

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

5a During the year did the foundation pay or incur any amount to:
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?
(3) Provide a grant to an individual for travel, study, or other similar purposes?
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions)
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?
6b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?
7b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

Table with 5 columns: (a) Name and address, (b) Title, and average hours per week devoted to position, (c) Compensation (if not paid, enter -0-), (d) Contributions to employee benefit plans and deferred compensation, (e) Expense account, other allowances. Row 1: ATTACHMENT 12, 2,373,407., 330,852., 0.

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the instructions). If none, enter "NONE."

Table with 5 columns: (a) Name and address of each employee paid more than \$50,000, (b) Title, and average hours per week devoted to position, (c) Compensation, (d) Contributions to employee benefit plans and deferred compensation, (e) Expense account, other allowances. Row 1: ATTACHMENT 13, 785,506., 173,664., 0.

Total number of other employees paid over \$50,000 24

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
ATTACHMENT 14		4,987,491.
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<b>Total number of others receiving over \$50,000 for professional services</b> . . . . .		24

**Part IX-A Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 KNIGHT COMMISSION ON INTERCOLLEGIATE ATHLETICS: CONVENED COLLEGE PRES., FACULTY & ATHLETES TO CONDUCT FACT FINDING ON ACADEMIC AND FISCAL REFORMS (SEE GENERAL EXPLANATION 1)	663,873.
2 GRANT EXPENDITURE EVALUATIONS: GRANT EXPENDITURE EVAL. WERE PERFORMED ON GRANTEEES BY OUTSIDE CONSULTANTS, REPORTS ARE PROVIDED TO GRANTEEES (SEE GENERAL EXPLANATION 1)	659,909.
3 KNIGHT'S LEADERSHIP, INFLUENCE AND VISABILITY SURVEY: IN PTSHIP WITH BENDIXEN & ASSOCIATES, THE REPORT PROVIDED QUANT AND QUAL INFO. (SEE GENERAL EXPLANATION 1)	340,000.
4 STUDENT COLLEGE TRACKING STUDY: FOUNDATION CONTRACTED A FIRM TO EXAMINE THE RATES OF COLLEGE ACCESS AND SUCCESS ACTIVITY OF HIGH SCHOOL GRADUATES (SEE GENERAL EXPLANATION 1)	164,000.

**Part IX-B Summary of Program-Related Investments** (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 BELOW MARKET RATE LOAN WITH PRINCIPAL AMOUNT \$2,500,000 13 YEAR LOAN BEARING INTEREST AT 1% PER ANNUM, FOUNDATION HAS RECOGNIZED A VALUATION ALLOWANCE OF \$1,125,000.	833,334.
2 -----	
All other program-related investments. See page 24 of the instructions.	
3 NONE	
<b>Total.</b> Add lines 1 through 3 . . . . .	833,334.

**Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	1,882,357,525.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	2,921,149.
<b>c</b>	Fair market value of all other assets (see page 24 of the instructions)	<b>1c</b>	0.
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	1,885,278,674.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	1,885,278,674.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	<b>4</b>	28,279,180.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	1,856,999,494.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	92,849,975.

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

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	92,849,975.
<b>2a</b>	Tax on investment income for 2009 from Part VI, line 5	<b>2a</b>	110,440.
<b>b</b>	Income tax for 2009. (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	110,440.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	92,739,535.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	849,076.
<b>5</b>	Add lines 3 and 4	<b>5</b>	93,588,611.
<b>6</b>	Deduction from distributable amount (see page 25 of the instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	93,588,611.

**Part XII Qualifying Distributions**(see page 25 of the instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	116,866,896.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	833,334.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	0.
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	0.
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	0.
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	117,700,230.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	<b>5</b>	110,440.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	117,589,790.

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



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

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
<b>1</b> Distributable amount for 2009 from Part XI, line 7 . . . . .				93,588,611.
<b>2</b> Undistributed income, if any, as of the end of 2009:				
<b>a</b> Enter amount for 2008 only . . . . .			0.	
<b>b</b> Total for prior years: 20 07, 20 06, 20 05 . . . . .				
<b>3</b> Excess distributions carryover, if any, to 2009:				
<b>a</b> From 2004 . . . . .				0.
<b>b</b> From 2005 . . . . .				0.
<b>c</b> From 2006 . . . . .				0.
<b>d</b> From 2007 . . . . .				1,252,828.
<b>e</b> From 2008 . . . . .				17,628,983.
<b>f</b> <b>Total</b> of lines 3a through e . . . . .	18,881,811.			
<b>4</b> Qualifying distributions for 2009 from Part XII, line 4: ► \$ 117,700,230.				
<b>a</b> Applied to 2008, but not more than line 2a . . . . .			0.	
<b>b</b> Applied to undistributed income of prior years (Election required - see page 26 of the instructions) . . . . .				
<b>c</b> Treated as distributions out of corpus (Election required - see page 26 of the instructions) . . . . .				
<b>d</b> Applied to 2009 distributable amount . . . . .				93,588,611.
<b>e</b> Remaining amount distributed out of corpus . . . . .	24,111,619.			
<b>5</b> Excess distributions carryover applied to 2009 . . . . . (If an amount appears in column (d), the same amount must be shown in column (a).)				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 . . . . .	42,993,430.			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b . . . . .				
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. . . . .				
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions . . . . .				
<b>e</b> Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions . . . . .			0.	
<b>f</b> Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010 . . . . .				0.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions) . . . . .				
<b>8</b> Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions) . . . . .	0.			
<b>9</b> Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a . . . . .	42,993,430.			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2005 . . . . .				0.
<b>b</b> Excess from 2006 . . . . .				0.
<b>c</b> Excess from 2007 . . . . .				1,252,828.
<b>d</b> Excess from 2008 . . . . .				17,628,983.
<b>e</b> Excess from 2009 . . . . .				24,111,619.

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling
b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

Table with 5 columns: (a) 2009, (b) 2008, (c) 2007, (d) 2006, (e) Total. Rows include: 2 a Adjusted net income, b 85% of line 2a, c Qualifying distributions from Part XII, d Amounts included in line 2c not used directly for active conduct of exempt activities, e Qualifying distributions made directly for active conduct of exempt activities, 3 Complete 3a, b, or c for the alternative test relied upon: a 'Assets' alternative test, b 'Endowment' alternative test, c 'Support' alternative test.

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

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

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.
NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:
Check here [ ] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number of the person to whom applications should be addressed:
ATTACHMENT 15

b The form in which applications should be submitted and information and materials they should include:
ATTACHMENT 16

c Any submission deadlines:
ATTACHMENT 17

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:
ATTACHMENT 18

**Part XV** Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a</b> <i>Paid during the year</i>  ATTACHMENT 19				
<b>Total</b> ..... ▶ <b>3a</b>				101,959,485.
<b>b</b> <i>Approved for future payment</i>  ATTACHMENT 20				
<b>Total</b> ..... ▶ <b>3b</b>				141,693,088.

Form **990-PF** (2009)





# Exempt Organization Declaration and Signature for Electronic Filing

For calendar year 2009, or tax year beginning \_\_\_\_\_, 2009, and ending \_\_\_\_\_, 20\_\_

# 2009

Department of the Treasury  
Internal Revenue Service

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

▶ See instructions on back.

Name of exempt organization

Employer identification number

JOHN S. AND JAMES L. KNIGHT FOUNDATION

65-0464177

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

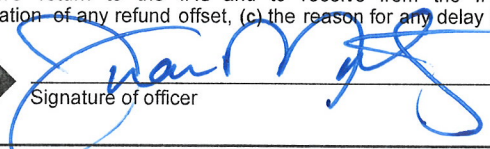
Check the box for the return for which you are using this Form 8453-EO and enter the applicable amount, if any, from the return. If you check the box on line 1a, 2a, 3a, 4a, or 5a below and the amount on that line for the return for which you are filing this form was blank, then leave line 1b, 2b, 3b,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

1a Form 990 check here	<input type="checkbox"/>	b Total revenue, if any (Form 990, Part VIII, column (A), line 12)	1b	
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 checked="" type="checkbox"/>	b Tax based on investment income (Form 990-PF, Part VI, line 5)	4b	110,440.
5a Form 8868 check here	<input type="checkbox"/>	b Balance due (Form 8868, line 3c)	5b	

## Part II Declaration of Officer

- 6  I authorize the U.S. Treasury and its designated Financial Agent to initiate an ACH electronic funds withdrawal (direct debit) entry to the financial institution account indicated in the tax preparation software for payment of the organization's federal taxes owed on this return, and the financial institution to debit the entry to this account. To revoke a payment, I must contact the U.S. Treasury Financial Agent at 1-888-353-4537 no later than 2 business days prior to the payment (settlement) date. I also authorize the financial institutions involved in the processing of the electronic payment of taxes to receive confidential information necessary to answer inquiries and resolve issues related to the payment.
- If a copy of this return is being filed with a state agency(ies) regulating charities as part of the IRS Fed/State program, I certify that I executed the electronic disclosure consent contained within this return allowing disclosure by the IRS of this Form 990/990-EZ/990-PF (as specifically identified in Part I above) to the selected state agency(ies).


Under penalties of perjury, I declare that I am an officer of the above named organization and that I have examined a copy of the organization's 2009 electronic return and accompanying schedules and statements and to the best of my knowledge and belief, they are true, correct, and complete. I further declare that the amount in Part I above is the amount shown on the copy of the organization's electronic return. I consent to allow my intermediate service provider, transmitter, or electronic return originator (ERO) to send the organization's return to the IRS and to receive from the IRS (a) an acknowledgement of receipt or reason for rejection of the transmission, (b) an indication of any refund offset, (c) the reason for any delay in processing the return or refund, and (d) the date of any refund.

Sign Here ▶  | 11/10/2010 | VP/ CFO  
 Signature of officer | Date | Title

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

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

ERO's Use Only

ERO's signature ▶  | Date 11/15/2010 | Check if also paid preparer  | Check if self-employed  | ERO's SSN or PTIN P00233523

Firm's name (or yours if self-employed), address, and ZIP code ▶ ERNST & YOUNG U.S. LLP  
 75 BEATTIE PLACE, SUITE 800  
 GREENVILLE SC 29601 | EIN 34-6565596  
 Phone no. 864-242-5740

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

Paid Preparer's Use Only

Preparer's signature ▶ \_\_\_\_\_ | Date \_\_\_\_\_ | Check if self-employed  | Preparer's SSN or PTIN \_\_\_\_\_

Firm's name (or yours if self-employed), address, and ZIP code ▶ \_\_\_\_\_ | EIN \_\_\_\_\_  
 Phone no. \_\_\_\_\_

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
261232987.		540435 CASH MANAGEMENT PROPERTY TYPE: SECURITIES 261223709.				P	01/01/2008 9,278.	12/31/2009
8,399,661.		540455 ROWE PRICE PROPERTY TYPE: SECURITIES 1,209,308.				P	01/01/2008 7,190,353.	12/31/2009
4486522843		540460 PROPIETARY FUND PROPERTY TYPE: SECURITIES 4486559357				P	01/01/2008 -36,514.	12/31/2009
344,479.		540497 DRAPER FISHER ASSOC FDIII PROPERTY TYPE: SECURITIES 3,713,590.				P	01/01/2008 -3369111.	12/31/2009
103,050.		541087 APAX EUROPE V - A LP PROPERTY TYPE: SECURITIES 104,179.				P	01/01/2008 -1,129.	12/31/2009
557,453.		541014 NORTH BEIDGE VENT PART II LP PROPERTY TYPE: SECURITIES				P	01/01/2008 557,453.	12/31/2009
2,500,000.		541046 HIGHFIELDS CAPITAL LTD PROPERTY TYPE: SECURITIES 1,181,840.				P	01/01/2008 1,318,160.	12/31/2009
24189150.		541063 KF - TIPS PROPERTY TYPE: SECURITIES 24367697.				P	01/01/2008 -178,547.	12/31/2009
13641794.		541067 SATTELITE ASSET MANAGEMENT PROPERTY TYPE: SECURITIES 8,409,512.				P	01/01/2008 5,232,282.	12/31/2009
1,297,579.		541081 OVERSEAS FUND LTD. PROPERTY TYPE: SECURITIES 1,668,301.				P	01/01/2008 -370,722.	12/31/2009
404,613.		541089 HIPEP IV EUROPEAN BUYOUT LP PROPERTY TYPE: SECURITIES 408,077.				P	01/01/2008 -3,464.	12/31/2009
1,943,200.		541110 POLYTECHNOS VENTURE FUND II LP PROPERTY TYPE: SECURITIES 1,945,790.				P	01/01/2008 -2,590.	12/31/2009

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
295,863.		541113 BRIDGEPOINT CAP 2ND EURO PROPERTY TYPE: SECURITIES 299,248.				P	01/01/2008 -3,385.	12/31/2009
18000000.		541115 BGI RUSSELL 1000 GROWTH FUND PROPERTY TYPE: SECURITIES 24873305.				P	01/01/2008 -6873305.	12/31/2009
10000000.		541116 BGI RUSSELL 1000 VALUE FUND PROPERTY TYPE: SECURITIES 19485640.				P	01/01/2008 -9485640.	12/31/2009
7,500,000.		541119 MILGATE CAPITAL PROPERTY TYPE: SECURITIES 4,235,977.				P	01/01/2008 3,264,023.	12/31/2009
7,500,000.		541132 SCP OVERSEAS FD LTD PROPERTY TYPE: SECURITIES 2,869,060.				P	01/01/2008 4,630,940.	12/31/2009
1,025,283.		541137 FOREIGN BOND PROPERTY TYPE: SECURITIES 853,442.				P	01/01/2008 171,841.	12/31/2009
5.		541146 SGA EUROPEAN SECTOR PROPERTY TYPE: SECURITIES				P	01/01/2008 5.	12/31/2009
38.		541147 VIKING GLOBAL EQUITIES III PROPERTY TYPE: SECURITIES				P	01/01/2008 38.	12/31/2009
5,000,000.		541149 EAST CAPITAL PROPERTY TYPE: SECURITIES 7,373,249.				P	01/01/2008 -2373249.	12/31/2009
3,000,000.		541152 CALVARY TECHNOLOGY OFFSHORE PROPERTY TYPE: SECURITIES 2,087,052.				P	01/01/2008 912,948.	12/31/2009
4,420,230.		541156 TCI FUND PROPERTY TYPE: SECURITIES 2,226,646.				P	01/01/2008 2,193,584.	12/31/2009
9,364,201.		541164 MORGAN STANLEY JAPAN SMALL CAP PROPERTY TYPE: SECURITIES 17492456.				P	01/01/2008 -8128255.	12/31/2009



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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
48546726.		541166 KF EXCHANGE TRADED FUNDS PROPERTY TYPE: SECURITIES 38317978.				P	01/01/2008 10228748.	12/31/2009
		541174 IRON CAPITAL II LP PROPERTY TYPE: SECURITIES 7,332.				P	01/01/2008 -7,332.	12/31/2009
23963443.		541179 EMERGING MARKETS INDEX PROPERTY TYPE: SECURITIES 14495639.				P	01/01/2008 9,467,804.	12/31/2009
7,409,423.		541186 PANTERA GLOBAL MARCO FD LTD PROPERTY TYPE: SECURITIES 7,319,026.				P	01/01/2008 90,397.	12/31/2009
236,953.		541193 ION EURO REAL ESTATE II LP PROPERTY TYPE: SECURITIES 239,848.				P	01/01/2008 -2,895.	12/31/2009
528,166.		541195 RIDGEPOINT EUROPE III A, LP PROPERTY TYPE: SECURITIES 526,350.				P	01/01/2008 1,816.	12/31/2009
1,597,830.		541196 EUROPEAN CAPITAL VIII, LP PROPERTY TYPE: SECURITIES 1,610,603.				P	01/01/2008 -12,773.	12/31/2009
101,512.		541197 PAX EUROPEAN VI, LP PROPERTY TYPE: SECURITIES 101,735.				P	01/01/2008 -223.	12/31/2009
26191662.		541199 STANDISH LB GOV/CREDIT PROPERTY TYPE: SECURITIES 27352467.				P	01/01/2008 -1160805.	12/31/2009
39457256.		541200 SSGA JAPAN ACTIVE EQUITY FUND PROPERTY TYPE: SECURITIES 48453039.				P	01/01/2008 -8995783.	12/31/2009
10000000.		541207 GMO FOREIGN FUND PROPERTY TYPE: SECURITIES 14143947.				P	01/01/2008 -4143947.	12/31/2009
14787664.		541208 ARROWSTREET INTL EQ PROPERTY TYPE: SECURITIES 22390283.				P	01/01/2008 -7602619.	12/31/2009

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
28670840.		541220 STAR ASSET MGMT EUROPE PROPERTY TYPE: SECURITIES 43474109.				P	01/01/2008 -14803269.	12/31/2009
37100435.		541222 REXITER ASIA EX JAPAN PROPERTY TYPE: SECURITIES 33794705.				P	01/01/2008 3,305,730.	12/31/2009
11181201.		541226 DAVIDSONKEMPNERINSTPART LP PROPERTY TYPE: SECURITIES 11074457.				P	01/01/2008 106,744.	12/31/2009
17000000.		541230 VCONVEXITY CAPITAL OFFSHORE PROPERTY TYPE: SECURITIES 13524795.				P	01/01/2008 3,475,205.	12/31/2009
357,392.		541233 ALTOR FUND II PROPERTY TYPE: SECURITIES 357,948.				P	01/01/2008 -556.	12/31/2009
384,545.		541244 T ROWE PRICE NATURAL RESOURCES PROPERTY TYPE: SECURITIES 1,456,298.				P	01/01/2008 -1071753.	12/31/2009
7,500,000.		541248 KING STREET CAPITAL LTD PROPERTY TYPE: SECURITIES 6,142,183.				P	01/01/2008 1,357,817.	12/31/2009
2,000,000.		541257 KENSICO OFFSHORE LTD PROPERTY TYPE: SECURITIES 1,352,203.				P	01/01/2008 647,797.	12/31/2009
1,517,851.		541260 PATRON CAPITAL III PROPERTY TYPE: SECURITIES 1,513,873.				P	01/01/2008 3,978.	12/31/2009
292,423.		241264 PAX EUROPE VII - A (FEEDER LP) PROPERTY TYPE: SECURITIES 291,915.				P	01/01/2008 508.	12/31/2009
6,000,000.		541269 WELLINGTON COMMODITY PROPERTY TYPE: SECURITIES 8,832,869.				P	01/01/2008 -2832869.	12/31/2009
6,297,751.		541273 NUMERIC SMALL CAP PROPERTY TYPE: SECURITIES 8,686,045.				P	01/01/2008 -2388294.	12/31/2009

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

Kind of Property		Description				P or D	Date acquired	Date sold	
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)		
807,918.		541282 EUROPA III PROPERTY TYPE: SECURITIES 821,815.				P	01/01/2008 -13,897.	12/31/2009	
2,403,347.		541283 MID-EUROPA III PROPERTY TYPE: SECURITIES 2,403,337.				P	01/01/2008 10.	12/31/2009	
24323739.		541288 SECURITY CAPITAL PROPERTY TYPE: SECURITIES 33039707.				P	01/01/2008 -8715968.	12/31/2009	
18000000.		541293 LONGLEAF PARTNERS PROPERTY TYPE: SECURITIES 28168381.				P	01/01/2008 -10168381.	12/31/2009	
2,000,000.		541300 TRP AFRICA PROPERTY TYPE: SECURITIES 3,740,741.				P	01/01/2008 -1740741.	12/31/2009	
39,066.		541306 ORION RE III PROPERTY TYPE: SECURITIES 49,021.				P	01/01/2008 -9,955.	12/31/2009	
449,789.		541307 ALTOR III PROPERTY TYPE: SECURITIES 453,371.				P	01/01/2008 -3,582.	12/31/2009	
428,838.		STOCK LOAN INCOME PROPERTY TYPE: SECURITIES				P	01/01/2008 428,838.	12/31/2009	
		K-1S GAIN/(LOSS) PROPERTY TYPE: SECURITIES 7,948,671.				P	-7948671.		
TOTAL GAIN (LOSS) .....								<u>-47853927.</u>	

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

1. KNIGHT COMMISSION ON INTERCOLLEGIATE ATHLETICS - IN 2009 THE KNIGHT COMMISSION ON INTERCOLLEGIATE ATHLETICS CONVENED COLLEGE PRESIDENTS, FACULTY, ADMINISTRATORS, COACHES, COLLEGE ATHLETES, SCHOLARS AND OTHER STAKEHOLDERS DURING THE YEAR TO CONDUCT FACT-FINDING ON ACADEMIC AND FISCAL REFORMS AND OTHER ISSUES IMPACTING COLLEGE ATHLETICS. THE KNIGHT COMMISSION'S TWO MEETINGS WERE OPEN TO THE PUBLIC AND ACCESSIBLE VIA PODCASTS. THE COMMISSION ALSO FUNDED RESEARCH TO GATHER OPINIONS OF 95 COLLEGE PRESIDENTS ON THE COSTS AND BENEFITS OF ATHLETICS AT THEIR UNIVERSITIES AND THEIR OPINIONS ON FINANCIAL REFORMS. THE RESEARCH FINDINGS WERE PUBLISHED IN 2009. COMMISSION MEMBERS AND STAFF ALSO PARTICIPATED IN SEVERAL NATIONAL CONFERENCES TO DISCUSS ISSUES IMPACTING ATHLETICS AT ALL MAJOR COLLEGES AND UNIVERSITIES. THE RESULTING MEDIA COVERAGE OF THE COMMISSION'S MEETINGS AND RESEARCH SERVES TO INFORM HIGHER EDUCATION LEADERS AND THE PUBLIC ABOUT KEY ISSUES IMPACTING COLLEGE SPORTS PROGRAMS. THE COMMISSION'S WORK ALSO INFORMS THE NCAA'S EFFORTS AS WELL AS EFFORTS ON EACH INDIVIDUAL CAMPUS TO ENSURE THAT 1) ATHLETICS PROGRAMS ARE GUIDED BY ACADEMIC AND FISCAL INTEGRITY PRINCIPLES, 2) COLLEGE PRESIDENTS ARE FULLY IN CHARGE OF THEIR SPORTS PROGRAMS, 3) PROGRESS IS BEING MADE TO IMPLEMENT A PROGRAM REQUIRING MINIMUM GRADUATION RATES TO BE ACHIEVED WITH PENALTIES FOR NONCOMPLIANCE, 4) COLLEGE ATHLETES ARE NOT BEING COMMERCIALY EXPLOITED AND 5) FISCAL REFORMS TO PROVIDE MORE ACCURATE, TRANSPARENT AND COMPARABLE ATHLETICS FINANCIAL DATA ARE PROCEEDING (PART IX-A #1).

2. GRANT EXPENDITURE EVALUATIONS - CONSISTENT WITH ITS COMMITMENT TO DEVELOPING GRANTEE ORGANIZATIONAL CAPACITY AND PROMOTING THE USE OF BEST PRACTICES IN THE FIELD, THE KNIGHT FOUNDATION PERFORMED SEVERAL GRANT EXPENDITURE EVALUATIONS ON OUR GRANTEES. THESE EVALUATIONS ARE PERFORMED BY OUTSIDE CONSULTANTS WHO EXAMINE THE GRANTEE'S ADMINISTRATIVE OPERATIONS, INTERNAL CONTROLS AND PROGRAMMATIC ACTIVITIES BY FOLLOWING A SAMPLE OF GRANT EXPENDITURES THROUGH THE GRANTEE'S EXPENDITURE CYCLE. THE FOUNDATION PROVIDES THE GRANTEE WITH A REPORT DETAILING THE CONSULTANT'S OBSERVATIONS AND RECOMMENDATIONS FOR IMPROVEMENTS (PART IX-A #2).

3. KNIGHT'S LEADERSHIP, INFLUENCE AND VISIBILITY SURVEY - THE KNIGHT FOUNDATION DEVOTES ITS HUMAN CAPITAL, FINANCIAL RESOURCES AND INSTITUTIONAL EXPERTISE TO TWO COMPLEMENTARY AREAS OF CONCENTRATION - PROMOTING EXCELLENCE IN JOURNALISM AND INVESTING IN THE VITALITY AND IMPROVEMENT OF THE 26 U.S. COMMUNITIES IN WHICH THE KNIGHT BROTHERS OWNED NEWSPAPERS. IN BOTH CASES, THE KNIGHT FOUNDATION STRIVES TO ACHIEVE TRANSFORMATIVE CHANGE. IN 2009 THE KNIGHT FOUNDATION CONDUCTED A SURVEY OF OVER 2,000 LEADERS IN THE 26 KNIGHT COMMUNITIES, IN PARTNERSHIP WITH

FORM 990PF - GENERAL EXPLANATION ATTACHMENT

BENDIXEN & ASSOCIATES, TO BETTER UNDERSTAND THE PERCEPTIONS OF THE FOUNDATION'S LEADERSHIP, INFLUENCE AND VISIBILITY IN THE COMMUNITIES. THE REPORT PROVIDED QUANTITATIVE AND QUALITATIVE INFORMATION TO GAUGE HOW OPINION LEADERS VIEWED THE FOUNDATION, ITS WORK AND ITS IMPACT IN EACH OF THE COMMUNITY (PART IX-A #3).

4. STUDENT COLLEGE TRACKING STUDY - AS PART OF OUR COMMITMENT TO SUPPORTING EDUCATION, KNIGHT FOUNDATION ENGAGED THE OMG CENTER FOR COLLABORATIVE LEARNING IN 2008 TO EXAMINE THE RATES OF COLLEGE ACCESS AND SUCCESS ACTIVITY OF HIGH SCHOOL GRADUATES IN PHILADELPHIA AND MIAMI. THE PURPOSE OF THE STUDY WAS TO IDENTIFY THE PROGRESS AND PITFALLS OF COLLEGE-GOING ACTIVITY IN BOTH OF THESE URBAN CENTERS AS WELL AS TO DOCUMENT THE SPECIFIC PROGRAMS CURRENTLY SERVING STUDENTS IN THESE AREAS. THE REPORT, WHICH IS BEING DISSEMINATED PUBLICLY, WILL PROVIDE PRACTICAL INFORMATION TO HELP INFORM THE STRATEGIES USED BY THE DISTRICTS AND THEIR COMMUNITY PARTNERS TO WORK TOGETHER TO PROMOTE A MORE SEAMLESS ACCESS AND SUCCESS SYSTEM (PART IX-A #4).

FORM 990PF - GENERAL EXPLANATION ATTACHMENT

GENERAL EXPLANATION 2: STMT REGARDING 09 EXPENDITURE RESPONSIBILITY GRANTS  
FORM 990-PF, PART VII-B(5) (C)

1. NAME AND ADDRESS OF GRANTEE: AREA/CODE ENTERTAINMENT LLC  
36 EAST 12TH STREET, 6TH FLOOR  
NEW YORK, NY 10003

2. GRANT AMOUNT \$203,605

3. GRANT DATE JULY 27, 2009

4. PURPOSE OF GRANT FOR THE RESEARCH AND CONCEPT DEVELOPMENT OF  
COMMUNITY-CENTRIC URBAN GAMES IN FIVE KNIGHT COMMUNITIES.

5. AMOUNT EXPENDED \$203,605

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

7. REPORT DATES JULY 31, 2010

8. REPORT'S VERIFIED THE GRANT AMOUNT HAS BEEN FULLY DISBURSED  
TO THE GRANTEE. THE TERMS OF THE GRANT REMAINS OPEN PENDING RECEIPT OF  
REPORT. KNIGHT FOUNDATION WILL VERIFY THE JULY 31, 2010 REPORT UPON  
RECEIPT.

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1. NAME AND ADDRESS OF GRANTEE: BOSTON CYBERARTS, INC.  
9 MYRTLE STREET  
JAMAICA PLAIN, MA 02130

2. GRANT AMOUNT \$40,000

3. GRANT DATE MARCH 9, 2009

4. PURPOSE OF GRANT TO USE VIDEO REPORTS OF TWO DIFFERENT  
NEIGHBORHOODS TO SPUR CIVIC CONVERSATION.

5. AMOUNT EXPENDED \$30,000

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

7. REPORT DATES MARCH 1, 2010  
MARCH 31, 2011

8. REPORT'S VERIFIED KNIGHT FOUNDATION VERIFIED THE MARCH 1,  
2010 REPORT. THE GRANT AMOUNT HAS BEEN FULLY DISBURSED TO THE GRANTEE.  
THE TERMS OF THE GRANT REMAINS OPEN PENDING RECEIPT OF REPORT. KNIGHT  
FOUNDATION WILL VERIFY THE MARCH 31, 2011 REPORT UPON RECEIPT.

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1. NAME AND ADDRESS OF GRANTEE: CENTER OF INNOVATION FOR  
BIOMATERIALS IN ORTHOPAEDIC RESEARCH  
1100 N ST. FRANCIS, SUITE 300  
WICHITA, KS 67214

2. GRANT AMOUNT \$2,100,000

FORM 990PF - GENERAL EXPLANATION ATTACHMENT

3. GRANT DATE SEPTEMBER 14, 2009  
 4. PURPOSE OF GRANT TO DIVERSIFY THE LOCAL ECONOMY BY PROVIDING STARTUP FUNDING TO BUILD A COMPOSITE PROTOTYPING LAB WHOSE PRODUCTS CAN BE MANUFACTURED LOCALLY.  
 5. AMOUNT EXPENDED \$520,000  
 6. DIVERSION OF FUNDS TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.  
 7. REPORT DATES OCTOBER 1, 2010, 2011, 2012, 2013  
 OCTOBER 31, 2014  
 8. REPORT'S VERIFIED KNIGHT FOUNDATION VERIFIED THE OCTOBER 1, 2010 REPORT. KNIGHT FOUNDATION WILL VERIFY THE OCTOBER 1, 2011, 2012, 2013 AND OCTOBER 31, 2014 REPORTS UPON RECEIPT.

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1. NAME AND ADDRESS OF GRANTEE: CHANNEL ONE NETWORK  
 151 W. 26TH STREET, 11TH FLOOR  
 NEW YORK, NY 10001  
 2. GRANT AMOUNT \$2,250,000  
 3. GRANT DATE SEPTEMBER 12, 2006  
 4. PURPOSE OF GRANT FOR A STRATEGIC ALLIANCE WITH CHANNEL ONE TO PROMOTE FIRST AMENDMENT AND STUDENT MEDIA.  
 5. AMOUNT EXPENDED \$3,500  
 6. DIVERSION OF FUNDS TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.  
 7. REPORT DATES SEPTEMBER 1, 2007, 2008  
 SEPTEMBER 30, 2009  
 8. REPORT'S VERIFIED KNIGHT FOUNDATION VERIFIED THE SEPTEMBER 1, 2007, 2008, AND THE SEPTEMBER 30, 2009 REPORTS.

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1. NAME AND ADDRESS OF GRANTEE: CHANNEL ONE NETWORK  
 151 WEST 26TH STREET, 9TH FLOOR  
 NEW YORK, NY 10001  
 2. GRANT AMOUNT \$200,000  
 3. GRANT DATE NOVEMBER 6, 2009  
 4. PURPOSE OF GRANT TO REVAMP AND TEST FIVE FREEDOMS, A NEW APPROACH TO TEACHING HIGH SCHOOL STUDENTS ABOUT THE FIRST AMENDMENT.  
 5. AMOUNT EXPENDED \$200,000  
 6. DIVERSION OF FUNDS TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE

FORM 990PF - GENERAL EXPLANATION ATTACHMENT

GRANT.

7. REPORT DATES MARCH 31, 2010  
8. REPORT'S VERIFIED KNIGHT FOUNDATION VERIFIED THE MARCH 31, 2010 REPORT.

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1. NAME AND ADDRESS OF GRANTEE: DAWNTOWN, INC.  
1020 MERIDIAN AVENUE, SUITE 706  
MIAMI BEACH, FL 33139  
2. GRANT AMOUNT \$35,000  
3. GRANT DATE AUGUST 12, 2009  
4. PURPOSE OF GRANT TO BRING INNOVATIVE ARCHITECTURE IDEAS TO DOWNTOWN MIAMI.  
5. AMOUNT EXPENDED \$20,000  
6. DIVERSION OF FUNDS TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

7. REPORT DATES AUGUST 1, 2010  
MARCH 31, 2011  
8. REPORT'S VERIFIED KNIGHT FOUNDATION VERIFIED THE AUGUST 1, 2010 REPORT. KNIGHT FOUNDATION WILL VERIFY THE MARCH 31, 2011 REPORT UPON RECEIPT.

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1. NAME AND ADDRESS OF GRANTEE: GALLUP, INC.  
901 F STREET, NW  
WASHINGTON, DC 20004  
2. GRANT AMOUNT \$2,371,000  
3. GRANT DATE SEPTEMBER 16, 2007  
4. PURPOSE OF GRANT TO ADD AN ADDITIONAL INDICATOR TO ALL KNIGHT COMMUNITIES THAT CAN MEASURE RESIDENTS LEVEL OF CIVIC ENGAGEMENT AND PROVIDE AN INDICATOR OF THEIR POTENTIAL ECONOMIC VITALITY WHICH CAN THEN INFORM CIVIC AND PHILANTHROPIC INVESTMENTS.  
5. AMOUNT EXPENDED \$730,000  
6. DIVERSION OF FUNDS TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

7. REPORT DATES AUGUST 1, 2008, 2009  
FEBRUARY 28, 2010  
8. REPORT'S VERIFIED KNIGHT FOUNDATION VERIFIED THE AUGUST 1, 2008 AND 2009 REPORTS. THE GRANT AMOUNT HAS BEEN FULLY DISBURSED TO THE GRANTEE. THE TERMS OF THE GRANT REMAINS OPEN PENDING RECEIPT OF



FORM 990PF - GENERAL EXPLANATION ATTACHMENT

REPORT. KNIGHT FOUNDATION WILL VERIFY THE FEBRUARY 28, 2010 REPORT UPON RECEIPT.

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- 1. NAME AND ADDRESS OF GRANTEE: GALLUP, INC.  
901 F STREET, NW  
WASHINGTON, DC 20004
- 2. GRANT AMOUNT \$250,000
- 3. GRANT DATE MARCH 17, 2009
- 4. PURPOSE OF GRANT TO ADD NEWS AND JOURNALISM-BASED QUESTIONS TO THE GALLUP SURVEY TO DETERMINE IF A CITIZENS' ENGAGEMENT WITH THE NEWS MEDIA AFFECTS THEIR ENGAGEMENT OR ATTACHMENT TO PLACE.
- 5. AMOUNT EXPENDED \$250,000
- 6. DIVERSION OF FUNDS TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.
- 7. REPORT DATES AUGUST 1, 2009  
MARCH 31, 2010
- 8. REPORT'S VERIFIED KNIGHT FOUNDATION VERIFIED THE AUGUST 1, 2009 AND MARCH 31, 2010 REPORTS.

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- 1. NAME AND ADDRESS OF GRANTEE: GULF COAST BUSINESS COUNCIL  
11975-D SEAWAY ROAD  
GULFPORT, MS 39503
- 2. GRANT AMOUNT \$2,768,000
- 3. GRANT DATE SEPT. 16, 2007
- 4. PURPOSE OF GRANT TO ADVANCE POST-KATRINA PROGRESS BY STRENGTHENING A PIVOTAL LEADERSHIP GROUP'S OPERATIONS AND PROVIDING CAPITAL SUPPORT FOR AN INNOVATIVE NONPROFIT CENTER TO BE NAMED FOR THE KNIGHT FOUNDATION.
- 5. AMOUNT EXPENDED \$3,500
- 6. DIVERSION OF FUNDS TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.
- 7. REPORT DATES OCTOBER 1, 2008, 2009  
OCTOBER 31, 2010
- 8. REPORT'S VERIFIED KNIGHT FOUNDATION VERIFIED THE OCTOBER 1, 2008 AND 2009 REPORTS. KNIGHT FOUNDATION WILL VERIFY THE OCTOBER 31, 2010 REPORT UPON RECEIPT.

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FORM 990PF - GENERAL EXPLANATION ATTACHMENT

- 1. NAME AND ADDRESS OF GRANTEE: MARAJEN STEVICK FOUNDATION  
15 EAST MAIN, P.O. BOX 677  
CHAMPAIGN, IL 61824
- 2. GRANT AMOUNT \$100,000
- 3. GRANT DATE DECEMBER 8, 2008
- 4. PURPOSE OF GRANT TO USE A MULTIFACETED APPROACH TO ADDRESS INFORMATION NEEDS OF OVERLOOKED POPULATIONS IN A COLLEGE TOWN.
- 5. AMOUNT EXPENDED \$50,000
- 6. DIVERSION OF FUNDS TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.
- 7. REPORT DATES NOVEMBER 1, 2009  
NOVEMBER 30, 2010
- 8. REPORT'S VERIFIED KNIGHT FOUNDATION VERIFIED THE NOVEMBER 1, 2009 REPORT. KNIGHT FOUNDATION WILL VERIFY THE NOVEMBER 30, 2010 REPORT UPON RECEIPT.

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- 1. NAME AND ADDRESS OF GRANTEE: MEDIA MOBILIZING PROJECT OF PHILADELPHIA  
INDEPENDENT MEDIA CENTER  
4134 LANCASTER AVENUE  
PHILADELPHIA. PA 19143
- 2. GRANT AMOUNT \$150,000
- 3. GRANT DATE MAY 16, 2007
- 4. PURPOSE OF GRANT TO DEVELOP ONLINE DIGITAL NEWSCASTS FOR PHILADELPHIA'S IMMIGRANT COMMUNITY AND TO DISTRIBUTE THEM VIA THE NEW CITYWIDE WIRELESS PLATFORM.
- 5. AMOUNT EXPENDED \$3,500
- 6. DIVERSION OF FUNDS TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.
- 7. REPORT DATES MAY 1, 2008  
MARCH 31, 2009
- 8. REPORT'S VERIFIED KNIGHT FOUNDATION VERIFIED THE MAY 1, 2008 REPORT.

THE GRANT AMOUNT HAS BEEN FULLY DISBURSED TO THE GRANTEE. THE TERMS OF THE GRANT REMAINS OPEN PENDING RECEIPT OF REPORT. KNIGHT FOUNDATION WILL VERIFY THE MARCH 31, 2009 REPORT UPON RECEIPT.

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- 1. NAME AND ADDRESS OF GRANTEE: MIAMI-DADE BROADBAND COALITION

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150 SE 2ND AVENUE, SUITE 709  
MIAMI, FL 33131

- 2. GRANT AMOUNT \$910,000
- 3. GRANT DATE SEPTEMBER 14, 2009
- 4. PURPOSE OF GRANT TO ESTABLISH THE MIAMI-DADE BROADBAND COALITION, AN ORGANIZATION THAT WILL PILOT AND SUSTAIN BROADBAND TECHNOLOGY STRATEGIES TO IMPROVE THE QUALITY OF LIFE FOR THE CITIZENS OF MIAMI-DADE COUNTY.
- 5. AMOUNT EXPENDED \$900,000
- 6. DIVERSION OF FUNDS TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.
- 7. REPORT DATES OCTOBER 31, 2010
- 8. REPORT'S VERIFIED KNIGHT FOUNDATION WILL VERIFY THE OCTOBER 31, 2010 REPORT UPON RECEIPT.

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- 1. NAME AND ADDRESS OF GRANTEE: MINNPOST  
900 6TH AVE. SE, SUITE 220  
MINNEAPOLIS, MN 55414
- 2. GRANT AMOUNT \$105,000
- 3. GRANT DATE NOVEMBER 11, 2008
- 4. PURPOSE OF GRANT TO EXPAND THE LOCAL REPORTING CAPACITY OF MINNPOST.COM AND PROVIDE A VIABLE ALTERNATE LOCAL NEWS SITE.
- 5. AMOUNT EXPENDED \$50,000
- 6. DIVERSION OF FUNDS TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.
- 7. REPORT DATES JUNE 1, 2009  
JUNE 30, 2010
- 8. REPORT'S VERIFIED KNIGHT FOUNDATION VERIFIED THE JUNE 1, 2009 AND JUNE 30, 2010 REPORTS.

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- 1. NAME AND ADDRESS OF GRANTEE: MTV - DEPT OF STRATEGIC PARTNERSHIPS AND PUBLIC AFFAIRS  
1515 BROADWAY, 29TH FLOOR  
NEW YORK, NY 10036
- 2. GRANT AMOUNT \$700,000
- 3. GRANT DATE MARCH 12, 2007
- 4. PURPOSE OF GRANT TO COVER A PRESIDENTIAL ELECTION FOR YOUNG PEOPLE VIA MOBILE MEDIA BY CREATING A NATIONWIDE MOBILE YOUTH JOURNALISTS

FORM 990PF - GENERAL EXPLANATION ATTACHMENT

NETWORK AND TO REUSE THEIR VIDEO REPORTS ON MTV.

5. AMOUNT EXPENDED \$10,000

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

7. REPORT DATES MAY 1, 2008  
MARCH 31, 2009

8. REPORT'S VERIFIED KNIGHT FOUNDATION VERIFIED THE MAY 1, 2008 REPORT. THE GRANT AMOUNT HAS BEEN FULLY DISBURSED TO THE GRANTEE. THE TERMS OF THE GRANT REMAINS OPEN PENDING RECEIPT OF REPORT. KNIGHT FOUNDATION WILL VERIFY THE MARCH 31, 2009 REPORT UPON RECEIPT.

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1. NAME AND ADDRESS OF GRANTEE: SAWHORSE MEDIA, LLC.  
68 JAY STREET #413  
BROOKLYN, NY 11201

2. GRANT AMOUNT \$50,000

3. GRANT DATE JANUARY 22, 2009

4. PURPOSE OF GRANT TO IDENTIFY AND RECOGNIZE THE BEST PRODUCERS OF CONTENT ON TWITTER BY SPONSORING THE SHORTY AWARDS.

5. AMOUNT EXPENDED \$50,000

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

7. REPORT DATES MARCH 31, 2009

8. REPORT'S VERIFIED KNIGHT FOUNDATION VERIFIED THE MARCH 31, 2009 REPORT.

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1. NAME AND ADDRESS OF GRANTEE: SNAGFILMS LLC  
627 NORTH GLEBE ROAD  
SUITE 850  
ARLINGTON, VA 22203

2. GRANT AMOUNT \$210,000

3. GRANT DATE JULY 29, 2008

4. PURPOSE OF GRANT TO CREATE A NEW DIGITAL DISTRIBUTION PLATFORM FOR DOCUMENTARY FILMS.

5. AMOUNT EXPENDED \$70,000

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

7. REPORT DATES AUGUST 1, 2009, 2010

FORM 990PF - GENERAL EXPLANATION ATTACHMENT

AUGUST 31, 2011

8. REPORT'S VERIFIED KNIGHT FOUNDATION VERIFIED THE AUGUST 1, 2009 REPORT. KNIGHT FOUNDATION WILL VERIFY THE AUGUST 1, 2010 AND THE AUGUST 31, 2011 REPORTS UPON RECEIPT.

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

2. GRANT AMOUNT \$1,100,000

3. GRANT DATE MARCH 12, 2007

4. PURPOSE OF GRANT TO CREATE, TEST AND RELEASE OPEN-SOURCE SOFTWARE THAT LINKS DATABASES TO ALLOW CITIZENS OF A LARGE CITY TO LEARN (AND ACT ON) CIVIC INFORMATION ABOUT THEIR NEIGHBORHOOD OR BLOCK.

5. AMOUNT EXPENDED \$9,500

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

7. REPORT DATES APRIL 1, 2008, OCTOBER 1, 2008, JULY 31, 2009

8. REPORT'S VERIFIED KNIGHT FOUNDATION VERIFIED THE APRIL 1, AND OCTOBER 1, 2008 AND THE JULY 31, 2008 REPORTS.

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

2. GRANT AMOUNT \$222,000

3. GRANT DATE MAY 16, 2007

4. PURPOSE OF GRANT TO MAKE IT EASIER FOR PEOPLE TO FIND HYPERLOCAL NEWS AND INFORMATION ABOUT THEIR CITY OR NEIGHBORHOOD THROUGH PROMOTION OF "UNIVERSAL GEOTAGGING" IN BLOGS.

5. AMOUNT EXPENDED \$4,875

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

7. REPORT DATES MARCH 1, 2008  
MARCH 31, 2009

8. REPORT'S VERIFIED KNIGHT FOUNDATION VERIFIED THE MARCH 1, 2008 AND THE MARCH 31, 2009 REPORTS.

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FORM 990PF - GENERAL EXPLANATION ATTACHMENT

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

2. GRANT AMOUNT \$200,000

3. GRANT DATE MARCH 6, 2008

4. PURPOSE OF GRANT TO USE THE LATEST SOFTWARE AND COMPUTER-BASED FM TRANSMITTERS TO REDUCE THE COST OF CREATING RURAL RADIO STATIONS.

5. AMOUNT EXPENDED \$90,000

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

7. REPORT DATES JULY 1, 2009  
 OCTOBER 31, 2010

8. REPORT'S VERIFIED KNIGHT FOUNDATION VERIFIED THE JULY 1, 2009 REPORT. THE GRANT AMOUNT HAS BEEN FULLY DISBURSED TO THE GRANTEE. THE TERMS OF THE GRANT REMAINS OPEN PENDING RECEIPT OF REPORT. KNIGHT FOUNDATION WILL VERIFY THE OCTOBER 31, 2010 REPORT UPON RECEIPT.

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

2. GRANT AMOUNT \$327,000

3. GRANT DATE MARCH 10, 2008

4. PURPOSE OF GRANT TO CREATE AN EASY TO USE SOFTWARE PACKAGE TO HELP PUBLIC RADIO STATIONS CREATE WEB SITES.

5. AMOUNT EXPENDED \$163,500

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

7. REPORT DATES FEBRUARY 1, 2009  
 JULY 1, 2009  
 JULY 31, 2010

8. REPORT'S VERIFIED KNIGHT FOUNDATION VERIFIED THE FEBRUARY 1, AND JULY 1, 2009 AND 2010 REPORTS.

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1. NAME AND ADDRESS OF GRANTEE: TIDES CENTER  
 THE PRESIDIO

FORM 990PF - GENERAL EXPLANATION ATTACHMENT

P. O. BOX 29907  
SAN FRANCISCO, CA 94129

- 2. GRANT AMOUNT \$340,000
- 3. GRANT DATE MARCH 10, 2008
- 4. PURPOSE OF GRANT TO CREATE A MICRO-PAYMENT SYSTEM TO FUND INVESTIGATIVE NEWS REPORTS.
- 5. AMOUNT EXPENDED \$170,000
- 6. DIVERSION OF FUNDS TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.
- 7. REPORT DATES FEBRUARY 1, 2009  
MAY 1, 2010
- 8. REPORT'S VERIFIED KNIGHT FOUNDATION VERIFIED THE FEBRUARY 1, 2009 REPORT. THE GRANT AMOUNT HAS BEEN FULLY DISBURSED TO THE GRANTEE. THE TERMS OF THE GRANT REMAINS OPEN PENDING RECEIPT OF REPORT. KNIGHT FOUNDATION WILL VERIFY THE MAY 1, 2010 REPORT UPON RECEIPT.

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

- 2. GRANT AMOUNT \$600,000
- 3. GRANT DATE MARCH 10, 2008
- 4. PURPOSE OF GRANT TO TEST THE LATEST SOCIAL NETWORKING AND USER-GENERATED-CONTENT TOOLS IN A SMALL RUSSIAN TOWN ABOUT TO HOST THE OLYMPICS.
- 5. AMOUNT EXPENDED \$150,000
- 6. DIVERSION OF FUNDS TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.
- 7. REPORT DATES FEBRUARY 1, 2009, 2010  
JULY 31, 2010
- 8. REPORT'S VERIFIED KNIGHT FOUNDATION VERIFIED THE FEBRUARY 1, 2009, 2010 AND JULY 31, 2010 REPORTS.

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

- 2. GRANT AMOUNT \$837,000

FORM 990PF - GENERAL EXPLANATION ATTACHMENT

3. GRANT DATE MARCH 10, 2008  
 4. PURPOSE OF GRANT TO ENABLE INDIVIDUALS TO CREATE NARROWLY TARGETED, LOCAL NICHE PUBLICATIONS WITH LOCAL ADVERTISING.  
 5. AMOUNT EXPENDED \$209,250  
 6. DIVERSION OF FUNDS TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.  
 7. REPORT DATES FEBRUARY 1, 2009  
 DECEMBER 1, 2009  
 JULY 31, 2010  
 8. REPORT'S VERIFIED KNIGHT FOUNDATION VERIFIED THE FEBRUARY 1, AND DECEMBER 1, 2009 AND THE JULY 31, 2010 REPORTS.

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1. NAME AND ADDRESS OF GRANTEE: TIDES CENTER  
 THE PRESIDIO  
 P. O. BOX 29907  
 SAN FRANCISCO, CA 94129  
 2. GRANT AMOUNT \$876,000  
 3. GRANT DATE MARCH 10, 2008  
 4. PURPOSE OF GRANT TO CREATE AN ECONOMICAL WAY FOR POOR PEOPLE TO USE CELL PHONES TO CREATE AND GATHER INFORMATION IN FORMS DIFFICULT FOR AUTHORITARIAN GOVERNMENTS TO CONTROL.  
 5. AMOUNT EXPENDED \$219,000  
 6. DIVERSION OF FUNDS TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.  
 7. REPORT DATES FEBRUARY 1, 2009, 2010  
 JULY 31, 2011  
 8. REPORT'S VERIFIED KNIGHT FOUNDATION VERIFIED THE FEBRUARY 1, 2009 AND 2010 REPORTS. THE GRANT AMOUNT HAS BEEN FULLY DISBURSED TO THE GRANTEE. THE TERMS OF THE GRANT REMAINS OPEN PENDING RECEIPT OF REPORT. KNIGHT FOUNDATION WILL VERIFY THE JULY 31, 2011 REPORTS UPON RECEIPT.

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1. NAME AND ADDRESS OF GRANTEE: TIDES CENTER  
 THE PRESIDIO  
 P. O. BOX 29907  
 SAN FRANCISCO, CA 94129  
 2. GRANT AMOUNT \$15,000  
 3. GRANT DATE MARCH 17, 2008



FORM 990PF - GENERAL EXPLANATION ATTACHMENT

4. PURPOSE OF GRANT TO CREATE A SOCIAL NETWORKING TOOL TO HELP REPORTERS USE ONE ANOTHER AS RESOURCES, TO IDENTIFY TRENDS AND TO ADD CONTEXT TO THEIR OWN WORK.

5. AMOUNT EXPENDED \$7,500

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

7. REPORT DATES FEBRUARY 1, 2009  
JULY 31, 2009

8. REPORT'S VERIFIED KNIGHT FOUNDATION VERIFIED THE FEBRUARY 1, 2009 AND JULY 31, 2009 REPORTS.

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

2. GRANT AMOUNT \$249,529

3. GRANT DATE OCTOBER 27, 2008

4. PURPOSE OF GRANT FOR NEWSLOUD TO CREATE AND LAUNCH TWO SOCIAL MEDIA PUBLICATIONS ON FACEBOOK TO TEST STRATEGIES THAT LEVERAGE SOCIAL MEDIA ENVIRONMENTS TO ENGAGE YOUTH IN NEWS AND INFORMATION.

5. AMOUNT EXPENDED \$125,000

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

7. REPORT DATES FEBRUARY 1, 2009  
OCTOBER 31, 2009

8. REPORT'S VERIFIED KNIGHT FOUNDATION VERIFIED THE FEBRUARY 1, 2009 AND THE OCTOBER 31, 2009 REPORTS.

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

2. GRANT AMOUNT \$225,000

3. GRANT DATE DECEMBER 16, 2008

4. PURPOSE OF GRANT TO USE THE PATCHWORK NATION PLATFORM AND VISUAL DATA DISPLAY TO PROVIDE A PORTRAIT OF A NATION IN THE MIDST OF ECONOMIC, POLITICAL AND CULTURAL CHANGE.

5. AMOUNT EXPENDED \$112,500

FORM 990PF - GENERAL EXPLANATION ATTACHMENT

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

7. REPORT DATES JUNE 1, 2009  
JUNE 30, 2010

8. REPORT'S VERIFIED KNIGHT FOUNDATION VERIFIED THE JUNE 1, 2009 REPORT. THE GRANT AMOUNT HAS BEEN FULLY DISBURSED TO THE GRANTEE. THE TERMS OF THE GRANT REMAINS OPEN PENDING RECEIPT OF REPORT. KNIGHT FOUNDATION WILL VERIFY THE JUNE 30, 2010 REPORT UPON RECEIPT.

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

2. GRANT AMOUNT \$25,000

3. GRANT DATE FEBRUARY 26, 2009

4. PURPOSE OF GRANT FOR FREE, OPEN-SOURCE SOFTWARE THAT ENABLES PEOPLE TO DISCOVER AND SYNDICATE THE NEWS AND INFORMATION THAT MATTERS MOST TO THEM WITHIN THEIR SOCIAL NETWORK.

5. AMOUNT EXPENDED \$25,000

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

7. REPORT DATES SEPTEMBER 1, 2009  
SEPTEMBER 30, 2010

8. REPORT'S VERIFIED KNIGHT FOUNDATION VERIFIED THE SEPTEMBER 1, 2009 REPORT. THE GRANT AMOUNT HAS BEEN FULLY DISBURSED TO THE GRANTEE. THE TERMS OF THE GRANT REMAINS OPEN PENDING RECEIPT OF REPORT. KNIGHT FOUNDATION WILL VERIFY THE SEPTEMBER 30, 2010 REPORT UPON RECEIPT.

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

2. GRANT AMOUNT \$40,240

3. GRANT DATE FEBRUARY 26, 2009

4. PURPOSE OF GRANT TO CREATE AN ADDITION TO THE FREE, OPEN-SOURCE WEB PUBLISHING MODULE THAT WILL ALLOW ANYONE TO ADD MICRO-BLOGGING TO A PERSONAL DRUPAL WEB SITE.

5. AMOUNT EXPENDED \$20,120

FORM 990PF - GENERAL EXPLANATION ATTACHMENT

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

7. REPORT DATES FEBRUARY 1, 2010  
SEPTEMBER 30, 2010

8. REPORT'S VERIFIED KNIGHT FOUNDATION WILL VERIFY THE FEBRUARY 1, 2010 AND THE SEPTEMBER 30, 2010 REPORTS UPON RECEIPT.

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

2. GRANT AMOUNT \$50,500

3. GRANT DATE FEBRUARY 26, 2009

4. PURPOSE OF GRANT TO EXPAND THE USERS OF DRUPAL BY CREATING CLEAR, EASIER TO USE OPERATING INSTRUCTIONS.

5. AMOUNT EXPENDED \$50,500

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

7. REPORT DATES SEPTEMBER 1, 2009  
SEPTEMBER 30, 2010

8. REPORT'S VERIFIED KNIGHT FOUNDATION VERIFIED THE SEPTEMBER 1, 2009 REPORT. THE GRANT AMOUNT HAS BEEN FULLY DISBURSED TO THE GRANTEE. THE TERMS OF THE GRANT REMAINS OPEN PENDING RECEIPT OF REPORT. KNIGHT FOUNDATION WILL VERIFY THE SEPTEMBER 30, 2010 REPORT UPON RECEIPT.

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

2. GRANT AMOUNT \$88,380

3. GRANT DATE FEBRUARY 26, 2009

4. PURPOSE OF GRANT TO CREATE A FREE DIGITAL PUBLISHING SYSTEM THAT ALLOWS COMMUNITIES TO SHARE LOCAL NEWS AND INFORMATION WITH ONE ANOTHER.

5. AMOUNT EXPENDED \$88,380

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

FORM 990PF - GENERAL EXPLANATION ATTACHMENT

7. REPORT DATES SEPTEMBER 1, 2009  
 SEPTEMBER 30, 2010

8. REPORT'S VERIFIED KNIGHT FOUNDATION VERIFIED THE SEPTEMBER 1, 2009 REPORT. THE GRANT AMOUNT HAS BEEN FULLY DISBURSED TO THE GRANTEE. THE TERMS OF THE GRANT REMAINS OPEN PENDING RECEIPT OF REPORT. KNIGHT FOUNDATION WILL VERIFY THE SEPTEMBER 30, 2010 REPORT UPON RECEIPT.

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

2. GRANT AMOUNT \$195,000

3. GRANT DATE FEBRUARY 26, 2009

4. PURPOSE OF GRANT FOR FREE, OPEN SOURCE DRUPAL MODULE THAT WILL HELP PEOPLE MAP WHERE NEWS IS HAPPENING.

5. AMOUNT EXPENDED \$195,000

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

7. REPORT DATES SEPTEMBER 1, 2009  
 SEPTEMBER 30, 2010

8. REPORT'S VERIFIED KNIGHT FOUNDATION VERIFIED THE SEPTEMBER 1, 2009 REPORT. THE GRANT AMOUNT HAS BEEN FULLY DISBURSED TO THE GRANTEE. THE TERMS OF THE GRANT REMAINS OPEN PENDING RECEIPT OF REPORT. KNIGHT FOUNDATION WILL VERIFY THE SEPTEMBER 30, 2010 REPORT UPON RECEIPT.

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

2. GRANT AMOUNT \$10,600

3. GRANT DATE MARCH 9, 2009

4. PURPOSE OF GRANT TO CREATE A QUICK WAY TO CONVERT AND LOAD MULTIPLE NEWSPAPER FILES TO A WEB SITE.

5. AMOUNT EXPENDED \$10,600

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

7. REPORT DATES NOVEMBER 30, 2010

8. REPORT'S VERIFIED THE GRANT AMOUNT HAS BEEN FULLY DISBURSED

FORM 990PF - GENERAL EXPLANATION ATTACHMENT

TO THE GRANTEE. THE TERMS OF THE GRANT REMAINS OPEN PENDING RECEIPT OF REPORT. KNIGHT FOUNDATION WILL VERIFY THE NOVEMBER 30, 2010 REPORT UPON RECEIPT.

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- 1. NAME AND ADDRESS OF GRANTEE: TIDES CENTER  
THE PRESIDIO  
P. O. BOX 29907  
SAN FRANCISCO, CA 94129
- 2. GRANT AMOUNT \$100,700
- 3. GRANT DATE MARCH 9, 2009
- 4. PURPOSE OF GRANT TO DEVELOP NEW, OPEN SOURCE SOFTWARE ALLOWING COMMUTERS USING A NEW LIGHT RAIL ROUTE IN DOWNTOWN PHOENIX TO GET NEWS AND INFORMATION.
- 5. AMOUNT EXPENDED \$100,700
- 6. DIVERSION OF FUNDS TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.
- 7. REPORT DATES NOVEMBER 1, 2009  
JULY 31, 2010
- 8. REPORT'S VERIFIED KNIGHT FOUNDATION VERIFIED THE NOVEMBER 1, 2009 REPORT. THE GRANT AMOUNT HAS BEEN FULLY DISBURSED TO THE GRANTEE. THE TERMS OF THE GRANT REMAINS OPEN PENDING RECEIPT OF REPORT. KNIGHT FOUNDATION WILL VERIFY THE JULY 31, 2010 REPORT UPON RECEIPT.

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- 1. NAME AND ADDRESS OF GRANTEE: TIDES CENTER  
THE PRESIDIO  
P. O. BOX 29907  
SAN FRANCISCO, CA 94129
- 2. GRANT AMOUNT \$335,000
- 3. GRANT DATE MARCH 9, 2009
- 4. PURPOSE OF GRANT TO DEVELOP A SERVICE TO ALLOW USERS TO BETTER REPORT, TRACK AND RESOLVE ERRORS, ISSUES AND PROBLEMS IN NEWS COVERAGE.
- 5. AMOUNT EXPENDED \$172,000
- 6. DIVERSION OF FUNDS TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.
- 7. REPORT DATES JULY 1, 2010  
DECEMBER 31, 2011
- 8. REPORT'S VERIFIED KNIGHT FOUNDATION VERIFIED THE JULY 1, 2010 REPORT. THE GRANT AMOUNT HAS BEEN FULLY DISBURSED TO THE GRANTEE. THE

FORM 990PF - GENERAL EXPLANATION ATTACHMENT

TERMS OF THE GRANT REMAINS OPEN PENDING RECEIPT OF REPORT. KNIGHT FOUNDATION WILL VERIFY THE DECEMBER 31, 2011 REPORT UPON RECEIPT.  
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- 1. NAME AND ADDRESS OF GRANTEE: TIDES CENTER  
THE PRESIDIO  
P. O. BOX 29907  
SAN FRANCISCO, CA 94129
  - 2. GRANT AMOUNT \$53,200
  - 3. GRANT DATE APRIL 15, 2009
  - 4. PURPOSE OF GRANT TO SPONSOR THE PARTICIPATION OF 80 YOUNG PEOPLE FROM AROUND THE WORLD AT THE WORLD SUMMIT AWARD AND HELP THEM NETWORK WITH ONE ANOTHER ABOUT THE BEST PRACTICES IN DIGITAL JOURNALISM, COMMUNICATIONS AND TECHNOLOGY.
  - 5. AMOUNT EXPENDED \$53,200
  - 6. DIVERSION OF FUNDS TO THE KNOWLEDGE OF KNIGHT FOUNDATION, THE GRANTEE DID NOT DIVERT ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.
  - 7. REPORT DATES NOVEMBER 30, 2009
  - 8. REPORT'S VERIFIED KNIGHT FOUNDATION VERIFIED THE NOVEMBER 30, 2009 REPORT.
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FORM 990PF - GENERAL EXPLANATION ATTACHMENT

GENERAL EXPLANATION 2: STMT REGARDING 09 EXPENDITURE RESPONSIBILITY (CONT)  
FORM 990-PF, PART VII-B(5) (C)

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

2. GRANT AMOUNT \$250,000

3. GRANT DATE JULY 23, 2009

4. PURPOSE OF GRANT TO FOSTER COMMUNITY ENGAGEMENT BY ALLOWING  
 RESIDENTS TO USE A MOBILE PHONE FOR VOLUNTEER ACTIVITIES IN THEIR  
 COMMUNITY.

5. AMOUNT EXPENDED \$250,000

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

7. REPORT DATES NOVEMBER 1, 2009  
 JULY 1, 2010 NOVEMBER 30,  
 2010

8. REPORT'S VERIFIED KNIGHT FOUNDATION VERIFIED THE NOVEMBER 1,  
 2009 REPORT. THE GRANT AMOUNT HAS BEEN FULLY DISBURSED  
 TO THE GRANTEE. THE TERMS OF THE GRANT REMAINS OPEN PENDING RECEIPT OF  
 REPORT. KNIGHT FOUNDATION WILL VERIFY THE JULY 1, 2009 AND NOVEMBER 30,  
 2010 REPORTS UPON RECEIPT.

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1. NAME AND ADDRESS OF GRANTEE: UNIVERSITY OF WYNWOOD  
 500 NE 56TH STREET  
 MIAMI, FL 33137

2. GRANT AMOUNT \$10,000

3. GRANT DATE AUGUST 12, 2009

4. PURPOSE OF GRANT TO SUPPORT THE UNIVERSITY OF WYNWOOD IN ITS  
 MISSION TO IMPROVE LITERARY LIFE IN MIAMI BY FUNDING A LECTURE SERIES, A  
 FORUM FOR INTELLECTUAL DISCUSSION, ADVISORY SERVICES TO HIGH SCHOOL  
 WRITING PROGRAMS AND THE POEM DEPOT PROJECT.

5. AMOUNT EXPENDED \$10,000

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

7. REPORT DATES AUGUST 31, 2011

8. REPORT'S VERIFIED THE GRANT AMOUNT HAS BEEN FULLY DISBURSED  
 TO THE GRANTEE. THE TERMS OF THE GRANT REMAINS OPEN PENDING RECEIPT OF  
 REPORT. KNIGHT FOUNDATION WILL VERIFY THE AUGUST 31, 2011 REPORT UPON  
 RECEIPT.

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

PART VII-B, LINE 1 (A) (3): CERTAIN NEWSPAPERS THAT WERE ONCE OWNED BY KNIGHT RIDDER, INC, A DISQUALIFIED PERSON WITH REGARDS TO THE FOUNDATION, RAN ADVERTISEMENTS FOR THE JOHN S. AND JAMES L. KNIGHT FOUNDATION AT RATES RANGING FROM FREE TO FAIR MARKET VALUE. THE COSTS OF THE ADVERTISEMENTS WERE ALSO INCLUDED IN OTHER PUBLICATIONS.

PART VII-B, LINE 1(A) (4): SEE PART VIII FOR PAYMENTS TO TRUSTEES AND OFFICERS. THE FOUNDATION ENGAGED TWO LAW FIRMS FOR LEGAL SERVICES IN WHICH TRUSTEES ARE PARTNERS. THE AMOUNTS OF FEES PAID ARE DE MINIMIS AND AT MARKET RATES.

PART VII-B, LINE 5 (A) (4) AND 5(C): DURING THE YEAR, THE FOUNDATION MADE GRANTS OVER WHICH IT EXERCISES EXPENDITURE RESPONSIBILITIES. SEE ATTACHED SCHEDULE D-1 FOR A DESCRIPTION OF THESE GRANTS.



FORM 990PF - GENERAL EXPLANATION ATTACHMENT

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

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

FORM 990PF, PART I - OTHER INCOME

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
PRI INTEREST	18,827.	18,827.
PARTNERSHIP INCOME REPORTED ON K-1S		-16,013,900.
TOTALS	<u>18,827.</u>	<u>-15,995,073.</u>

ATTACHMENT 2FORM 990PF, PART I - LEGAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
PROSKAUER ROSE LLP	14,430.	11,799.		
RODRICK PETREY, ESQ	162,937.	8,589.		152,433.
DECHERT LLP	1,220.	998.		
STEARNS WEAVER MILLER WEISSLER	9,897.	522.		9,259.
GREENBERG TRAURIG	7,745.	1,597.		5,792.
BUCKINGHAM DOOLITTLE&BURROUGHS	5,365.	283.		5,019.
HOLLAND & KNIGHT	1,288.	68.		1,205.
TOTALS	<u>202,882.</u>	<u>23,856.</u>	<u>0.</u>	<u>173,708.</u>

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ERNST & YOUNG LLP AUDIT	111,758.	91,382.		
ERNST & YOUNG LLP TAX	85,135.	69,613.		
PAYROLL SERVICES	7,610.	401.		7,119.
TOTALS	<u>204,503.</u>	<u>161,396.</u>	<u>0.</u>	<u>7,119.</u>

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
CAMBRIDGE ASSOCIATES	3,236,874.
MELLON	1,028,947.
ARABELLA PHILANTHROPIC INV ADV	74,685.
ARROWSTREET	295,244.
WELLINGTON TRUST COMPANY	174,779.
STATE STREET	270,744.
T ROWE PRICE ASSOC	133,189.
NEW STAR (EUROPE)	5,839.
ACADIAN ASSET MANAGEMENT	208,507.
MERCER HUMAN RESOURCE CONSULT	174,940.
AVANCE COMMUNICATIONS	28,019.
BGW DESIGN LIMITED, INC.	22,249.
DENNIS SCHOLL, PA	25,666.
DRUPALCON COOPERATIVE	5,000.
NUMERIC INVESTORS LLC	106,376.
NORTHERN TRUST	67,964.
BARCLAYS GLOBAL INVESTORS	27,758.
NEIGHBORHOOD AMERICA	24,000.
REITER & ASSOCIATES LLC	76,687.
FRANK CRYSTAL & CO. INC.	30,000.
JOHN BARE	33,219.
KPMG LLP	43,002.
SUSAN MERNIT	5,203.
LATD, INC.	30,000.
MATTHEW RYAN THOMPSON	48,840.
THE INTER MEDIATOR GROUP	20,000.
THE TOR PROJECT INC.	7,000.
VALERIE NAHMAD SCHIMEL	8,750.
WINTHROP GROUP	29,020.
VINCENT W. STEHLE	31,297.
MARIKA LYNCH	64,658.
VIRGINIA D. FIELDER	15,200.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
MCKINSEY & COMPANY INC. US	275,000.
KATHERIN LOFLIN	34,580.
MATTHEW BOHRER	26,642.
VOCUS, INC.	23,427.
JOHN C. WOOLRIDGE, JR	5,792.
ROSE SCHRECK	13,550.
HEIDI MILLER	18,396.
MUGHAL & ASSOCIATES CORPORATE	6,235.
ASSESSMENT TECH GROUP, INC.	8,495.
VANGUARD GROUP	17,000.
ADRIENNE ARSHT CENTER	11,640.
ZOGBY INTERNATIONAL, INC.	6,750.
OTHER	48,293.
TOTALS	<u>6,849,456.</u>

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FEDERAL EXCISE TAXES	957,695.	
DEFERRED TAXES	320,441.	
STATE INCOME TAXES	359,313.	
FOREIGN TAXES PAID - MELLON		166,927.
FOREIGN TAXES PAID - K-1S		93,717.
TOTALS	<u>1,637,449.</u>	<u>260,644.</u>

FORM 990PF, PART I - OTHER EXPENSES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
DIRECT CHARITABLE ACTIVITIES	3,297,735.		3,094,278.
FURNITURE, FIXTURES, AND EQUIP	227,500.	13,582.	212,834.
MISCELLANEOUS OFFICE EXPENSES	269,163.	9,229.	259,198.
TEMPORARY LABOR	84,118.	673.	83,391.
INSURANCE	95,294.	5,689.	89,151.
MISCELLANEOUS TECHNOLOGY	186,491.	26,088.	158,322.
ADVERTISING	227,751.		227,751.
FOUNDATION MEMBERSHIPS	33,960.		33,960.
BAD DEBT EXPENSE	1,125,000.	1,041,872.	
TOTALS	<u>5,547,012.</u>	<u>968,681.</u>	<u>4,158,885.</u>



FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 7

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
EQUITY SECURITIES (SEE GENERAL EXPLANATION 4)	483,129,682.	558,321,310.	558,321,310.
TOTALS	<u>483,129,682.</u>	<u>558,321,310.</u>	<u>558,321,310.</u>

FORM 990PF, PART II - OTHER INVESTMENTSATTACHMENT 8

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
ALTERNATIVE EQUITY INVESTMENTS	448,947,802.	529,521,165.	529,521,165.
REAL ESTATE INVESTMENTS	112,528,394.	87,285,888.	87,285,888.
HEDGE FUND INVESTMENTS	401,870,922.	462,732,533.	462,732,533.
INT'L BONDS&OTHER OBLIGATIONS	62,982,081.	66,196,575.	66,196,575.
TOTALS	<u>1,026,329,199.</u>	<u>1,145,736,161.</u>	<u>1,145,736,161.</u>

FORM 990PF, PART II - OTHER ASSETSATTACHMENT 9

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
OTHER RECEIVABLE AMOUNTS	28,685,047.	14,285,297.	14,285,297.
DERIVATIVE INVESTMENT	5,089,880.	10,770,806.	10,770,806.
PROGRAM RELATED INVESTMENTS	1,666,666.	1,375,000.	1,375,000.
SECURITIES PLEDGED TO CREDITOR	109,555,506.	82,815,082.	82,815,082.
REDEMPTIONS REC IN ADVANCE	0.	-18,000,000.	-18,000,000.
SECURITY LOAN AGREEMENT	-112,258,244.	-84,856,450.	-84,856,450.
TOTALS	<u>32,738,855.</u>	<u>6,389,735.</u>	<u>6,389,735.</u>

FORM 990PF, PART II - OTHER LIABILITIESATTACHMENT 10

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>
DEFERRED TAXES PAYABLE	0.	320,441.
PENSION & BENEFITS PAYABLE	1,766,824.	-700,769.
TOTALS	<u>1,766,824.</u>	<u>-380,328.</u>

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

<u>DESCRIPTION</u>	<u>AMOUNT</u>
NET INCREASE IN MARKET VALUE	346,070,714.
TOTAL	<u>346,070,714.</u>

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 12

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
W GERALD AUSTEN MD 200 SOUTH BISCAYNE BLVD 3300 WACHOVIA FINANCIAL CENTER MIAMI, FL 33131-2349 THE TRUSTEES MEET FOUR TIMES A YEAR FOR TWO FULL DAYS OF BOARD AND COMMITTEE MEETINGS. TRUSTEES TYPICALLY DEVOTE A MINIMUM OF 8 FULL DAYS PER YEAR TO OVERSIGHT AND REVIEW OF THE FOUNDATIONS OPERATIONS PROGRAMS AND INVESTMENTS.	CHAIRMAN AND TRUSTEE 2.00	66,000.	0.	0.
ROBERT W BRIGGS 200 SOUTH BISCAYNE BLVD 3300 WACHOVIA FINANCIAL CENTER MIAMI, FL 33131-2349 THE TRUSTEES MEET FOUR TIMES A YEAR FOR TWO FULL DAYS OF BOARD AND COMMITTEE MEETINGS. TRUSTEES TYPICALLY DEVOTE A MINIMUM OF 8 FULL DAYS PER YEAR TO OVERSIGHT AND REVIEW OF THE FOUNDATIONS OPERATIONS PROGRAMS AND INVESTMENTS.	CHAIR ELECT AND TRUSTEE 2.00	33,800.	0.	0.
CESAR L ALVAREZ 200 SOUTH BISCAYNE BLVD 3300 WACHOVIA FINANCIAL CENTER MIAMI, FL 33131-2349 THE TRUSTEES MEET FOUR TIMES A YEAR FOR TWO FULL DAYS OF BOARD AND COMMITTEE MEETINGS. TRUSTEES TYPICALLY DEVOTE A MINIMUM OF 8 FULL DAYS PER YEAR TO OVERSIGHT AND REVIEW OF THE FOUNDATIONS OPERATIONS PROGRAMS AND INVESTMENTS.	TRUSTEE 2.00	37,800.	0.	0.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 12 (CONT'D)

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
MARY SUE COLEMAN 200 SOUTH BISCAYNE BLVD 3300 WACHOVIA FINANCIAL CENTER MIAMI, FL 33131-2349 THE TRUSTEES MEET FOUR TIMES A YEAR FOR TWO FULL DAYS OF BOARD AND COMMITTEE MEETINGS. TRUSTEES TYPICALLY DEVOTE A MINIMUM OF 8 FULL DAYS PER YEAR TO OVERSIGHT AND REVIEW OF THE FOUNDATIONS OPERATIONS PROGRAMS AND INVESTMENTS.	TRUSTEE 2.00	25,600.	0.	0.
MARJORIE KNIGHT CRANE 200 SOUTH BISCAYNE BLVD 3300 WACHOVIA FINANCIAL CENTER MIAMI, FL 33131-2349 THE TRUSTEES MEET FOUR TIMES A YEAR FOR TWO FULL DAYS OF BOARD AND COMMITTEE MEETINGS. TRUSTEES TYPICALLY DEVOTE A MINIMUM OF 8 FULL DAYS PER YEAR TO OVERSIGHT AND REVIEW OF THE FOUNDATIONS OPERATIONS PROGRAMS AND INVESTMENTS.	TRUSTEE 2.00	28,800.	0.	0.
JAMES N CRUTCHFIELD 200 SOUTH BISCAYNE BLVD 3300 WACHOVIA FINANCIAL CENTER MIAMI, FL 33131-2349 THE TRUSTEES MEET FOUR TIMES A YEAR FOR TWO FULL DAYS OF BOARD AND COMMITTEE MEETINGS. TRUSTEES TYPICALLY DEVOTE A MINIMUM OF 8 FULL DAYS PER YEAR TO OVERSIGHT AND REVIEW OF THE FOUNDATIONS OPERATIONS PROGRAMS AND INVESTMENTS.	TRUSTEE 2.00	28,800.	0.	0.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 12 (CONT'D)

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
PAUL GROGAN 200 SOUTH BISCAYNE BLVD 3300 WACHOVIA FINANCIAL CENTER MIAMI, FL 33131-2349 THE TRUSTEES MEET FOUR TIMES A YEAR FOR TWO FULL DAYS OF BOARD AND COMMITTEE MEETINGS. TRUSTEES TYPICALLY DEVOTE A MINIMUM OF 8 FULL DAYS PER YEAR TO OVERSIGHT AND REVIEW OF THE FOUNDATIONS OPERATIONS PROGRAMS AND INVESTMENTS.	TRUSTEE 2.00	30,800.	0.	0.
ALBERTO IBARGUEN 200 SOUTH BISCAYNE BLVD 3300 WACHOVIA FINANCIAL CENTER MIAMI, FL 33131-2349 THE FULL TIME WORKWEEK HAS BEEN ALLOCATED 40 HOURS. THESE ARE EXEMPT POSITIONS WHERE EMPLOYEES APPLY NECESSARY HOURS TO PERFORM THEIR JOB.	PRESIDENT, CEO, AND TRUSTEE 40.00	566,825.	83,154.	0.
ROLFE NEILL 200 SOUTH BISCAYNE BLVD 3300 WACHOVIA FINANCIAL CENTER MIAMI, FL 33131-2349 THE TRUSTEES MEET FOUR TIMES A YEAR FOR TWO FULL DAYS OF BOARD AND COMMITTEE MEETINGS. TRUSTEES TYPICALLY DEVOTE A MINIMUM OF 8 FULL DAYS PER YEAR TO OVERSIGHT AND REVIEW OF THE FOUNDATIONS OPERATIONS PROGRAMS AND INVESTMENTS.	TRUSTEE 2.00	31,800.	0.	0.



FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 12 (CONT'D)

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
MARIAM C NOLAND 200 SOUTH BISCAYNE BLVD 3300 WACHOVIA FINANCIAL CENTER MIAMI, FL 33131-2349 THE TRUSTEES MEET FOUR TIMES A YEAR FOR TWO FULL DAYS OF BOARD AND COMMITTEE MEETINGS. TRUSTEES TYPICALLY DEVOTE A MINIMUM OF 8 FULL DAYS PER YEAR TO OVERSIGHT AND REVIEW OF THE FOUNDATIONS OPERATIONS PROGRAMS AND INVESTMENTS.	TRUSTEE 2.00	33,800.	0.	0.
BEVERLY KNIGHT OLSON 200 SOUTH BISCAYNE BLVD 3300 WACHOVIA FINANCIAL CENTER MIAMI, FL 33131-2349 THE TRUSTEES MEET FOUR TIMES A YEAR FOR TWO FULL DAYS OF BOARD AND COMMITTEE MEETINGS. TRUSTEES TYPICALLY DEVOTE A MINIMUM OF 8 FULL DAYS PER YEAR TO OVERSIGHT AND REVIEW OF THE FOUNDATIONS OPERATIONS PROGRAMS AND INVESTMENTS.	TRUSTEE 2.00	27,600.	0.	0.
JOHN W ROGERS JR 200 SOUTH BISCAYNE BLVD 3300 WACHOVIA FINANCIAL CENTER MIAMI, FL 33131-2349 THE TRUSTEES MEET FOUR TIMES A YEAR FOR TWO FULL DAYS OF BOARD AND COMMITTEE MEETINGS. TRUSTEES TYPICALLY DEVOTE A MINIMUM OF 8 FULL DAYS PER YEAR TO OVERSIGHT AND REVIEW OF THE FOUNDATIONS OPERATIONS PROGRAMS AND INVESTMENTS.	TRUSTEE 2.00	31,100.	0.	0.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 12 (CONT'D)

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
E ROE STAMPS IV 200 SOUTH BISCAYNE BLVD 3300 WACHOVIA FINANCIAL CENTER MIAMI, FL 33131-2349 THE TRUSTEES MEET FOUR TIMES A YEAR FOR TWO FULL DAYS OF BOARD AND COMMITTEE MEETINGS. TRUSTEES TYPICALLY DEVOTE A MINIMUM OF 8 FULL DAYS PER YEAR TO OVERSIGHT AND REVIEW OF THE FOUNDATIONS OPERATIONS PROGRAMS AND INVESTMENTS.	TRUSTEE 2.00	30,600.	0.	0.
PAUL STEIGER 200 SOUTH BISCAYNE BLVD 3300 WACHOVIA FINANCIAL CENTER MIAMI, FL 33131-2349 THE TRUSTEES MEET FOUR TIMES A YEAR FOR TWO FULL DAYS OF BOARD AND COMMITTEE MEETINGS. TRUSTEES TYPICALLY DEVOTE A MINIMUM OF 8 FULL DAYS PER YEAR TO OVERSIGHT AND REVIEW OF THE FOUNDATIONS OPERATIONS PROGRAMS AND INVESTMENTS.	TRUSTEE 2.00	28,800.	0.	0.
PAULA LYNN ELLIS 200 SOUTH BISCAYNE BLVD 3300 WACHOVIA FINANCIAL CENTER MIAMI, FL 33131-2349 THE FULL TIME WORKWEEK HAS BEEN ALLOCATED 40 HOURS. THESE ARE EXEMPT POSITIONS WHERE EMPLOYEES APPLY NECESSARY HOURS TO PERFORM THEIR JOB.	VICE PRESIDENT STRATEGIC INIT 40.00	284,825.	48,433.	0.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 12 (CONT'D)

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
BELINDA T LAWRENCE 200 SOUTH BISCAYNE BLVD 3300 WACHOVIA FINANCIAL CENTER MIAMI, FL 33131-2349 THE FULL TIME WORKWEEK HAS BEEN ALLOCATED 40 HOURS. THESE ARE EXEMPT POSITIONS WHERE EMPLOYEES APPLY NECESSARY HOURS TO PERFORM THEIR JOB.	VICE PRESIDENT AND CAO 40.00	267,225.	48,433.	0.
JUAN J MARTINEZ 200 SOUTH BISCAYNE BLVD 3300 WACHOVIA FINANCIAL CENTER MIAMI, FL 33131-2349 THE FULL TIME WORKWEEK HAS BEEN ALLOCATED 40 HOURS. THESE ARE EXEMPT POSITIONS WHERE EMPLOYEES APPLY NECESSARY HOURS TO PERFORM THEIR JOB.	VP, TREASURER AND CFO 40.00	200,185.	45,872.	0.
ERIC NEWTON 200 SOUTH BISCAYNE BLVD 3300 WACHOVIA FINANCIAL CENTER MIAMI, FL 33131-2349 THE FULL TIME WORKWEEK HAS BEEN ALLOCATED 40 HOURS. THESE ARE EXEMPT POSITIONS WHERE EMPLOYEES APPLY NECESSARY HOURS TO PERFORM THEIR JOB.	VICE PRESIDENT/JOURNALISM PROG 40.00	204,805.	46,532.	0.
EARL POWELL 200 SOUTH BISCAYNE BLVD 3300 WACHOVIA FINANCIAL CENTER MIAMI, FL 33131 THE TRUSTEES MEET FOUR TIMES A YEAR FOR TWO FULL DAYS OF BOARD AND COMMITTEE MEETINGS. TRUSTEES TYPICALLY DEVOTE A MINIMUM OF 8 FULL DAYS PER YEAR TO OVERSIGHT AND REVIEW OF THE FOUNDATIONS OPERATIONS PROGRAMS	TRUSTEE 2.00	32,800.	0.	0.

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

ATTACHMENT 12 (CONT'D)

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
AND INVESTMENTS.				
TRABIAN SHORTERS 200 SOUTH BISCAYNE BLVD 3300 WACHOVIA FINANCIAL CENTER MIAMI, FL 33131 THE FULL TIME WORKWEEK HAS BEEN ALLOCATED 40 HOURS. THESE ARE EXEMPT POSITIONS WHERE EMPLOYEES APPLY NECESSARY HOURS TO PERFORM THEIR JOB.	VP FOR COMMUNITIES PROGRAM 40.00	225,818.	29,758.	0.
MARCUS FEST 200 SOUTH BISCAYNE BLVD 3300 WACHOVIA FINANCIAL CENTER MIAMI, FL 33131 THE FULL TIME WORKWEEK HAS BEEN ALLOCATED 40 HOURS. THESE ARE EXEMPT POSITIONS WHERE EMPLOYEES APPLY NECESSARY HOURS TO PERFORM THEIR JOB.	VP OF COMMUNICATIONS 40.00	155,624.	28,670.	0.
GRAND TOTALS		<u>2,373,407.</u>	<u>330,852.</u>	<u>0.</u>

990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEESATTACHMENT 13

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
GARY KEBBEL 200 S. BISCAYNE BLVD., #3300 MIAMI, FL 33131 THE FULL TIME WORKWEEK HAS BEEN ALLOCATED 40 HOURS. THESE ARE EXEMPT POSITIONS WHERE EMPLOYEES APPLY NECESSARY HOURS TO PERFORM THEIR JOB.	JOURN PROG DIRECTOR 40.00	154,513.	35,455.	0.
JORGE MARTINEZ 200 S. BISCAYNE BLVD., #3300 MIAMI, FL 33131 THE FULL TIME WORKWEEK HAS BEEN ALLOCATED 40 HOURS. THESE ARE EXEMPT POSITIONS WHERE EMPLOYEES APPLY NECESSARY HOURS TO PERFORM THEIR JOB.	DIRECTOR OF INFO SYS 40.00	162,652.	40,954.	0.
MAYUR PATEL 200 S. BISCAYNE BLVD., #3300 MIAMI, FL 33131 THE FULL TIME WORKWEEK HAS BEEN ALLOCATED 40 HOURS. THESE ARE EXEMPT POSITIONS WHERE EMPLOYEES APPLY NECESSARY HOURS TO PERFORM THEIR JOB.	STRATEGIC INVEST DIR 40.00	187,213.	33,134.	0.
SUSAN PATTERSON 200 S. BISCAYNE BLVD., #3300 MIAMI, FL 33131 THE FULL TIME WORKWEEK HAS BEEN ALLOCATED 40 HOURS. THESE ARE EXEMPT POSITIONS WHERE EMPLOYEES APPLY NECESSARY HOURS TO PERFORM THEIR JOB.	PROGRAM DIRECTOR 40.00	140,564.	26,439.	0.

990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEESATTACHMENT 13 (CONT'D)

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
DAMIAN THORMAN 200 S. BISCAYNE BLVD., #3300 MAIMI, FL 33131	PROGRAM DIRECTOR 40.00	140,564.	37,682.	0.
THE FULL TIME WORKWEEK HAS BEEN ALLOCATED 40 HOURS. THESE ARE EXEMPT POSITIONS WHERE EMPLOYEES APPLY NECESSARY HOURS TO PERFORM THEIR JOB.				
	TOTAL COMPENSATION	<u>785,506.</u>	<u>173,664.</u>	<u>0.</u>

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 14

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
CAMBRIDGE ASSOCIATES LLC 4100 N FAIRFAX SUITE 1300 ARLINGTON, VA 22204	INVESTMENT MANAGER	2,415,322.
BNY MELLON PO 37179 PITTSBURGH, PA 15251	CUSTODIAN SERVICES	504,312.
STATE STREET GLOBAL ADVISORS PO BOX 5488 FINANCE DEPARTMENT BOSTON, MA 02206	INVESTMENT MANAGER	413,945.
MCKINSEY & COMPANY, INC P.O. BOX 7247-7255 PHILADELPHIA, PA 19170-7255	CONSULTANT	825,000.
KPMG, LLP PO BOX 120001 DEPT 0922 DALLAS, TX 75312	ACCOUNTANTS	828,912.
	TOTAL COMPENSATION	<u>4,987,491.</u>

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

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



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

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

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

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

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

990PF, PART XV - SUBMISSION DEADLINES

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

990PF, PART XV - RESTRICTIONS OR LIMITATIONS ON AWARDS

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

- PROJECTS ADDRESSING HEALTH PROBLEMS IN DEVELOPED COUNTRIES
- POLITICAL CAMPAIGNS AND LEGISLATIVE LOBBYING EFFORTS
- PROJECTS THAT EXCLUSIVELY SERVE RELIGIOUS PURPOSES
- DIRECT SUPPORT FOR INDIVIDUALS