

Form **990**Department of the Treasury  
Internal Revenue Service**Return of Organization Exempt From Income Tax**Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung  
benefit trust or private foundation)

OMB No. 1545-0047

**2007**Open to Public  
Inspection

▶ The organization may have to use a copy of this return to satisfy state reporting requirements.

**A** For the 2007 calendar year, or tax year beginning **JUL 1, 2007** and ending **JUN 30, 2008****B** Check if applicable:

- ☐ Address change  
☐ Name change  
☐ Initial return  
☐ Termination  
☐ Amended return  
☐ Application pending

Please use IRS label or print or type. See Specific Instructions.

**C** Name of organization**TENNESSEE REPERTORY THEATRE, INC.**

Number and street (or P.O. box if mail is not delivered to street address)

**161 RAINS AVENUE**

Room/suite

City or town, state or country, and ZIP + 4

**NASHVILLE, TN 37203****D** Employer identification number**62-1811578****E** Telephone number**615-244-4878****F** Accounting method☐ Cash ☒ Accrual

Other (specify) ▶

• Section 501(c)(3) organizations and 4947(a)(1) nonexempt charitable trusts must attach a completed Schedule A (Form 990 or 990-EZ).

**H and I are not applicable to section 527 organizations.****H(a)** Is this a group return for affiliates? ☐ Yes ☒ No**H(b)** If "Yes," enter number of affiliates ▶ **N/A****H(c)** Are all affiliates included? **N/A** ☐ Yes ☐ No  
(If "No," attach a list.)**H(d)** Is this a separate return filed by an organization covered by a group ruling? ☐ Yes ☒ No**I** Group Exemption Number ▶ **N/A****M** Check ☐ if the organization is not required to attach Sch. B (Form 990, 990-EZ, or 990-PF).**G** Website: ▶ **WWW.TENNESSEEREPO.ORG****J** Organization type (check only one) ▶ ☒ 501(c) ( 3 ) ◀ (insert no.) ☐ 4947(a)(1) or ☐ 527**K** Check here ☐ if the organization is not a 509(a)(3) supporting organization and its gross receipts are normally not more than \$25,000. A return is not required, but if the organization chooses to file a return, be sure to file a complete return.**L** Gross receipts: Add lines 6b, 8b, 9b, and 10b to line 12 ▶ **1,190,102.****Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances**

Revenue	1	Contributions, gifts, grants, and similar amounts received:				
	a	Contributions to donor advised funds	1a			
	b	Direct public support (not included on line 1a)	1b	654,045.		
	c	Indirect public support (not included on line 1a)	1c			
	d	Government contributions (grants) (not included on line 1a)	1d	126,574.		
	e	Total (add lines 1a through 1d) (cash \$ 780,619. noncash \$ )	1e	780,619.		
	2	Program service revenue including government fees and contracts (from Part VII, line 93)	2	354,921.		
	3	Membership dues and assessments	3			
	4	Interest on savings and temporary cash investments	4			
	5	Dividends and interest from securities	5			
Revenue	6 a	Gross rents	6a	29,022.		
	b	Less: rental expenses	6b	29,637.		
	c	Net rental income or (loss). Subtract line 6b from line 6a	6c	<615.>		
	7	Other investment income (describe ▶ )	7			
	8 a	Gross amount from sales of assets other than inventory	(A) Securities	8a		
	b	Less: cost or other basis and sales expenses	8b			
	c	Gain or (loss) (attach schedule)	8c			
	d	Net gain or (loss). Combine line 8c, columns (A) and (B)	8d			
	9	Special events and activities (attach schedule). If any amount is from gaming, check here <input type="checkbox"/>				
	a	Gross revenue (not including \$ 12,600. of contributions reported on line 1b)	9a	7,540.		
Revenue	b	Less: direct expenses other than fundraising expenses	9b	9,960.		
	c	Net income or (loss) from special events. Subtract line 9b from line 9a	9c	<2,420.>		
	10 a	Gross sales of inventory, less returns and allowances	10a			
	b	Less: cost of goods sold	10b			
	c	Gross profit or (loss) from sales of inventory (attach schedule). Subtract line 10b from line 10a	10c			
	11	Other revenue (from Part VII, line 103)	11	18,000.		
	12	Total revenue. Add lines 1e, 2, 3, 4, 5, 6c, 7, 8d, 9c, 10c, and 11	12	1,150,505.		
	Expenses	13	Program services (from line 44, column (B))	13	1,020,311.	
		14	Management and general (from line 44, column (C))	14	141,984.	
		15	Fundraising (from line 44, column (D))	15	111,299.	
16		Payments to affiliates (attach schedule)	16			
17		Total expenses. Add lines 13 and 14, column (A)	17	1,273,594.		
Net Assets	18	Excess or (deficit) for the year. Subtract line 17 from line 12	18	<123,089.>		
	19	Net assets or fund balances at beginning of year (from line 73, column (A))	19	<53,133.>		
	20	Other changes in net assets or fund balances (attach explanation)	20	0.		
	21	Net assets or fund balances at end of year. Combine lines 18, 19, and 20	21	<176,222.>		

723001  
12-27-07

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

Form 990 (2007)

**Part II Statement of Functional Expenses**

All organizations must complete column (A). Columns (B), (C), and (D) are required for section 501(c)(3) and (4) organizations and section 4947(a)(1) nonexempt charitable trusts but optional for others.

Do not include amounts reported on line 6b, 8b, 9b, 10b, or 16 of Part I.	(A) Total	(B) Program services	(C) Management and general	(D) Fundraising
<b>22a</b> Grants paid from donor advised funds (attach schedule) (cash \$ 0 • noncash \$ 0) If this amount includes foreign grants, check here <input type="checkbox"/>				
<b>22b</b> Other grants and allocations (attach schedule) (cash \$ 0 • noncash \$ 0) If this amount includes foreign grants, check here <input type="checkbox"/>				
<b>23</b> Specific assistance to individuals (attach schedule)				
<b>24</b> Benefits paid to or for members (attach schedule)				
<b>25a</b> Compensation of current officers, directors, key employees, etc. listed in Part V-A	128,870.	91,978.	21,267.	15,625.
<b>b</b> Compensation of former officers, directors, key employees, etc. listed in Part V-B	3,231.	2,309.	537.	385.
<b>c</b> Compensation and other distributions, not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
<b>26</b> Salaries and wages of employees not included on lines 25a, b, and c	357,493.	255,452.	59,413.	42,628.
<b>27</b> Pension plan contributions not included on lines 25a, b, and c	1,731.	1,219.	263.	249.
<b>28</b> Employee benefits not included on lines 25a - 27	80,679.	56,811.	12,246.	11,622.
<b>29</b> Payroll taxes				
<b>30</b> Professional fundraising fees				
<b>31</b> Accounting fees				
<b>32</b> Legal fees				
<b>33</b> Supplies	2,612.	1,668.	442.	502.
<b>34</b> Telephone	11,274.	7,198.	1,908.	2,168.
<b>35</b> Postage and shipping	1,142.	729.	193.	220.
<b>36</b> Occupancy	66,866.	39,642.	12,743.	14,481.
<b>37</b> Equipment rental and maintenance	12,605.	10,058.	1,192.	1,355.
<b>38</b> Printing and publications	665.	424.	113.	128.
<b>39</b> Travel				
<b>40</b> Conferences, conventions, and meetings				
<b>41</b> Interest				
<b>42</b> Depreciation, depletion, etc. (attach schedule)	9,516.	6,076.	1,610.	1,830.
<b>43</b> Other expenses not covered above (itemize):				
a				
b				
c				
d				
e				
f				
g SEE STATEMENT 5	596,910.	546,747.	30,057.	20,106.
<b>44</b> Total functional expenses. Add lines 22a through 43g. (Organizations completing columns (B)-(D), carry these totals to lines 13-15)	1,273,594.	1,020,311.	141,984.	111,299.

Joint Costs. Check ☐ if you are following SOP 98-2.Are any joint costs from a combined educational campaign and fundraising solicitation reported in (B) Program services? ☐ Yes ☒ No

If "Yes," enter (i) the aggregate amount of these joint costs \$ N/A ; (ii) the amount allocated to Program services \$ N/A ;

(iii) the amount allocated to Management and general \$ N/A ; and (iv) the amount allocated to Fundraising \$ N/A

**Part III** Statement of Program Service Accomplishments (See the instructions.)

Form 990 is available for public inspection and, for some people, serves as the primary or sole source of information about a particular organization. How the public perceives an organization in such cases may be determined by the information presented on its return. Therefore, please make sure the return is complete and accurate and fully describes, in Part III, the organization's programs and accomplishments.

What is the organization's primary exempt purpose? ► SEE STATEMENT 7	Program Service Expenses (Required for 501(c)(3) and (4) orgs., and 4947(a)(1) trusts; but optional for others.)
All organizations must describe their exempt purpose achievements in a clear and concise manner. State the number of clients served, publications issued, etc. Discuss achievements that are not measurable. (Section 501(c)(3) and (4) organizations and 4947(a)(1) nonexempt charitable trusts must also enter the amount of grants and allocations to others.)	
<b>a THEATRE PRODUCTIONS (FULLY MOUNTED PROFESSIONAL PRODUCTIONS)</b> - 2007-08 SEASON (23ND): THE CRUCIBLE, IT'S A WONDERFUL LIFE: A LIVE RADIO PLAY, THE GOAT OR, WHO IS SYLVIA?, DOUBT, THE UNDERPANTS. TOTAL ATTENDANCE: APPROXIMATELY 19,256. ALSO PRESENTED READING OF A NEW PLAY, CLARA'S HANDS.	
(Grants and allocations \$ ) If this amount includes foreign grants, check here ► <input type="checkbox"/>	922,063.
<b>b SEE STATEMENT 6</b>	
(Grants and allocations \$ ) If this amount includes foreign grants, check here ► <input type="checkbox"/>	52,796.
<b>c NEW INITIATIVES - ARTIST-IN-RESIDENCE MARTH R. INGRAM: NEW WORK FOR THE THEATRE FELLOWSHIP IN WHICH THE RECIPIENT'S PLAY, CLARA'S HANDS WAS PRESENTED IN THREE STAGED READINGS AND SUBSEQUENT WORK ON THE PLAY HAS CONTINUED.</b>	
(Grants and allocations \$ ) If this amount includes foreign grants, check here ► <input type="checkbox"/>	45,452.
<b>d</b>	
(Grants and allocations \$ ) If this amount includes foreign grants, check here ► <input type="checkbox"/>	
<b>e Other program services (attach schedule)</b> (Grants and allocations \$ ) If this amount includes foreign grants, check here ► <input type="checkbox"/>	
<b>f Total of Program Service Expenses (should equal line 44, column (B), Program services) ►</b>	<b>1,020,311.</b>

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**Part IV Balance Sheets** (See the instructions.)**Note:** Where required, attached schedules and amounts within the description column should be for end-of-year amounts only.

		(A) Beginning of year		(B) End of year
<b>Assets</b>	45 Cash - non-interest-bearing .....	32,971.	45	17,326.
	46 Savings and temporary cash investments .....		46	
	47 a Accounts receivable ..... 47a 118,109.			
	b Less: allowance for doubtful accounts ..... 47b	98,642.	47c	118,109.
	48 a Pledges receivable ..... 48a 410.			
	b Less: allowance for doubtful accounts ..... 48b	1,610.	48c	410.
	49 Grants receivable .....		49	
	50 a Receivables from current and former officers, directors, trustees, and key employees .....		50a	
	b Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) .....		50b	
	51 a Other notes and loans receivable ..... 51a			
	b Less: allowance for doubtful accounts ..... 51b		51c	
	52 Inventories for sale or use .....		52	
	53 Prepaid expenses and deferred charges .....	24,875.	53	21,333.
	54 a Investments - publicly-traded securities ..... <input type="checkbox"/> Cost <input type="checkbox"/> FMV		54a	
	b Investments - other securities ..... <input type="checkbox"/> Cost <input type="checkbox"/> FMV		54b	
55 a Investments - land, buildings, and equipment: basis ..... 55a				
b Less: accumulated depreciation ..... 55b		55c		
56 Investments - other .....		56		
57 a Land, buildings, and equipment: basis ..... 57a 66,396.				
b Less: accumulated depreciation ..... 57b 51,061.	14,846.	57c	15,335.	
58 Other assets, including program-related investments (describe ► <b>OTHER ASSETS</b> )	4,200.	58	0.	
59 <b>Total assets</b> (must equal line 74). Add lines 45 through 58	177,144.	59	172,513.	
<b>Liabilities</b>	60 Accounts payable and accrued expenses .....	131,277.	60	174,717.
	61 Grants payable .....		61	
	62 Deferred revenue .....	9,000.	62	0.
	63 Loans from officers, directors, trustees, and key employees .....		63	
	64 a Tax-exempt bond liabilities .....		64a	
	b Mortgages and other notes payable ..... STMT 8	90,000.	64b	170,000.
	65 Other liabilities (describe ► <b>CAPITAL LEASE OBLIGATION</b> )	0.	65	4,018.
66 <b>Total liabilities.</b> Add lines 60 through 65	230,277.	66	348,735.	
<b>Net Assets or Fund Balances</b>	<b>Organizations that follow SFAS 117, check here</b> <input checked="" type="checkbox"/> and complete lines 67 through 69 and lines 73 and 74.			
	67 Unrestricted .....	<54,633.>	67	<176,222.>
	68 Temporarily restricted .....	1,500.	68	0.
	69 Permanently restricted .....		69	
	<b>Organizations that do not follow SFAS 117, check here</b> <input type="checkbox"/> and complete lines 70 through 74.			
	70 Capital stock, trust principal, or current funds .....		70	
	71 Paid-in or capital surplus, or land, building, and equipment fund .....		71	
	72 Retained earnings, endowment, accumulated income, or other funds .....		72	
	73 <b>Total net assets or fund balances.</b> Add lines 67 through 69 or lines 70 through 72. (Column (A) must equal line 19 and column (B) must equal line 21)	<53,133.>	73	<176,222.>
74 <b>Total liabilities and net assets/fund balances.</b> Add lines 66 and 73	177,144.	74	172,513.	

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**Part V-A** Current Officers, Directors, Trustees, and Key Employees (continued)

	Yes	No
<b>75 a</b> Enter the total number of officers, directors, and trustees permitted to vote on organization business at board meetings <span style="float: right;">30</span>		
<b>b</b> Are any officers, directors, trustees, or key employees listed in Form 990, Part V-A, or highest compensated employees listed in Schedule A, Part I, or highest compensated professional and other independent contractors listed in Schedule A, Part II-A or II-B, related to each other through family or business relationships? If "Yes," attach a statement that identifies the individuals and explains the relationship(s)	75b	X
<b>c</b> Do any officers, directors, trustees, or key employees listed in Form 990, Part V-A, or highest compensated employees listed in Schedule A, Part I, or highest compensated professional and other independent contractors listed in Schedule A, Part II-A or II-B, receive compensation from any other organizations, whether tax exempt or taxable, that are related to the organization? See the instructions for the definition of "related organization."	75c	X
If "Yes," attach a statement that includes the information described in the instructions.		
<b>d</b> Does the organization have a written conflict of interest policy?	75d	X

**Part V-B** Former Officers, Directors, Trustees, and Key Employees That Received Compensation or Other Benefits (If any former officer, director, trustee, or key employee received compensation or other benefits (described below) during the year, list that person below and enter the amount of compensation or other benefits in the appropriate column. See the instructions.)

(A) Name and address	(B) Loans and Advances	(C) Compensation (if not paid, enter -0-)	(D) Contributions to employee benefit plans & deferred compensation plans	(E) Expense account and other allowances
BEN DAVID ALFORD 161 RAINS AVENUE NASHVILLE, TN 37203	0.	3,231.	0.	0.

**Part VI** Other Information (See the instructions.)

	Yes	No
<b>76</b> Did the organization make a change in its activities or methods of conducting activities? If "Yes," attach a detailed statement of each change	76	X
<b>77</b> Were any changes made in the organizing or governing documents but not reported to the IRS? If "Yes," attach a conformed copy of the changes.	77	X
<b>78 a</b> Did the organization have unrelated business gross income of \$1,000 or more during the year covered by this return?	78a	X
<b>b</b> If "Yes," has it filed a tax return on Form 990-T for this year?	78b	X
<b>79</b> Was there a liquidation, dissolution, termination, or substantial contraction during the year? If "Yes," attach a statement	79	X
<b>80 a</b> Is the organization related (other than by association with a statewide or nationwide organization) through common membership, governing bodies, trustees, officers, etc., to any other exempt or nonexempt organization?	80a	X
<b>b</b> If "Yes," enter the name of the organization <span style="float: right;">N/A</span> and check whether it is <input type="checkbox"/> exempt or <input type="checkbox"/> nonexempt		
<b>81 a</b> Enter direct and indirect political expenditures. (See line 81 instructions.) <span style="float: right;">81a 0.</span>		
<b>b</b> Did the organization file Form 1120-POL for this year?	81b	X

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**Part VI Other Information** (continued)

		Yes	No
82 a	Did the organization receive donated services or the use of materials, equipment, or facilities at no charge or at substantially less than fair rental value?	82a	X
b	If "Yes," you may indicate the value of these items here. Do not include this amount as revenue in Part I or as an expense in Part II. (See Instructions in Part III.)	82b	36,090.
83 a	Did the organization comply with the public inspection requirements for returns and exemption applications?	83a	X
b	Did the organization comply with the disclosure requirements relating to <i>quid pro quo</i> contributions?	83b	X
84 a	Did the organization solicit any contributions or gifts that were not tax deductible?	84a	X
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?	84b	N/A
85 a	501(c)(4), (5), or (6). Were substantially all dues nondeductible by members?	85a	N/A
b	Did the organization make only in-house lobbying expenditures of \$2,000 or less?	85b	N/A
	If "Yes" was answered to either 85a or 85b, do not complete 85c through 85h below unless the organization received a waiver for proxy tax owed for the prior year.		
c	Dues, assessments, and similar amounts from members	85c	N/A
d	Section 162(e) lobbying and political expenditures	85d	N/A
e	Aggregate nondeductible amount of section 6033(e)(1)(A) dues notices	85e	N/A
f	Taxable amount of lobbying and political expenditures (line 85d less 85e)	85f	N/A
g	Does the organization elect to pay the section 6033(e) tax on the amount on line 85f?	85g	N/A
h	If section 6033(e)(1)(A) dues notices were sent, does the organization agree to add the amount on line 85f to its reasonable estimate of dues allocable to nondeductible lobbying and political expenditures for the following tax year?	85h	N/A
86	501(c)(7) organizations. Enter: a Initiation fees and capital contributions included on line 12	86a	N/A
b	Gross receipts, included on line 12, for public use of club facilities	86b	N/A
87	501(c)(12) organizations. Enter: a Gross income from members or shareholders	87a	N/A
b	Gross income from other sources. (Do not net amounts due or paid to other sources against amounts due or received from them.)	87b	N/A
88 a	At any time during the year, did the organization own a 50% or greater interest in a taxable corporation or partnership, or an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3?	88a	X
b	At any time during the year, did the organization, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," complete Part XI	88b	X
89 a	501(c)(3) organizations. Enter: Amount of tax imposed on the organization during the year under: section 4911 <u>0.</u> ; section 4912 <u>0.</u> ; section 4955 <u>0.</u>		
b	501(c)(3) and 501(c)(4) organizations. Did the organization engage in any section 4958 excess benefit transaction during the year or did it become aware of an excess benefit transaction from a prior year?	89b	X
	If "Yes," attach a statement explaining each transaction		
c	Enter: Amount of tax imposed on the organization managers or disqualified persons during the year under sections 4912, 4955, and 4958		0.
d	Enter: Amount of tax on line 89c, above, reimbursed by the organization		0.
e	All organizations. At any time during the tax year, was the organization a party to a prohibited tax shelter transaction?	89e	X
f	All organizations. Did the organization acquire a direct or indirect interest in any applicable insurance contract?	89f	X
g	For supporting organizations and sponsoring organizations maintaining donor advised funds. Did the supporting organization, or a fund maintained by a sponsoring organization, have excess business holdings at any time during the year?	89g	X
90 a	List the states with which a copy of this return is filed	90b	TN
b	Number of employees employed in the pay period that includes March 12, 2007	90b	22
91 a	The books are in care of	91a	KAY ADAMS
	Located at	91a	161 RAINS AVENUE, NASHVILLE, TN
	Telephone no.	91a	615-349-3221
	ZIP + 4	91a	37203
b	At any time during the calendar year, did the organization have an interest in or a signature or other authority over a financial account in a foreign country (such as a bank account, securities account, or other financial account)?	91b	X
	If "Yes," enter the name of the foreign country		N/A
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.		

**Part VI Other Information** (continued)

Yes No

At any time during the calendar year, did the organization maintain an office outside of the United States? 91c ☐ ☒

If "Yes," enter the name of the foreign country **N/A**

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

and enter the amount of tax-exempt interest received or accrued during the tax year **92** **N/A**

**Part VII Analysis of Income-Producing Activities** (See the instructions.)

Note: Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(E) Related or exempt function income
	(A) Business code	(B) Amount	(C) Exclu- sion code	(D) Amount	
93 Program service revenue:					
a TICKET SALES					297,742.
b OTHER PROG SERV INCOME					2,974.
c PERFORMANCE FEES FOR					
d STUDENT PROGRAMS					52,745.
e WORKSHOP/CLASS FEES					1,460.
f Medicare/Medicaid payments					
g Fees and contracts from government agencies					
94 Membership dues and assessments					
95 Interest on savings and temporary cash investments					
96 Dividends and interest from securities					
97 Net rental income or (loss) from real estate:					
a debt-financed property					
b not debt-financed property					
98 Net rental income or (loss) from personal property	900002	<615.>			
99 Other Investment income					
100 Gain or (loss) from sales of assets other than inventory					
101 Net income or (loss) from special events					<2,420.>
102 Gross profit or (loss) from sales of inventory					
103 Other revenue:					
a SHOP PROJECTS	711110	18,000.			
b					
c					
d					
e					
104 Subtotal (add columns (B), (D), and (E))		17,385.		0.	352,501.
105 Total (add line 104, columns (B), (D), and (E))					369,886.

Note: Line 105 plus line 1e, Part I, should equal the amount on line 12, Part I.

**Part VIII Relationship of Activities to the Accomplishment of Exempt Purposes** (See the instructions.)

Line No.	Explain how each activity for which income is reported in column (E) of Part VII contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes).
9	SEE STATEMENT 9

**Part IX Information Regarding Taxable Subsidiaries and Disregarded Entities** (See the instructions.)

(A) Name, address, and EIN of corporation, partnership, or disregarded entity	(B) Percentage of ownership interest	(C) Nature of activities	(D) Total income	(E) End-of-year assets
N/A	%			
	%			
	%			
	%			

**Part X Information Regarding Transfers Associated with Personal Benefit Contracts** (See the instructions.)

- (a) Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No
- (b) Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No

Note: If "Yes" to (b), file Form 8870 and Form 4720 (see instructions).



**Part XI** Information Regarding Transfers To and From Controlled Entities. Complete only if the organization is a controlling organization as defined in section 512(b)(13). **N/A**

**106** Did the reporting organization make any transfers to a controlled entity as defined in section 512(b)(13) of the Code? If "Yes," complete the schedule below for each controlled entity.

Yes No

	(A) Name, address, of each controlled entity	(B) Employer Identification Number	(C) Description of transfer	(D) Amount of transfer
a				
b				
c				
<b>Totals</b>				

**107** Did the reporting organization receive any transfers from a controlled entity as defined in section 512(b)(13) of the Code? If "Yes," complete the schedule below for each controlled entity.

Yes No

	(A) Name, address, of each controlled entity	(B) Employer Identification Number	(C) Description of transfer	(D) Amount of transfer
a				
b				
c				
<b>Totals</b>				

**108** Did the organization have a binding written contract in effect on August 17, 2006, covering the interest, rents, royalties, and annuities described in question 107 above?

Yes No

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

Please Sign Here

Signature of officer: Keri Cleveland Date: 11/14/08

Type or print name and title: Producing Artistic Director

Paid Preparer's Use Only

Preparer's signature: Kent Hamill Date: 11/10/08 Check if self-employed: ☒

Firm's name (or yours if self-employed), address, and ZIP + 4: KRAFTCPAS PLLC  
555 GREAT CIRCLE ROAD, SUITE 200  
NASHVILLE, TN 37228-1310

Preparer's SSN or PTIN (See Gen. Inst. X):

EIN:

Phone no.: (615) 242-7351

Form 990 (2007)

**SCHEDULE A**  
**(Form 990 or 990-EZ)**

Department of the Treasury  
Internal Revenue Service

**Organization Exempt Under Section 501(c)(3)**

(Except Private Foundation) and Section 501(e), 501(f), 501(k),  
501(n), or 4947(a)(1) Nonexempt Charitable Trust

**Supplementary Information—(See separate instructions.)**

▶ **MUST be completed by the above organizations and attached to their Form 990 or 990-EZ**

OMB No. 1545-0047

**2007**

Name of the organization

TENNESSEE REPERTORY THEATRE, INC.

Employer identification number

62 1811578

**Part I**

**Compensation of the Five Highest Paid Employees Other Than Officers, Directors, and Trustees**

(See page 1 of the instructions. List each one. If there are none, enter "None.")

(a) Name and address of each employee paid more than \$50,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans & deferred compensation	(e) Expense account and other allowances
NONE				
Total number of other employees paid over \$50,000 ▶		0		

**Part II-A**

**Compensation of the Five Highest Paid Independent Contractors for Professional Services**

(See page 2 of the instructions. List each one (whether individuals or firms). If there are none, enter "None.")

(a) Name and address of each independent contractor paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services ▶		0

**Part II-B**

**Compensation of the Five Highest Paid Independent Contractors for Other Services**

(List each contractor who performed services other than professional services, whether individuals or firms. If there are none, enter "None." See page 2 of the instructions.)

(a) Name and address of each independent contractor paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of other contractors receiving over \$50,000 for other services ▶		0


**Part III** **Statements About Activities** (See page 2 of the instructions.)

	Yes	No
<b>1</b> During the year, has the organization attempted to influence national, state, or local legislation, including any attempt to influence public opinion on a legislative matter or referendum? If "Yes," enter the total expenses paid or incurred in connection with the lobbying activities <b>▶</b> \$ _____ (Must equal amounts on line 38, Part VI-A, or line i of Part VI-B.)		<b>X</b>
Organizations that made an election under section 501(h) by filing Form 5768 must complete Part VI-A. Other organizations checking "Yes" must complete Part VI-B AND attach a statement giving a detailed description of the lobbying activities.		
<b>2</b> During the year, has the organization, either directly or indirectly, engaged in any of the following acts with any substantial contributors, trustees, directors, officers, creators, key employees, or members of their families, or with any taxable organization with which any such person is affiliated as an officer, director, trustee, majority owner, or principal beneficiary? (If the answer to any question is "Yes," attach a detailed statement explaining the transactions.)		
<b>a</b> Sale, exchange, or leasing of property? <b>SEE STATEMENT 10</b>	<b>2a</b> <b>X</b>	
<b>b</b> Lending of money or other extension of credit?	<b>2b</b>	<b>X</b>
<b>c</b> Furnishing of goods, services, or facilities?	<b>2c</b>	<b>X</b>
<b>d</b> Payment of compensation (or payment or reimbursement of expenses if more than \$1,000)? <b>SEE PART V-A, FORM 990</b>	<b>2d</b> <b>X</b>	
<b>e</b> Transfer of any part of its income or assets?	<b>2e</b>	<b>X</b>
<b>3 a</b> Did the organization make grants for scholarships, fellowships, student loans, etc.? (If "Yes," attach an explanation of how the organization determines that recipients qualify to receive payments.)	<b>3a</b>	<b>X</b>
<b>b</b> Did the organization have a section 403(b) annuity plan for its employees?	<b>3b</b> <b>X</b>	
<b>c</b> Did the organization receive or hold an easement for conservation purposes, including easements to preserve open space, the environment, historic land areas or historic structures? If "Yes," attach a detailed statement	<b>3c</b>	<b>X</b>
<b>d</b> Did the organization provide credit counseling, debt management, credit repair, or debt negotiation services?	<b>3d</b>	<b>X</b>
<b>4 a</b> Did the organization maintain any donor advised funds? If "Yes," complete lines 4b through 4g. If "No," complete lines 4f and 4g	<b>4a</b>	<b>X</b>
<b>b</b> Did the organization make any taxable distributions under section 4966? <b>N/A</b>	<b>4b</b>	
<b>c</b> Did the organization make a distribution to a donor, donor advisor, or related person? <b>N/A</b>	<b>4c</b>	
<b>d</b> Enter the total number of donor advised funds owned at the end of the tax year <b>▶</b>	<b>N/A</b>	
<b>e</b> Enter the aggregate value of assets held in all donor advised funds owned at the end of the tax year <b>▶</b>	<b>N/A</b>	
<b>f</b> Enter the total number of separate funds or accounts owned at the end of the year (excluding donor advised funds included on line 4d) where donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts <b>▶</b>	<b>0 .</b>	
<b>g</b> Enter the aggregate value of assets in all funds or accounts included on line 4f at the end of the tax year <b>▶</b>	<b>0 .</b>	

Schedule A (Form 990 or 990-EZ) 2007

**Part IV Reason for Non-Private Foundation Status** (See pages 4 through 8 of the Instructions.)

I certify that the organization is not a private foundation because it is: (Please check only ONE applicable box.)

- 5 ☐ A church, convention of churches, or association of churches. Section 170(b)(1)(A)(i).
- 6 ☐ A school. Section 170(b)(1)(A)(ii). (Also complete Part V.)
- 7 ☐ A hospital or a cooperative hospital service organization. Section 170(b)(1)(A)(iii).
- 8 ☐ A federal, state, or local government or governmental unit. Section 170(b)(1)(A)(v).
- 9 ☐ A medical research organization operated in conjunction with a hospital. Section 170(b)(1)(A)(iii). Enter the hospital's name, city, and state  \_\_\_\_\_
- 10 ☐ An organization operated for the benefit of a college or university owned or operated by a governmental unit. Section 170(b)(1)(A)(iv). (Also complete the **Support Schedule** in Part IV-A.)
- 11a ☒ An organization that normally receives a substantial part of its support from a governmental unit or from the general public. Section 170(b)(1)(A)(vi). (Also complete the **Support Schedule** in Part IV-A.)
- 11b ☐ A community trust. Section 170(b)(1)(A)(vi). (Also complete the **Support Schedule** in Part IV-A.)
- 12 ☐ An organization that normally receives: (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its charitable, etc., functions - subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See section 509(a)(2). (Also complete the **Support Schedule** in Part IV-A.)
- 13 ☐ An organization that is not controlled by any disqualified persons (other than foundation managers) and otherwise meets the requirements of section 509(a)(3). Check the box that describes the type of supporting organization:
- ☐ Type I      ☐ Type II      ☐ Type III-Functionally Integrated      ☐ Type III-Other

**Provide the following information about the supported organizations. (See page 8 of the instructions.)**

Provide the following information about the supported organization(s) (see page 3 of the instructions).					
(a) Name(s) of supported organization(s)	(b) Employer Identification number (EIN)	(c) Type of organization (described in lines 5 through 12 above or IRC section)	(d) Is the supported organization listed in the supporting organization's governing documents?		(e) Amount of support
			Yes	No	
Total					

- 14 ☐ An organization organized and operated to test for public safety. Section 509(a)(4). (See page 8 of the instructions.)

**Part IV-A** Support Schedule (Complete only if you checked a box on line 10, 11, or 12.) Use cash method of accounting.  
Note: You may use the worksheet in the instructions for converting from the accrual to the cash method of accounting.

Calendar year (or fiscal year beginning in)	(a) 2006	(b) 2005	(c) 2004	(d) 2003	(e) Total
<b>15</b> Gifts, grants, and contributions received. (Do not include unusual grants. See line 28.)	819,994.	655,362.	615,700.	661,821.	2,752,877.
<b>16</b> Membership fees received					
<b>17</b> Gross receipts from admissions, merchandise sold or services performed, or furnishing of facilities in any activity that is related to the organization's charitable, etc., purpose	194,638.	800,760.	776,554.	963,784.	2,735,736.
<b>18</b> Gross income from interest, dividends, amounts received from payments on securities loans (section 512(a)(5)), rents, royalties, income from similar sources, and unrelated business taxable income (less section 511 taxes) from businesses acquired by the organization after June 30, 1975	17,044.	7,389.	66.	254.	24,753.
<b>19</b> Net income from unrelated business activities not included in line 18					
<b>20</b> Tax revenues levied for the organization's benefit and either paid to it or expended on its behalf					
<b>21</b> The value of services or facilities furnished to the organization by a governmental unit without charge. Do not include the value of services or facilities generally furnished to the public without charge					
<b>22</b> Other income. Attach a schedule. Do not include gain or (loss) from sale of capital assets			SEE STATEMENT 11 66,603.	<154.>	66,449.
<b>23</b> Total of lines 15 through 22	1,031,676.	1,463,511.	1,458,923.	1,625,705.	5,579,815.
<b>24</b> Line 23 minus line 17	837,038.	662,751.	682,369.	661,921.	2,844,079.
<b>25</b> Enter 1% of line 23	10,317.	14,635.	14,589.	16,257.	
<b>26</b> Organizations described on lines 10 or 11: a Enter 2% of amount in column (e), line 24					26a 56,882.
b Prepare a list for your records to show the name of and amount contributed by each person (other than a governmental unit or publicly supported organization) whose total gifts for 2003 through 2006 exceeded the amount shown in line 26a. Do not file this list with your return. Enter the total of all these excess amounts					26b 20,436.
c Total support for section 509(a)(1) test: Enter line 24, column (e)					26c 2,844,079.
d Add: Amounts from column (e) for lines: 18 24,753. 19 22 66,449. 26b 20,436.					26d 111,638.
e Public support (line 26c minus line 26d total)					26e 2,732,441.
f Public support percentage (line 26e (numerator) divided by line 26c (denominator))					26f 96.0747%
<b>27</b> Organizations described on line 12: a For amounts included in lines 15, 16, and 17 that were received from a "disqualified person," prepare a list for your records to show the name of, and total amounts received in each year from, each "disqualified person." Do not file this list with your return. Enter the sum of such amounts for each year: N/A					
(2006) (2005) (2004) (2003)					
b For any amount included in line 17 that was received from each person (other than "disqualified persons"), prepare a list for your records to show the name of, and amount received for each year, that was more than the larger of (1) the amount on line 25 for the year or (2) \$5,000. (Include in the list organizations described in lines 5 through 11b, as well as individuals.) Do not file this list with your return. After computing the difference between the amount received and the larger amount described in (1) or (2), enter the sum of these differences (the excess amounts) for each year: N/A					
(2006) (2005) (2004) (2003)					
c Add: Amounts from column (e) for lines: 15 16 17 20 21					27c N/A
d Add: Line 27a total and line 27b total					27d N/A
e Public support (line 27c total minus line 27d total)					27e N/A
f Total support for section 509(a)(2) test: Enter amount on line 23, column (e)					27f N/A
g Public support percentage (line 27e (numerator) divided by line 27f (denominator))					27g N/A %
h Investment income percentage (line 18, column (e) (numerator) divided by line 27f (denominator))					27h N/A %
<b>28</b> Unusual Grants: For an organization described in line 10, 11, or 12 that received any unusual grants during 2003 through 2006, prepare a list for your records to show, for each year, the name of the contributor, the date and amount of the grant, and a brief description of the nature of the grant. Do not file this list with your return. Do not include these grants in line 15.					

**Part V Private School Questionnaire** (See page 9 of the instructions.)

N/A

(To be completed **ONLY** by schools that checked the box on line 6 in Part IV)

	Yes	No
29 Does the organization have a racially nondiscriminatory policy toward students by statement in its charter, bylaws, other governing instrument, or in a resolution of its governing body? .....	29	
30 Does the organization include a statement of its racially nondiscriminatory policy toward students in all its brochures, catalogues, and other written communications with the public dealing with student admissions, programs, and scholarships? .....	30	
31 Has the organization publicized its racially nondiscriminatory policy through newspaper or broadcast media during the period of solicitation for students, or during the registration period if it has no solicitation program, in a way that makes the policy known to all parts of the general community it serves? .....	31	
If "Yes," please describe; if "No," please explain. (If you need more space, attach a separate statement.)		
32 Does the organization maintain the following:		
a Records indicating the racial composition of the student body, faculty, and administrative staff? .....	32a	
b Records documenting that scholarships and other financial assistance are awarded on a racially nondiscriminatory basis? .....	32b	
c Copies of all catalogues, brochures, announcements, and other written communications to the public dealing with student admissions, programs, and scholarships? .....	32c	
d Copies of all material used by the organization or on its behalf to solicit contributions? .....	32d	
If you answered "No" to any of the above, please explain. (If you need more space, attach a separate statement.)		
33 Does the organization discriminate by race in any way with respect to:		
a Students' rights or privileges? .....	33a	
b Admissions policies? .....	33b	
c Employment of faculty or administrative staff? .....	33c	
d Scholarships or other financial assistance? .....	33d	
e Educational policies? .....	33e	
f Use of facilities? .....	33f	
g Athletic programs? .....	33g	
h Other extracurricular activities? .....	33h	
If you answered "Yes" to any of the above, please explain. (If you need more space, attach a separate statement.)		
34 a Does the organization receive any financial aid or assistance from a governmental agency? .....	34a	
b Has the organization's right to such aid ever been revoked or suspended? .....	34b	
If you answered "Yes" to either 34a or b, please explain using an attached statement.		
35 Does the organization certify that it has complied with the applicable requirements of sections 4.01 through 4.05 of Rev. Proc. 75-50, 1975-2 C.B. 587, covering racial nondiscrimination? If "No," attach an explanation .....	35	

Schedule A (Form 990 or 990-EZ) 2007

**Part VI-A Lobbying Expenditures by Electing Public Charities** (See page 11 of the instructions.)  
(To be completed **ONLY** by an eligible organization that filed Form 5768)

N/A

Check ☒ a ☐ if the organization belongs to an affiliated group. Check ☐ b ☐ if you checked "a" and "limited control" provisions apply.

<b>Limits on Lobbying Expenditures</b> (The term "expenditures" means amounts paid or incurred.)		(a) Affiliated group totals	(b) To be completed for all electing organizations
		N/A	
36	Total lobbying expenditures to influence public opinion (grassroots lobbying) .....	36	
37	Total lobbying expenditures to influence a legislative body (direct lobbying) .....	37	
38	Total lobbying expenditures (add lines 36 and 37) .....	38	
39	Other exempt purpose expenditures .....	39	
40	Total exempt purpose expenditures (add lines 38 and 39) .....	40	
41	Lobbying nontaxable amount. Enter the amount from the following table - If the amount on line 40 is -                      The lobbying nontaxable amount is - Not over \$500,000 ..... 20% of the amount on line 40 ..... Over \$500,000 but not over \$1,000,000 ..... \$100,000 plus 15% of the excess over \$500,000 ..... Over \$1,000,000 but not over \$1,500,000 ..... \$175,000 plus 10% of the excess over \$1,000,000 ..... Over \$1,500,000 but not over \$17,000,000 ..... \$225,000 plus 5% of the excess over \$1,500,000 ..... Over \$17,000,000 ..... \$1,000,000 .....	41	
42	Grassroots nontaxable amount (enter 25% of line 41) .....	42	
43	Subtract line 42 from line 36. Enter -0- if line 42 is more than line 36 .....	43	
44	Subtract line 41 from line 38. Enter -0- if line 41 is more than line 38 .....	44	
<b>Caution:</b> If there is an amount on either line 43 or line 44, you must file Form 4720.			

**4-Year Averaging Period Under Section 501(h)**

(Some organizations that made a section 501(h) election do not have to complete all of the five columns below. See the instructions for lines 45 through 50 on page 13 of the instructions.)

Calendar year (or fiscal year beginning in) ▶	Lobbying Expenditures During 4-Year Averaging Period				N/A
	(a) 2007	(b) 2006	(c) 2005	(d) 2004	(e) Total
45 Lobbying nontaxable amount .....					0.
46 Lobbying ceiling amount (150% of line 45(e)) .....					0.
47 Total lobbying expenditures .....					0.
48 Grassroots nontaxable amount .....					0.
49 Grassroots ceiling amount (150% of line 48(e)) .....					0.
50 Grassroots lobbying expenditures .....					0.

**Part VI-B Lobbying Activity by Nonelecting Public Charities**

(For reporting only by organizations that did not complete Part VI-A) (See page 14 of the instructions.)

During the year, did the organization attempt to influence national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of:	Yes	No	Amount
a Volunteers .....		X	
b Paid staff or management (Include compensation in expenses reported on lines c through h.) .....		X	
c Media advertisements .....		X	
d Mailings to members, legislators, or the public .....		X	
e Publications, or published or broadcast statements .....		X	
f Grants to other organizations for lobbying purposes .....		X	
g Direct contact with legislators, their staffs, government officials, or a legislative body .....		X	
h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any other means .....		X	
i Total lobbying expenditures (Add lines c through h.) .....			0.
If "Yes" to any of the above, also attach a statement giving a detailed description of the lobbying activities.			





## FOOTNOTES

STATEMENT 1

PROPERTY AND EQUIPMENT CONSISTED OF THE FOLLOWING AT THE END OF THIS FILING YEAR:

EQUIPMENT	38,604.
FURNITURE AND FIXTURES	2,587.
COMPUTERS	25,205.
	<hr/>
TOTAL	66,396.
LESS: ACCUMULATED DEPRECIATION	<51,061.>
	<hr/>
TOTAL - NET	15,335.
	<hr/>

PROPERTY AND EQUIPMENT ARE REPORTED AT COST WHEN PURCHASED, OR AT ESTIMATED FAIR VALUE, WHEN GIFTED TO THE TENNESSEE REP. DEPRECIATION IS CALCULATED BY THE STRAIGHT-LINE METHOD TO ALLOCATE THE COST OF DEPRECIABLE ASSETS, AS SO DETERMINED, TO OPERATIONS OVER ESTIMATED USEFUL LIVES OF THREE TO SEVEN YEARS FOR COMPUTERS, FURNITURE AND FIXTURES, AND EQUIPMENT.

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FORM 990	RENTAL INCOME	STATEMENT	2
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KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
COSTUME RENTALS	1	29,022.
TOTAL TO FORM 990, PART I, LINE 6A		29,022.

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FORM 990	RENTAL EXPENSES	STATEMENT	3
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DESCRIPTION	ACTIVITY NUMBER	AMOUNT	TOTAL
DRY CLEANING, SUPPLIES, ETC.		3,005.	
COSTUME DESIGNER AND OTHER SALARIES		18,198.	
RENT FOR COSTUME SHOP		8,434.	
- SUBTOTAL -	1		29,637.
TOTAL TO FORM 990, PART I, LINE 6B			29,637.

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FORM 990	SPECIAL EVENTS AND ACTIVITIES	STATEMENT	4
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DESCRIPTION OF EVENT	GROSS RECEIPTS	CONTRIBUT. INCLUDED	GROSS REVENUE	DIRECT EXPENSES	NET INCOME OR (LOSS)
MISC. SPECIAL EVENTS	20,140.	12,600.	7,540.	9,960.	<2,420.>
TO FM 990, PART I, LINE 9	20,140.	12,600.	7,540.	9,960.	<2,420.>

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FORM 990	OTHER EXPENSES	STATEMENT	5
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DESCRIPTION	(A) TOTAL	(B) PROGRAM SERVICES	(C) MANAGEMENT AND GENERAL	(D) FUNDRAISING
FEES -				
TICKETING/BANK/OTHER	27,775.	24,195.	3,541.	39.
MEALS AND				
ENTERTAINMENT	462.	295.	78.	89.
MISCELLANEOUS	382.	0.	382.	0.
MARKETING/PUBLIC				
RELATIONS	121,042.	101,163.	5,519.	14,360.

PRODUCTION COSTS	190,048.	190,048.	0.	0.
CONTRACT LABOR	49,460.	49,460.	0.	0.
CREDIT CARD FEES	1,291.	0.	0.	1,291.
DUES AND SUBSCRIPTIONS	4,579.	0.	4,579.	0.
INSURANCE	15,616.	9,970.	2,643.	3,003.
ARTIST FEES	143,815.	143,815.	0.	0.
COMPUTER SUPPORT	6,885.	4,396.	1,165.	1,324.
FACILITY/STORAGE	13,525.	13,525.	0.	0.
PROFESSIONAL FEES	12,150.	0.	12,150.	0.
SPECIAL PROJECTS	9,880.	9,880.	0.	0.
TOTAL TO FM 990, LN 43	596,910.	546,747.	30,057.	20,106.

FORM 990

STATEMENT OF PROGRAM SERVICE ACCOMPLISHMENTS

STATEMENT 6

## DESCRIPTION OF PROGRAM SERVICE TWO

EDUCATION AND OUTREACH - APPROXIMATELY FOUR DOZEN SEPARATE EVENTS INCLUDING FIVE LOOKINS (PRE-OPENING "OPEN REHEARSALS" AND DISCUSSION FOR HIGH SCHOOL AND ABOVE AUDIENCES IN REHEARSAL STUDIO); 15 TENNESSEE REP UNCLASSIFIED (PRE-SHOW PRESENTATION AND DISCUSSION WITH RESIDENT SCENIC DESIGNER AND OTHER PRODUCTION PERSONNEL); 12 MEET AND GREET (POST-SHOW INFORMAL MEETING WITH CAST MEMBERS); SEVEN TALKBACK (POST-SHOW STRUCTURED DISCUSSION WITH CREATIVE TEAM MEMBERS, INCLUDING DIRECTOR, CAST MEMBERS, ETC.); ONE INSIDEOUT OF THE LUNCH BOX (PRESENTATION AND DISCUSSION OF ISSUES, IDEAS, AND CONCERNS RAISED BY A PLAY). TOTAL ATTENDANCE: APPROXIMATELY 2,000. IN ADDITION, SIX STUDENT PERFORMANCES OF THE CRUCIBLE WERE ATTENDED BY APPROXIMATELY 5,780 HIGH SCHOOL STUDENTS. STUDENTS AND TEACHERS ARE OFFERED DISCOUNTED SEASON AND SINGLE TICKETS TO ALL PRODUCTIONS.

GRANTS

EXPENSES

TO FORM 990, PART III, LINE B

52,796.

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FORM 990	STATEMENT OF ORGANIZATION'S PRIMARY EXEMPT PURPOSE	STATEMENT	7
	PART III		

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EXPLANATION

THE MISSION OF TENNESSEE REPERTORY THEATRE IS TO BE A FLAGSHIP REGIONAL THEATRE BY CREATING THE HIGHEST QUALITY PROFESSIONAL THEATRE, SERVING MIDDLE TENNESSEE AS A PRIME CULTURAL RESOURCE, AND CONTRIBUTING TO THE CULTURAL, EDUCATIONAL, ECONOMIC AND GENERAL WELFARE OF THE CITIZENS OF THE CITY OF NASHVILLE, MIDDLE TENNESSEE, AND THE STATE OF TENNESSEE.

FORM 990	OTHER NOTES AND LOANS PAYABLE	STATEMENT	8
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LENDER'S NAME	TERMS OF REPAYMENT
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FIRST TENNESEE/FIRST HORIZON	MONTHLY
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DATE OF NOTE	MATURITY DATE	ORIGINAL LOAN AMOUNT	INTEREST RATE
	12/01/08	200,000.	5.75%

SECURITY PROVIDED BY BORROWER	PURPOSE OF LOAN
-------------------------------	-----------------

PROMISSARY NOTE	LINE OF CREDIT
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RELATIONSHIP OF LENDER

NONE

DESCRIPTION OF CONSIDERATION	FMV OF CONSIDERATION	BALANCE DUE
CASH	0.	170,000.

TOTAL INCLUDED ON FORM 990, PART IV, LINE 64, COLUMN B	170,000.
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FORM 990	PART VIII - RELATIONSHIP OF ACTIVITIES TO ACCOMPLISHMENT OF EXEMPT PURPOSES	STATEMENT	9
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LINE	EXPLANATION OF RELATIONSHIP OF ACTIVITIES
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93A	THE INCOME DERIVED FROM TICKET SALES AND OTHER MISCELLANEOUS
93A	ACTIVITIES IS USED TO FUND THE COST OF THEATRE PRODUCTIONS.
93B	INCOME RECEIVED FROM AN INSURANCE SETTLEMENT
93D	THIS INCOME IS FROM HAVING 6 ADDITIONAL PERFORMANCES OF THE CRUCIBLE
93D	FOR TENNESSEE PERFORMING ARTS CENTER HOT PROGRAM.
93E	INCOME RECEIVED FOR WORKSHOPS THAT WAS ORGANIZED AND HELD BY TENNESSEE
93E	REPERTORY THEATRE.

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SCHEDULE A	EXPLANATION OF TRANSACTIONS	STATEMENT 10
	PART III, LINE 2A	

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DURING THE YEAR ENDED JUNE 30, 2008, THE TENNESSEE REP PAID \$75,300 IN RENT EXPENSE FOR OFFICE SPACE LEASED FROM NASHVILLE PUBLIC TELEVISION, INC. BETH CURLEY, A TENNESSEE REP BOARD MEMBER, IS THE PRESIDENT AND CEO OF NPT, INC. IN ADDITION, AND IN-KIND CONTRIBUTION FOR TRAVEL EXPENSES VALUED AT \$17,500 WAS RECEIVED FROM A BOARD MEMBER'S COMPANY.

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SCHEDULE A	OTHER INCOME	STATEMENT	11
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DESCRIPTION	2006 AMOUNT	2005 AMOUNT	2004 AMOUNT	2003 AMOUNT
OTHER INCOME	0.	0.	66,603.	<154.>
TOTAL TO SCHEDULE A, LINE 22	0.	0.	66,603.	<154.>

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Tennessee Repertory Theatre

**BOARD OF DIRECTORS 2007 – 2008**

**as of July 1, 2007**

**Michael J. Schoenfeld – President**

**Martha R. Ingram – Honorary Chair and Co-Founder**

**Judy Turner – Vice President**

**Ann Stern – Secretary**

**Joe Steakley – Treasurer**

**Alan Yuspeh – Immediate Past President**

**Preferred address**

Ed Benson (Jamie)  
1105 Gateway Lane  
Nashville, TN 37220  
615-244-2840  
[edbenson@cmaworld.com](mailto:edbenson@cmaworld.com)

**Alternate address**

Chief Strategic Officer  
Country Music Association  
One Music Circle South  
Nashville, TN 37203

**Term expires**

6/30/2009

1<sup>st</sup> Term

Karen Bird (Pete)  
1321 Otter Creek Road  
Nashville, TN 37215  
Tel: 615-373-9890 \* 370-8571 (home) \* 373-7015 (fax)  
[karen.bird@comcast.net](mailto:karen.bird@comcast.net)

6/30/2008

1<sup>st</sup> Term

Lee F. Blank (Melanie)  
Private Banking Sales Manager  
AmSouth Bank  
315 Deaderick Street, 5<sup>th</sup> floor  
Nashville, TN 37237  
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