

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 private foundations)

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

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

OMB No. 1545-0047
2019
Open to Public Inspection

A For the 2019 calendar year, or tax year beginning 07-01-2019, and ending 06-30-2020

B Check if applicable:
 Address change
 Name change
 Initial return
 Final return/terminated
 Amended return
 Application pending

C Name of organization
THE RIVERCITY COMPANY

Doing business as

Number and street (or P.O. box if mail is not delivered to street address) Room/suite
850 MARKET ST MILLER PLAZA NO 20

City or town, state or province, country, and ZIP or foreign postal code
CHATTANOOGA, TN 37402

D Employer identification number
62-1273871

E Telephone number
(423) 265-3700

G Gross receipts \$ 6,122,160

F Name and address of principal officer:
EMILY MACK
850 MARKET ST MILLER PLAZA NO 200
CHATTANOOGA, TN 37402

H(a) Is this a group return for subordinates? Yes No

H(b) Are all subordinates included? Yes No
If "No," attach a list. (see instructions)

H(c) Group exemption number ▶

I Tax-exempt status: 501(c)(3) 501(c) () (insert no.) 4947(a)(1) or 527

J Website: ▶ WWW.RIVERCITYCOMPANY.COM

K Form of organization: Corporation Trust Association Other ▶

L Year of formation: 1986

M State of legal domicile: TN

Part I Summary

1 Briefly describe the organization's mission or most significant activities:
THE RIVERCITY COMPANY'S MISSION IS TO ASSIST AND SUPPORT THE CHATTANOOGA CITY AND HAMILTON COUNTY GOVERNMENTS BY PROMOTING AND MANAGING THE DEVELOPMENT OF A VIBRANT, ATTRACTIVE AND HEALTHY DOWNTOWN THAT IS THE ECONOMIC, SOCIAL AND CULTURAL CENTERPIECE OF THE CHATTANOOGA REGION. THE RIVERCITY COMPANY ACCOMPLISHES THIS BY OVERSEEING DEVELOPMENT OF DOWNTOWN REAL ESTATE, MAKING AND PROGRAMMING GREAT URBAN SPACES, AND EMPLOYING CREATIVE URBAN DESIGN. ITS PRIMARY STRATEGIC AREAS FOR PROJECTS AND INITIATIVES ARE: (I)COMPLETING A RETURN TO THE RIVER IN THE ROSS'S LANDING/RIVERFRONT DISTRICT, (II)REINVIGORATING THE HISTORIC COMMERCIAL CORE IN THE CENTRAL BUSINESS DISTRICT, AND (III)BRINGING MORE RESIDENTS TO ALL AREAS OF DOWNTOWN THROUGH CATALYZING A FULL RANGE OF DOWNTOWN HOUSING.

2 Check this box if the organization discontinued its operations or disposed of more than 25% of its net assets.

3 Number of voting members of the governing body (Part VI, line 1a)	3	21
4 Number of independent voting members of the governing body (Part VI, line 1b)	4	17
5 Total number of individuals employed in calendar year 2019 (Part V, line 2a)	5	18
6 Total number of volunteers (estimate if necessary)	6	25
7a Total unrelated business revenue from Part VIII, column (C), line 12	7a	0
7b Net unrelated business taxable income from Form 990-T, line 39	7b	0

	Prior Year	Current Year
8 Contributions and grants (Part VIII, line 1h)	1,134,662	1,900,965
9 Program service revenue (Part VIII, line 2g)	89,407	59,638
10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)	8,260	1,291,957
11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	1,072,882	699,773
12 Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12)	2,305,211	3,952,333

13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)	70,626	20,000
14 Benefits paid to or for members (Part IX, column (A), line 4)	0	0
15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	814,542	852,896
16a Professional fundraising fees (Part IX, column (A), line 11e)	0	0
b Total fundraising expenses (Part IX, column (D), line 25) ▶ 0		
17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	1,520,238	1,559,000
18 Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	2,405,406	2,431,896
19 Revenue less expenses. Subtract line 18 from line 12	-100,195	1,520,437

	Beginning of Current Year	End of Year
20 Total assets (Part X, line 16)	25,385,026	26,242,832
21 Total liabilities (Part X, line 26)	3,819,694	3,029,456
22 Net assets or fund balances. Subtract line 21 from line 20	21,565,332	23,213,376

Part II Signature Block

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

Sign Here *****
Signature of officer _____ Date 2021-05-12
EMILY MACK PRESIDENT
Type or print name and title _____

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date 2021-05-12	Check <input type="checkbox"/> if self-employed	PTIN P00365109
Firm's name ▶ HENDERSON HUTCHERSON & MCCULLOUGH PLLC			Firm's EIN ▶ 62-1114363	
Firm's address ▶ 1200 MARKET STREET CHATTANOOGA, TN 37402			Phone no. (423) 756-7771	

May the IRS discuss this return with the preparer shown above? (see instructions) Yes No

Part III Statement of Program Service Accomplishments

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

1 Briefly describe the organization's mission:

THE RIVERCITY COMPANY'S MISSION IS TO ASSIST AND SUPPORT THE CHATTANOOGA CITY AND HAMILTON COUNTY GOVERNMENTS BY PROMOTING AND MANAGING THE DEVELOPMENT OF A VIBRANT, ATTRACTIVE AND HEALTHY DOWNTOWN THAT IS THE ECONOMIC, SOCIAL AND CULTURAL CENTERPIECE OF THE CHATTANOOGA REGION. THE RIVERCITY COMPANY ACCOMPLISHES THIS BY OVERSEEING DEVELOPMENT OF DOWNTOWN REAL ESTATE, MAKING AND PROGRAMMING GREAT URBAN SPACES, AND EMPLOYING CREATIVE URBAN DESIGN. ITS PRIMARY STRATEGIC AREAS FOR PROJECTS AND INITIATIVES ARE: (I)COMPLETING A RETURN TO THE RIVER IN THE ROSS'S LANDING/RIVERFRONT DISTRICT, (II)REINVIGORATING THE HISTORIC COMMERCIAL CORE IN THE CENTRAL BUSINESS DISTRICT, AND (III)BRINGING MORE RESIDENTS TO ALL AREAS OF DOWNTOWN THROUGH CATALYZING A FULL RANGE OF DOWNTOWN HOUSING.

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? [] Yes [X] No
If "Yes," describe these new services on Schedule O.

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? [] Yes [X] No
If "Yes," describe these changes on Schedule O.

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.

4a (Code:) (Expenses \$ 223,173 including grants of \$) (Revenue \$ 59,638)
See Additional Data

4b (Code:) (Expenses \$ 365,021 including grants of \$) (Revenue \$)
See Additional Data

4c (Code:) (Expenses \$ 307,687 including grants of \$) (Revenue \$)
See Additional Data

(Code:) (Expenses \$ 928,612 including grants of \$ 20,000) (Revenue \$ 1,289,736)

THE BUSINESS IMPROVEMENT DISTRICT: RIVER CITY COMPANY ALONG WITH PROPERTY OWNERS, BUSINESSES AND RESIDENTS, FACILITATED A COMMUNITY CONVERSATION ON ADDITIONAL INVESTMENT IN DOWNTOWN. APPROVAL WITH CHATTANOOGA CITY COUNCIL, A BUSINESS IMPROVEMENT DISTRICT WAS CREATED TO PROVIDE ADDITIONAL RESOURCES FOR DOWNTOWN. THE FUNDING COMES FROM DOWNTOWN STAKEHOLDERS WITHIN THE DISTRICT. TYPICAL BID SERVICES CAN INCLUDE AMBASSADORS WHO WORK ON ENHANCED CLEANING AND MAINTENANCE EFFORTS, ALONG WITH SAFETY INITIATIVES. BIDS CAN ALSO ADDRESS BEAUTIFICATION PROJECTS LIKE PLANTERS, BANNERS, EVENTS, RETAIL SUPPORT, MARKETING, CAPITAL IMPROVEMENTS, GATEWAYS, AND WAYFINDING.MILLER PLAZA: MILLER PLAZA IS AN URBAN PUBLIC PARK CONSTRUCTED ALMOST THREE DECADES AGO IN THE HEART OF DOWNTOWN CHATTANOOGA; IT WAS BUILT BOTH TO PROVIDE A MODEL OF GOOD URBAN DESIGN FOR "ACTIVE PARK USE", AND TO PROVIDE A VENUE FOR AN ENORMOUS VARIETY OF ANIMATING ACTIVITIES FOR DOWNTOWN. WHEN IT WAS CONSTRUCTED, DOWNTOWN CHATTANOOGA WAS SLIDING DOWNHILL WITH ABANDONED RETAIL STORES, CLOSED MOVIE THEATERS, OFFICES AND RESIDENCES RELOCATING TO OUTLYING SUBURBAN AREAS, AND A VACUUM OF ATTRACTIVE ACTIVITY AND ANIMATION, ESPECIALLY AFTER WORK HOURS ENDED. MILLER PLAZA WAS THE FIRST BEACON FOR THE REVIVAL OF DOWNTOWN CHATTANOOGA, AND MILLER PLAZA NOW SERVES AS THE HOME FOR THREE RESTAURANTS AND ONE RETAIL SHOP, SEASONAL FRIDAY NIGHT CONCERT SERIES FROM MEMORIAL DAY TO LABOR DAY, AND A VENUE FOR MANY DOZENS OF CIVIC GATHERINGS AND ACTIVITIES. MILLER PLAZA IS OWNED BY THE RIVERCITY COMPANY AND IT CONTINUES TO PROVIDE THE SOCIAL ANCHOR FOR EVENTS AND ANIMATION WITHIN THE CITY CENTER DISTRICT OF DOWNTOWN CHATTANOOGA.ECONOMIC AND REDEVELOPMENT PLANS: RIVERCITY CONTINUED WORK ON ECONOMIC AND REDEVELOPMENT PLANS IN 2019/2020: THE SCRAMBLE, WALNUT STREET PLAZA, THE HEALTH AND WELLNESS DISTRICT, MLK COMMERCIAL CORRIDOR.THE SCRAMBLE IS AN OPPORTUNITY CREATED BY THE REMOVAL OF THE FUNICULAR FROM THE FIRST STREET BLOCK BETWEEN MARKET AND CHERRY. THIS PROJECT IS TO CREATE AN URBAN PEDESTRIAN PROMENADE FROM CHERRY STREET DOWN TO THE MARKET STREET CROSSING THAT LEADS TO AQUARIUM PLAZA. WHILE SEEKING TO STRENGTHEN THE SENSE OF CONNECTION FROM THE BLUFF DOWN TO THE AQUARIUM PLAZA, THE PROJECT IS ALSO INTENDED TO CREATE A UNIQUE DESTINATION FOR PUBLIC ENJOYMENT ROOTED IN THE NOTION OF ARTISTIC PLACEMAKING AT THE CITY SCALE.WALNUT STREET PLAZA REDEVELOPMENT IS THE REDESIGN WHERE THE HOLMBERG AND WALNUT STREET BRIDGES MEET STRETCHING TO AQUARIUM WAY WHICH IS BEING TRANSFORMED FROM AN AUTO FOCUSED STREET INTO A VIBRANT PEDESTRIAN FOCUSED SPACE. ALREADY HEAVILY USED BY PEDESTRIANS, THIS TRANSFORMATION FROM STREET TO "PLAZA" WITH PAVING MODIFICATIONS, NEW TREE PLANTING, RECONFIGURED LIGHTING AND A LARGE OVAL GATHERING SPACE AT THE SOUTH END OF THE WALNUT STREET BRIDGE WILL ALLOW FOR BOTH AN ENHANCED PEDESTRIAN EXPERIENCE AND BETTER CAR FLOW THROUGH THE AREA.THE HEALTH & WELLNESS PLAN, AN 18 MONTH PROCESS WITH 15 STAKEHOLDER GROUPS AND A TRIP TO CINCINNATI TO VISIT A SIMILAR DISTRICT, THE HEALTH AND WELLNESS DISTRICT STUDY UNVEILED A COORDINATED VISION AND ROADMAP ALONG THE 3RD AND 4TH STREET CORRIDOR. THE PURPOSE IS TO ESTABLISH A FIRST-CLASS HEALTHCARE AND EDUCATION DESTINATION, A MODEL NEIGHBORHOOD FOR WELLNESS AND HEALTHY LIVING, AND AN INNOVATION HUB THAT FUELS RESEARCH AND JOB GROWTH. WITH SIGNIFICANT MOMENTUM ALREADY ON THE CORRIDOR, INCLUDING PLANNED TRAFFIC IMPROVEMENTS BY THE CITY AND MAJOR CAPITAL EXPANSIONS BY ANCHOR INSTITUTIONS, THIS PLAN REPRESENTS AN OPPORTUNITY TO CREATE A DISTRICT WITH MIXED USE AMENITIES, GREAT PUBLIC SPACES, CLOSE TIES TO THE INNOVATION DISTRICT AND UNIVERSITY OF TENNESSEE AT CHATTANOOGA, AS WELL AS ALL THREE MAJOR HOSPITALS, AND POSITIVE BENEFITS FOR THE SURROUNDING COMMUNITIES.MLK COMMERCIAL CORRIDOR IS AN INITIATIVE INTENDED TO INVIGORATE AND ACCELERATE THE REVITALIZATION OF THE MLK DISTRICT BY ACQUIRING KEY PROPERTIES TO HELP DEVELOPMENT AND DENSITY, PROVIDING SIGNAGE AND FACADE GRANTS TO TENANTS/OWNERS WHILE INSTILLING AND REQUIRING QUALITY URBAN DESIGN PRINCIPLES, AND ASSISTANCE WITH RETAIL AND COMMERCIAL RECRUITMENT EFFORTS TO HELP LURE BUSINESSES.

4d Other program services (Describe in Schedule O.)
(Expenses \$ 928,612 including grants of \$ 20,000) (Revenue \$ 1,289,736)

4e Total program service expenses 1,824,493

Part IV Checklist of Required Schedules

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

Part IV Checklist of Required Schedules (continued)

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

Part V Statements Regarding Other IRS Filings and Tax Compliance

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

		Yes	No	
1a	Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable	1a	43	
b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable	1b	0	
c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	1c	Yes	

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

Form with sections 2a through 16, including questions about employee reporting, federal employment tax returns, business gross income, foreign accounts, prohibited tax shelter transactions, deductible contributions, and charitable trusts.

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



Section A. Governing Body and Management

Table with 5 columns: Question, 1a, 1b, Yes, No. Rows include questions about voting members, family relationships, management control, and governance decisions.

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

Table with 5 columns: Question, Yes, No. Rows include questions about local chapters, written policies, conflict of interest, whistleblower, and document retention policies.

Section C. Disclosure

- 17 List the states with which a copy of this Form 990 is required to be filed TN
18 Section 6104 requires an organization to make its Form 1023 (or 1024-A if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection.
19 Describe in Schedule O whether (and if so, how) the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year.
20 State the name, address, and telephone number of the person who possesses the organization's books and records: MS EMILY MACK 850 MARKET STREETSUITE 200 MILLER CHATTANOOGA, TN 37402 (423) 265-3700

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

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

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

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

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
- List all of the organization's **current** key employees, if any. See instructions for definition of "key employee."
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.
- List all of the organization's **former** officers, key employees, or highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.
- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

See instructions for the order in which to list the persons above.

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

(A) Name and title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
(1) CHARLES ARANT PAST CHAIRMAN OF THE BOARD	1.00	X					0	0	0	
(2) DAVID SHARPE BOARD OF DIRECTOR	1.00	X					0	0	0	
(3) JOHN GIBLIN TREASURER	1.00	X		X			0	0	0	
(4) DANA PERRY SECRETARY	1.00	X		X			0	0	0	
(5) JIM COPPINGER BOARD OF DIRECTOR	1.00	X					0	0	0	
(6) CORKY COKER MEMBER AT LARGE	1.00	X		X			0	0	0	
(7) ANDREW KEAN VICE CHAIRMAN OF THE BOARD	1.00	X		X			0	0	0	
(8) VALORIA ARMSTRONG BOARD OF DIRECTOR	1.00	X					0	0	0	
(9) REBECCA ASHFORD BOARD OF DIRECTOR	1.00	X					0	0	0	
(10) TOM GRISCOM CHAIRMAN OF THE BOARD	1.00	X		X			0	0	0	
(11) KEN DEFOOR BOARD OF DIRECTOR	1.00	X					0	0	0	
(12) ALNOOR DHANANI BOARD OF DIRECTOR	1.00	X					0	0	0	
(13) JENNIFER GOODMAN BOARD OF DIRECTOR	1.00	X					0	0	0	
(14) YANCY FREEMAN BOARD OF DIRECTOR	1.00	X					0	0	0	
(15) ANDY BERKE BOARD OF DIRECTOR	1.00	X					0	0	0	
(16) DAVID WADE BOARD OF DIRECTOR	1.00	X					0	0	0	
(17) MARCUS SHAW BOARD OF DIRECTOR	1.00	X					0	0	0	

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

(A) Name and title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations	
		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former				
(18) LISA IGLESIAS BOARD OF DIRECTOR	1.00	X						0	0	0	
(19) BARRY WHITE BOARD OF DIRECTOR	1.00	X						0	0	0	
(20) JOHN BILDERBACK BOARD OF DIRECTOR	1.00	X						0	0	0	
(21) ERSKINE OGLESBY BOARD OF DIRECTOR	1.00	X						0	0	0	
(22) KIM WHITE PRESIDENT	40.00			X				293,205	0	17,490	
(23) JIM WILLIAMSON VICE PRESIDENT	40.00			X				108,379	0	18,009	
1b Sub-Total											
1c Total from continuation sheets to Part VII, Section A											
1d Total (add lines 1b and 1c)								401,584	0		35,499

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

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

Section B. Independent Contractors

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

(A) Name and business address	(B) Description of services	(C) Compensation
CITY OF CHATTANOOGA 101 E 11TH ST CHATTANOOGA, TN 37402		412,360
MKSK 504 RHETT STREET GREENVILLE, SC 29601		243,488
MILLER & MARTIN PLLC 832 GEORGIA AVE 1200 CHATTANOOGA, TN 37402		130,814
SINGER STUDIO LLC 321 NW 1ST AVENUE DELRAY BEACH, FL 33444		126,408

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 of compensation from the organization ▶ **4**

Part VIII Statement of Revenue

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

			(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512 - 514	
Contributions, Gifts, Grants and Other Similar Amounts	1a Federated campaigns	1a	134,600				
	b Membership dues	1b					
	c Fundraising events	1c					
	d Related organizations	1d					
	e Government grants (contributions)	1e	1,057,226				
	f All other contributions, gifts, grants, and similar amounts not included above	1f	709,139				
	g Noncash contributions included in lines 1a - 1f:\$	1g	749,454				
	h Total. Add lines 1a-1f			1,900,965			
Program Service Revenue	2a EVENT INCOME - RCC	Business Code					
		713990	59,638	59,638			
	b						
	c						
	d						
	e						
	f All other program service revenue.						
g Total. Add lines 2a-2f.			59,638				
Other Revenue	3 Investment income (including dividends, interest, and other similar amounts)		7,369			7,369	
	4 Income from investment of tax-exempt bond proceeds						
	5 Royalties						
	6a Gross rents	(i) Real	6a	2,649,040			
			6b Less: rental expenses	1,954,415			
		6c Rental income or (loss)	694,625				
		d Net rental income or (loss)		694,625			694,625
	7a Gross amount from sales of assets other than inventory	(i) Securities	7a	1,500,000			
			7b Less: cost or other basis and sales expenses	215,412			
		7c Gain or (loss)	1,284,588				
		d Net gain or (loss)		1,284,588	1,284,588		
	8a Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c). See Part IV, line 18		8a				
			8b Less: direct expenses				
		c Net income or (loss) from fundraising events					
	9a Gross income from gaming activities. See Part IV, line 19		9a				
			9b Less: direct expenses				
		c Net income or (loss) from gaming activities					
10a Gross sales of inventory, less returns and allowances		10a					
		10b Less: cost of goods sold					
	c Net income or (loss) from sales of inventory						
Miscellaneous Revenue	Business Code						
11a OTHER INCOME	900099	5,148	5,148				
b							
c							
d All other revenue							
e Total. Add lines 11a-11d			5,148				
12 Total revenue. See instructions			3,952,333	1,349,374	0	701,994	

Part IX Statement of Functional Expenses

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

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

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to domestic organizations and domestic governments. See Part IV, line 21				
2 Grants and other assistance to domestic individuals. See Part IV, line 22	20,000	20,000		
3 Grants and other assistance to foreign organizations, foreign governments, and foreign individuals. See Part IV, lines 15 and 16.				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	437,083	358,408	78,675	
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)	415,813	271,900	143,913	
7 Other salaries and wages				
8 Pension plan accruals and contributions (include section 401 (k) and 403(b) employer contributions)				
9 Other employee benefits				
10 Payroll taxes				
11 Fees for services (non-employees):				
a Management				
b Legal	61,856	42,254	19,602	
c Accounting	45,840		45,840	
d Lobbying				
e Professional fundraising services. See Part IV, line 17				
f Investment management fees				
g Other (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Schedule O)	540,464	535,464	5,000	
12 Advertising and promotion	2,656	2,656		
13 Office expenses				
14 Information technology	31,800		31,800	
15 Royalties				
16 Occupancy	74,125	3,449	70,676	
17 Travel	10,999	10,964	35	
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings				
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	65,542	8,711	56,831	
23 Insurance	21,345	2,203	19,142	
24 Other expenses. Itemize expenses not covered above (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a SUPPORT OF PROJECT	413,772	413,772		
b TAXES AND LICENSES	56,244	587	55,657	
c RENT	36,158		36,158	
d WEBSITE EXPENSE	31,336	31,336		
e All other expenses	166,863	122,789	44,074	
25 Total functional expenses. Add lines 1 through 24e	2,431,896	1,824,493	607,403	0
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here <input type="checkbox"/> if following SOP 98-2 (ASC 958-720).				

Part X Balance Sheet

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

		(A) Beginning of year		(B) End of year
Assets	1 Cash—non-interest-bearing		1	
	2 Savings and temporary cash investments	1,493,560	2	3,267,556
	3 Pledges and grants receivable, net		3	
	4 Accounts receivable, net	83,676	4	156,829
	5 Loans and other payables to any current or former officer, director, trustee, key employee, creator or founder, substantial contributor, or 35% controlled entity or family member of any of these persons		5	
	6 Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), and persons described in section 4958(c)(3)(B)		6	
	7 Notes and loans receivable, net	135,840	7	124,826
	8 Inventories for sale or use		8	
	9 Prepaid expenses and deferred charges	50,769	9	53,945
	10a Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	28,419,771		
	b Less: accumulated depreciation	9,285,527	10c	19,134,244
	11 Investments—publicly traded securities		11	
	12 Investments—other securities. See Part IV, line 11	3,559,643	12	3,443,485
	13 Investments—program-related. See Part IV, line 11		13	
	14 Intangible assets		14	
	15 Other assets. See Part IV, line 11	61,947	15	61,947
16 Total assets. Add lines 1 through 15 (must equal line 34)	25,385,026	16	26,242,832	
Liabilities	17 Accounts payable and accrued expenses	432,870	17	378,102
	18 Grants payable		18	
	19 Deferred revenue	78,641	19	66,070
	20 Tax-exempt bond liabilities		20	
	21 Escrow or custodial account liability. Complete Part IV of Schedule D		21	
	22 Loans and other payables to any current or former officer, director, trustee, key employee, creator or founder, substantial contributor, or 35% controlled entity or family member of any of these persons		22	
	23 Secured mortgages and notes payable to unrelated third parties	3,308,183	23	2,585,284
	24 Unsecured notes and loans payable to unrelated third parties		24	
	25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17 - 24). Complete Part X of Schedule D		25	
	26 Total liabilities. Add lines 17 through 25	3,819,694	26	3,029,456
Net Assets or Fund Balances	Organizations that follow FASB ASC 958, check here <input checked="" type="checkbox"/> and complete lines 27, 28, 32, and 33.			
	27 Net assets without donor restrictions	21,391,581	27	22,342,270
	28 Net assets with donor restrictions	173,751	28	871,106
	Organizations that do not follow FASB ASC 958, check here <input type="checkbox"/> and complete lines 29 through 33.			
	29 Capital stock or trust principal, or current funds		29	
	30 Paid-in or capital surplus, or land, building or equipment fund		30	
	31 Retained earnings, endowment, accumulated income, or other funds		31	
32 Total net assets or fund balances	21,565,332	32	23,213,376	
33 Total liabilities and net assets/fund balances	25,385,026	33	26,242,832	

Part XI Reconciliation of Net Assets

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

1	Total revenue (must equal Part VIII, column (A), line 12)	1	3,952,333
2	Total expenses (must equal Part IX, column (A), line 25)	2	2,431,896
3	Revenue less expenses. Subtract line 2 from line 1	3	1,520,437
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	21,565,332
5	Net unrealized gains (losses) on investments	5	127,607
6	Donated services and use of facilities	6	
7	Investment expenses	7	
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain in Schedule O)	9	0
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	23,213,376

Part XII Financial Statements and Reporting

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

- 1** Accounting method used to prepare the Form 990: Cash Accrual Other _____
 If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O.
- 2a** Were the organization's financial statements compiled or reviewed by an independent accountant?
 If 'Yes,' check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both:
 Separate basis Consolidated basis Both consolidated and separate basis
- b** Were the organization's financial statements audited by an independent accountant?
 If 'Yes,' check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both:
 Separate basis Consolidated basis Both consolidated and separate basis
- c** If "Yes," to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant?
 If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.
- 3a** As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?
- b** If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits.

	Yes	No
2a		No
2b	Yes	
2c	Yes	
3a		No
3b		

Additional Data

Software ID:

Software Version:

EIN: 62-1273871

Name: THE RIVERCITY COMPANY

Form 990 (2019)

Form 990, Part III, Line 4a:

EVENT EXPENSES: EXPENSES FROM PUTTING ON SPECIAL EVENTS AND PROGRAMS IN THE DOWNTOWN AREA IN ORDER TO ATTRACT VISITORS AND RESIDENTS AND BRING MORE BUSINESSES DOWNTOWN, SUCH AS NOONTUNES, A 10 WEEK MIDDAY CONCERT SERIES IN THE FALL TO SHOWCASE THE WIDE VARIETY OF MUSICIANS AND GENRES OF MUSIC YOU CAN ENJOY IN THE SCENIC CITY. INTERNATIONAL PLACEMAKING WEEK BRINGING 600 PARTICIPANTS FOR WORKSHOPS, TOURS, AND NETWORKING EVENTS. OTHER EVENTS INCLUDE; CITY SWEAT, YOGA FOR KIDS, START UP WEEK, START UP WEEK BASE CAMP, PASSAGEWAYS ANIMATION, MILLER PARK ANIMATION, DOWNTOWN SNOWFLAKE LIGHTING, HOLIDAY MARKET, AND BANNER PROGRAM.

Form 990, Part III, Line 4b:

ONE RIVERFRONT PLAN: A RIVERFRONT DISTRICT MASTER PLAN TO REFOCUS AND REENERGIZE THE DISTRICT WITH WIDE SPREAD COMMUNITY ENGAGEMENT TO CREATE A PLACE THAT SERVES ALL CHATTANOOGANS; TO DEVELOP A GREATER SENSE OF PLACE THROUGH UNIQUE DEVELOPMENT AND PUBLIC REALM IMPROVEMENTS; AND TO USE PLACEMAKING AND BRANDING STRATEGIES TO DRAW LOCALS AND TOURISTS YEAR ROUND.

Form 990, Part III, Line 4c:

PATTEN PARKWAY REDEVELOPMENT: THE REDEVELOPMENT OF PATTEN PARKWAY TO COMPLETE THE MILLER PARK DISTRICT REDEVELOPMENT, WITH BRICK PAVERS, PARKING, TREES, SEATING, AND PUBLIC ART TO BETTER SUPPORT EVERYDAY USE ALONG THE PARKWAY IN ADDITION TO FESTIVALS, CONCERTS, AND OTHER SPECIAL EVENTS.

SCHEDULE A
(Form 990 or 990-EZ)

Public Charity Status and Public Support
Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.
▶ Attach to Form 990 or Form 990-EZ.
▶ Go to www.irs.gov/Form990 for instructions and the latest information.

OMB No. 1545-0047
2019
Open to Public Inspection

Department of the Treasury
Internal Revenue Service
Name of the organization
THE RIVERCITY COMPANY

Employer identification number
62-1273871

Part I Reason for Public Charity Status (All organizations must complete this part.) See instructions.

The organization is not a private foundation because it is: (For lines 1 through 12, check only one box.)

- 1 A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i)**.
- 2 A school described in **section 170(b)(1)(A)(ii)**. (Attach Schedule E (Form 990 or 990-EZ).)
- 3 A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii)**.
- 4 A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii)**. Enter the hospital's name, city, and state:
- 5 An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv)**. (Complete Part II.)
- 6 A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v)**.
- 7 An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi)**. (Complete Part II.)
- 8 A community trust described in **section 170(b)(1)(A)(vi)**. (Complete Part II.)
- 9 An agricultural research organization described in **170(b)(1)(A)(ix)** operated in conjunction with a land-grant college or university or a non-land grant college of agriculture. See instructions. Enter the name, city, and state of the college or university:
- 10 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 exempt 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)**. (Complete Part III.)
- 11 An organization organized and operated exclusively to test for public safety. See **section 509(a)(4)**.
- 12 An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in **section 509(a)(1)** or **section 509(a)(2)**. See **section 509(a)(3)**. Check the box in lines 12a through 12d that describes the type of supporting organization and complete lines 12e, 12f, and 12g.
 - a **Type I.** A supporting organization operated, supervised, or controlled by its supported organization(s), typically by giving the supported organization(s) the power to regularly appoint or elect a majority of the directors or trustees of the supporting organization. **You must complete Part IV, Sections A and B.**
 - b **Type II.** A supporting organization supervised or controlled in connection with its supported organization(s), by having control or management of the supporting organization vested in the same persons that control or manage the supported organization(s). **You must complete Part IV, Sections A and C.**
 - c **Type III functionally integrated.** A supporting organization operated in connection with, and functionally integrated with, its supported organization(s) (see instructions). **You must complete Part IV, Sections A, D, and E.**
 - d **Type III non-functionally integrated.** A supporting organization operated in connection with its supported organization(s) that is not functionally integrated. The organization generally must satisfy a distribution requirement and an attentiveness requirement (see instructions). **You must complete Part IV, Sections A and D, and Part V.**
 - e Check this box if the organization received a written determination from the IRS that it is a Type I, Type II, Type III functionally integrated, or Type III non-functionally integrated supporting organization.
 - f Enter the number of supported organizations 2
 - g Provide the following information about the supported organization(s).

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1- 10 above (see instructions))	(iv) Is the organization listed in your governing document?		(v) Amount of monetary support (see instructions)	(vi) Amount of other support (see instructions)
			Yes	No		
(A) CITY OF CHATTANOOGA	626000259	6	Yes		307,772	682,257
(B) HAMILTON COUNTY TENNESSEE	626000636	6	Yes		0	67,196
Total	2				307,772	749,453

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

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

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2015	(b) 2016	(c) 2017	(d) 2018	(e) 2019	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grant.") . . .						
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf. . . .						
3 The value of services or facilities furnished by a governmental unit to the organization without charge..						
4 Total. Add lines 1 through 3						
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f). . .						
6 Public support. Subtract line 5 from line 4.						

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2015	(b) 2016	(c) 2017	(d) 2018	(e) 2019	(f) Total
7 Amounts from line 4. . .						
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources. . . .						
9 Net income from unrelated business activities, whether or not the business is regularly carried on. . .						
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.). . .						
11 Total support. Add lines 7 through 10						
12 Gross receipts from related activities, etc. (see instructions)					12	
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here ▶ <input type="checkbox"/>						

Section C. Computation of Public Support Percentage

14 Public support percentage for 2019 (line 6, column (f) divided by line 11, column (f))	14	
15 Public support percentage for 2018 Schedule A, Part II, line 14	15	
16a 33 1/3% support test—2019. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization ▶ <input type="checkbox"/>		
b 33 1/3% support test—2018. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization ▶ <input type="checkbox"/>		
17a 10%-facts-and-circumstances test—2019. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part VI how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization ▶ <input type="checkbox"/>		
b 10%-facts-and-circumstances test—2018. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part VI how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization ▶ <input type="checkbox"/>		
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions ▶ <input type="checkbox"/>		

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

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

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶		(a) 2015	(b) 2016	(c) 2017	(d) 2018	(e) 2019	(f) Total
1	Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.") .						
2	Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3	Gross receipts from activities that are not an unrelated trade or business under section 513						
4	Tax revenues levied for the organization's benefit and either paid to or expended on its behalf. . .						
5	The value of services or facilities furnished by a governmental unit to the organization without charge						
6	Total. Add lines 1 through 5						
7a	Amounts included on lines 1, 2, and 3 received from disqualified persons						
b	Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year.						
c	Add lines 7a and 7b.						
8	Public support. (Subtract line 7c from line 6.)						

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶		(a) 2015	(b) 2016	(c) 2017	(d) 2018	(e) 2019	(f) Total
9	Amounts from line 6.						
10a	Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources. . .						
b	Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975.						
c	Add lines 10a and 10b.						
11	Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on.						
12	Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.)						
13	Total support. (Add lines 9, 10c, 11, and 12.)						

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

Section C. Computation of Public Support Percentage

15	Public support percentage for 2019 (line 8, column (f) divided by line 13, column (f))	15	
16	Public support percentage from 2018 Schedule A, Part III, line 15	16	

Section D. Computation of Investment Income Percentage

17	Investment income percentage for 2019 (line 10c, column (f) divided by line 13, column (f))	17	
18	Investment income percentage from 2018 Schedule A, Part III, line 17	18	

19a 33 1/3% support tests—2019. If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and **stop here.** The organization qualifies as a publicly supported organization

b 33 1/3% support tests—2018. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3% and line 18 is not more than 33 1/3%, check this box and **stop here.** The organization qualifies as a publicly supported organization

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

Part IV Supporting Organizations

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

Section A. All Supporting Organizations

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

Part IV Supporting Organizations (continued)

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

Section B. Type I Supporting Organizations

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

Section C. Type II Supporting Organizations

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

Section D. All Type III Supporting Organizations

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

Section E. Type III Functionally-Integrated Supporting Organizations

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

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

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

Section A - Adjusted Net Income		(A) Prior Year	(B) Current Year (optional)
1	Net short-term capital gain	1	
2	Recoveries of prior-year distributions	2	
3	Other gross income (see instructions)	3	
4	Add lines 1 through 3	4	
5	Depreciation and depletion	5	
6	Portion of operating expenses paid or incurred for production or collection of gross income or for management, conservation, or maintenance of property held for production of income (see instructions)	6	
7	Other expenses (see instructions)	7	
8	Adjusted Net Income (subtract lines 5, 6 and 7 from line 4)	8	
Section B - Minimum Asset Amount		(A) Prior Year	(B) Current Year (optional)
1	Aggregate fair market value of all non-exempt-use assets (see instructions for short tax year or assets held for part of year):	1	
a	Average monthly value of securities	1a	
b	Average monthly cash balances	1b	
c	Fair market value of other non-exempt-use assets	1c	
d	Total (add lines 1a, 1b, and 1c)	1d	
e	Discount claimed for blockage or other factors (explain in detail in Part VI):		
2	Acquisition indebtedness applicable to non-exempt use assets	2	
3	Subtract line 2 from line 1d	3	
4	Cash deemed held for exempt use. Enter 1-1/2% of line 3 (for greater amount, see instructions).	4	
5	Net value of non-exempt-use assets (subtract line 4 from line 3)	5	
6	Multiply line 5 by .035	6	
7	Recoveries of prior-year distributions	7	
8	Minimum Asset Amount (add line 7 to line 6)	8	
Section C - Distributable Amount			Current Year
1	Adjusted net income for prior year (from Section A, line 8, Column A)	1	
2	Enter 85% of line 1	2	
3	Minimum asset amount for prior year (from Section B, line 8, Column A)	3	
4	Enter greater of line 2 or line 3	4	
5	Income tax imposed in prior year	5	
6	Distributable Amount. Subtract line 5 from line 4, unless subject to emergency temporary reduction (see instructions)	6	
7	<input type="checkbox"/> Check here if the current year is the organization's first as a non-functionally-integrated Type III supporting organization (see instructions)		

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

Section D - Distributions	Current Year
1 Amounts paid to supported organizations to accomplish exempt purposes	
2 Amounts paid to perform activity that directly furthers exempt purposes of supported organizations, in excess of income from activity	
3 Administrative expenses paid to accomplish exempt purposes of supported organizations	
4 Amounts paid to acquire exempt-use assets	
5 Qualified set-aside amounts (prior IRS approval required)	
6 Other distributions (describe in Part VI). See instructions	
7 Total annual distributions. Add lines 1 through 6.	
8 Distributions to attentive supported organizations to which the organization is responsive (provide details in Part VI). See instructions	
9 Distributable amount for 2019 from Section C, line 6	
10 Line 8 amount divided by Line 9 amount	

Section E - Distribution Allocations (see instructions)	(i) Excess Distributions	(ii) Underdistributions Pre-2019	(iii) Distributable Amount for 2019
1 Distributable amount for 2019 from Section C, line 6			
2 Underdistributions, if any, for years prior to 2019 (reasonable cause required-- explain in Part VI). See instructions.			
3 Excess distributions carryover, if any, to 2019:			
a From 2014.			
b From 2015.			
c From 2016.			
d From 2017.			
e From 2018.			
f Total of lines 3a through e			
g Applied to underdistributions of prior years			
h Applied to 2019 distributable amount			
i Carryover from 2014 not applied (see instructions)			
j Remainder. Subtract lines 3g, 3h, and 3i from 3f.			
4 Distributions for 2019 from Section D, line 7:			
\$			
a Applied to underdistributions of prior years			
b Applied to 2019 distributable amount			
c Remainder. Subtract lines 4a and 4b from 4.			
5 Remaining underdistributions for years prior to 2019, if any. Subtract lines 3g and 4a from line 2. If the amount is greater than zero, explain in Part VI . See instructions.			
6 Remaining underdistributions for 2019. Subtract lines 3h and 4b from line 1. If the amount is greater than zero, explain in Part VI . See instructions.			
7 Excess distributions carryover to 2020. Add lines 3j and 4c.			
8 Breakdown of line 7:			
a Excess from 2015.			
b Excess from 2016.			
c Excess from 2017.			
d Excess from 2018.			
e Excess from 2019.			

Part VI **Supplemental Information.** Provide the explanations required by Part II, line 10; Part II, line 17a or 17b; Part III, line 12; Part IV, Section A, lines 1, 2, 3b, 3c, 4b, 4c, 5a, 6, 9a, 9b, 9c, 11a, 11b, and 11c; Part IV, Section B, lines 1 and 2; Part IV, Section C, line 1; Part IV, Section D, lines 2 and 3; Part IV, Section E, lines 1c, 2a, 2b, 3a and 3b; Part V, line 1; Part V, Section B, line 1e; Part V Section D, lines 5, 6, and 8; and Part V, Section E, lines 2, 5, and 6. Also complete this part for any additional information. (See instructions).

Facts And Circumstances Test

990 Schedule A, Supplemental Information

Return Reference	Explanation
<p>PART IV, SECTION C, LINE 1:</p>	<p>RIVERCITY COMPANY SUPPORTS THE CITY OF CHATTANOOGA AND HAMILTON COUNTY BY PROMOTING AND MANAGING THE DEVELOPMENT OF A VIBRANT AND ATTRACTIVE DOWNTOWN. RIVERCITY COMPANY DOES THIS BY HELPING OVERSEE DEVELOPMENT OF DOWNTOWN REAL ESTATE. RIVERCITY HAS PARTNERED WITH THE CITY OF CHATTANOOGA ON THE WALNUT STREET REDEVELOPMENT TO SUPPORT A SAFER AND MORE PEDESTRIAN FRIENDLY GATEWAY AT THE WALNUT STREET BRIDGE ENTRANCE BY OVERSEEING THE CONSTRUCTION OF THIS PROJECT. RIVERCITY COMPANY PARTNERED WITH THE CITY OF CHATTANOOGA ON THE FIRST STREET STEPS. THE SCRAMBLE IS AN OPPORTUNITY CREATED BY THE REMOVAL OF THE FUNICULAR FROM THE FIRST STREET BLOCK BETWEEN MARKET AND CHERRY. THIS PROJECT IS TO CREATE AN URBAN PEDESTRIAN PROMENADE FROM CHERRY STREET DOWN TO THE MARKET STREET CROSSING THAT LEADS TO AQUARIUM PLAZA. WHILE SEEKING TO STRENGTHEN THE SENSE OF CONNECTION FROM THE BLUFF DOWN TO THE AQUARIUM PLAZA, THE PROJECT IS ALSO INTENDED TO CREATE A UNIQUE DESTINATION FOR PUBLIC ENJOYMENT ROOTED IN THE NOTION OF ARTISTIC PLACEMAKING AT THE CITY SCALE. RIVERCITY COMPANY PARTNERED WITH THE CITY OF CHATTANOOGA ON THE REDEVELOPMENT OF THE MILLER PARK DISTRICT. THE REDEVELOPMENT OF MILLER PARK, AND PATTEN PARKWAY IS TO PROVIDE A MORE FUNCTIONAL AND USEABLE SPACE IN THE HEART OF CITY CENTER. RIVERCITY COMPANY PARTNERED WITH THE CITY OF CHATTANOOGA ON THE BUSINESS IMPROVEMENT DISTRICT FEASIBILITY STUDY (BID) AS A RESOURCE FOR ADDITIONAL FUNDING TO PROVIDE ENHANCED SERVICES IN A PORTION OF DOWNTOWN. TYPICAL BID SERVICES CAN INCLUDE AMBASSADORS WHO WORK ON ENHANCED CLEANING AND MAINTENANCE EFFORTS, ALONG WITH SAFETY INITIATIVES. BIDS CAN ALSO ADDRESS BEAUTIFICATION PROJECTS LIKE PLANTERS, BANNERS, EVENTS, RETAIL SUPPORT, MARKETING, CAPITAL IMPROVEMENTS, GATEWAYS, AND WAYFINDING. RIVERCITY COMPANY PARTNERED WITH THE CITY OF CHATTANOOGA AND HAMILTON COUNTY TO PLAN AND ANALYZE THE 3RD/4TH STREET CORRIDOR AND THE HEALTH & WELLNESS DISTRICT, THIS IS AN IMPORTANT AND UNIQUE CORRIDOR IN CHATTANOOGA AS IT CONNECTS THE CENTRAL BUSINESS DISTRICT, A MAJOR UNIVERSITY, TWO MEDICAL DISTRICTS, HISTORIC LANDMARKS, RESIDENTIAL NEIGHBORHOODS, A ZOO, RELIGIOUS INSTITUTIONS, AND PUBLIC OPEN SPACES. RIVERCITY USES THE PLANNING PROCESS TO DESIGN AND BUILD CONSENSUS AMONG STAKEHOLDERS TO IMPROVE THE CORRIDOR WITH INITIATIVES AND STRATEGIES THAT WILL HELP STABILIZE EXISTING NEIGHBORHOODS, CREATE A CONTEXT FOR RE-INVESTMENT, AND IMPROVE THE QUALITY OF LIFE FOR RESIDENTS, BUSINESSES AND INSTITUTIONS. RIVERCITY COMPANY PARTNERED WITH THE CITY OF CHATTANOOGA ON THE ARTSPARK PROGRAM. ARTSPARK IS A PROGRAM THAT WRAPPED 20 TRAFFIC SIGNAL CABINETS OWNED BY THE CITY WITH DESIGNS PRINTED ON VINYL FROM 20 LOCAL ARTISTS SPANNING FROM NORTHSIDE TO SOUTHSIDE TO DOWNTOWN NEIGHBORHOODS. RIVERCITY COMPANY ALSO HELPS AID THE CITY AND COUNTY WITH BEAUTIFICATION EFFORTS IN DOWNTOWN WITH OVERSEEING THE STREET LIGHT SNOWFLAKE HOLIDAY LIGHTING PROGRAM, STREET BANNER PROGRAM AND STREET SCAPING ALONG MARKET STREET. T</p>

990 Schedule A, Supplemental Information

Return Reference	Explanation
PART IV, SECTION C, LINE 1:	THE FAIR MARKET VALUE OF THE BENEFITS RECEIVED BY THE CITY AND COUNTY FOR THESE PROGRAMS THIS YEAR IS \$1,084,015.

SCHEDULE D
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

OMB No. 1545-0047
2019
Open to Public Inspection

▶ Complete if the organization answered "Yes," on Form 990, Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.
▶ Attach to Form 990.
▶ Go to www.irs.gov/Form990 for instructions and the latest information.

Name of the organization
THE RIVERCITY COMPANY
Employer identification number
62-1273871

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

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year		
2 Aggregate value of contributions to (during year)		
3 Aggregate value of grants from (during year)		
4 Aggregate value at end of year		

5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control? Yes No

6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit? Yes No

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

1 Purpose(s) of conservation easements held by the organization (check all that apply).

Preservation of land for public use (e.g., recreation or education) Preservation of an historically important land area

Protection of natural habitat Preservation of a certified historic structure

Preservation of open space

2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year.

	Held at the End of the Year
a Total number of conservation easements	2a
b Total acreage restricted by conservation easements	2b
c Number of conservation easements on a certified historic structure included in (a)	2c
d Number of conservation easements included in (c) acquired after 7/25/06, and not on a historic structure listed in the National Register	2d

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ▶ _____

4 Number of states where property subject to conservation easement is located ▶ _____

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds? Yes No

6 Staff and volunteer hours devoted to monitoring, inspecting, handling of violations, and enforcing conservation easements during the year ▶ _____

7 Amount of expenses incurred in monitoring, inspecting, handling of violations, and enforcing conservation easements during the year ▶ \$ _____

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)? Yes No

9 In Part XIII, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements.

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

1a If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIII, the text of the footnote to its financial statements that describes these items.

b If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items:

(i) Revenue included on Form 990, Part VIII, line 1 ▶ \$ _____

(ii) Assets included in Form 990, Part X ▶ \$ _____

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items:

a Revenue included on Form 990, Part VIII, line 1 ▶ \$ _____

b Assets included in Form 990, Part X ▶ \$ _____

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

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

Part IV Escrow and Custodial Arrangements.

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

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

Part V Endowment Funds.

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

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance					
b Contributions					
c Net investment earnings, gains, and losses					
d Grants or scholarships					
e Other expenditures for facilities and programs					
f Administrative expenses					
g End of year balance					

- 2** Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as:
- a** Board designated or quasi-endowment ▶
 - b** Permanent endowment ▶
 - c** Temporarily restricted endowment ▶
- The percentages on lines 2a, 2b, and 2c should equal 100%.
- 3a** Are there endowment funds not in the possession of the organization that are held and administered for the organization by:
- | | | |
|--|------------|-----------|
| | Yes | No |
| (i) unrelated organizations | | |
| (ii) related organizations | | |
| b If "Yes" on 3a(ii), are the related organizations listed as required on Schedule R? | | |
- 4** Describe in Part XIII the intended uses of the organization's endowment funds.

Part VI Land, Buildings, and Equipment.

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

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land	3,094,236	5,076,719		8,170,955
b Buildings		14,352,777	6,929,745	7,423,032
c Leasehold improvements		4,981,005	1,514,783	3,466,222
d Equipment		550,215	513,282	36,933
e Other		364,819	327,717	37,102
Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10(c).) . . . ▶				19,134,244

Part VII Investments—Other Securities.

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

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
(3) Other _____		
(A) EQUITY MUTUAL FUNDS	1,254,286	F
(B) FIXED INCOME MUTUAL FUNDS	817,138	F
(C) COMMON STOCKS	1,179,408	F
(D) PREFERRED STOCKS	7,545	F
(E) CD AND TIME DEPOSIT RATES AND FOREIGN BONDS	81,039	F
(F) CORPORATE AND FOREIGN BONDS	28,069	F
(G) OTHER INVESTMENTS	46,000	F
(H) MUNICIPAL OBLIGATIONS	30,000	F
Total. (Column (b) must equal Form 990, Part X, col. (B) line 12.)	3,443,485	

Part VIII Investments—Program Related.

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

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

Part IX Other Assets.

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

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

Part X Other Liabilities.

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

1. (a) Description of liability	(b) Book value
(1) Federal income taxes	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
Total. (Column (b) must equal Form 990, Part X, col.(B) line 25.)	

2. Liability for uncertain tax positions. In Part XIII, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740). Check here if the text of the footnote has been provided in Part XIII

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

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

1	Total revenue, gains, and other support per audited financial statements		1	6,034,355
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:			
a	Net unrealized gains (losses) on investments	2a	127,607	
b	Donated services and use of facilities	2b		
c	Recoveries of prior year grants	2c		
d	Other (Describe in Part XIII.)	2d	1,954,415	
e	Add lines 2a through 2d			2e 2,082,022
3	Subtract line 2e from line 1			3 3,952,333
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1 :			
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a		
b	Other (Describe in Part XIII.)	4b		
c	Add lines 4a and 4b			4c 0
5	Total revenue. Add lines 3 and 4c . (This must equal Form 990, Part I, line 12.)			5 3,952,333

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

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

1	Total expenses and losses per audited financial statements		1	4,386,311
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:			
a	Donated services and use of facilities	2a		
b	Prior year adjustments	2b		
c	Other losses	2c		
d	Other (Describe in Part XIII.)	2d	1,954,415	
e	Add lines 2a through 2d			2e 1,954,415
3	Subtract line 2e from line 1			3 2,431,896
4	Amounts included on Form 990, Part IX, line 25, but not on line 1 :			
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a		
b	Other (Describe in Part XIII.)	4b		
c	Add lines 4a and 4b			4c 0
5	Total expenses. Add lines 3 and 4c . (This must equal Form 990, Part I, line 18.)			5 2,431,896

Part XIII Supplemental Information

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

Return Reference	Explanation
See Additional Data Table	

Part XIII Supplemental Information *(continued)*

Return Reference	Explanation

Additional Data

Software ID:

Software Version:

EIN: 62-1273871

Name: THE RIVERCITY COMPANY

Form 990, Schedule D, Part VII - Investments Other Securities

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
EQUITY MUTUAL FUNDS	1,254,286	F
FIXED INCOME MUTUAL FUNDS	817,138	F
COMMON STOCKS	1,179,408	F
PREFERRED STOCKS	7,545	F
CD AND TIME DEPOSIT RATES AND FOREIGN BONDS	81,039	F
CORPORATE AND FOREIGN BONDS	28,069	F
OTHER INVESTMENTS	46,000	F
MUNICIPAL OBLIGATIONS	30,000	F

Supplemental Information

Return Reference	Explanation
PART X, LINE 2:	THE ORGANIZATION FOLLOWS THE GUIDANCE OF ASC TOPIC 740, INCOME TAXES. BASED ON ITS EVALUATION, THE ORGANIZATION HAS CONCLUDED THAT THERE ARE NO SIGNIFICANT UNCERTAIN TAX POSITIONS REQUIRING RECOGNITION IN ITS FINANCIAL STATEMENTS. THE ORGANIZATION'S EVALUATION WAS PERFORMED FOR TAX YEARS ENDED JUNE 30, 2017 THROUGH JUNE 30, 2020, FOR FEDERAL INCOME TAX, THE YEARS THAT REMAIN SUBJECT TO EXAMINATION BY MAJOR TAX JURISDICTIONS AS OF JUNE 30, 2020.

Supplemental Information

Return Reference	Explanation
PART XI, LINE 2D - OTHER ADJUSTMENTS:	RENTAL EXPENSES NETTED AGAINST RENTAL INCOME ON 990 1,954,415.

Supplemental Information

Return Reference	Explanation
PART XII, LINE 2D - OTHER ADJUSTMENTS:	RENTAL EXPENSES NETTED AGAINST RENTAL INCOME ON 990 1,954,415.

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

Schedule I (Form 990)

Grants and Other Assistance to Organizations, Governments and Individuals in the United States

OMB No. 1545-0047

2019

Open to Public Inspection

Department of the Treasury Internal Revenue Service

Complete if the organization answered "Yes," on Form 990, Part IV, line 21 or 22.

Attach to Form 990.

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

Name of the organization THE RIVERCITY COMPANY

Employer identification number

62-1273871

Part I General Information on Grants and Assistance

- 1 Does the organization maintain records to substantiate the amount of the grants or assistance...
2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States.

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

Table with 8 columns: (a) Name and address of organization or government, (b) EIN, (c) IRC section (if applicable), (d) Amount of cash grant, (e) Amount of non-cash assistance, (f) Method of valuation (book, FMV, appraisal, other), (g) Description of noncash assistance, (h) Purpose of grant or assistance. Rows 1-12.

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

Part III Grants and Other Assistance to Domestic Individuals. Complete if the organization answered "Yes" on Form 990, Part IV, line 22.

Part III can be duplicated if additional space is needed.

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of noncash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of noncash assistance
(1) ARTSPARK	20	20,000			
(2)					
(3)					
(4)					
(5)					
(6)					
(7)					

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

Return Reference	Explanation
PART I, LINE 2:	ALL GRANTS DISTRIBUTED OUT DURING THE YEAR MUST FIRST GO THROUGH AN APPLICATION PROCESS. RIVERCITY COMPANY THEN REVIEWS THE APPLICATION TO DETERMINE IF THE PROJECT QUALIFIES FOR GRANT FUNDS. ONCE REVIEW IS COMPLETE AND MONEY IS DISBURSED, RIVERCITY HAS EMPLOYEES THAT ROUTINELY CHECK IN ON PROJECTS TO MAKE SURE FUNDS ARE BEING EXPENSED ACCORDING TO THE GRANT CONTRACT.

Schedule J
(Form 990)

Compensation Information

OMB No. 1545-0047

2019

Open to Public Inspection

For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

▶ **Complete if the organization answered "Yes" on Form 990, Part IV, line 23.**

▶ **Attach to Form 990.**

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

Department of the Treasury
Internal Revenue Service

Name of the organization
THE RIVERCITY COMPANY

Employer identification number
62-1273871

Part I Questions Regarding Compensation

	Yes	No								
<p>1a Check the appropriate box(es) if the organization provided any of the following to or for a person listed on Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items.</p> <table border="0"> <tr> <td><input type="checkbox"/> First-class or charter travel</td> <td><input type="checkbox"/> Housing allowance or residence for personal use</td> </tr> <tr> <td><input type="checkbox"/> Travel for companions</td> <td><input type="checkbox"/> Payments for business use of personal residence</td> </tr> <tr> <td><input type="checkbox"/> Tax idemnification and gross-up payments</td> <td><input type="checkbox"/> Health or social club dues or initiation fees</td> </tr> <tr> <td><input type="checkbox"/> Discretionary spending account</td> <td><input type="checkbox"/> Personal services (e.g., maid, chauffeur, chef)</td> </tr> </table>	<input type="checkbox"/> First-class or charter travel	<input type="checkbox"/> Housing allowance or residence for personal use	<input type="checkbox"/> Travel for companions	<input type="checkbox"/> Payments for business use of personal residence	<input type="checkbox"/> Tax idemnification and gross-up payments	<input type="checkbox"/> Health or social club dues or initiation fees	<input type="checkbox"/> Discretionary spending account	<input type="checkbox"/> Personal services (e.g., maid, chauffeur, chef)		
<input type="checkbox"/> First-class or charter travel	<input type="checkbox"/> Housing allowance or residence for personal use									
<input type="checkbox"/> Travel for companions	<input type="checkbox"/> Payments for business use of personal residence									
<input type="checkbox"/> Tax idemnification and gross-up payments	<input type="checkbox"/> Health or social club dues or initiation fees									
<input type="checkbox"/> Discretionary spending account	<input type="checkbox"/> Personal services (e.g., maid, chauffeur, chef)									
<p>b If any of the boxes on Line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain</p>	1b									
<p>2 Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all directors, trustees, officers, including the CEO/Executive Director, regarding the items checked on Line 1a?</p>	2									
<p>3 Indicate which, if any, of the following the filing organization used to establish the compensation of the organization's CEO/Executive Director. Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director, but explain in Part III.</p> <table border="0"> <tr> <td><input checked="" type="checkbox"/> Compensation committee</td> <td><input type="checkbox"/> Written employment contract</td> </tr> <tr> <td><input checked="" type="checkbox"/> Independent compensation consultant</td> <td><input checked="" type="checkbox"/> Compensation survey or study</td> </tr> <tr> <td><input checked="" type="checkbox"/> Form 990 of other organizations</td> <td><input checked="" type="checkbox"/> Approval by the board or compensation committee</td> </tr> </table>	<input checked="" type="checkbox"/> Compensation committee	<input type="checkbox"/> Written employment contract	<input checked="" type="checkbox"/> Independent compensation consultant	<input checked="" type="checkbox"/> Compensation survey or study	<input checked="" type="checkbox"/> Form 990 of other organizations	<input checked="" type="checkbox"/> Approval by the board or compensation committee				
<input checked="" type="checkbox"/> Compensation committee	<input type="checkbox"/> Written employment contract									
<input checked="" type="checkbox"/> Independent compensation consultant	<input checked="" type="checkbox"/> Compensation survey or study									
<input checked="" type="checkbox"/> Form 990 of other organizations	<input checked="" type="checkbox"/> Approval by the board or compensation committee									
<p>4 During the year, did any person listed on Form 990, Part VII, Section A, line 1a, with respect to the filing organization or a related organization:</p> <p>a Receive a severance payment or change-of-control payment?</p> <p>b Participate in, or receive payment from, a supplemental nonqualified retirement plan?</p> <p>c Participate in, or receive payment from, an equity-based compensation arrangement?</p> <p>If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III.</p>	4a	No								
	4b	No								
	4c	No								
<p>Only 501(c)(3), 501(c)(4), and 501(c)(29) organizations must complete lines 5-9.</p> <p>5 For persons listed on Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of:</p> <p>a The organization?</p> <p>b Any related organization?</p> <p>If "Yes," on line 5a or 5b, describe in Part III.</p>	5a	No								
	5b	No								
<p>6 For persons listed on Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of:</p> <p>a The organization?</p> <p>b Any related organization?</p> <p>If "Yes," on line 6a or 6b, describe in Part III.</p>	6a	No								
	6b	No								
<p>7 For persons listed on Form 990, Part VII, Section A, line 1a, did the organization provide any nonfixed payments not described in lines 5 and 6? If "Yes," describe in Part III.</p>	7	Yes								
<p>8 Were any amounts reported on Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(a)(3)? If "Yes," describe in Part III.</p>	8	No								
<p>9 If "Yes" on line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?</p>	9									

Part III Supplemental Information

Provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 3, 4a, 4b, 4c, 5a, 5b, 6a, 6b, 7, and 8, and for Part II. Also complete this part for any additional information.

Return Reference	Explanation
PART I, LINE 3	THE EXECUTIVE COMMITTEE REGULARLY REVIEWS SEVERAL FACTORS INCLUDING (1) AN INDEPENDENT COMPENSATION SURVEY, WHICH WAS LAST PERFORMED DURING 2019. THE SURVEY LOOKED AT THE ECONOMIC RESEARCH INSTITUTE SURVEY DATA FOR CEO COMPENSATION OF VARIOUS INDUSTRIES, INCLUDING NON-PROFITS AND REAL ESTATE DEVELOPMENT, COMPENSATION FOR THE CEO OF THE CHATTANOOGA CHAMBER OF COMMERCE, THE CHATTANOOGA CONVENTION AND VISITORS BUREAU, THE TENNESSEE AQUARIUM, NASHVILLE DOWNTOWN PARTNERSHIP, AND KNOXVILLE CHAMBER OF COMMERCE, (2) THE APPLICANT'S EXISTING RATE OF PAY, (3) COMPENSATION PAID TO THE TWO IMMEDIATE PREVIOUS RIVERCITY EXECUTIVE DIRECTORS, (4) EVALUATION SEMI-ANNUALLY OF THE EXECUTIVE DIRECTOR'S BONUS COMPENSATION BASED UPON GOALS SET BY THE COMMITTEE.
PART I, LINE 7	THE EXECUTIVE COMMITTEE EVALUATES SEMI-ANNUALLY THE EXECUTIVE DIRECTOR'S BONUS COMPENSATION BASED UPON GOALS SET BY THE COMMITTEE.

Schedule L (Form 990 or 990-EZ)

Transactions with Interested Persons

OMB No. 1545-0047

2019

Open to Public Inspection

Complete if the organization answered "Yes" on Form 990, Part IV, lines 25a, 25b, 26, 27, 28a, 28b, or 28c, or Form 990-EZ, Part V, line 38a or 40b. Attach to Form 990 or Form 990-EZ. Go to www.irs.gov/Form990 for instructions and the latest information.

Department of the Treasury Internal Revenue Service

Name of the organization THE RIVERCITY COMPANY

Employer identification number

62-1273871

Part I Excess Benefit Transactions (section 501(c)(3), section 501(c)(4), and section 501(c)(29) organizations only). Complete if the organization answered "Yes" on Form 990, Part IV, line 25a or 25b, or Form 990-EZ, Part V, line 40b.

Table with 5 columns: (a) Name of disqualified person, (b) Relationship between disqualified person and organization, (c) Description of transaction, (d) Corrected? (Yes/No)

2 Enter the amount of tax incurred by the organization managers or disqualified persons during the year under section 4958. \$
3 Enter the amount of tax, if any, on line 2, above, reimbursed by the organization. \$

Part II Loans to and/or From Interested Persons.

Complete if the organization answered "Yes" on Form 990-EZ, Part V, line 38a, or Form 990, Part IV, line 26; or if the organization reported an amount on Form 990, Part X, line 5, 6, or 22

Table with 9 columns: (a) Name of interested person, (b) Relationship with organization, (c) Purpose of loan, (d) Loan to or from the organization (To/From), (e) Original principal amount, (f) Balance due, (g) In default? (Yes/No), (h) Approved by board or committee? (Yes/No), (i) Written agreement? (Yes/No)

Total \$

Part III Grants or Assistance Benefiting Interested Persons.

Complete if the organization answered "Yes" on Form 990, Part IV, line 27.

Table with 5 columns: (a) Name of interested person, (b) Relationship between interested person and the organization, (c) Amount of assistance, (d) Type of assistance, (e) Purpose of assistance

Part IV Business Transactions Involving Interested Persons.

Complete if the organization answered "Yes" on Form 990, Part IV, line 28a, 28b, or 28c.

(a) Name of interested person	(b) Relationship between interested person and the organization	(c) Amount of transaction	(d) Description of transaction	(e) Sharing of organization's revenues?	
				Yes	No
(1) CITY OF CHATTANOOGA - MAYOR ANDY BERKE	BOARD MEMBER FOR RIVERCITY COMPANY AND MAYOR FOR THE CITY OF CHATTANOOGA	412,360	ANDY BERKE IS A DIRECTOR FOR RIVERCITY COMPANY AND MAYOR OF THE CITY OF CHATTANOOGA. DURING THE YEAR, RIVERCITY PAID EXPENSES OF \$10,000 FOR THE MILLER PARK REDEVELOPMENT, \$297,772 FOR THE PATTEN PARKWAY DEVELOPMENT, AND \$104,588 IN PROPERTY TAXES TO THE CITY OF CHATTANOOGA.		No
(2) ELECTRIC POWER BOARD - DAVID WADE	BOARD MEMBER FOR RIVERCITY COMPANY AND CEO FOR EPB	75,993	DAVID WADE IS A DIRECTOR FOR RIVERCITY COMPANY AND CEO FOR EPB (ELECTRIC POWER BOARD). DURING THE YEAR, RIVERCITY RECEIVED UNRESTRICTED SUPPORT AND REVENUE TOTALING \$25,000. RIVERCITY COMPANY ALSO PAID EXPENSES OF \$50,993 FOR ELECTRIC, PHONE, AND INTERNET SERVICES.		No
(3) BLUECROSS BLUESHIELD OF TN - JOHN GIBLIN	BOARD MEMBER FOR RIVERCITY COMPANY AND CFO FOR BCBS OF TN	85,471	JOHN GIBLIN IS A DIRECTOR FOR RIVERCITY COMPANY AND CFO OF BCBS OF TN (BLUE CROSS BLUE SHIELD OF TN). DURING THE YEAR, RIVERCITY RECEIVED UNRESTRICTED SUPPORT AND REVENUE TOTALING \$25,000. RIVERCITY COMPANY ALSO PAID EXPENSES OF \$60,471 FOR MEDICAL & DENTAL INSURANCE.		No
(4) HAMILTON COUNTY - MAYOR JIM COPPINGER	BOARD MEMBER FOR RIVERCITY COMPANY AND MAYOR FOR HAMILTON COUNTY	60,045	JIM COPPINGER IS A DIRECTOR FOR RIVERCITY COMPANY AND MAYOR OF HAMILTON COUNTY. DURING THE YEAR, RIVERCITY PAID EXPENSES OF \$60,045 TO HAMILTON COUNTY FOR PROPERTY TAXES.		No
(5) UNUM - LISA IGLESIAS	BOARD MEMBER FOR RIVERCITY COMPANY AND VICE PRESIDENT & GC FOR UNUM	25,000	LISA IGLESIAS IS A BOARD MEMBER FOR RIVERCITY COMPANY AND VICE PRESIDENT & GENERAL COUNSEL FOR UNUM. DURING THE YEAR, RIVERCITY RECEIVED UNRESTRICTED SUPPORT AND REVENUE TOTALING \$25,000.		No
(6) COLAB - MARCUS SHAW	BOARD MEMBER FOR RIVERCITY COMPANY AND CEO OF CO.LAB	5,500	MARCUS SHAW IS A BOARD MEMBER FOR RIVERCITY COMPANY AND CEO FOR CO.LAB. DURING THE YEAR RIVERCITY RECEIVED A SPONSORSHIP TOTALING \$5,500 FOR STARTUP WEEK.		No

Part V Supplemental Information

Provide additional information for responses to questions on Schedule L (see instructions).

Return Reference	Explanation
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SCHEDULE M
(Form 990)

Department of the Treasury
Internal Revenue Service

Noncash Contributions

▶ **Complete if the organizations answered "Yes" on Form 990, Part IV, lines 29 or 30.**
▶ **Attach to Form 990.**
▶ **Go to www.irs.gov/Form990 for the latest information.**

OMB No. 1545-0047

2019

Open to Public Inspection

Name of the organization
THE RIVERCITY COMPANY

Employer identification number
62-1273871

Part I Types of Property

	(a) Check if applicable	(b) Number of contributions or items contributed	(c) Noncash contribution amounts reported on Form 990, Part VIII, line 1g	(d) Method of determining noncash contribution amounts
1 Art—Works of art				
2 Art—Historical treasures				
3 Art—Fractional interests				
4 Books and publications				
5 Clothing and household goods				
6 Cars and other vehicles				
7 Boats and planes				
8 Intellectual property				
9 Securities—Publicly traded				
10 Securities—Closely held stock				
11 Securities—Partnership, LLC, or trust interests				
12 Securities—Miscellaneous				
13 Qualified conservation contribution—Historic structures				
14 Qualified conservation contribution—Other				
15 Real estate—Residential				
16 Real estate—Commercial				
17 Real estate—Other				
18 Collectibles				
19 Food inventory				
20 Drugs and medical supplies				
21 Taxidermy				
22 Historical artifacts				
23 Scientific specimens				
24 Archeological artifacts				
25 Other ▶ (DONATION OF SERVICES & RESOURCES TO CITY OF CHATTANOOGA)	X	0	682,257	FAIR VALUE
26 Other ▶ (DONATION OF SERVICES & RESOURCES TO HAMILTON COUNTY)	X	0	67,197	FAIR VALUE
27 Other ▶ (_____)				
28 Other ▶ (_____)				

29 Number of Forms 8283 received by the organization during the tax year for contributions for which the organization completed Form 8283, Part IV, Donee Acknowledgement

29

		Yes	No
30a During the year, did the organization receive by contribution any property reported in Part I, lines 1 through 28, that it must hold for at least three years from the date of the initial contribution, and which isn't required to be used for exempt purposes for the entire holding period?	30a		No
b If "Yes," describe the arrangement in Part II.			
31 Does the organization have a gift acceptance policy that requires the review of any nonstandard contributions?	31		No
32a Does the organization hire or use third parties or related organizations to solicit, process, or sell noncash contributions?	32a		No
b If "Yes," describe in Part II.			
33 If the organization didn't report an amount in column (c) for a type of property for which column (a) is checked, describe in Part II.			

Part II **Supplemental Information.** Provide the information required by Part I, lines 30b, 32b, and 33, and whether the organization is reporting in Part I, column (b), the number of contributions, the number of items received, or a combination of both. Also complete this part for any additional information.

Return Reference	Explanation
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SCHEDULE O
(Form 990 or 990-EZ)**Supplemental Information to Form 990 or 990-EZ**

Complete to provide information for responses to specific questions on Form 990 or 990-EZ or to provide any additional information.

▶ Attach to Form 990 or 990-EZ.

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

OMB No. 1545-0047

2019**Open to Public Inspection**

Department of the Treasury

Name of the organization
THE RIVERCITY COMPANY

Employer identification number

62-1273871

990 Schedule O, Supplemental Information

Return Reference	Explanation
FORM 990, PART VI, SECTION A, LINE 7A	THE RIVERCITY COMPANY CHARTER ALLOWS THE MAYORS OF THE CITY OF CHATTANOOGA AND HAMILTON COUNTY TO APPOINT A MINORITY REPRESENTATIVE.

990 Schedule O, Supplemental Information

Return Reference	Explanation
FORM 990, PART VI, SECTION B, LINE 11B	THE DRAFT OF THE FORM 990 IS REVIEWED CAREFULLY BY THE BOARD CHAIRPERSON, THE PRESIDENT, LEGAL COUNSEL, THE RIVERCITY EXECUTIVE STAFF, AND RIVERCITY'S ACCOUNTANTS. WHEN THE DRAFT IS FINALIZED AND READY TO BE FURNISHED TO THE IRS, A COPY IS GIVEN TO ALL BOARD MEMBERS.

990 Schedule O, Supplemental Information

Return Reference	Explanation
FORM 990, PART VI, SECTION B, LINE 12C	THE ORGANIZATION REQUIRES ALL OFFICERS, BOARD OF DIRECTORS, TRUSTEES, AND KEY EMPLOYEES TO FILL OUT A WRITTEN CONFLICT OF INTEREST QUESTIONNAIRE ANNUALLY.

990 Schedule O, Supplemental Information

Return Reference	Explanation
FORM 990, PART VI, SECTION B, LINE 15A	THE EXECUTIVE COMMITTEE REGULARLY REVIEWS SEVERAL FACTORS INCLUDING (1) AN INDEPENDENT COMPENSATION SURVEY, WHICH WAS LAST PERFORMED DURING 2019. THE SURVEY LOOKED AT THE ECONOMIC RESEARCH INSTITUTE SURVEY DATA FOR CEO COMPENSATION OF VARIOUS INDUSTRIES, INCLUDING NON-PROFITS AND REAL ESTATE DEVELOPMENT, COMPENSATION FOR THE CEO OF THE CHATTANOOGA CHAMBER OF COMMERCE, THE CHATTANOOGA CONVENTION AND VISITORS BUREAU, THE TENNESSEE AQUARIUM, NASHVILLE DOWNTOWN PARTNERSHIP, AND KNOXVILLE CHAMBER OF COMMERCE, (2) THE APPLICANT'S EXISTING RATE OF PAY, (3) COMPENSATION PAID TO THE TWO IMMEDIATE PREVIOUS RIVERCITY EXECUTIVE DIRECTORS, (4) EVALUATION SEMI-ANNUALLY OF THE EXECUTIVE DIRECTOR'S BONUS COMPENSATION BASED UPON GOALS SET BY THE COMMITTEE.

990 Schedule O, Supplemental Information

Return Reference	Explanation
FORM 990, PART VI, SECTION C, LINE 19	THE PRIMARY GOVERNING DOCUMENT FOR RIVERCITY IS ITS ORGANIZING CHARTER, WHICH IS A PUBLIC DOCUMENT AVAILABLE FROM THE TENNESSEE SECRETARY OF STATE AND/OR THE HAMILTON COUNTY, TENNESSEE REGISTRAR'S OFFICE. OTHERWISE, RIVERCITY DOES NOT MAKE OTHER DOCUMENTS AVAILABLE FOR PUBLIC INSPECTION BEYOND THE FEDERAL FORM 990 AND FORM 1023.

990 Schedule O, Supplemental Information

Return Reference	Explanation
FORM 990, PART IX, LINE 11G	PROFESSIONAL FEES: PROGRAM SERVICE EXPENSES 535,464. MANAGEMENT AND GENERAL EXPENSES 5,000. FUNDRAISING EXPENSES 0. TOTAL EXPENSES 540,464.

990 Schedule O, Supplemental Information

Return Reference	Explanation
FORM 990, PART XII, LINE 2C	THE ORGANIZATION HAS A COMMITTEE THAT ASSUMES RESPONSIBILITY FOR THE AUDIT. THE PROCESS BY WHICH THE ORGANIZATION ASSUMES RESPONSIBILITY FOR OVERSIGHT OF THE AUDIT HAS NOT CHANGED FROM THE PRIOR YEAR.

**SCHEDULE R
(Form 990)**

Related Organizations and Unrelated Partnerships

OMB No. 1545-0047

2019

**Open to Public
Inspection**

▶ **Complete if the organization answered "Yes" on Form 990, Part IV, line 33, 34, 35b, 36, or 37.**
 ▶ **Attach to Form 990.**
 ▶ **Go to www.irs.gov/Form990 for instructions and the latest information.**

Department of the Treasury
Internal Revenue Service

Name of the organization
THE RIVERCITY COMPANY

Employer identification number

62-1273871

Part I Identification of Disregarded Entities. Complete if the organization answered "Yes" on Form 990, Part IV, line 33.

(a) Name, address, and EIN (if applicable) of disregarded entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Total income	(e) End-of-year assets	(f) Direct controlling entity

Part II Identification of Related Tax-Exempt Organizations. Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related tax-exempt organizations during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Section 512(b)(13) controlled entity?	
						Yes	No

Part III Identification of Related Organizations Taxable as a Partnership. Complete if the organization answered "Yes" on Form 990, Part IV, line 34, because it had one or more related organizations treated as a partnership during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Predominant income (related, unrelated, excluded from tax under sections 512-514)	(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportionate allocations?		(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?		(k) Percentage ownership
							Yes	No		Yes	No	

Part IV Identification of Related Organizations Taxable as a Corporation or Trust. Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related organizations treated as a corporation or trust during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Type of entity (C corp, S corp, or trust)	(f) Share of total income	(g) Share of end-of-year assets	(h) Percentage ownership	(i) Section 512(b)(13) controlled entity?	
								Yes	No
(1) SOUTHSIDE RENAISSANCE CORPORATION 850 MARKET STREET SUITE 200 MILLER CHATTANOOGA, TN 37402 62-1661335	SOLAR PROJECT DEVELOPMENT	TN	THE RIVERCITY COMPANY	C	-23,664	126,386	100.000 %		No

Part V Transactions With Related Organizations. Complete if the organization answered "Yes" on Form 990, Part IV, line 34, 35b, or 36.

Note. Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule.

		Yes	No
1 During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?			
a	Receipt of (i) interest, (ii) annuities, (iii) royalties, or (iv) rent from a controlled entity		No
b	Gift, grant, or capital contribution to related organization(s)		No
c	Gift, grant, or capital contribution from related organization(s)		No
d	Loans or loan guarantees to or for related organization(s)		No
e	Loans or loan guarantees by related organization(s)		No
f	Dividends from related organization(s)		No
g	Sale of assets to related organization(s)		No
h	Purchase of assets from related organization(s)		No
i	Exchange of assets with related organization(s)		No
j	Lease of facilities, equipment, or other assets to related organization(s)		No
k	Lease of facilities, equipment, or other assets from related organization(s)		No
l	Performance of services or membership or fundraising solicitations for related organization(s)		No
m	Performance of services or membership or fundraising solicitations by related organization(s)		No
n	Sharing of facilities, equipment, mailing lists, or other assets with related organization(s)		No
o	Sharing of paid employees with related organization(s)	Yes	
p	Reimbursement paid to related organization(s) for expenses		No
q	Reimbursement paid by related organization(s) for expenses	Yes	
r	Other transfer of cash or property to related organization(s)		No
s	Other transfer of cash or property from related organization(s)	Yes	

2 If the answer to any of the above is "Yes," see the instructions for information on who must complete this line, including covered relationships and transaction thresholds.

(a) Name of related organization	(b) Transaction type (a-s)	(c) Amount involved	(d) Method of determining amount involved

Part VI Unrelated Organizations Taxable as a Partnership. Complete if the organization answered "Yes" on Form 990, Part IV, line 37.

Provide the following information for each entity taxed as a partnership through which the organization conducted more than five percent of its activities (measured by total assets or gross revenue) that was not a related organization. See instructions regarding exclusion for certain investment partnerships.

(a) Name, address, and EIN of entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Predominant income (related, unrelated, excluded from tax under sections 512-514)	(e) Are all partners section 501(c)(3) organizations?		(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportionate allocations?		(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?		(k) Percentage ownership
				Yes	No			Yes	No		Yes	No	

Part VII **Supplemental Information**

Provide additional information for responses to questions on Schedule R. (see instructions).

Return Reference	Explanation