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## Return of Private Foundation

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

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► Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

For calendar year 2015 or tax year beginning

, and ending

Name of foundation

THE HANDLEY FOUNDATION INC.  
FKA G.KENNETH & ETHEL L. HANDLEY FDN INC

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

R. HANDLEY-401 E LAS OLAS BLVD #130-465

A Employer identification number

58-2469598

B Telephone number

(954) 627-5036

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

FORT LAUDERDALE, FL 33301

C If exemption application is pending, check here ► G Check all that apply:  Initial return  Initial return of a former public charity Final return  Amended return Address change  Name changeD 1. Foreign organizations, check here ► 2. Foreign organizations meeting the 85% test, check here and attach computation ► H Check type of organization:  Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust  Other taxable private foundationI Fair market value of all assets at end of year J Accounting method:  Cash  Accrual  
(from Part II, col (c), line 16)  Other (specify) \_\_\_\_\_

► \$ 725,043. (Part I, column (d) must be on cash basis.)

E If private foundation status was terminated under section 507(b)(1)(A), check here ► F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► 

## Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

(a) Revenue and expenses per books (b) Net investment income (c) Adjusted net income (d) Disbursements for charitable purposes (cash basis only)

1 Contributions, gifts, grants, etc., received			N/A
2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B Interest on savings and temporary cash investments			
3 Dividends and interest from securities	15,718.	15,488.	STATEMENT 1
5a Gross rents			
b Net rental income or (loss)			
6a Net gain or (loss) from sale of assets not on line 10 Gross sales price for all assets on line 6a	2,789.		
7 Capital gain net income (from Part IV, line 2)		2,789.	
8 Net short-term capital gain			
9 Income modifications			
10a Gross sales less returns and allowances			
b Less Cost of goods sold			
c Gross profit or (loss)			
11 Other income			
12 Total. Add lines 1 through 11	18,507.	18,277.	
13 Compensation of officers, directors, trustees, etc	0.	0.	0.
14 Other employee salaries and wages			
15 Pension plans, employee benefits			
16a Legal fees			
b Accounting fees	1,600.	0.	1,600.
c Other professional fees			
17 Interest			
18 Taxes	200.	200.	0.
19 Depreciation and depletion			
20 Occupancy			
21 Travel, conferences, and meetings			
22 Printing and publications			
23 Other expenses	9,123.	8,431.	692.
24 Total operating and administrative expenses. Add lines 13 through 23	13,015.	8,631.	4,384.
25 Contributions, gifts, grants paid	60,505.		60,505.
26 Total expenses and disbursements. Add lines 24 and 25	73,520.	8,631.	64,889.
27 Subtract line 26 from line 12:			
a Excess of revenue over expenses and disbursements	<55,013. >		
b Net investment income (if negative, enter -0-)		9,646.	
c Adjusted net income (if negative, enter -0-)			N/A

SCANNED MAY 26 2016  
Operating and Administrative Expenses

## THE HANDLEY FOUNDATION INC.

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	3,093.	4,140.	4,140.
	2	Savings and temporary cash investments	34,015.	15,595.	15,595.
	3	Accounts receivable ►			
		Less: allowance for doubtful accounts ►			
	4	Pledges receivable ►			
		Less: allowance for doubtful accounts ►			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ►			
		Less: allowance for doubtful accounts ►			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations	STMT 5	154,412.	151,362.
	b	Investments - corporate stock	STMT 6	605,358.	566,554.
	c	Investments - corporate bonds			
Liabilities	11	Investments - land, buildings, and equipment basis ►			
		Less accumulated depreciation ►			
	12	Investments - mortgage loans			
	13	Investments - other			
	14	Land, buildings, and equipment basis ►			
		Less accumulated depreciation ►			
	15	Other assets (describe ► )			
	16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		796,878.	737,651.
					725,043.
	17	Accounts payable and accrued expenses			
Net Assets or Fund Balances	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ► )			
	23	Total liabilities (add lines 17 through 22)		0.	0.
		Foundations that follow SFAS 117, check here ► <input type="checkbox"/>			
		and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
Net Assets or Fund Balances	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>			
		and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds		15,277.	15,277.
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.
	29	Retained earnings, accumulated income, endowment, or other funds		781,601.	722,374.
	30	Total net assets or fund balances		796,878.	737,651.
	31	Total liabilities and net assets/fund balances		796,878.	737,651.

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

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	796,878.
2	Enter amount from Part I, line 27a	2	<55,013.>
3	Other increases not included in line 2 (itemize) ►	3	0.
4	Add lines 1, 2, and 3	4	741,865.
5	Decreases not included in line 2 (itemize) ► COST ADJUSTMENTS TO INVESTMENTS	5	4,214.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	737,651.

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
<b>1a MERRILL LYNCH 02054 - SEE ATTACHMENT A</b>			P	VARIOUS	12/31/15
<b>b MERRILL LYNCH 02054 - SEE ATTACHMENT A</b>			P	VARIOUS	12/31/15
<b>c CAPITAL GAINS DIVIDENDS</b>					
<b>d</b>					
<b>e</b>					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
<b>a 52,671.</b>		<b>52,546.</b>			<b>125.</b>
<b>b 35,566.</b>		<b>34,892.</b>			<b>674.</b>
<b>c 1,990.</b>					<b>1,990.</b>
<b>d</b>					
<b>e</b>					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
<b>a</b>					<b>125.</b>
<b>b</b>					<b>674.</b>
<b>c</b>					<b>1,990.</b>
<b>d</b>					
<b>e</b>					
2 Capital gain net income or (net capital loss)			{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	<b>2,789.</b>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8				3	<b>N/A</b>

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

 Yes  No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2014	<b>69,083.</b>	<b>794,663.</b>	<b>.086934</b>
2013	<b>63,896.</b>	<b>765,529.</b>	<b>.083466</b>
2012	<b>56,352.</b>	<b>749,860.</b>	<b>.075150</b>
2011	<b>57,353.</b>	<b>787,560.</b>	<b>.072824</b>
2010	<b>54,640.</b>	<b>759,066.</b>	<b>.071983</b>
<b>2 Total of line 1, column (d)</b>			<b>2 .390357</b>
<b>3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years</b>			<b>3 .078071</b>
<b>4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5</b>			<b>4 760,215.</b>
<b>5 Multiply line 4 by line 3</b>			<b>5 59,351.</b>
<b>6 Enter 1% of net investment income (1% of Part I, line 27b)</b>			<b>6 96.</b>
<b>7 Add lines 5 and 6</b>			<b>7 59,447.</b>
<b>8 Enter qualifying distributions from Part XII, line 4</b>			<b>8 64,889.</b>

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1.	Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)	1	96.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
3	Add lines 1 and 2		2	0.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	96.
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-		4	0.
6	<b>Credits/Payments:</b>		5	96.
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	1,640.	
b	Exempt foreign organizations - tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d		7	1,640.
8	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached		8	
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>		9	
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>		10	1,544.
11	Enter the amount of line 10 to be: <b>Credited to 2016 estimated tax</b> ►	11	1,544.   Refunded ► 0.	

**Part VII-A Statements Regarding Activities**

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	Yes	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>	X	
1c	Did the foundation file Form 1120-POL for this year?	X	
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ► \$ _____ 0. (2) On foundation managers. ► \$ _____ 0.		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ _____ 0.		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	2	X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	X
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year? b If "Yes," has it filed a tax return on Form 990-T for this year?	4a	X
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	4b	
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	5	X
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	N/A	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► _____ <u>FL</u>	6	X
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>	7	X
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	8b	X
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	9	X
		10	X

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

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X
Website address ► <u>N/A</u>		
14 The books are in care of ► <u>RICHARD HANDLEY</u> Telephone no. ► <u>(954) 627-5036</u> Located at ► <u>401 E. LAS OLAS BLVD #130-465, FORT LAUDERDALE, F</u> ZIP+4 ► <u>33301</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	► 15	N/A
16 At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►	16	Yes X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	X No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	X No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes	X No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	►
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? If "Yes," list the years ►	<input type="checkbox"/> Yes	X No
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	X No
b If "Yes," did it have excess business holdings in 2015 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015.)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?	4b	X

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

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

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

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

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

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)  Yes  No

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

b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?Organizations relying on a current notice regarding disaster assistance check here ► c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? **N/A**

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

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

N/A ► 

5b

N/A

6b

X

N/A

7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
G. KENNETH HANDLEY, JR. 724 FREEZE CREEK CIRCLE SALT LAKE CITY, UT 84108	DIRECTOR 0.00	0.	0.	0.
STEPHEN L. HANDLEY 10 AZURE BRAE GRANTHAM, NH 03753	DIRECTOR 1.00	0.	0.	0.
HELEN HOUGHTON 6 KEELER LANE NORTH SALEM, NY 10560	DIRECTOR 0.00	0.	0.	0.
RICHARD L. HANDLEY 617 ISLE OF PALMS FORT LAUDERDALE, FL 33301	DIRECTOR 1.00	0.	0.	0.

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

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

Total number of other employees paid over \$50,000 ► 0

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
<b>NONE</b>		

Total number of others receiving over \$50,000 for professional services ►

0

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

Expenses

1	<b>N/A</b>	
2		
3		
4		

**Part IX-B** Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

Amount

1	<b>N/A</b>	
2		
3		

All other program-related investments. See instructions.

0.

Total. Add lines 1 through 3 ►

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## Part X

Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	738,375.
b	Average of monthly cash balances	1b	33,417.
c	Fair market value of all other assets	1c	
d	<b>Total</b> (add lines 1a, b, and c)	1d	771,792.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	771,792.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	11,577.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	760,215.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	38,011.

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

1	Minimum investment return from Part X, line 6	1	38,011.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	96.
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	96.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	37,915.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	37,915.
6	Deduction from distributable amount (see instructions)	6	0.
7	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	37,915.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:	1a	64,889.
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1b	0.
b	Program-related investments - total from Part IX-B	2	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	3a	
3	Amounts set aside for specific charitable projects that satisfy the:	3b	
a	Suitability test (prior IRS approval required)	4	64,889.
b	Cash distribution test (attach the required schedule)	5	96.
4	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	6	64,793.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b		
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4		

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

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## THE HANDLEY FOUNDATION INC.

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**Part XIII Undistributed Income (see instructions)**

	(a) Corpus	(b) Years prior to 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				37,915.
2 Undistributed income, if any, as of the end of 2015			0.	
a Enter amount for 2014 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2015:				
a From 2010	17,255.			
b From 2011	18,723.			
c From 2012	21,381.			
d From 2013	26,092.			
e From 2014	32,584.			
f Total of lines 3a through e	116,035.			
4 Qualifying distributions for 2015 from Part XII, line 4: ► \$ 64,889.			0.	
a Applied to 2014, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2015 distributable amount				37,915.
e Remaining amount distributed out of corpus	26,974.			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	143,009.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		0.		
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2014. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7	17,255.			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	125,754.			
10 Analysis of line 9:				
a Excess from 2011	18,723.			
b Excess from 2012	21,381.			
c Excess from 2013	26,092.			
d Excess from 2014	32,584.			
e Excess from 2015	26,974.			



## THE HANDLEY FOUNDATION INC.

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## Part XV Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a Paid during the year</b>				
SEE ATTACHED SCHEDULE-VARIOUS RECIPIENTS	NONE	EXEMPT	VARIOUS	60,505.
<b>Total</b>				► 3a 60,505.
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>				► 3b 0.

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

Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities					
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)			0.	18,507.	0.
13 Total. Add line 12, columns (b), (d), and (e)			13	18,507.	

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



FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
MERRILL LYNCH 5VL-02054	17,708.	1,990.	15,718.	15,488.	
TO PART I, LINE 4	17,708.	1,990.	15,718.	15,488.	

FORM 990-PF	ACCOUNTING FEES	STATEMENT	2
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TEMPLETON & COMPANY	1,600.	0.		1,600.
TO FORM 990-PF, PG 1, LN 16B	1,600.	0.		1,600.

FORM 990-PF	TAXES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	200.	200.		0.
TO FORM 990-PF, PG 1, LN 18	200.	200.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DEPT OF STATE-UNIFORM BUSINESS REPORT	61.	0.		61.
INVESTMENT MANAGEMENT FEES-MERRILL LYNCH	8,431.	8,431.		0.
BANK FEES	60.	0.		60.
POST OFFICE BOX RENTAL	371.	0.		371.

THE HANDLEY FOUNDATION INC. FKA G.KENNET

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ADMIN FEE	200.	0.	200.
TO FORM 990-PF, PG 1, LN 23	9,123.	8,431.	692.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	5
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
MERRILL LYNCH-FIXED INCOME-	X		151,362.	144,471.
TOTAL U.S. GOVERNMENT OBLIGATIONS			151,362.	144,471.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			151,362.	144,471.

FORM 990-PF	CORPORATE STOCK	STATEMENT	6
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MERRILL LYNCH-COMMON STK-	566,554.	560,837.
TOTAL TO FORM 990-PF, PART II, LINE 10B	566,554.	560,837.

**The Handley Foundation, Inc.**  
**Form 990 PF 2015**  
**Part XV, Line 3**

**The Handley Foundation Contributions - 2015**

<b>Date</b>	<b>Ck No.</b>	<b>Charity</b>	<b>Purpose</b>	<b>Amount</b>
9/1/2015	2554	The New York Society Library	Educational	225.00
9/1/2015	2555	The Library of America	Educational	1,500.00
9/1/2015	2556	564 Park Avenue Preservation Foundation	Arts	1,000.00
9/1/2015	2557	Academy of American Poets	Arts	1,000.00
9/1/2015	2558	UC Berkely Foundation	Educational	100.00
9/1/2015	2560	The Pushcart Prize Foundation	Educational	100.00
9/1/2015	2561	The Licia Albanese-Puccini Foundation	Educational	1,000.00
9/1/2015	2562	North Salem Open Land Foundation	Environmental	500.00
9/1/2015	2563	The Hudson Review	Arts	3,000.00
9/1/2015	2565	The Juilliard School	Educational	1,250.00
3/2/2015	2566	Moffitt Cancer Center	Medical	150.00
2/13/2015	2567	Alliance House	Humanities	500.00
2/13/2015	2568	Utah Symphony Orchestra	Arts	1,500.00
2/13/2015	2570	Citizens Committee to Save Our Canyons	Environmental	500.00
2/13/2015	2571	Salt Lake Choral Artists	Arts	500.00
2/13/2015	2572	Affirmation	Humanities	500.00
2/13/2015	2573	Ballet West	Arts	500.00
2/13/2015	2574	Utah Humanities Council	Humanities	1,000.00
2/13/2015	2575	Utah Shakespeare Festival	Arts	500.00
2/13/2015	2576	Doctors Without Borders	Medical	500.00
2/13/2015	2577	Salt Lake Chamber Music Society	Arts	500.00
2/13/2015	2578	Moab Music Festival	Arts	300.00
2/13/2015	2579	Cat Depot	Humanities	200.00
2/13/2015	2580	KUED	Arts	300.00
2/13/2015	2581	KUER	Arts	250.00
2/13/2015	2582	KCPW	Arts	250.00
2/13/2015	2583	Classical 89	Arts	250.00
2/13/2015	2584	KBYU-TV	Arts	300.00
2/13/2015	2585	The National Conservancy of Utah	Environmental	500.00
2/13/2015	2586	Gina Bachauer Int'l Piano Foundation	Arts	300.00
2/13/2015	2587	Red Butte Garden	Environmental	250.00
2/13/2015	2588	Brady Center to Prevent Gun Violence	Educational	250.00
2/13/2015	2589	Utah Food Bank	Humanities	300.00
2/13/2015	2590	Brain and Behavior Research Foundation	Medical	300.00
2/13/2015	2591	Developments in Literacy	Educational	100.00
2/13/2015	2592	Heifer International	Humanities	100.00
2/13/2015	2593	Nova Chamber Music Series	Arts	300.00
2/13/2015	2594	Southern Utah Wilderness Alliance	Environmental	200.00
2/13/2015	2595	Interfaith Power and Light	Religious	250.00
2/16/2015	2596	The Metropolitan Museum of Art	Arts	210.00
3/16/2015	2597	Abiding Saviour Lutheran Church	Religious	250.00
3/16/2015	2598	Washington Island Matching Fund	Environmental	2,000.00
3/16/2015	2599	Washington Island Matching Fund	Arts	1,500.00
1/4/2015	2600	The Academy of American Poets	Arts	4,000.00
1/4/2015	2601	NSBTA	Environmental	185.00
4/25/2015	2603	WSMR89 1	Arts	200.00
4/26/2015	2604	Poets House	Arts	200.00

6/5/2015	2605	Sarasota Military Academy	Educational	1,000.00
10/5/2015	2606	Selby Botanical Gardens	Environmental	150.00
5/29/2015	2610	New London Bam Playhouse	Arts	1,500.00
1/6/2015	2611	Grantham Historical Society	Educational	50.00
1/6/2015	2612	Claremont Soup Kitchen	Humanities	100.00
1/6/2015	2613	NHPTV	Arts	100.00
1/6/2015	2614	Newport Food Pantry	Humanities	100.00
1/6/2015	2615	Opera North	Arts	150.00
7/6/2015	2616	Stanford Fund	Educational	200.00
11/6/2015	2617	Spaulding Youth Center Foundation	Educational	5,000.00
6/21/2015	2621	NHPTV	Arts	100.00
6/25/2015	2622	University of Delaware	Educational	65.00
7/25/2015	2623	Ridgefield Playhouse	Arts	95.00
7/26/2015	2624	Becket-Chimney Comers YMCA	Educational	250.00
7/26/2015	2625	Vermont PBS	Educational	100.00
7/26/2015	2626	Society for Protection ofNH Forests	Environmental	100.00
7/26/2015	2627	NHPR	Arts	150.00
1/8/2015	2628	Century Assoc. Archives Foundation	Arts	200.00
8/20/2015	2630	New London Hospital	Medical	200.00
9/14/2015	2632	YMCA Camp Coniston	Environmental	300.00
9/14/2015	2633	Calvary Temple	Religious	2,000.00
9/18/2015	2634	Opera North	Arts	150.00
9/23/2015	2635	City Center Ballet	Arts	150.00
10/10/2015	2636	Montshire Museum	Educational	200.00
11/10/2015	2637	P E.N.	Arts	125.00
11/10/2015	2638	University of CA, Berkely	Educational	100.00
11/10/2015	2639	University ofUT, College of Law	Educational	100.00
11/10/2015	2640	Cate School	Educational	100.00
11/10/2015	2641	North Shore Country Day School	Educational	100.00
11/10/2015	2642	Trueblood Performing Arts Center	Arts	1,000.00
11/10/2015	2643	Jack and Jill Childrens Center	Educational	500.00
11/10/2015	2644	Washington Island Art & Nature Center	Environmental	250.00
10/10/2015	2645	Vassar College	Educational	100.00
10/10/2015	2646	Symphony of the Americas	Arts	500.00
10/10/2015	2647	Loyola University Maryland	Educational	1,000.00
10/10/2015	2648	Abiding Saviour Lutheran Church	Religious	500.00
10/10/2015	2649	Washington Island Fire Department	Medical	200.00
11/10/2015	2650	March of Dimes	Medical	250.00
11/10/2015	2651	Island Players	Arts	250.00
11/10/2015	2652	Washington Island Foundation	Environmental	500.00
11/10/2015	2653	Washington Island Farm Museum	Educational	100.00
10/30/2015	2654	Utah Humanities Council - George	Humanities	200.00
11/22/2015	2655	NSOLF	Environmental	1,000.00
11/26/2015	2656	Sancta Clara Monastery	Religious	200.00
11/26/2015	2657	Bennett House	Humanities	250.00
11/26/2015	2658	Jubilee Center of South Broward	Humanities	100.00
11/26/2015	2659	Lauderdale Yacht Club Sailing Foundation	Environmental	500.00
11/26/2015	2660	Florida State Golf Association	Educational	500.00
11/26/2015	2661	Luminarts Cultural Foundation	Arts	200.00
11/26/2015	2662	Swim Ft. Lauderdale Masters Booster Club	Educational	250.00
11/26/2015	2663	Broward Public Library Foundation	Educational	1,000.00
11/26/2015	2664	Cystic Fibrosis Foundation	Medical	1,000.00
11/26/2015	2665	Fort Lauderdale Museum of Arts	Arts	1,000.00
1/12/2015	2666	Brolly Arts (for Torrey House Press) -George	Arts	250.00
1/12/2015	2667	LDS Earth Stewardship - George	Environmental	250.00

1/12/2015	2668	Utah Food Bank- George	Humanities	250.00
1/12/2015	2669	Acacia Shade - George	Environmental	250.00
1/12/2015	2670	Western Literature Association - Bill	Educational	1,750.00
1/12/2015	2671	Los Angeles County Musemn of Art - Bill	Arts	250.00
1/12/2015	2672	Friends of the Dunbar Free Library	Educational	100.00
1/12/2015	2673	Listen Community Services	Humanities	200.00
1/12/2015	2674	Eastman Charitable Foundation	Hmnianities	200.00
1/12/2015	2675	Dartmouth Hitchcock Annual Fund	Medical	1,000.00
1/12/2015	2676	CFSC/Season of Sharing Fund	Humanities	150.00
9/12/2015	2678	Utah Symphony & Opera	Arts	500.00
9/12/2015	2679	Reading Assist Institute	Educational	100.00
9/12/2015	2680	Stanford Magazine	Educational	100.00
11/12/2015	2681	HEAL Utah	Humanities	250.00
11/12/2015	2682	Fourth Street Clinic	Medical	250.00
11/12/2015	2683	Provo Foundation- George	Environmental	500.00
12/12/2015	2684	Lebanon Opera House	Arts	150.00
12/21/2015	2685	Classicopia	Arts	150.00

**Total Charitable Contributions**

**60,505.00**