

EXTENDED TO NOVEMBER 15, 2018

2949132809402 8

## Return of Private Foundation

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

- Do not enter social security numbers on this form as it may be made public  
Go to [www.irs.gov/Form990PF](http://www.irs.gov/Form990PF) for instructions and the latest information.

OMB No 1545-0052

2017

Open to Public Inspection

For calendar year 2017 or tax year beginning

, and ending

Name of foundation

A Employer identification number

THE FLATLEY FOUNDATION

04-2763837

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

Room/suite

45 BRAINTREE HILL OFFICE PARK

300

B Telephone number

781-849-5100

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

BRAINTREE, MA 02184-8754

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 foundationE 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 ☐

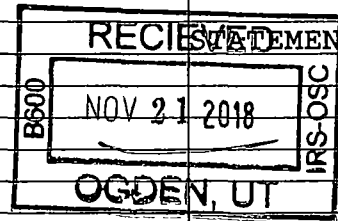
I Fair market value of all assets at end of year (from Part II, col (c), line 16)

J Accounting method: ☒ Cash ☐ Accrual☐ Other (specify)

\$ 650023398. (Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(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	93097907.		N/A	
2	Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	10675853.	10414259.		STATEMENT 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	29696874.			STATEMENT 1
b	Gross sales price for all assets on line 6a	318893768.			
7	Capital gain net income (from Part IV, line 2)		27940440.		
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	136839.	250815.		STATEMENT 3
12	Total. Add lines 1 through 11	133607473.	38605514.		
13	Compensation of officers, directors, trustees, etc.	0.	0.		0.
14	Other employee salaries and wages	3548227.	0.		3548227.
15	Pension plans, employee benefits	172193.	0.		172193.
16a	Legal fees STMT 4	257551.	0.		257551.
b	Accounting fees STMT 5	102121.	0.		102121.
c	Other professional fees STMT 6	2689380.	2658642.		0.
17	Interest				
18	Taxes STMT 7	406677.	206677.		0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings	98287.	0.		98287.
22	Printing and publications				
23	Other expenses STMT 8	17417273.	216010.		17198763.
24	Total operating and administrative expenses. Add lines 13 through 23	24691709.	3081329.		21377142.
25	Contributions, gifts, grants paid	11198250.			11198250.
26	Total expenses and disbursements. Add lines 24 and 25	35889959.	3081329.		32575392.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	97717514.			
b	Net investment income (if negative, enter -0-)		35524185.		
c	Adjusted net income (if negative, enter -0-)			N/A	

SCANNED FEB 14 2019



**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
<b>Assets</b>	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	119662768.	70123151.	70123151.
	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 - US and state government obligations STMT 9	34106173.	57254944.	56713926.
	b Investments - corporate stock STMT 10	168154298.	220625335.	259127423.
	c Investments - corporate bonds STMT 11	52428326.	57140681.	56961023.
	11 Investments - land, buildings and equipment basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 12	127392205.	191267794.	203822583.	
14 Land, buildings, and equipment: basis ▶ 1018942.				
Less: accumulated depreciation STMT 13 ▶ 985531.	33411.	33411.	33411.	
15 Other assets (describe ▶ STATEMENT 14)	193423.	3241881.	3241881.	
16 <b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I)	501970604.	599687197.	650023398.	
<b>Liabilities</b>	17 Accounts payable and accrued expenses	20599.	19678.	
	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 <b>Total liabilities</b> (add lines 17 through 22)	20599.	19678.	
<b>Net Assets or Fund Balances</b>	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	137499715.	137499715.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	364450290.	462167804.	
30 <b>Total net assets or fund balances</b>	501950005.	599667519.		
31 <b>Total liabilities and net assets/fund balances</b>	501970604.	599687197.		

**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	501950005.
2 Enter amount from Part I, line 27a	2	97717514.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	599667519.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 <b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30	6	599667519.

Form 990-PF (2017)

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

(a) List and describe the kind(s) of property sold (for example, 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 PUBLICLY TRADED SECURITIES</b>				
<b>b PARTNERSHIP K-1S</b>				
<b>c LTCG DISTRIBUTION</b>				
<b>d CAPITAL GAINS DIVIDENDS</b>				
<b>e</b>				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))
<b>a</b> 314660887.		290953328.	23707559.
<b>b</b> 3865508.			3865508.
<b>c</b> 174.			174.
<b>d</b> 367199.			367199.
<b>e</b>			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
<b>a</b>			23707559.
<b>b</b>			3865508.
<b>c</b>			174.
<b>d</b>			367199.
<b>e</b>			

2 Capital gain net income or (net capital loss) <span style="font-size: small;">{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }</span>		2	27940440.
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	N/A

**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 doesn't 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))
2016	26316771.	500187672.	.052614
2015	26918489.	540559594.	.049797
2014	27085292.	552169362.	.049053
2013	25582039.	534786991.	.047836
2012	21915033.	522166332.	.041969

2 Total of line 1, column (d)	2	.241269
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years	3	.048254
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	553820748.
5 Multiply line 4 by line 3	5	26724066.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	355242.
7 Add lines 5 and 6	7	27079308.
8 Enter qualifying distributions from Part XII, line 4 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.	8	32575392.

3

**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	355242.
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		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations, enter 4% of Part I, line 12, col. (b)		3	355242.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)		4	0.
3 Add lines 1 and 2		5	355242.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)		6a	399151.
5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-		6b	0.
6 Credits/Payments		6c	50000.
a 2017 estimated tax payments and 2016 overpayment credited to 2017		6d	0.
b Exempt foreign organizations - tax withheld at source		7	449151.
c Tax paid with application for extension of time to file (Form 8868)		8	0.
d Backup withholding erroneously withheld		9	
7 Total credits and payments Add lines 6a through 6d		10	93909.
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached		11	0.
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed			
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			
11 Enter the amount of line 10 to be Credited to 2018 estimated tax <input checked="" type="checkbox"/> 93909. Refunded <input checked="" type="checkbox"/>			

**Part VII-A Statements Regarding Activities**

	Yes	No
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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition. 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		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. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		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? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
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?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions. <input checked="" type="checkbox"/> MA		
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? If "No," attach explanation	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 2017 or the tax year beginning in 2017? See the instructions for Part XIV. If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	X	

N/A

STMT 15

Form 990-PF (2017)

2

**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		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		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	X	
14 The books are in care of ► THE FLATLEY FOUNDATION Telephone no ► 781-849-5100 Located at ► THE FLATLEY COMPANY, BRAINTREE, MA, BRAINTREE, MA ZIP+4 ► 02184-8754		
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		
16 At any time during calendar year 2017, 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 ►	Yes	No
	16	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 <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 <input checked="" type="checkbox"/> 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 <input checked="" type="checkbox"/> 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 2017?		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 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ►		
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	
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 <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2017 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 2017.)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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 2017?		X

Form 990-PF (2017)

**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

N/A

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

☐ Yes ☐ No

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?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870

☐ Yes ☒ No**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, and 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
JOHN J. FLATLEY	TRUSTEE			
45 BRAINTREE HILL PARK				
BRAINTREE, MA 02184	20.00	0.	0.	0.
DANIEL T. FLATLEY	TRUSTEE			
45 BRAINTREE HILL PARK				
BRAINTREE, MA 02184	20.00	0.	0.	0.
MARY MARGARET DARLING	TRUSTEE			
45 BRAINTREE HILL PARK				
BRAINTREE, MA 02184	20.00	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
CLAUDIA ORDONEZ - 529 MAIN STREET, CHARLESTOWN, MA 02129	CHIEF MEDICAL OFFICER	386250.	1819.	0.
RICHARD FITZPATRICK - 529 MAIN STREET, CHARLESTOWN, MA 02129	CEO/CSO	283315.	18138.	0.
JOHN FERKANY - 529 MAIN STREET, CHARLESTOWN, MA 02129	SVP OF DEVELOPMENT	186083.	13271.	0.
ANDREW KOLODZIEJ - 529 MAIN STREET, CHARLESTOWN, MA 02129	VP SAFETY & TOXICOLOGY	177499.	18138.	0.
TIMOTHY O'TOOLE - 529 MAIN STREET, CHARLESTOWN, MA 02129	DIR CLINICAL OPERATIONS	169615.	0.	0.

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

0

Form 990-PF (2017)

**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
MPI RESEARCH INC 54943 N. MAIN ST., MATTAWAN, MI 49071	CONTRACT RESEARCH	2371351.
SYNTERACTHCR, INC 5909 SEA OTTER PL., CARLSBAD, CA 92010	CONTRACT RESEARCH	2254241.
BIODURO LLC DPET LA 23949, PASADENA, CA 91185-3949	CONTRACT RESEARCH	1801805.
CLINICAL NETWORK SERVICES 88 JEPHSON ST, TOOWONG, QLD, AUSTRALIA	CONTRACT RESEARCH	1597251.
CLOUGH CAPITAL PARTNERS, L.P. 260 FRANKLIN ST., BOSTON, MA 02110	INVESTMENT MGMT SVC	1217947.
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 SEE STATEMENT 16	21137545.
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 N/A	
2	
3 All other program-related investments. See instructions	
Total. Add lines 1 through 3	0.

Form 990-PF (2017)

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	493353548.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	68509076.
<b>c</b>	Fair market value of all other assets	<b>1c</b>	391942.
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	562254566.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	562254566.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	8433818.
<b>5</b>	<b>Net value of noncharitable-use assets</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	553820748.
<b>6</b>	<b>Minimum investment return</b> Enter 5% of line 5	<b>6</b>	27691037.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	27691037.
<b>2a</b>	Tax on investment income for 2017 from Part VI, line 5	<b>2a</b>	355242.
<b>b</b>	Income tax for 2017 (This does not include the tax from Part VI)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	355242.
<b>3</b>	Distributable amount before adjustments Subtract line 2c from line 1	<b>3</b>	27335795.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	0.
<b>5</b>	Add lines 3 and 4	<b>5</b>	27335795.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	0.
<b>7</b>	<b>Distributable amount as adjusted</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	27335795.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	32575392.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions</b> Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4	<b>4</b>	32575392.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	<b>5</b>	355242.
<b>6</b>	<b>Adjusted qualifying distributions</b> Subtract line 5 from line 4	<b>6</b>	32220150.

**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.

Form 990-PF (2017)



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

	(a) Corpus	(b) Years prior to 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				27335795.
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only			14365885.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2017				
a From 2012				
b From 2013				
c From 2014				
d From 2015				
e From 2016				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2017 from Part XII, line 4. ► \$ 32575392.				
a Applied to 2016, but not more than line 2a			14365885.	
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 2017 distributable amount				18209507.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2017 (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	0.			
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 2016 Subtract line 4a from line 2a Taxable amount - see instr.			0.	
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2018				9126288.
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 2012 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2018 Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2013				
b Excess from 2014				
c Excess from 2015				
d Excess from 2016				
e Excess from 2017				

**Part XIV Private Operating Foundations** (see instructions and Part VII-A, question 9)

N/A

**1 a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2017, enter the date of the ruling

**b** Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(j)(3) or ☐ 4942(j)(5)

**2 a** Enter the lesser of the adjusted-net income from Part I or the minimum investment return from Part X for each year listed

**b** 85% of line 2a

**c** Qualifying distributions from Part XII, line 4 for each year listed

**d** Amounts included in line 2c not used directly for active conduct of exempt activities

**e** Qualifying distributions made directly for active conduct of exempt activities.

Subtract line 2d from line 2c

**3** Complete 3a, b, or c for the alternative test relied upon

**a** "Assets" alternative test - enter

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

**b** "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

**c** "Support" alternative test - enter:

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

**Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.)****1 Information Regarding Foundation Managers:**

**a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2).)

NONE

**b** List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc., to individuals or organizations under other conditions, complete items 2a, b, c, and d.

**a** The name, address, and telephone number or email address of the person to whom applications should be addressed:

**b** The form in which applications should be submitted and information and materials they should include

**c** Any submission deadlines

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

**Part XV** Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a Paid during the year</b>				
SEE STATEMENT 17				11198250.
<b>Total</b>			▶ 3a	11198250.
<b>b Approved for future payment</b>				
NONE				
			/	
<b>Total</b>			▶ 3b	0.





**Schedule B**(Form 990, 990-EZ,  
or 990-PF)Department of the Treasury  
Internal Revenue Service**Schedule of Contributors**

- ▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.  
▶ Go to [www.irs.gov/Form990](http://www.irs.gov/Form990) for the latest information.

OMB No 1545-0047

**2017**

Name of the organization

**THE FLATLEY FOUNDATION**

Employer identification number

**04-2763837**

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

- ☐ 501(c)( ) (enter number) organization
- ☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
- ☐ 527 political organization

Form 990-PF

- ☒ 501(c)(3) exempt private foundation
- ☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
- ☐ 501(c)(3) taxable private foundation

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

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

**Special Rules**

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000, or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$ \_\_\_\_\_

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

**LHA** For Paperwork Reduction Act Notice, see the instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2017)

Name of organization

Employer identification number

**THE FLATLEY FOUNDATION****04-2763837****Part I Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>1</u>	<u>CHARLOTTE E. FLATLEY</u> <u>50 FATHER CARNEY DRIVE</u> <u>MILTON, MA 02186</u>	\$ <u>1000000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
<u>2</u>	<u>THE 2008 TJF TRUST</u> <u>45 BRAINTREE HILL OFFICE PARK</u> <u>BRAINTREE, MA 02184</u>	\$ <u>89097906.</u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
<u>3</u>	<u>CHARLOTTE E. FLATLEY TRUST</u> <u>45 BRAINTREE HILL OFFICE PARK</u> <u>BRAINTREE, MA 02184</u>	\$ <u>3000000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Employer identification number

04-2763837

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
2	MARKETABLE SECURITIES	\$ 84672648.	09/30/17
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
2	INVESTMENT IN PARTNERSHIPS	\$ 4425258.	10/15/17
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
		\$	



Name of organization

Employer identification number

**THE FLATLEY FOUNDATION****04-2763837****Part III**

*Exclusively* religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this info once) ▶ \$

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

FORM 990-PF                      GAIN OR (LOSS) FROM SALE OF ASSETS                      STATEMENT      1

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
PUBLICLY TRADED SECURITIES	PURCHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
314660887.	289196720.	0.	0.	25464167.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
PARTNERSHIP K-1S	PURCHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
3865508.	0.	0.	0.	3865508.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
LTCG DISTRIBUTION	PURCHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
174.	174.	0.	0.	0.

CAPITAL GAINS DIVIDENDS FROM PART IV	367199.
TOTAL TO FORM 990-PF, PART I, LINE 6A	29696874.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES				STATEMENT	2
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	
AIP ON US TREAS OBLIG	-166125.	0.	-166125.	0.		
BOND PREMIUM AMORTIZATION	-221926.	0.	-221926.	-221926.		
BOND PREMIUM ON US TREAS OBLIG	-98292.	0.	-98292.	0.		
DIVIDENDS	8374240.	367199.	8007041.	8007041.		
INTEREST	2615632.	0.	2615632.	2615632.		
INTEREST ON US TREAS OBLIG	539523.	0.	539523.	0.		
TO PART I, LINE 4	11043052.	367199.	10675853.	10400747.		

FORM 990-PF	OTHER INCOME			STATEMENT	3
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME		
PARTNERSHIP K-1	82972.	82972.			
CURRENCY REALIZED GAIN	-37937.	76039.			
SETTLEMENTS	91804.	91804.			
TOTAL TO FORM 990-PF, PART I, LINE 11	136839.	250815.			

FORM 990-PF	LEGAL FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ELMORE PATENT LAW GROUP	223952.	0.		223952.	
WILMERHALE	1739.	0.		1739.	
DLA PIPER LLP	11788.	0.		11788.	
M. ROSEN	20072.	0.		20072.	
TO FM 990-PF, PG 1, LN 16A	257551.	0.		257551.	

FORM 990-PF	ACCOUNTING FEES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FMC MANAGEMENT FEE	102121.	0.		102121.
TO FORM 990-PF, PG 1, LN 16B	102121.	0.		102121.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CLOUGH CAPITAL INV MGT FEE	1217947.	1217947.		0.
FMC MANAGEMENT FEE	685408.	685408.		0.
FIDELITY (FIAM)	786025.	755287.		0.
TO FORM 990-PF, PG 1, LN 16C	2689380.	2658642.		0.

FORM 990-PF	TAXES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE	200000.	0.		0.
FOREIGN TAXES PAID	206677.	206677.		0.
TO FORM 990-PF, PG 1, LN 18	406677.	206677.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ANNUAL REPORT FEES	500.	0.		500.
OFFICE SUPPLIES	28662.	0.		28662.
IT & COMPUTER MAINTENANCE	380272.	0.		380272.
LAB SUPPLIES	794424.	0.		794424.
INVESTMENT EXPENSE	69343.	69343.		0.
REPAIRS & MAINTENANCE	18094.	0.		18094.
LAB RECRUITING	130819.	0.		130819.
INSURANCE	76115.	0.		76115.
OUTSIDE SERVICES	296794.	0.		296794.
CHEMICAL LIBRARIES	122432.	0.		122432.
CONTRACT RESEARCH	14758384.	0.		14758384.
UTILITIES	61234.	0.		61234.
DUES AND SUBSCRIPTIONS	9746.	0.		9746.
SMALL EQUIPMENT	360081.	0.		360081.
SAFETY	3185.	0.		3185.
LICENSES	65080.	0.		65080.
VOLUNTEER	2229.	0.		2229.
QUALITY ASSURANCE	73388.	0.		73388.
EDUCATION & TRAINING	14495.	0.		14495.
RESEARCH MARKET DATA	146667.	146667.		0.
MISCELLANEOUS	5329.	0.		2829.
TO FORM 990-PF, PG 1, LN 23	17417273.	216010.		17198763.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT 9
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
SEE STATEMENT 9A	X		57254944.	56713926.
TOTAL U.S. GOVERNMENT OBLIGATIONS			57254944.	56713926.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			57254944.	56713926.

**THE FLATLEY FOUNDATION**  
**Government Obligations**  
**12/31/17**

Security Name/Description	SHARES	Cost Basis	Market Value
GOVT NATL MTG ASSN SER 2011-47	2,000,000	1,083,730	1,068,424
GOVT NATL MTG ASSN SER 2012-11	3,530,000	920,701	895,743
GOVT NATL MTG ASSN SER 2012-12	1,000,000	660,670	632,563
GOVT NATL MTG ASSN SER 2012-83	1,000,000	749,507	728,847
GOVT NATL MTG ASSN SER 2013-11	1,500,000	1,023,090	1,038,378
GOVT NATL MTG ASSN SER 2013-12	1,250,000	828,687	815,340
GOVT NATL MTG ASSN SER 2013-68	1,000,000	739,410	715,456
GOVT NATL MTG ASSN SER 2014-16	1,000,000	660,309	632,832
GOVT NATL MTG ASSN SER 2014-17	1,000,000	497,960	487,366
GOVT NATL MTG ASSN SER 2014-67	2,200,000	1,102,305	1,080,577
GOVT NATL MTG ASSN SER 2016-09	1,000,000	959,204	933,509
GOVT NATL MTG ASSN SER 2017-02	1,000,000	978,694	963,094
GOVT NATL MTG ASSN SER 2017-04	1,000,000	992,928	969,400
GOVT NATL MTG ASSN SER 2017-10	1,000,000	981,235	960,927

Total Government		<b>12,178,428</b>	<b>11,922,456</b>
------------------	--	-------------------	-------------------

UNITED STATES TREAS BILLS ZERO C	3,000,000	2,974,326	2,978,760
UNITED STATES TREAS BILLS ZERO C	3,000,000	2,966,889	2,970,240
UNITED STATES TREAS NTS 1.37500	6,000,000	5,979,296	5,936,460
UNITED STATES TREAS NTS 1.50000	6,000,000	5,988,282	5,970,000
UNITED STATES TREAS NTS 1.75000	6,000,000	6,084,065	5,986,380
UNITED STATES TREAS NTS NOTE 1.	3,000,000	2,983,827	2,978,190
UNITED STATES TREAS NTS NOTE 1.	6,000,000	5,972,578	5,925,720
UNITED STATES TREAS NTS NOTE 1.	6,000,000	5,985,234	5,940,960
UNITED STATES TREAS NTS 2.62500	6,000,000	6,201,330	6,104,760
Bond Premium on sold securities		(59,311)	

Total Treasuries		<b>45,076,516</b>	<b>44,791,470</b>
------------------	--	-------------------	-------------------

Total Government Obligations		<b>57,254,944</b>	<b>56,713,926</b>
------------------------------	--	-------------------	-------------------

FORM 990-PF	CORPORATE STOCK	STATEMENT 10
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE STATEMENT 10A	220625335.	259127423.
TOTAL TO FORM 990-PF, PART II, LINE 10B	220625335.	259127423.

FORM 990-PF	CORPORATE BONDS	STATEMENT 11
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE STATEMENT 11A	57140681.	56961023.
TOTAL TO FORM 990-PF, PART II, LINE 10C	57140681.	56961023.

FORM 990-PF	OTHER INVESTMENTS		STATEMENT 12
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE STATEMENT 12A	COST	191267794.	203822583.
TOTAL TO FORM 990-PF, PART II, LINE 13		191267794.	203822583.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT 13
-------------	--	--------------

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
OFFICE FURNITURE	11996.	11996.	0.
PHONES	1139.	1139.	0.
HP COMPUTER	4692.	4692.	0.
LAB EQUIPMENT	185000.	185000.	0.
LAB EQUIPMENT	334123.	300712.	33411.
LAB EQUIPMENT	28900.	28900.	0.
LAB EQUIPMENT	453092.	453092.	0.
TOTAL TO FM 990-PF, PART II, LN 14	1018942.	985531.	33411.

**THE FLATLEY FOUNDATION**  
**CORPORATE STOCK**  
**12/31/17**

Security Name/Description	SHARES	Cost Basis	Market Value
ALIBABA GROUP HLDG LTD SPONSORED ADS	27,500	3,863,536	4,741,825
ALTA BA INC COM	55,400	3,789,543	3,869,690
ALTICE USA INC CL A	62,700	1,328,659	1,331,121
AMAZON.COM INC	2,789	2,824,858	3,261,652
AMERICAN TOWER CORPORATION	9,250	1,335,725	1,319,698
AMS AG NPV (BR) ISIN #AT0000A18XM4 SEDOL	19,183	1,084,438	1,741,135
ANNALY CAP MGMT INC PFD SER E 7.62500%	51,519	1,245,347	1,300,855
APPLE INC	18,900	3,059,276	3,198,447
ARES CAPITAL CORP COM STK USD0.001	340,900	5,439,486	5,358,948
BAIDU INC SPONS ADR REPR 0.10 ORD CLS A	4,600	773,563	1,077,366
BANK OF AMERICA CORP	233,591	4,551,645	6,895,606
BLACKSTONE MORTGAGE TRU-CL A	124,100	3,766,770	3,993,538
BROADCOM LIMITED COM NPV	12,327	3,065,026	3,166,806
BYD COMPANY LIMITED H CNY1 ISIN #CNE1000	196,000	1,726,926	1,707,444
CARVANA CO CL A	159,100	2,844,665	3,041,992
CITIGROUP INC COM NEW	84,151	4,612,600	6,261,676
COGNIZANT TECH SOLUTIONS CORP	23,500	1,400,152	1,668,970
COLLATERAL DELV TO WELLS FARGO BANK NA	3,154,364	0	0
COMMUNITY HEALTHCARE TR INC COM	76,600	1,359,650	2,152,460
CREDIT ACCEP CORP MICH COM	9,146	1,826,576	2,958,548
CTRI P.COM INTERNATIONAL LTD ADS EACH RE	24,160	1,274,597	1,065,456
CYPRESS SEMICONDUCTR CORP	81,800	1,195,918	1,246,632
D R HORTON INC COM	39,682	1,122,544	2,026,560
EQUINIX INC COM PAR \$0.001	2,920	1,322,421	1,323,402
FACEBOOK INC COM USD0 000006 CL A	19,800	3,390,463	3,493,908
FIRST REPUBLIC BANK SAN FRANCISCO 5.50000	15,000	378,000	382,800
FRANKLIN RES INC COM	15,900	719,733	688,947
GLOBAL MED REIT INC COM NEW	117,000	1,170,000	959,400
GLOBAL MED REIT INC CUM PFD A 7.50000%	11,400	285,000	288,648
GODADDY INC CL A	27,200	1,334,011	1,367,616
GOLUB CAP BDC INC COM	90,200	1,575,343	1,641,640
ISHARES TRUST MSCI INDIA INDEX FD	69,900	2,001,120	2,521,293
JAPAN TOBACCO INC NPV	54,200	1,864,248	1,747,006
JD COM INC SPONSORED ADR REPSTG COM CL	45,400	1,895,442	1,880,468
JPMORGAN CHASE & CO	41,800	3,903,088	4,470,092
LADDER CAP CORP CL A	84,477	1,333,397	1,151,422
LAM RESEARCH CORP	12,810	2,190,239	2,357,937
LENNAR CORP CL B	804	1,737,331	41,551
LENNAR CORP CL A	30,100	0	1,903,524
LIBERTY BROADBAND CORP COM SER C	60,722	2,972,708	5,171,086
LIBERTY INTERACTIVE CORP LBT VEN COM A N	109,649	4,443,886	5,947,362



Security Name/Description	SHARES	Cost Basis	Market Value
LOGMEIN INC COM	21,330	2,343,032	2,442,285
MAN WAH HOLDINGS LTD HKD0.4 ISIN #BMG5	392,800	347,528	373,339
MICROCHIP TECHNOLOGY INC COM	15,200	1,331,892	1,335,776
MICRON TECHNOLOGY	54,300	1,937,475	2,232,816
MICROSOFT CORP	31,500	2,184,738	2,694,510
MORGAN STANLEY CHINA A SHARE FUND INC	35,100	1,295,551	820,638
NINTENDO CO LTD NPV	2,970	620,552	1,085,968
PANASONIC CORPORATION SHS ISIN #JP38668	132,300	1,929,115	1,937,229
PENNYMAC MTG INVT TR CUM RED PFD B 8.00	10,000	250,000	251,800
PING AN INSURANCE(GROUP)CO O ISIN #CNE1	245,000	1,965,233	2,549,569
PULTEGROUP INC FORMERLY PULTE CORP TO C	59,300	1,149,295	1,971,725
SALESFORCE COM INC	25,400	2,286,091	2,596,642
SAMSUNG ELECTRONICS CO KRW5000 ISIN #KFP	528	784,604	1,256,685
SERVICE CORP INTL	37,400	750,111	1,395,768
SERVICENOW INC COM USD0.001	6,700	809,929	873,613
SOLAR CAP LTD COM	87,600	1,826,472	1,770,396
SONY CORP NPV	21,800	656,725	983,661
STARWOOD PPTY TR INC COM	262,700	5,779,517	5,608,645
TPG SPECIALTY LENDING INC COM USD0 01	38,100	782,092	754,380
TRI POINTE GROUP INC COM	78,400	975,403	1,404,928
TWO HBRS INVT CORP CUM PFD C 7.25000%	50,000	1,250,000	1,254,000
ULVAC INC NPV	14,500	452,285	913,893
VIASAT INC	47,897	2,800,362	3,585,090
WAYFAIR INC CL A	17,900	1,300,492	1,436,833
WISDOMTREE TR INDIA EARNINGS FD	245,200	5,723,267	6,826,368
Ishares Edge MSCI Min Vol Emerging Mkts	60,758	3,186,681	3,691,656
Ishares Inc MSCI Sweden Capped ETF	68,421	2,210,740	2,319,472
Ishares Core S&P Total US Stock Mkt	318,920	16,966,453	19,498,769
Ishares Trust Core MSCI EAFE ETF	347,928	20,247,252	22,994,562
SPDR Index Fds S&P Global Nat Res ETF	102,739	4,284,043	5,041,403
Wisdomtree Trust Japan Small Cap	31,634	1,201,328	1,458,327
Wisdomtree Trust Japan Hedge EQT	63,048	3,262,572	3,740,638
Pimco 25+ Yr Zero Cpn	13,653	1,603,135	1,657,747
Vanguard World FD Ext Dur Treas ETF	50,264	6,274,262	6,081,441
Cimpress N V.	8,500	1,005,718	1,018,980
Alphabet Inc Cap Stk Cl C	4,052	3,915,625	4,240,013
Amazon	9,740	6,036,963	11,390,638
Autozone Inc	1,903	1,313,270	1,353,737
BJ's Restaurant	41,757	1,526,302	1,519,955
Cooper Cos Inc	5,247	1,286,908	1,143,216
Diageo ADR	16,989	2,282,427	2,480,904
Five Below Inc	46,394	2,656,661	3,076,850
Intuitive Surgical Inc	5,472	1,818,746	1,996,952
Lennox Intl	8,626	1,426,324	1,796,451
Mesa Laboratories Inc	1,180	181,214	146,674

Security Name/Description	SHARES	Cost Basis	Market Value
Paypal Hldgs	78,520	4,255,736	5,780,642
SiteOne Landscaping Supply	20,257	808,231	1,553,712
Under Armour Inc Cl C	169,998	2,037,032	2,264,373
Vail Resorts Inc	8,087	1,882,963	1,718,245
American Tower Corp	14,586	1,415,058	2,080,985
Total Corporate Stocks		220,625,335	259,127,423

**THE FLATLEY FOUNDATION**  
**CORPORATE BONDS**  
**12/31/17**

Security Name/Description	SHARES	Cost Basis	Market Value
AMERICAN TOWER CORP BOND NOTE 2 80000% 06/	1,000,000	1,006,840	1,006,230
ANHEUSER BUSCH INBEV FIN INC NOTE 1.90000% 02/	1,000,000	999,110	997,930
APPLE INC NOTE CALL MAKE WHOLE 2 85000% 05/0	1,000,000	1,037,879	1,016,040
AT&T INC NOTE 144A 4.10000% 02/15/2028 CALL M	1,014,000	1,001,680	1,017,356
BANK AMER CORP MTN CALL MAKE WHOLE 2.50300	3,000,000	2,976,713	2,968,080
BANK OF MONTREAL MTN 1.50000% 07/18/2019	1,000,000	989,690	990,290
BB&T CO GLOBAL BK MTN 1 45000% 05/10/2019	1,000,000	1,000,861	990,530
BERKSHIRE HATHAWAY INC DEL 2.10000% 08/14/20	1,000,000	1,006,451	1,000,480
BMW US CAP LLC NOTE 144A 1.85000% 09/15/2021	1,000,000	974,120	975,670
BMW US CAPITAL LLC BOND REG S 1.85000% 09/15/	500,000	488,325	487,835
CATERPILLAR FINL SVCS MTNS BE 1.70000% 06/16/2	1,000,000	1,001,169	999,430
CITIGROUP INC BOND PERPETUAL 5.95000%	1,000,000	990,000	1,045,000
CITIGROUP INC MTN 1 80000% 02/05/2018	700,000	700,120	699,930
CITIGROUP INC NOTE CALL MAKE WHOLE 2.75000%	1,000,000	1,004,429	997,980
CITIZENS BANK N A MTN 2.50000% 03/14/2019	1,260,000	1,271,710	1,262,986
CITIZENS BANK N A MTN 2 55000% 05/13/2021	1,000,000	1,014,729	996,300
CVS HEALTH CORP NOTE CALL MAKE WHOLE 2.2500	1,000,000	1,010,103	1,001,330
D R HORTON INC NOTE CALL MAKE WHOLE 2.55000	1,000,000	1,001,150	998,510
DR PEPPER SNAPPLE GROUP INC NOTE 2.53000% 11/	1,000,000	1,001,047	998,000
DU PONT E I DE NEMOURS & CO NOTE 2.20000% 05/	1,000,000	998,850	999,120
EBAY INC NOTE CALL MAKE WHOLE 2.50000% 03/09	1,000,000	1,005,490	1,000,930
FIRST REP BK SAN FRANCISCO CAL MTN 2.37500% 0	2,000,000	2,005,967	1,996,360
FORD MOTOR CREDIT CO LLC BOND 2 37500% 03/1	1,000,000	1,007,618	1,000,360
FORD MOTOR CREDIT CO LLC NOTE 2.02100% 05/03	1,000,000	1,003,442	995,470
GENERAL MTRS FINL CO INC NOTE 2.40000% 04/10/	1,000,000	1,003,430	1,001,240
GENERAL MTRS FINL CO INC NOTE 3.25000% 05/15/	1,000,000	1,009,237	1,003,760
GOLDMAN SACHS GROUP INC NOTE 2.00000% 04/2	2,000,000	2,012,838	1,993,980
GOLDMAN SACHS GROUP INC NOTE 2.35000% 11/1	1,000,000	977,270	984,840
HEALTH CARE REIT INC NOTE 4.12500% 04/01/2019	1,500,000	1,540,553	1,526,730
HERCULES CAPITAL INC NOTE CALL MAKE WHOLE 4.	1,000,000	994,490	1,013,940
ING U S INC NOTE CALL MAKE WHOLE 2 90000% 02/	676,000	671,429	676,662
JACKSON NATL LIFE GBL FDG 144A MTN 2 25000% 0	1,000,000	1,011,822	989,340
JERSEY CENT PWR & LT CO NOTE 4.80000% 06/15/20	1,000,000	1,031,619	1,011,670
JPMORGAN CHASE & CO NOTE 2.35000% 01/28/201	1,000,000	1,011,731	1,001,970
JPMORGAN CHASE & CO NOTE CALL MAKE WHOLE 2	1,000,000	1,000,620	994,630
LOCKHEED MARTIN CORP NOTE CALL MAKE WHOLE	1,000,000	1,006,026	998,780
MAIN STREET CAPITAL CORP NOTE 4 50000% 12/01/	1,040,000	1,059,907	1,051,232
MICROSOFT CORP NOTE CALL MAKE WHOLE 1.1000	2,000,000	1,985,950	1,973,260
MITSUBISHI TR & BKG CORP N Y NOTE 144A 2.45000	500,000	501,785	500,792
MORGAN STANLEY MTN 2.75000% 05/19/2022	1,000,000	1,002,795	996,330
ONE GAS INC NOTE CALL MAKE WHOLE 2.07000% 0	1,000,000	1,004,722	1,000,220
PNC BK N A PITTSBURGH PA NOTE 1.70000% 12/07/	1,000,000	998,950	997,040

Security Name/Description	SHARES	Cost Basis	Market Value
PSEG PWR LLC NOTE CALL MAKE WHOLE 3.00000%	1,000,000	1,009,562	1,008,790
RAYTHEON CO NOTE CALL MAKE WHOLE 3.12500%	1,000,000	1,027,800	1,022,980
ROYAL BANK OF CANADA BOND 2.30000% 03/22/20	1,000,000	1,016,515	994,070
ROYAL BANK OF CANADA NOTE 1.87500% 02/05/20	1,000,000	998,400	985,400
SEMPRA ENERGY NOTE CALL MAKE WHOLE 1.62500	670,000	662,221	661,652
SOUTHERN CALIF GAS CO BOND 1.55000% 06/15/20	1,000,000	1,000,471	997,620
SUNTRUST BKS INC BOND PERPETUAL 5.62500%	600,000	599,750	624,000
SUNTRUST BKS INC NOTE 2.35000% 11/01/2018	1,000,000	1,004,671	1,002,700
TENCENT HOLDINGS LIMITED NOTE REG S 3.37500%	1,000,000	1,021,297	1,011,893
WISCONSIN ENERGY CORP 1.65000% 06/15/2018 SF	1,000,000	1,002,663	999,010
WISCONSIN ENERGY CORP 2.45000% 06/15/2020 SF	500,000	502,704	500,965
XCEL ENERGY INC NOTE CALL MAKE WHOLE 2.40000	1,000,000	999,400	993,380
Bond Premium on sold securities		(27,444)	
Total Corporate Bonds		57,140,681	56,961,023

**THE FLATLEY FOUNDATION**  
**OTHER ASSETS**  
**12/31/17**

Security Name/Description	SHARES	Cost Basis	Market Value
ARES MGMT L P PFD UNIT SER A	25,851	646,277	685,052
Fidelity 500 Index Instl Cl	175,800	15,660,773	16,428,502
Fidelity Advisor Global Comm Stk	634,682	6,572,913	8,365,104
Fidelity Advisor Real Estate Income	1,275,630	15,201,989	15,243,777
Credit Suisse Commodity Return Strtgy	802,886	4,000,000	4,030,488
Fidelity LT Treas Bd	131,902	1,762,007	1,751,661
Fid Spartan Inflat Prot Bond	898,525	8,820,649	8,841,482
Geode Offshore Div Fund		21,970,951	22,269,745
FIAM Select Intl Small Cap EQ Fund LLC		10,858,910	12,863,345
FIAM Global Concentrated Unconstrained Fund LP		25,719,526	26,437,753
FIAM Global Low Volatility EQ Fund LP		20,993,220	22,340,711
FIAM Select Emerging Markets EQ Fund LP		10,586,195	14,634,251
FIAM Emerging Market Debt Fund LLC		8,765,619	8,673,566
FIAM Leveraged Loan LP		13,927,164	13,928,768
Lonestar		781,602	104,467
Clough Healthcare Fund		25,000,000	27,223,911
<b>Total Other Assets</b>		<b>191,267,794</b>	<b>203,822,583</b>

FORM 990-PF	OTHER ASSETS		STATEMENT 14
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ACCRUED INTEREST PURCHASED UNREALIZED APPRECIATION ON DONATED SECURITIES	193423.	361733.	361733.
	0.	2880148.	2880148.
TO FORM 990-PF, PART II, LINE 15	193423.	3241881.	3241881.

FORM 990-PF	LIST OF SUBSTANTIAL CONTRIBUTORS PART VII-A, LINE 10	STATEMENT 15
-------------	---	--------------

NAME OF CONTRIBUTOR	ADDRESS
CHARLOTTE E FLATLEY	50 FATHER CARNEY DRIVE MILTON, MA 02186
THE 2008 THOMAS J. FLATLEY TRUST	45 BRAINTREE HILL PARK BRAINTREE, MA 02184
CHARLOTTE E FLATLEY IRREVOCABLE TRUST	45 BRAINTREE HILL PARK BRAINTREE, MA 02184

FORM 990-PF	SUMMARY OF DIRECT CHARITABLE ACTIVITIES	STATEMENT 16
-------------	---	--------------

## ACTIVITY ONE

THE FLATLEY DISCOVERY LAB IS A BRANCH OF THE FLATLEY FOUNDATION, CREATED TO CARRY OUT CHARITABLE ACTIVITIES OF THE FLATLEY FOUNDATION. THE FLATLEY DISCOVERY LAB CONDUCTS IN-HOUSE RESEARCH FOR THE PURPOSE OF DISCOVERING A CURE FOR CYSTIC FIBROSIS.

	EXPENSES
TO FORM 990-PF, PART IX-A, LINE 1	21137545.

The Flatley Foundation  
Form 990-PF  
2017

Part I, Line 25 Grants and Contributions Paid During the Year

Organization	Relationship of Donee/ Organizational Status of Donee	Purpose	Category	2017 Amount
A Woman's Concern Inc Revere, MA	None/Public Charity	Medical Clinic	Health Services	160,000
Aceing Autism Inc Los Angeles, CA	None/Public Charity	Unrestricted	Health Services	500,000
ALS Association Washington, DC	None/Public Charity	Unrestricted	Health Services	100,000
American Ireland Fund Boston, MA	None/Public Charity	Unrestricted	Public Benefit	25,000
Americares Inc Stamford, CT	None/Public Charity	El Salvador Clinic	Human Services	1,750,000
Arc of the South Shore North Weymouth, MA	None/Public Charity	Unrestricted	Social Services	25,000
Archdiocese of Boston Braintree, MA	None/Public Charity	Regina Cleri Retirement Fund	Social Services	500,000
Archdiocese of Santa Rosa Santa Rosa, CA	None/Public Charity	Unrestricted	Human Services	100,000
Benjamin Franklin Institute of Technology Boston, MA	None/Public Charity	Scholarship Support	Education	50,000
Beth Israel Deaconess Medical Center Boston, MA	None/Public Charity	Chaplain Position	Social Services	51,000
Bishop's Charitable Assistance Fund Manchester, NH	None/Public Charity	Unrestricted	Social Services	10,000
Boston College Newton, MA	None/Public Charity	Scholarship Support	Education	147,500
Boston College Newton, MA	None/Public Charity	Urban Catholic Teachers Corp	Education	250,000
Boston Globe Foundation Boston, MA	None/Public Charity	Unrestricted	Public Benefit	10,000
Boston Health Care for the Homeless Program Inc Boston, MA	None/Public Charity	Unrestricted	Social Services	25,000
Boston Higashi School, Inc Randolph, MA	None/Public Charity	Unrestricted	Health Services	50,000
Boston Medical Center Boston, MA	None/Public Charity	Unrestricted	Health Services	100,000
Boys & Girls Clubs of Boston Inc Boston, MA	None/Public Charity	Unrestricted	Social Services	25,000
Bridge Over Troubled Waters Boston, MA	None/Public Charity	Unrestricted	Social Services	20,000
Brigham & Womens Hospital Boston, MA	None/Public Charity	Bridges to Moms Program	Health	100,000

**The Flatley Foundation**  
**Form 990-PF**  
**2017**

Part I, Line 25 Grants and Contributions Paid During the Year

Organization	Relationship of Donee/ Organizational Status of Donee	Purpose	Category	2017 Amount
Camp Fatima Gilmanton Iron Works, NH	None/Public Charity	Unrestricted	Social Services	10,000
Cape Cod Healthcare Foundation Hyannis, MA	None/Public Charity	Scholarship Support	Education	30,000
Cape Cod Military Support Foundation Inc Falmouth, MA	None/Public Charity	Unrestricted	Public Benefit	5,000
Cardinal Spelling High School Brockton, MA	None/Public Charity	Scholarship Support	Education	50,000
Care, USA Cambridge, MA	None/Public Charity	Bridge to the Future	Human Services	250,000
Caritas Communities Braintree, MA	None/Public Charity	Unrestricted	Social Services	25,000
Carroll Center for the Blind, Inc Newton, MA	None/Public Charity	Unrestricted	Social Services	30,000
Cathedral High School Boston, MA	None/Public Charity	Scholarship Support	Education	50,000
Catholic Medical Center Manchester, NH	None/Public Charity	Pregnancy Care Center	Health Services	50,000
Catholic Memorial School West Roxbury, MA	None/Public Charity	Scholarship Support	Education	130,000
Catholic Schools Foundation, Inc Boston, MA	None/Public Charity	Inner City Scholarship Fund	Education	200,000
Catholic TV Network Watertown, MA	None/Public Charity	Unrestricted	Social Services	5,000
Catholic University of America Washington, DC	None/Public Charity	Scholarship Support	Education	100,000
Christmas in the City Scituate, MA	None/Public Charity	Unrestricted	Public Benefit	20,000
Clinical & Support Options Northampton, MA	None/Public Charity	Unrestricted	Social Services	10,000
Compassionate Care ALS West Falmouth, MA	None/Public Charity	Unrestricted	Health Services	25,000
Cops for Kids with Cancer Inc Braintree, MA	None/Public Charity	Unrestricted	Public Benefit	10,000
Dove Inc Quincy, MA	None/Public Charity	Unrestricted	Social Services	5,000
Elon University Elon, NC	None/Public Charity	Catholic Campus Ministry	Social Services	65,000
Emmaus Inc Haverhill, MA	None/Public Charity	Unrestricted	Social Services	5,000



The Flatley Foundation  
Form 990-PF  
2017

Part I, Line 25 Grants and Contributions Paid During the Year

Organization	Relationship of Donee/ Organizational Status of Donee	Purpose	Category	2017 Amount
Esther R Sanger Center for Compassion, Inc Wollaston, MA	None/Public Charity	Unrestricted	Social Services	10,000
Father Bills & Mainspring Inc Quincy, MA	None/Public Charity	Unrestricted	Social Services	25,000
Foundation to Advance Catholic Education, Inc Fall River, MA	None/Public Charity	Scholarship Support	Education	50,000
Franciscan Hospital for Children Boston, MA	None/Public Charity	Mental Health Initiative	Social Services	50,000
Franciscan Missionary Sisters for Africa Brighton, MA	None/Public Charity	Unrestricted	Social Services	30,000
Friends of the Unborn Inc Quincy, MA	None/Public Charity	Unrestricted	Social Services	50,000
Good Shepherd's Maria Droste Services Quincy, MA	None/Public Charity	Unrestricted	Public Benefit	10,000
Guiding Eyes for the Blind Yorktown Heights, NY	None/Public Charity	Unrestricted	Public Benefit	10,000
Heading Home Inc Cambridge, MA	None/Public Charity	Unrestricted	Social Services	50,000
Health Care Without Walls Wellesley, MA	None/Public Charity	Unrestricted	Social Services	100,000
Homes for Our Troops Inc Taunton, MA	None/Public Charity	Unrestricted	Social Services	100,000
House of Possibilities N Easton, MA 02356	None/Public Charity	Unrestricted	Social Services	65,000
Interfaith Social Services, Inc Quincy, MA	None/Public Charity	Unrestricted	Social Services	10,000
Irish American Partnership, Inc Boston, MA	None/Public Charity	Unrestricted	Education	50,000
Irish Pastoral Centre Dorchester, MA	None/Public Charity	Unrestricted	Social Services	50,000
Jett Foundation Inc Kingston, MA	None/Public Charity	Unrestricted	Health Services	230,000
Marian High School Framingham, MA	None/Public Charity	Scholarship Support	Education	50,000
Marine Corps Scholarship Foundation Alexandria, VA	None/Public Charity	Scholarship Support	Education	100,000
Massachusetts Citizens for Life Charitable Trust Boston, MA	None/Public Charity	Unrestricted	Public Benefit	20,000
Massachusetts General Hospital Boston, MA	None/Public Charity	Cystic Fibrosis Research	Public Benefit	25,000

The Flatley Foundation  
Form 990-PF  
2017

Part I, Line 25 Grants and Contributions Paid During the Year

Organization	Relationship of Donee/ Organizational Status of Donee	Purpose	Category	2017 Amount
Massachusetts Society for the Prevention of Cruelty to Animals Boston, MA	None/Public Charity	Unrestricted	Public Benefit	15,000
Merrimack College North Andover, MA	None/Public Charity	"City of God" Program	Social Services	66,600
Mission of Deeds Reading, MA	None/Public Charity	None/Public Charity	Social Services	10,000
Missionary Sisters of the Holy Rosary Bryn Mawr, PA	None/Public Charity	Convent Roof	Social Services	106,000
Mount Saint Mary's Abbey Wrentham, MA	None/Public Charity	None/Public Charity	Social Services	5,000
My Brother's Keeper North Easton, MA	None/Public Charity	Unrestricted	Social Services	200,000
My Brother's Keeper North Easton, MA	None/Public Charity	Dartmouth Facility	Social Services	100,000
National Multiple Sclerosis Society Waltham, MA	None/Public Charity	Unrestricted	Public Benefit	10,000
Nativity School of Worcester Worcester, MA	None/Public Charity	Scholarships	Education	25,000
Northeast Catholic College Warner, NH	None/Public Charity	Unrestricted	Education	100,000
NPH USA Chicago, IL	None/Public Charity	Unrestricted	Human Services	1,000,000
NPH USA Chicago, IL	None/Public Charity	Earthquake Relief	Human Services	500,000
Oblates of the Virgin Mary Boston, MA	None/Public Charity	Retreat House	Social Services	75,000
Pan Massachusetts Challenge Trust Needham, MA	None/Public Charity	Unrestricted	Public Benefit	265,000
Patriot Ledger Lend a Hand Foundation Quincy, MA	None/Public Charity	Unrestricted	Public Benefit	15,000
Pope St John XXIII National Seminary Weston, MA	None/Public Charity	Language Ministry	Social Services	50,000
Quincy Community Action Programs Inc Quincy, MA	None/Public Charity	Unrestricted	Social Services	5,000
Real Kidz Mattapan, MA	None/Public Charity	Unrestricted	Social Services	20,000
Rebuild Puerto Rico Fort Mill, SC	None/Public Charity	Unrestricted	Human Services	100,000

**The Flatley Foundation**  
**Form 990-PF**  
**2017**

Part I, Line 25 Grants and Contributions Paid During the Year

Organization	Relationship of Donee/ Organizational Status of Donee	Purpose	Category	2017 Amount
Road to Responsibility Marshfield, MA	None/Public Charity	Wheelchair Van	Social Services	25,000
Rodman Ride for Kids Foxboro, MA	None/Public Charity	Unrestricted	Public Benefit	15,000
Rosie's Place Boston, MA	None/Public Charity	Unrestricted	Social Services	25,000
Sacred Heart School Kingston, MA	None/Public Charity	Scholarship Support	Education	25,000
Saint Agatha Church Milton, MA	None/Public Charity	Unrestricted	Social Services	55,000
Saint Boniface Haiti Foundation Newton Upper Falls, MA	None/Public Charity	Unrestricted	Human Services	100,000
Saint Columbkille Partnership School Brighton, MA	None/Public Charity	Scholarship Support	Education	100,000
Saint Francis House, Inc Boston, MA	None/Public Charity	Unrestricted	Social Services	25,000
Saint Gerard Majella Church Canton, MA	None/Public Charity	Unrestricted	Social Services	35,250
Saint John's Seminary Brighton, MA	None/Public Charity	Unrestricted	Social Services	31,000
Saint Mary Parish Waltham, MA	None/Public Charity	After School Program	Social Services	88,000
Saint Mary's Women and Children's Center, Inc Dorchester, MA	None/Public Charity	Unrestricted	Social Services	15,000
Saint Rock Haiti Foundation Milton, MA	None/Public Charity	Unrestricted	Human Services	224,000
Salvation Army Canton, MA	None/Public Charity	Unrestricted	Social Services	260,000
Sisters of Saint Joseph Brighton, MA	None/Public Charity	Unrestricted	Social Services	50,000
Ski for Light Inc Minneapolis, MN	None/Public Charity	Unrestricted	Social Services	5,000
South Shore Initiative Corp Weymouth, MA	None/Public Charity	Unrestricted	Social Services	5,000
South Shore YMCA Norwell, MA	None/Public Charity	Food Pantry	Social Services	25,000
Stonehill College Easton, MA	None/Public Charity	H O P E Program	Education	100,000
Straight Ahead Ministries Worcester, MA	None/Public Charity	Unrestricted	Social Services	50,000

**The Flatley Foundation**  
**Form 990-PF**  
**2017**

Part I, Line 25 Grants and Contributions Paid During the Year

Organization	Relationship of Donee/ Organizational Status of Donee	Purpose	Category	2017 Amount
Teen Challenge New England, Inc Brockton, MA	None/Public Charity	Unrestricted	Social Services	505,500
Teen Challenge of Puerto Rico, Inc Bayamon, PR	None/Public Charity	Unrestricted	Social Services	350,000
Thayer Academy Braintree, MA	None/Public Charity	Camp Thayer	Education	5,000
Tufts Medical Center Physicians Boston, MA	None/Public Charity	Unrestricted	Health Services	10,000
Ursuline Academy Dedham, MA	None/Public Charity	Scholarship Support	Education	193,400
Wentworth Institute of Technology Boston, MA	None/Public Charity	Scholarship Support	Education	50,000
<b>TOTAL</b>				<b>\$ 11,198,250</b>