

EXTENDED TO NOVEMBER 15, 2019

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Form **990-PF****Return of Private Foundation**

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

OMB No. 1545-0052

**2018**

Open to Public Inspection

Department of the Treasury  
Internal Revenue Service

▶ 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.

For calendar year 2018 or tax year beginning

, and ending

Name of foundation <b>THE FLATLEY FOUNDATION</b>		A Employer identification number <b>04-2763837</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>45 BRAINTREE HILL OFFICE PARK</b>	Room/suite <b>300</b>	B Telephone number <b>781-849-5100</b>
City or town, state or province, country, and ZIP or foreign postal code <b>BRAINTREE, MA 02184-8754</b>		C If exemption application is pending, check here <input type="checkbox"/> <b>6</b>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation <b>04</b>		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <b>\$ 585701852.</b>	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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		6532814.		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		13993420.	13706953.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		16462369.			STATEMENT 1
b Gross sales price for all assets on line 6a <b>447555332.</b>					
7 Capital gain net income (from Part IV, line 2)			19378419.		
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		3939364.	3792255.		STATEMENT 3
12 Total. Add lines 1 through 11		40927967.	36877627.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages		3223703.	0.		3223703.
15 Pension plans, employee benefits		372869.	0.		372869.
16a Legal fees <b>STMT 4</b>		173698.	0.		173698.
b Accounting fees <b>STMT 5</b>		197052.	0.		197052.
c Other professional fees <b>STMT 6</b>		4132412.	4060931.		0.
17 Interest					
18 Taxes <b>STMT 7</b>		701247.	274247.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings		90714.	0.		90714.
22 Printing and publications					
23 Other expenses <b>STMT 8</b>		18079846.	228259.		17847187.
24 Total operating and administrative expenses. Add lines 13 through 23		26971541.	4563437.		21905223.
25 Contributions, gifts, grants paid		13627274.			13627274.
26 Total expenses and disbursements. Add lines 24 and 25		40598815.	4563437.		35532497.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		329152.			
b Net investment income (if negative, enter -0-)			32314190.		
c Adjusted net income (if negative, enter -0-)				N/A	

**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	70123151.	81120462.	81120462.
	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 <b>STMT 9</b>	57254944.	49454659.	49618106.
	b Investments - corporate stock <b>STMT 10</b>	220625335.	226334842.	220548229.
	c Investments - corporate bonds <b>STMT 11</b>	57140681.	56666051.	54693741.
	11 Investments - land, buildings, and equipment basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other <b>STMT 12</b>	191267794.	185845310.	179687903.	
14 Land, buildings, and equipment: basis ▶ <b>1018942.</b>				
Less: accumulated depreciation <b>STMT 13</b> ▶ <b>985531.</b>	33411.	33411.	33411.	
15 Other assets (describe ▶ <b>STATEMENT 14</b> )	3241881.	570332.	0.	
16 <b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I)	599687197.	600025067.	585701852.	
<b>Liabilities</b>	17 Accounts payable and accrued expenses	19678.	28396.	
	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)	19678.	28396.	
<b>Net Assets or Fund Balances</b>	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			
	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	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	462167804.	462496956.	
30 <b>Total net assets or fund balances</b>	599667519.	599996671.		
31 <b>Total liabilities and net assets/fund balances</b>	599687197.	600025067.		

**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	599667519.
2 Enter amount from Part I, line 27a	2	329152.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	599996671.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	599996671.

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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 (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>P</b>		
<b>b PARTNERSHIP K-1S</b>	<b>P</b>		
<b>c UNREALIZED GAIN</b>	<b>D</b>	<b>10/12/17</b>	<b>12/31/18</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 447090533.</b>		<b>428176913.</b>	<b>18913620.</b>
<b>b -137354.</b>			<b>-137354.</b>
<b>c</b>			<b>0.</b>
<b>d 602153.</b>			<b>602153.</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) FMV 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>18913620.</b>
<b>b</b>			<b>-137354.</b>
<b>c</b>			<b>0.</b>
<b>d</b>			<b>602153.</b>
<b>e</b>			

<b>2</b> 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	<b>2</b>	<b>19378419.</b>
<b>3</b> 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		<b>3</b>	<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 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))
2017	32220150.	553820748.	.058178
2016	26316771.	500187672.	.052614
2015	26918489.	540559594.	.049797
2014	27085292.	552169362.	.049053
2013	25582039.	534786991.	.047836

<b>2</b> Total of line 1, column (d)	<b>2</b>	<b>.257478</b>
<b>3</b> 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	<b>3</b>	<b>.051496</b>
<b>4</b> Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	<b>4</b>	<b>632046977.</b>
<b>5</b> Multiply line 4 by line 3	<b>5</b>	<b>32547891.</b>
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	<b>323142.</b>
<b>7</b> Add lines 5 and 6	<b>7</b>	<b>32871033.</b>
<b>8</b> Enter qualifying distributions from Part XII, line 4	<b>8</b>	<b>35532497.</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.

**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 ☐ and enter "N/A" on line 1.  
Date of ruling or determination letter: \_\_\_\_\_ (attach copy of letter if necessary-see instructions)

b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ 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

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)

5 **Tax based on investment income** Subtract line 4 from line 3. If zero or less, enter -0-

6 Credits/Payments:

a 2018 estimated tax payments and 2017 overpayment credited to 2018

b Exempt foreign organizations - tax withheld at source

c Tax paid with application for extension of time to file (Form 8868)

d Backup withholding erroneously withheld

7 Total credits and payments Add lines 6a through 6d

8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached

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 2019 estimated tax** **Refunded**

1	323142.
2	0.
3	323142.
4	0.
5	323142.
6a	468909.
6b	0.
6c	0.
6d	0.
7	468909.
8	0.
9	
10	145767.
11	0.

**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. \$ 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? 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. <u>MA</u>		
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 2018 or the tax year beginning in 2018? 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

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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		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 ► <u>N/A</u>	X	
14 The books are in care of ► <u>THE FLATLEY FOUNDATION</u> Telephone no. ► <u>781-849-5100</u> Located at ► <u>THE FLATLEY COMPANY, BRAINTREE, MA, BRAINTREE, MA</u> ZIP+4 ► <u>02184-8754</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		
16 At any time during calendar year 2018, 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 ►		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 2018?		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 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? <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 2018 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 2018.) N/A		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2018?		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

N/A

5b

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.

6b

X

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

7b

8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?

☐ Yes ☒ No**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,	CHIEF MEDICAL	OFFICER		
CHARLESTOWN, MA 02129	40.00	370224.	468.	0.
RICHARD FITZPATRICK - 529 MAIN	CEO/CSO			
STREET, CHARLESTOWN, MA 02129	40.00	281410.	18079.	0.
JOHN FERKANY - 529 MAIN STREET,	SVP OF DEVELOPMENT			
CHARLESTOWN, MA 02129	40.00	191668.	13212.	0.
MARY HOFFEE - 529 MAIN STREET,	SR. DIR OF PROGRAM & PORT MGT			
CHARLESTOWN, MA 02129	40.00	190539.	468.	0.
TIMOTHY O'TOOLE - 529 MAIN STREET,	DIR CLINICAL OPERATIONS			
CHARLESTOWN, MA 02129	40.00	177489.	468.	0.
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
CLOUGH CAPITAL PARTNERS, L.P. 260 FRANKLIN ST., BOSTON, MA 02110	INVESTMENT MGMT SVC	2678277.
SYNTERACTHCR, INC 5909 SEA OTTER PL., CARLSBAD, CA 92010	CONTRACT RESEARCH	2505693.
OLON RICERCA BIOSCIENCES PO BOX 70280, PHILADELPHIA, PA 19176	CONTRACT RESEARCH	2384974.
QUOTIENT CLINICAL LIMITED - MERE WAY, RUDDINGTON, NOTTINGHAM, UNITED KINGDOM,	CONTRACT RESEARCH	1672800.
UNIV OF NC AT CHAPEL HILL PO BOX 402420, ATLANTA, GA 30384-2420	CONTRACT RESEARCH	1354577.

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 15	21573425.
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.

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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	569166268.
b	Average of monthly cash balances	1b	72039758.
c	Fair market value of all other assets	1c	466032.
d	<b>Total</b> (add lines 1a, b, and c)	1d	641672058.
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	641672058.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	9625081.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	632046977.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	31602349.

**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	31602349.
2a	Tax on investment income for 2018 from Part VI, line 5	2a	323142.
b	Income tax for 2018. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	323142.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	31279207.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	31279207.
6	Deduction from distributable amount (see instructions)	6	0.
7	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	31279207.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	35532497.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4	4	35532497.
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	5	323142.
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	35209355.

**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 (2018)



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

	(a) Corpus	(b) Years prior to 2017	(c) 2017	(d) 2018
<b>1</b> Distributable amount for 2018 from Part XI, line 7				31279207.
<b>2</b> Undistributed income, if any, as of the end of 2018				
<b>a</b> Enter amount for 2017 only			9126288.	
<b>b</b> Total for prior years:		0.		
<b>3</b> Excess distributions carryover, if any, to 2018:				
<b>a</b> From 2013				
<b>b</b> From 2014				
<b>c</b> From 2015				
<b>d</b> From 2016				
<b>e</b> From 2017				
<b>f</b> Total of lines 3a through e	0.			
<b>4</b> Qualifying distributions for 2018 from Part XII, line 4: ▶ \$ 35532497.				
<b>a</b> Applied to 2017, but not more than line 2a			9126288.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2018 distributable amount				26406209.
<b>e</b> Remaining amount distributed out of corpus	0.			
<b>5</b> Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
<b>6</b> Enter the net total of each column as indicated below.				
<b>a</b> Corpus: Add lines 3f, 4c, and 4e. Subtract line 5	0.			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		0.		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2017. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
<b>f</b> Undistributed income for 2018. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2019				4872998.
<b>7</b> 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.			
<b>8</b> Excess distributions carryover from 2013 not applied on line 5 or line 7	0.			
<b>9</b> Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	0.			
<b>10</b> Analysis of line 9.				
<b>a</b> Excess from 2014				
<b>b</b> Excess from 2015				
<b>c</b> Excess from 2016				
<b>d</b> Excess from 2017				
<b>e</b> Excess from 2018				

**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 2018, 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</b> Paid during the year				
SEE STATEMENT 16				13627274.
<b>Total</b>			▶ 3a	13627274.
<b>b</b> Approved for future payment				
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

**2018**

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 (entering "N/A" in column (b) instead of the contributor name and address), 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).

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 TRUST</u> <u>45 BRAINTREE HILL OFFICE PARK</u> <u>BRAINTREE, MA 02184</u>	\$ <u>6532814.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization

Employer identification number

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

(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	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
PUBLICLY TRADED SECURITIES				PURCHASED		
	447090533.	428212815.	0.	0.	18877718.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
PARTNERSHIP K-1S				PURCHASED		
	-137354.	0.	0.	0.	-137354.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
UNREALIZED GAIN				DONATED		
	0.	2880148.	0.	0.	-2880148.	

CAPITAL GAINS DIVIDENDS FROM PART IV 602153.

TOTAL TO FORM 990-PF, PART I, LINE 6A 16462369.

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	-61687.	0.	-61687.	-61687.		
DIVIDENDS	9253108.	602153.	8650955.	8650955.		
INTEREST	1972364.	0.	1972364.	1966712.		
INTEREST US TREAS OBLIG	652685.	0.	652685.	652685.		
PARTNERSHIP K-1	2779103.	0.	2779103.	2779103.		
TO PART I, LINE 4	14595573.	602153.	13993420.	13987768.		

FORM 990-PF		OTHER INCOME		STATEMENT	3
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME		
PARTNERSHIP K-1	-51622.	-51622.			
CURRENCY REALIZED LOSS	-139948.	-287057.			
SETTLEMENTS	146277.	146277.			
CLOUGH FUND SUBPART F	3984657.	3984657.			
TOTAL TO FORM 990-PF, PART I, LINE 11	3939364.	3792255.			

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	141711.	0.		141711.	
M. ROSEN	31987.	0.		31987.	
TO FM 990-PF, PG 1, LN 16A	173698.	0.		173698.	

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	197052.	0.		197052.
TO FORM 990-PF, PG 1, LN 16B	197052.	0.		197052.

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	2678277.	2606796.		0.
FMC MANAGEMENT FEE	824875.	824875.		0.
FIDELITY (FIAM)	629260.	629260.		0.
TO FORM 990-PF, PG 1, LN 16C	4132412.	4060931.		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	427000.	0.		0.
FOREIGN TAXES PAID	274247.	274247.		0.
TO FORM 990-PF, PG 1, LN 18	701247.	274247.		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
OFFICE SUPPLIES	22529.	0.		22529.
IT & COMPUTER MAINTENANCE	316411.	0.		316411.
LAB SUPPLIES	2235237.	0.		2235237.
INVESTMENT EXPENSE	185865.	185865.		0.
REPAIRS & MAINTENANCE	4130.	0.		4130.
HUMAN RESOURCES/RECRUITING	77358.	0.		77358.
INSURANCE	81269.	0.		81269.
OUTSIDE SERVICES	18.	0.		18.
CHEMICAL LIBRARIES	7925.	0.		7925.
CONTRACT RESEARCH	14880834.	0.		14880834.
UTILITIES	55864.	0.		55864.
DUES AND SUBSCRIPTIONS	4996.	0.		4996.
SMALL EQUIPMENT	25891.	0.		25891.
SAFETY	2654.	0.		2654.
LICENSES	18807.	0.		18807.
VOLUNTEER	487.	0.		487.
QUALITY ASSURANCE	34310.	0.		34310.
RESEARCH MARKET DATA	42394.	42394.		0.
MISCELLANEOUS	12933.	0.		8533.
PROFESSIONAL FEES	19958.	0.		19958.
REGULATORY	49976.	0.		49976.
TO FORM 990-PF, PG 1, LN 23	18079846.	228259.		17847187.

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		49454659.	49618106.	
TOTAL U.S. GOVERNMENT OBLIGATIONS			49454659.	49618106.	
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS					
TOTAL TO FORM 990-PF, PART II, LINE 10A			49454659.	49618106.	

**THE FLATLEY FOUNDATION**

**EIN: 04-2763837**

**Government Obligations**

**12/31/18**

Security Name/Description	SHARES	Cost Basis	Market Value
GOVT NATL MTG ASSN SER 2013-125 CL A 1.18% 12/16/2037	687,866	684,857	665,284
GOVT NATL MTG ASSN SER 2017-049 CL AC 2 6% 09/16/2058	977,201	979,034	905,352

<b>Total Government</b>		<b>1,663,890</b>	<b>1,570,636</b>
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UNITED STATES TREAS BDS 3.125% 05/15/2048	1,500,000	1,510,547	1,528,470
UNITED STATES TREAS BDS 3.375% 11/15/2048	5,500,000	5,886,722	5,881,590
UNITED STATES TREAS BDS 3.625% 08/15/2043	6,000,000	6,548,904	6,641,460
UNITED STATES TREAS BILLS ZERO CPN 0 00% 12/05/2019	1,000,000	976,515	976,330
UNITED STATES TREAS NOTES 2.25% 02/29/2020	6,000,000	5,958,750	5,975,880
UNITED STATES TREAS NTS NOTE 2.75% 09/30/2020	6,000,000	5,993,670	6,022,500
UNITED STATES TREAS NTS NOTE 2.875% 10/15/2021	6,000,000	5,993,436	6,063,300
UNITED STATES TREAS NTS 2.125% 01/31/2021	6,000,000	5,941,720	5,953,860
UNITED STATES TREAS NTS NOTE 3.5% 05/15/2020	3,000,000	3,036,210	3,037,380
UNITED STATES TREAS NTS 2 25% 07/31/2021	6,000,000	5,944,296	5,966,700

<b>Total Treasuries</b>		<b>47,790,769</b>	<b>48,047,470</b>
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<b>Total Government Obligations</b>		<b>49,454,659</b>	<b>49,618,106</b>
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FORM 990-PF	CORPORATE STOCK	STATEMENT 10
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE STATEMENT 10A	226334842.	220548229.
TOTAL TO FORM 990-PF, PART II, LINE 10B	226334842.	220548229.

FORM 990-PF	CORPORATE BONDS	STATEMENT 11
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE STATEMENT 11A	56666051.	54693741.
TOTAL TO FORM 990-PF, PART II, LINE 10C	56666051.	54693741.

FORM 990-PF		OTHER INVESTMENTS		STATEMENT	12
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE		
SEE STATEMENT 12A	COST	185845310.	179687903.		
TOTAL TO FORM 990-PF, PART II, LINE 13		185845310.	179687903.		

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**  
**EIN: 04-2763837**  
**CORPORATE STOCK**  
**12/31/18**

Security Name/Description	SHARES	Cost Basis	Market Value
ABERDEEN INCOME CR STRATEGIES COM	17,200	200,789	180,256
ABERDEEN TOTAL DYNAMIC DIVD FD COM SH	88,600	702,688	638,806
ADVENT CLAYMORE CV SECS & INC COM	16,926	230,573	212,252
AMAZON.COM INC	3,030	4,809,718	4,550,969
ANNALY CAP MGMT INC PFD SER G	50,535	1,244,882	1,173,928
APOLLO SENIOR FLOATING RATE FD INC COM	20,000	298,026	287,800
ARES CAPITAL CORP COM STK USD0.001	272,700	4,360,094	4,248,666
ARES MGMT L P PFD UNIT SER A 7.000000%	25,851	646,277	672,643
ASHTAD GROUP ORD GBPO.10 ISIN	22,116	620,678	461,093
ASML HOLDING N V N Y REGISTRY SHS	5,300	942,381	824,786
Bank of America	201,291	5,419,549	4,959,810
BAOZUN INC ADR EACH REPR 3 ORD CL A SP	18,800	699,950	549,148
BLACKSTONE GSO STRATEGIC CR FD COM SHS	12,800	186,003	172,416
BLACKSTONE MORTGAGE TRU-CL A	136,800	4,169,407	4,358,448
BROADCOM INC COM	5,060	1,222,846	1,286,657
BROOKFIELD REAL ASSETS INCOME SHS BEN IN	14,800	297,078	282,236
CALAMOS GLOBAL DYNAMIC INCOME FD	81,893	614,396	536,399
CARVANA CO CL A	118,900	2,982,983	3,889,219
CISCO SYS INC COM	58,100	2,736,501	2,517,473
Citigroup	89,251	5,992,177	4,646,407
COMMUNITY HEALTHCARE TR INC COM	76,600	1,359,650	2,208,378
CORNERSTONE STRATEGIC VALUE FD COM	85,800	1,057,649	959,244
CORNERSTONE TOTAL RTRN FD INC COM	88,800	1,067,696	986,568
CREDIT ACCEP CORP MICH COM	3,790	1,494,382	1,446,870
D R Horton	35,882	1,548,154	1,243,670
DBX ETF TR XTRACK HRVST CSI	45,100	1,361,695	989,043
DOUBLELINE INCOME SOLUTIONS FD COM US	33,300	605,714	577,089
DUFF & PHELPS GLOBAL UTIL INCOME FD CO	29,600	402,491	350,760
FIRST REPUBLIC BANK SAN FRANCISCO 5 5%	15,000	378,000	339,750
FIRST TR INTER DUR PFD & IN FD COM	4,900	98,350	97,020
GABELLI CONV & INCOME SECS FD INC COM US	55,400	268,026	243,206
GALAXY ENTERTAINMENT GROUP LIMITED NP	196,000	1,325,268	1,246,694
GCI LIBERTY INC COM CLASS A	130,049	6,165,475	5,352,817
GDS HOLDINGS LTD SPON ADS EACH REP 8	43,000	1,318,412	992,870
GLOBAL MED REIT INC CUM PFD A 7 500000%	11,400	285,000	279,072
GOLUB CAP BDC INC COM	124,400	2,282,152	2,051,356
GUIDEWIRE SOFTWARE INC COM USD0.0001	13,500	1,432,665	1,083,105

Security Name/Description	SHARES	Cost Basis	Market Value
HDFC BANK LTD ADS EACH REPR 3 INR10	26,700	2,593,689	2,765,853
HUAZHU GROUP LTD SPONSORED ADR 1 ORD	39,700	1,322,470	1,136,611
ISHARES TRUST MSCI INDIA INDEX FD	280,100	9,195,721	9,338,534
JAPAN TOBACCO INC NPV	54,200	1,864,248	1,268,280
JPMORGAN CHASE & CO	20,100	2,012,174	1,962,162
KKR INCOME OPPORTUNITIES FD COM	31,900	517,395	454,575
LENNAR CORP CL A	69,000	3,442,315	2,701,350
LIBERTY ALL-STAR GROWTH FD INC COM	275,400	1,342,488	1,209,006
LUMENTUM HLDGS INC COM	30,800	1,249,620	1,293,908
MFS CHARTER INCOME TRUST SH BEN INT	26,900	197,842	197,177
MICROSOFT CORP	44,250	4,349,388	4,494,473
MIMECAST LIMITED COM USD0.012	46,000	1,666,632	1,546,980
MORGAN STANLEY CHINA A SHARE FUND INC	59,800	1,978,267	1,091,948
NETFLIX COM INC COM	5,567	1,667,512	1,490,063
NINTENDO CO LTD NPV	6,170	1,738,437	1,633,816
NOAH HOLDINGS LIMITED ADR EA REPR 0.5	26,600	1,330,208	1,152,312
NUVEEN PFD & INCM SECURTIES FD COM	12,000	98,728	99,360
PENNYMAC MTG INVT TR CUM RED PFD B 8%	10,000	250,000	234,377
PING AN INSURANCE(GROUP)CO O ISIN	276,000	2,534,647	2,437,674
PLURALSIGHT INC COM CL A	20,800	479,491	489,840
RINGCENTRAL INC-CLASS A	20,300	1,654,979	1,673,532
ROYCE VALUE TR INC COM	58,200	817,299	686,760
SALESFORCE COM INC	27,280	4,074,148	3,736,541
SBA COMMUNICATIONS CORP NEW CL A	11,400	1,899,081	1,845,546
SERVICE CORP INTL	30,400	1,345,407	1,223,904
SERVICENOW INC COM USD0 001	6,920	1,221,426	1,232,106
SOLAR CAP LTD COM	117,400	2,498,151	2,252,906
STARWOOD PPTY TR INC COM	210,200	4,631,467	4,143,042
T MOBILE US INC COM	77,500	5,356,119	4,929,775
TPG SPECIALTY LENDING INC COM USD0 01	135,300	2,503,870	2,447,577
TRANSDIGM GROUP INC COM	6,975	2,284,716	2,371,919
TWO HBRS INVT CORP CUM PFD SER C 7.25%	50,000	1,250,000	1,198,500
Viasat	28,897	2,025,070	1,703,478
VIRTUS GLOBAL DIVID INCOME FD COM	20,300	202,996	181,279
VISA INC COM CL A	42,750	5,861,752	5,640,435
VOYA GLBL EQTY DIV & PREM OPP COM	61,800	407,883	362,148
WELLS FARGO MULTI SECTOR INCOM COM	17,737	215,404	196,703
WISDOMTREE TR INDIA EARNINGS FD	143,900	3,741,732	3,568,720
WNS HOLDINGS LTD SPON ADR	37,900	1,816,044	1,563,754
XILINX INC	17,400	1,491,808	1,481,958
YELP INC	39,600	1,601,955	1,385,604
Ishares Edge MSCI Min Vol Emerging Mkts	60,758	3,186,681	3,394,549

Security Name/Description	SHARES	Cost Basis	Market Value
Ishares Core S&P Total US Stock Mkt	196,271	10,326,758	11,140,342
Ishares Trust Core MSCI EAFE ETF	309,324	17,877,159	17,012,820
SPDR Index Fds S&P Global Nat Res ETF	76,530	3,172,635	3,156,097
ASML Hldgs	15,486	3,305,025	2,409,931
Alphabet Inc Cap Stk Cl C	5,123	5,174,101	5,305,430
Amazon	6,585	4,477,476	9,890,472
Constellation Brands Inc cl A	7,215	1,499,532	1,160,316
Diageo ADR	35,035	4,759,658	4,967,963
Dunkin Brands Group	20,944	1,500,183	1,342,929
Facebook Inc	17,100	3,054,274	2,241,639
Idexx Labs Corp	6,020	1,499,577	1,119,840
Scotts Miracle-Gro Co	19,811	1,468,616	1,217,584
Sherwin Williams	9,277	3,806,543	3,650,128
Vail Resorts Inc	15,368	3,534,407	3,239,882
Verisk Analytics Inc	31,881	3,244,740	3,476,304
VISA Inc	30,240	3,824,075	3,989,866
American Tower Corp	25,986	3,063,046	4,110,725
Total Corporate Stocks		226,334,842	220,548,229

**THE FLATLEY FOUNDATION**

**EIN: 04-2763837**

**CORPORATE BONDS**

**12/31/18**

Security Name/Description	SHARES	Cost Basis	Market Value
APPLE INC NOTE CALL MAKE WHOLE 2.85% 05/06/2021	1,000,000	1,048,260	1,001,220
ARES CAP CORP NOTE CALL MAKE WHOLE 3 5% 02/10/2023	1,000,000	953,610	950,480
ARES CAP CORP NOTE CALL MAKE WHOLE 3 625% 01/19/2022	1,000,000	979,240	970,840
AT&T Inc Note 144A 4 1% 2/15/28	1,014,000	1,001,680	975,042
BANK AMER CORP BOND PERPETUAL 5.125%	2,000,000	2,036,600	1,955,000
BANK AMER CORP BOND PERPETUAL 5.875%	1,000,000	1,002,500	910,000
BANK OF MONTREAL MTN 1.50000% 07/18/2019	1,000,000	989,690	992,490
BB&T BRH BKG &TR CO GLOBAL BK MTN 1.45% 05/10/2019	1,000,000	1,003,530	994,200
BB&T CO GLOBAL BK MTN NOTE 2 25% 06/01/2020	500,000	497,630	493,785
BERKSHIRE HATHAWAY INC DEL 2 1% 08/14/2019 SR NT	1,000,000	1,007,750	995,170
BMW US CAP LLC NOTE 144A 1 85% 09/15/2021	1,000,000	974,120	958,620
BMW US CAPITAL LLC BOND REG S 1.85% 09/15/2021	500,000	488,325	479,310
CITIGROUP INC BOND PERPETUAL 5.8%	1,500,000	1,550,625	1,458,810
CITIGROUP INC BOND 05 95000 12/31/2049	1,000,000	990,000	965,000
CITIZENS BANK N A MTN 2.55% 05/13/2021	1,000,000	1,018,730	978,080
COMCAST CORP NEW NOTE 3.03825% 04/15/2024	1,000,000	995,920	977,060
DOMINION ENERGY INC NOTE 2.579% 07/01/2020	1,000,000	987,500	984,350
FIFTH THIRD BANCORP BOND PERPETUAL 4.9%	1,000,000	1,013,750	960,000
FIFTH THIRD BANCORP BOND PERPETUAL 5 1%	1,250,000	1,143,750	1,085,938
FIRST REP BK SAN FRANCISCO CAL MTN 2 375% 06/17/2019	2,000,000	2,009,040	1,991,400
GENERAL DYNAMICS CORP NOTE 3 0% 05/11/2021	2,000,000	1,986,160	2,001,620
GOLDMAN SACHS GROUP INC NOTE 2.0% 04/25/2019	1,000,000	1,007,240	996,510
GOLDMAN SACHS GROUP INC NOTE 2.35% 11/15/2021	1,000,000	977,270	964,210
HEALTH CARE REIT INC NOTE 4.125% 04/01/2019	1,500,000	1,555,380	1,500,420
HERCULES CAPITAL INC NOTE 4.625% 10/23/2022	1,000,000	994,490	975,850
HUNTINGTON INGALLS INDS INC NOTE 144A 5.0% 11/15/2025	1,500,000	1,553,250	1,523,925
JACKSON NATL LIFE GBL FDG 144A MTN 2.5% 06/27/2022	1,200,000	1,164,624	1,160,148
JPMORGAN CHASE &CO BOND PERPETUAL 5.3%	2,000,000	2,062,500	1,975,000
JPMORGAN CHASE &CO BOND PERPETUAL 7.9%	1,792,000	2,525,625	1,767,360
LOCKHEED MARTIN CORP NOTE 2 5% 11/23/2020	1,000,000	989,610	988,350
MAIN STREET CAPITAL CORP NOTE 4 5% 12/01/2019	1,040,000	1,060,176	1,041,279
MICROSOFT CORP NOTE CALL MAKE WHOLE 1.1% 08/08/2019	2,000,000	1,985,950	1,980,100
MORGAN STANLEY BOND PERPETUAL 5 45%	2,500,000	2,553,125	2,431,550
NEW YORK LIFE GBL FDG MTN 144A NOTE 2.5914% 06/10/2022	2,000,000	2,011,840	1,972,720
PNC FUNDING CORP NOTE 4.375% 08/11/2020	1,000,000	1,031,050	1,018,370
PSEG PWR LLC NOTE CALL MAKE WHOLE 3 0% 06/15/2021	1,000,000	1,011,300	983,510
ROYAL BANK OF CANADA BOND 2 3% 03/22/2022	1,000,000	1,019,500	986,220
ROYAL BANK OF CANADA NOTE 1.875% 02/05/2020	1,000,000	998,400	989,578
SEMPRA ENERGY NOTE 1.62500% 10/07/2019	670,000	662,221	660,741
SUNTRUST BKS INC BOND PERPETUAL 5.05%	3,000,000	2,705,625	2,632,500
SUNTRUST BKS INC DEP SHS FX/FL F 5.625% 12/31/2049	600,000	599,750	594,000

Security Name/Description	SHARES	Cost Basis	Market Value
TPG SPECIALTY LENDING INC NOTE 4.5% 01/22/2023	2,000,000	2,000,660	2,000,420
WELLS FARGO CO NEW BOND PERPETUAL 7.98%	1,000,000	1,014,500	993,750
WISCONSIN ENERGY CORP 2.45% 06/15/2020 SR GLBL NT	500,000	504,155	494,105
XCEL ENERGY INC NOTE CALL MAKE WHOLE 2.4% 03/15/2021	1,000,000	999,400	984,710
Total Corporate Bonds		56,666,051	54,693,741



**THE FLATLEY FOUNDATION**

**EIN: 04-2763837**

**OTHER ASSETS**

**12/31/18**

Security Name/Description	SHARES	Cost Basis	Market Value
Fidelity 500 Index Instl CI	130,722	11,658,333	11,385,910
Fidelity Advisor Global Comm Stk	575,731	6,000,687	6,442,434
Fidelity Advisor Real Estate Income	1,116,094	13,306,701	12,477,935
Credit Suisse Commodity Return Strtgy	833,471	4,151,642	3,658,937
Fid Spartan Inflat Prot Bond	892,861	8,747,701	8,473,249
Fidelity Select Gold	14,220	276,715	256,952
Fidelity Select Energy	5,987	280,624	198,178
Vanguard 500 Index Fd Investor Sh	6,250	1,521,503	1,446,537
Invesco QQQ Tr	55,800	10,101,671	8,607,708
Ishares Russell 2000 ETF	59,900	10,038,905	8,020,610
Ishares Tr Core MSCI EAFE ETF	15,240	999,496	838,200
Vanguard Total Stk Index	7,220	999,361	921,489
Geode Offshore Div Fnd		23,970,951	24,852,913
FIAM Select Int'l Small Cap Equity Fund LLC		9,242,714	9,087,839
FIAM Select Emerg Markets Equity Fund LP		10,574,223	11,370,810
FIAM Global Low Volatility Equity Fund		23,525,166	23,550,379
FIAM Emerging Market Debt Fund LLC		8,273,248	7,549,544
FIAM Leveraged Loan LP		12,399,597	11,829,727
Lonestar		791,417	89,475
Clough Healthcare Fund		28,984,657	28,629,078
<b>Total Other Assets</b>		<b>185,845,310</b>	<b>179,687,903</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	361733.	570332.	0.
UNREALIZED APPRECIATION ON DONATED SECURITIES	2880148.	0.	0.
TO FORM 990-PF, PART II, LINE 15	3241881.	570332.	0.

FORM 990-PF	SUMMARY OF DIRECT CHARITABLE ACTIVITIES	STATEMENT 15
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## 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

21573425.

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

Organization	Relationship of Donee/ Organizational Status of Donee	Purpose	Category	2018 Amount
Aceing Autism Inc Los Angeles, CA	None/Public Charity	Unrestricted	Health Services	1,000,000
ALS Association Norwood, MA	None/Public Charity	Unrestricted	Public Benefit	5,000
American Ireland Fund Boston, MA	None/Public Charity	Unrestricted	Public Benefit	23,100
Americares Inc Stamford, CT	None/Public Charity	El Salvador Clinic	Human Services	1,750,000
Archdiocese of Boston Braintree, MA	None/Public Charity	Regina Cleri Retirement Fund	Social Services	500,000
Archdiocese of Boston Braintree, MA	None/Public Charity	Unrestricted	Social Services	1,163,334
Ave Maria University Ave Maria, FL	None/Public Charity	Scholarship Support	Education	150,000
Beth Israel Deaconess Medical Center Boston, MA	None/Public Charity	Chaplain Position	Social Services	52,500
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	35,000
Boston Higashi School, Inc Randolph, MA	None/Public Charity	Unrestricted	Social Services	60,000
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	35,000
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	Public Benefit	100,000
Camp Fatima Gilmanton Iron Works, NH	None/Public Charity	Unrestricted	Social Services	10,000

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Organization	Relationship of Donee/ Organizational Status of Donee	Purpose	Category	2018 Amount
Cape Cod Healthcare Foundation Hyannis, MA	None/Public Charity	Nursing Program	Health Services	30,000
Cape Cod Military Support Foundation Inc Falmouth, MA	None/Public Charity	Unrestricted	Public Benefit	10,000
Cardinal Cushing Centers Hanover, MA	None/Public Charity	Unrestricted	Social Services	10,000
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
Care, USA Cambridge, MA	None/Public Charity	Her Harvest Our Future Program	Human Services	400,000
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 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	100,000
Cops for Kids with Cancer Inc Braintree, MA	None/Public Charity	Unrestricted	Public Benefit	10,000
Cristo Rey Boston High School Boston, MA	None/Public Charity	Scholarship Support	Education	50,000
Cystic Fibrosis Lifestyle Foundation Miami Beach, FL	None/Public Charity	Unrestricted	Health Services	50,000
Dove Inc Quincy, MA	None/Public Charity	Unrestricted	Social Services	5,000

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

Organization	Relationship of Donee/ Organizational Status of Donee	Purpose	Category	2018 Amount
Elizabeth Schickel Foundaton Natick, MA	None/Public Charity	Scholarships	Education	5,000
Elon University Elon, NC	None/Public Charity	Catholic Campus Ministry	Social Services	75,000
Emmaus Inc Haverhill, MA	None/Public Charity	Unrestricted	Social Services	5,000
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
Friends of the Unborn Inc Quincy, MA	None/Public Charity	Unrestricted	Social Services	50,000
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	125,000
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	100,000
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
JDRF International Wellesley Hills, MA	None/Public Charity	Unrestricted	Public Benefit	1,000
Jett Foundation Inc Kingston, MA	None/Public Charity	Unrestricted	Health Services	300,000
Lasell College Newton, MA	None/Public Charity	Scholarship Support	Education	200,000

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

Organization	Relationship of Donee/ Organizational Status of Donee	Purpose	Category	2018 Amount
Little Sisters of the Poor Somerville, MA 02143	None/Public Charity	Roof Repairs	Social Services	65,000
Lowell Catholic Lowell, MA	None/Public Charity	Scholarship Support	Education	50,000
Malden Catholic High School Malden, MA	None/Public Charity	Scholarship Support	Education	50,000
Maria Droste Counseling Services Quincy, MA	None/Public Charity	Unrestricted	Social Services	20,000
Marian High School Framingham, MA	None/Public Charity	Scholarship Support	Education	50,000
Massachusetts General Hospital Boston, MA	None/Public Charity	Cystic Fibrosis Research	Public Benefit	30,000
Massachusetts Society for the Prevention of Cruelty to Animals Boston, MA	None/Public Charity	Unrestricted	Public Benefit	15,000
Matignon High School Cambridge, MA	None/Public Charity	Scholarship Support	Education	50,000
Merrimack College North Andover, MA	None/Public Charity	"City of God" Program	Social Services	40,000
Mission of Deeds Reading, MA	None/Public Charity	None/Public Charity	Social Services	10,000
Montrose Foundation, Inc Medfield, MA	None/Public Charity	Scholarship Support	Education	100,000
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 Preparatory School Jamaica Plain, MA 02130	None/Public Charity	Scholarships	Education	75,000
Nativity School of Worcester Worcester, MA	None/Public Charity	Scholarships	Education	35,000
Newton Country Day School of the Sacred Heart Newton, MA	None/Public Charity	Scholarships	Education	50,000
Northeast Catholic College Warner, NH	None/Public Charity	Unrestricted	Education	100,000

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Organization	Relationship of Donee/ Organizational Status of Donee	Purpose	Category	2018 Amount
NPH USA Chicago, IL	None/Public Charity	Unrestricted	Human Services	750,000
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
Oblates of the Virgin Mary Boston, MA	None/Public Charity	Scholarships	Education	25,000
Pan Massachusetts Challenge Needham, MA	None/Public Charity	Unrestricted	Public Benefit	274,000
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 Outreach International Inc Mattapan, MA	None/Public Charity	Unrestricted	Social Services	50,000
Regis College Weston, MA	None/Public Charity	Scholarship Support	Education	100,000
Road to Responsibility Marshfield, MA	None/Public Charity	Unrestricted	Human Services	10,000
Rodman Ride for Kids Foxboro, MA	None/Public Charity	Unrestricted	Public Benefit	15,000
Rosie's Place Boston, MA	None/Public Charity	Unrestricted	Human Services	35,000
Sacred Heart School Kingston, MA	None/Public Charity	Scholarship Support	Education	50,000
Sailfish Point Foundation, Inc Stuart, FL	None/Public Charity	Scholarship Support	Education	1,000
Saint Agatha Church Milton, MA	None/Public Charity	Religious Education	Education	55,000
Saint Anselm College Manchester, NH	None/Public Charity	Scholarship Support	Education	50,000
Saint Benedict Elementary Natick, MA	None/Public Charity	Scholarship Support	Education	75,000
Saint Boniface Haiti Foundation Newton Upper Falls, MA	None/Public Charity	Unrestricted	Human Services	100,000

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

Organization	Relationship of Donee/ Organizational Status of Donee	Purpose	Category	2018 Amount
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 John Paul II Catholic Academy Dorchester, MA	None/Public Charity	Scholarship Support	Education	50,000
Saint Mary's Jr-Sr High School Lynn, MA	None/Public Charity	Scholarship Support	Education	50,000
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	207,000
Saint Rock Haiti Foundation Milton, MA	None/Public Charity	Scholarship Support	Education	40,000
Saint Sebastian's School Needham, MA	None/Public Charity	Scholarship Support	Education	100,000
Salvation Army Canton, MA	None/Public Charity	Unrestricted	Social Services	210,000
Sisters of Saint Joseph Brighton, MA	None/Public Charity	Unrestricted	Social Services	100,000
Ski for Light Inc Minneapolis, MN	None/Public Charity	Unrestricted	Social Services	5,000
Society of Saint Vincent de Paul Stoughton, MA	None/Public Charity	Unrestricted	Social Services	225,000
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	30,000
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
Teen Challenge New England, Inc Brockton, MA	None/Public Charity	Unrestricted	Social Services	205,000
Teen Challenge New England, Inc Brockton, MA	None/Public Charity	Short Term Program Building	Social Services	300,000
Teen Challenge of Puerto Rico, Inc Bayamon, PR	None/Public Charity	Unrestricted	Human Services	100,000



The Flatley Foundation  
Form 990-PF / EIN 04-2763837  
2018

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

Organization	Relationship of Donee/ Organizational Status of Donee	Purpose	Category	2018 Amount
Thayer Academy Braintree, MA	None/Public Charity	Camp Thayer	Education	5,000
Trivium School Lancaster, MA	None/Public Charity	Scholarship Support	Education	50,000
Tufts Medical Center Physicians Boston, MA	None/Public Charity	Unrestricted	Health Services	10,000
Ursuline Academy Dedham, MA	None/Public Charity	Scholarship Support	Education	37,840
Wentworth Institute of Technology Boston, MA	None/Public Charity	Scholarship Support	Education	50,000
<b>TOTAL</b>				<b>\$ 13,627,274</b>