

Form 990-PF

Department of the Treasury
Internal Revenue Service

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 for instructions and the latest information.

2018

Open to Public
Inspection

For calendar year 2018, or tax year beginning 01-01-2018, and ending 12-31-2018

Name of foundation THE G HAROLD & LEILA Y MATHERS CHARITABLE FOUNDATION		A Employer identification number 23-7441901	
Number and street (or P O box number if mail is not delivered to street address) 800 WESTCHESTER AVE STE N-503		B Telephone number (see instructions) (914) 242-0465	
City or town, state or province, country, and ZIP or foreign postal code RYE BROOK, NY 105731373		C If exemption application is pending, check here ► <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <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		E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ <u>252,939,765</u>	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (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) (see instructions))		(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 (attach schedule)				
2	Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments		75,763	75,763	
4	Dividends and interest from securities		6,346,598	6,346,598	
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10		2,986,490		
b	Gross sales price for all assets on line 6a	6,047,605			
7	Capital gain net income (from Part IV, line 2)			2,986,490	
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) (attach schedule)				
11	Other income (attach schedule)		5,624,686	5,624,686	
12	Total. Add lines 1 through 11	15,033,537	15,033,537		
13	Compensation of officers, directors, trustees, etc		133,000		133,000
14	Other employee salaries and wages		617,000		617,000
15	Pension plans, employee benefits		69,218		69,218
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)		45,750	37,500	8,250
c	Other professional fees (attach schedule)		617,280	607,107	10,173
17	Interest				
18	Taxes (attach schedule) (see instructions)		784,179	654,841	
19	Depreciation (attach schedule) and depletion		619,811	616,374	
20	Occupancy		43,020		43,020
21	Travel, conferences, and meetings		3,254		3,254
22	Printing and publications				
23	Other expenses (attach schedule)		286,506	183,868	102,376
24	Total operating and administrative expenses.				
	Add lines 13 through 23	3,219,018	2,099,690		986,291
25	Contributions, gifts, grants paid		13,711,523		13,711,523
26	Total expenses and disbursements. Add lines 24 and 25	16,930,541	2,099,690		14,697,814
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	-1,897,004			
b	Net investment income (if negative, enter -0-)		12,933,847		
c	Adjusted net income (if negative, enter -0-)				

	Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
	1 Cash—non-interest-bearing		148,753	195,794	195,794
	2 Savings and temporary cash investments		3,604,721	4,716,371	4,716,371
	3 Accounts receivable ► 471,706				
	Less allowance for doubtful accounts ►		391,861	471,706	471,706
	4 Pledges receivable ►				
	Less allowance for doubtful accounts ►				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7 Other notes and loans receivable (attach schedule) ►				
	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 (attach schedule)		1,988,347	1,482,293	1,490,700
	b Investments—corporate stock (attach schedule)		64,501,747	63,438,072	220,365,415
	c Investments—corporate bonds (attach schedule)		1,434,370	548,318	553,379
	11 Investments—land, buildings, and equipment basis ► 5,256,738				
	Less accumulated depreciation (attach schedule) ► 453,531		4,790,421	4,803,207	
	12 Investments—mortgage loans				
	13 Investments—other (attach schedule)		25,369,315	24,752,941	24,752,941
	14 Land, buildings, and equipment basis ►				
	Less accumulated depreciation (attach schedule) ►				
	15 Other assets (describe ►)		445,822	393,459	393,459
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)		102,675,357	100,802,161	252,939,765
	17 Accounts payable and accrued expenses				
	18 Grants payable		23,812		
	19 Deferred revenue		16,744,377	16,717,246	
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable (attach schedule)				
	22 Other liabilities (describe ►)				
	23 Total liabilities (add lines 17 through 22)		16,744,377	16,741,058	
	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				
	28 Paid-in or capital surplus, or land, bldg , and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds		85,930,980	84,061,103	
	30 Total net assets or fund balances (see instructions)		85,930,980	84,061,103	
	31 Total liabilities and net assets/fund balances (see instructions)		102,675,357	100,802,161	

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	85,930,980
2 Enter amount from Part I, line 27a	2	-1,897,004
3 Other increases not included in line 2 (itemize) ►	3	27,131
4 Add lines 1, 2, and 3	4	84,061,107
5 Decreases not included in line 2 (itemize) ►	5	4
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	84,061,103

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Additional Data Table				
b				
c				
d				
e				
(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)	
a See Additional Data Table				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a See Additional Data Table				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		2	2,986,490
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) (see instructions) If (loss), enter -0- in Part I, line 8			3	

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

 Yes No

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

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

1 Enter the appropriate amount in each column for each year, see 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	12,645,870	265,130,457	0 047697
2016	12,575,033	244,404,900	0 051452
2015	12,499,062	241,775,850	0 051697
2014	12,560,635	244,628,920	0 051346
2013	12,707,081	230,234,337	0 055192
2 Total of line 1, column (d)			2 0 257384
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 0 051477
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5			4 272,627,220
5 Multiply line 4 by line 3			5 14,034,031
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 129,338
7 Add lines 5 and 6			7 14,163,369
8 Enter qualifying distributions from Part XIII, line 4			8 14,697,814

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 ► <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	129,338
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 2b		
c	All other domestic foundations enter 2% of line 2b 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-)	2	
3	Add lines 1 and 2.	3	129,338
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	129,338
6	Credits/Payments		
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a	200,286
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d.	7	200,286
8	Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	70,948
11	Enter the amount of line 10 to be Credited to 2019 estimated tax ►	70,948	Refunded ►
		11	

Part VII-A Statements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	Yes	No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? (see Instructions for definition).	1b	No
	<i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		
c	Did the foundation file Form 1120-POL for this year?	1c	
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	2	No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
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?	6	Yes
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► NY, TX		
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>	8b	Yes
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 taxable year beginning in 2018? See the instructions for Part XIV <i>If "Yes," complete Part XIV</i>	9	No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions.	11	No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions.	12	No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ►MATHERSFOUNDATION.ORG	13	Yes
14	The books are in care of ►ZACHARY S HANDELMAN	Telephone no	►(914) 242-0465
Located at ►800 WESTCHESTER AVE STE N-503 RYE BROOK NY		ZIP+4 ►10573	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —check here. and enter the amount of tax-exempt interest received or accrued during the year.	► 15	<input type="checkbox"/>
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 ►	16	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>

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.	1b	
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?	1c	
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? If "Yes," list the years ► 20____, 20____, 20____, 20____	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____		
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)	3b	No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	No
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?	4b	No

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))? (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? (3) Provide a grant to an individual for travel, study, or other similar purposes? (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions. (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	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.		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? <i>If "Yes," attach the statement required by Regulations section 53.4945-5(d)</i>	<input type="checkbox"/> Yes <input type="checkbox"/> No		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b	No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870</i>		7b	
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?			
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 during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		

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

1 List all officers, directors, trustees, foundation managers and their compensation. See instructions				
(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
See Additional Data Table				
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). 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
HOWARD A CHESTER MD 800 WESTCHESTER AVE STE N-503 RYE BROOK, NY 10573	EXECUTIVE DI 37 50	325,000	19,250	
ZACHARY S HANDELMAN 800 WESTCHESTER AVE STE N-503 RYE BROOK, NY 10573	DIRECTOR -OP 37 50	145,000	10,146	
BEVERLY CHEIKEN 800 WESTCHESTER AVE STE N-503 RYE BROOK, NY 10573	ASSOCIATE ED 37 50	147,000	5,880	
Total number of other employees paid over \$50,000. ►				

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)		
3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
MEYER HANDELMAN COMPANY PO BOX 817 PURCHASE, NY 105770817	INVESTMENT ADVI	607,107
Total number of others receiving over \$50,000 for professional services. ►		
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		
2		
3		
4		
Part IX-B Summary of Program-Related Investments (see instructions)		
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		
All other program-related investments. See instructions		
3		
Total. Add lines 1 through 3 ►		

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	241,063,102
b	Average of monthly cash balances.	1b	4,678,114
c	Fair market value of all other assets (see instructions).	1c	31,037,688
d	Total (add lines 1a, b, and c).	1d	276,778,904
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	276,778,904
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	4,151,684
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	272,627,220
6	Minimum investment return. Enter 5% of line 5.	6	13,631,361

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

1	Minimum investment return from Part X, line 6.	1	13,631,361
2a	Tax on investment income for 2018 from Part VI, line 5.	2a	129,338
b	Income tax for 2018 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	129,338
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	13,502,023
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	13,502,023
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	13,502,023

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	14,697,814
b	Program-related investments—total from Part IX-B.	1b	
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	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	14,697,814
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 See instructions.	5	129,338
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	14,568,476

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				13,502,023
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2018				
a From 2013.	1,498,419			
b From 2014.	625,259			
c From 2015.	633,554			
d From 2016.	612,742			
e From 2017.				
f Total of lines 3a through e.	3,369,974			
4 Qualifying distributions for 2018 from Part XII, line 4 ► \$ _____	14,697,814			
a Applied to 2017, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2018 distributable amount.				13,502,023
e Remaining amount distributed out of corpus	1,195,791			
5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	4,565,765			
b Prior years' undistributed income Subtract line 4b from line 2b.				
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.				
d Subtract line 6c from line 6b. Taxable amount—see instructions				
e Undistributed income for 2017 Subtract line 4a from line 2a. Taxable amount—see instructions				
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2019.				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions)	1,498,419			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a.	3,067,346			
10 Analysis of line 9				
a Excess from 2014.	625,259			
b Excess from 2015.	633,554			
c Excess from 2016.	612,742			
d Excess from 2017.				
e Excess from 2018.	1,195,791			

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

1a	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 organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)				
2a	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))
- 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

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 See instructions

- a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed

ZACHARY HANDELMAN DIR -OPERATIONS
800 WESTCHESTER AVENUE
SUITE N-503
RYE BROOK, NY 105731373
(914) 242-0465

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

THERE IS A FORMAL APPLICATION PROCESS AN INITIAL LETTER OF INTENT IS REQUESTED TO DETERMINE WHETHER A FORMAL PROPOSAL WILL BE INVITED A BRIEF COMMUNICATION SHOULD INCLUDE I) INVESTIGATIVE AREA TO BE PURSUED II) PLACING THE PROPOSED INVESTIGATION IN A CONTEXT OF CONTEMPORANEOUS AND/OR COLLABORATIVE HISTORICAL EFFORTS FOR THE AREA OF RESEARCH III) INDICATING WHO WILL BE CONDUCTING THE RESEARCH PROJECT(WITH CREDENTIALS) IV) INDICATING WHETHER THE REQUEST HAS BEEN OR IS BEING SUBMITTED ELSEWHERE, AND, IF SO, THE STATUS OF THAT PROPOSAL V) DETAILING THE FUNDS REQUIRED IN A STANDARD BUDGET FORMAT (TO BE PROVIDED) INVITED FORMAL PROPOSALS REQUIRE MORE DETAILED INFORMATION THAN PROVIDED IN THE LETTER OF INTENT, INCLUDING, BUT NOT LIMITED TO I AIMS OF THE PROJECT II HISTORY OF PRIOR RELATED RESEARCH III METHODOLOGY IV POTENTIAL MEASURES OF SUCCESS OR PROOF OF CONCEPT V DETAILED BUDGET EXPLANATION WITH JUSTIFICATION VI RESUMES AND CV'S OF PRINCIPAL INVESTIGATORS FORMAL PROPOSALS ARE IN

- c Any submission deadlines

NONE

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

THE FOUNDATION MAKES GRANTS ONLY TO ORGANIZATIONS HAVING TAX EXEMPT STATUS UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE AND TO THOSE THAT ARE NOT PRIVATE FOUNDATIONS WITHIN THE MEANING OF 509(A) OF THE CODE, OR IN THE ABSENCE OF SUCH A DETERMINATION, TO A STATE OR ANY POLITICAL SUBDIVISION THEREOF WITHIN THE MEANING OF SECTION 170(C)(1) OF THE CODE, OR A STATE COLLEGE OR UNIVERSITY THE FOUNDATION DOES NOT MAKE GRANTS TO INDIVIDUALS THE FOUNDATION RARELY PROVIDES GRANTS FOR PERIODS LONGER THAN THREE YEARS

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
<i>a Paid during the year</i> See Additional Data Table				
Total			► 3a	
<i>b Approved for future payment</i> See Additional Data Table				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments.					
3 Interest on savings and temporary cash investments			14	75,763	
4 Dividends and interest from securities.			14	6,346,598	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.			15	5,497,082	
8 Gain or (loss) from sales of assets other than inventory			18	2,986,490	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a SALE OF WATER			1	158	
b FARM RENT CROP PROCEEDS			16	92,362	
c PASTURE RENTALS			16	17,623	
d PASTURE RENT DAMAGE PROCEED			16	1,375	
e PASTURE RENT- GRANT REFUND			16	16,086	
12 Subtotal Add columns (b), (d), and (e).				15,033,537	
13 Total. Add line 12, columns (b), (d), and (e).					15,033,537

(See worksheet in line 13 instructions to verify calculations)

Line No.

Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions.)

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e.g., real estate, (a) 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.)
1 2000 SH HONEYWELL INTL INC		P	1984-01-31	2018-01-31
1 5000 SH NVENT ELECTRIC PLC		P	2015-02-13	2018-09-17
1000 SH SYSCO CORP		P	1996-04-19	2018-01-31
6827 SH NVENT ELECTRIC PLC		P	2013-02-15	2018-09-17
3690 SH DOWDUPONT INC		P	2005-08-11	2018-01-31
119 193 SH NVENT ELECTRIC PLC		P	1996-10-31	2018-09-17
1000 SH HOME DEPOT INC		P	2011-07-26	2018-01-31
959 772 SH NVENT ELECTRIC PLC		P	2009-08-28	2018-09-17
1000 SH HOME DEPOT INC		P	2011-10-21	2018-01-31
2399 43 SH NVENT ELECTRIC PLC		P	2009-01-02	2018-09-17

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
324,364		13,803	310,561
140,251		112,364	27,887
63,796		8,014	55,782
191,499		121,590	69,909
281,866		113,950	167,916
3,343		1,113	2,230
206,049		37,160	168,889
26,922		8,074	18,848
206,049		35,656	170,393
67,305		13,709	53,596

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			Gains (Col (h) gain minus col (k), but not less than -0-) or (I) Losses (from col (h))
(i) FMV as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			310,561
			27,887
			55,782
			69,909
			167,916
			2,230
			168,889
			18,848
			170,393
			53,596

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e.g., real estate, (a) 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.)
3000 SH INGERSOLL-RAND COMPANY LTD		P	2001-12-31	2018-01-31
1 2533 078 SH NVENT ELECTRIC PLC		P	1998-09-23	2018-09-17
1000 SH 3M COMPANY		P	1983-12-29	2018-01-31
2161 526 SH NVENT ELECTRIC PLC		P	1990-09-24	2018-09-17
300000 AT&T INC 5% DUE 2/1/18		P	2008-06-02	2018-02-01
5000 SH SYSCO CORP		P	1996-04-19	2018-09-17
300000 INGERSOLL RAND GL 6.875%		P	2009-02-17	2018-03-15
337 SH RESIDEO TECHNOLOGIES I		P	1984-01-31	2018-11-01
300000 PEPSICO INC 5% DUE 2/1/18		P	2008-05-28	2018-06-01
376 SH SHIRE PLC		P	2016-08-30	2018-12-10

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	Depreciation allowed (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
283,100		36,942	246,158
71,054		12,327	58,727
257,503		9,958	247,545
60,631		5,612	55,019
300,000		297,300	2,700
367,915		40,069	327,846
305,585		290,340	15,245
7			7
300,000		298,458	1,542
66,210		72,022	-5,812

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			Gains (Col (h) gain minus col (k), but not less than -0-) or (I) Losses (from col (h))
(i) FMV as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			246,158
			58,727
			247,545
			55,019
			2,700
			327,846
			15,245
			7
			1,542
			-5,812

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1000 SH INGERSOLL RAND COMPANY	P	2001-12-31	2018-07-06
1 7124 SH SHIRE PLC	P	2016-06-03	2018-12-10
3000 SH MARATHON PETE CORP	P	2011-07-26	2018-08-06
3000 SH INGERSOLL RAND COMPANY	P	2001-12-31	2018-08-06
2000 SH HONEYWELL INTL INC	P	1984-01-31	2018-08-06
2000 SH NEXTERA ENERGY INC	P	2001-12-19	2018-08-06

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
90,041		12,314	77,727
1,254,471		1,353,845	-99,374
239,243		60,070	179,173
289,676		36,942	252,734
312,030		13,803	298,227
338,695		55,680	283,015

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			77,727
			-99,374
			179,173
			252,734
			298,227
			283,015

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
DONALD E HANDELMAN 800 WESTCHESTER AVE STE S-618 RYE BROOK, NY 10573	DIRECTOR 4 00	18,000	0	0
WILLIAM HANDELMAN 800 WESTCHESTER AVE STE S-618 RYE BROOK, NY 10573	VP/TREAS/DIR 2 00	18,000	0	0
JOSEPH HANDELMAN 800 WESTCHESTER AVE STE S-618 RYE BROOK, NY 10573	DIRECTOR 4 00	18,000	0	0
PETER GOTTLIEB 800 WESTCHESTER AVE STE N-503 RYE BROOK, NY 10573	DIRECTOR 2 00	7,000	0	0
WILLIAM S MILLER 800 WESTCHESTER AVE STE N-503 RYE BROOK, NY 10573	DIRECTOR 2 00	18,000	0	0
RICHARD HANDELMAN 800 WESTCHESTER AVE STE N-503 RYE BROOK, NY 10573	PRES/DIR 4 00	18,000	0	0
DAVID BOYLE 800 WESTCHESTER AVE STE N-503 RYE BROOK, NY 10573	SEC/DIRECTOR 2 00	18,000	0	0
JUDY HERMAN 800 WESTCHESTER AVE STE N-503 RYE BROOK, NY 10573	DIRECTOR 2 00	18,000	0	0

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
BETH ISRAEL DEACONESS MED CENTER 330 BROOKLINE AVENUE BOSTON, MA 02215		PUBLIC	RESEARCH PROJECT	312,312
BRANDEIS UNIVERSITY 415 SOUTH STREET WALTHAM, MA 02453		PUBLIC	RESEARCH PROJECT	148,785
CA INSTITUTE OF TECHNOLOGY 1200 E CALIFORNIA BLVD PASADENA, CA 91125		PUBLIC	RESEARCH PROJECT	354,978
Total			► 3a	13,711,523

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
CAPROCK CULTURAL ASSN 109 N AVENUE N POST, TX 79356		501(C)(3)	GENERAL SUPPORT	7,000
CARNEGIE INSTITUTION OF WA 115 W UNIVERSITY PARKWAY BALTIMORE, MD 21210		PUBLIC	RESEARCH PROJECT	147,512
CTR FOR ACADEMIC RESRCH & TRAINING 9500 GILMAN DRIVE UNIVERSITY OF CA SD LA JOLLA, CA 920930687		PUBLIC	ENDOWMENT FUND	250,000
Total			► 3a	13,711,523

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
CTR FOR ACADEMIC RESRCH & TRAINING 9500 GILMAN DRIVE UNIVERSITY OF CA SD LA JOLLA, CA 920930687		PUBLIC	RESEARCH & TRAINING	500,000
CHIDREN'S HOSPITAL BOSTON 300 LONGWOOD AVENUE BOSTON, MA 02115		PUBLIC	RESEARCH PROJECT	82,476
COLD SPRING HARBOR LABORATORY ONE BUNGTOWN ROAD COLD SPRING HARBOR, NY 11724		PUBLIC	RESEARCH PROJECT	330,000
Total			► 3a	13,711,523

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
COLUMBIA UNIVERSITY HAVEMEYER HALL 300 BROADWAY NEW YORK, NY 10027		PUBLIC	RESEARCH PROJECT	119,875
DANA FARBER CANCER INSTITUTE 450 BROOKLINE AVENUE BOSTON, MA 02215		PUBLIC	RESEARCH PROJECT	220,000
DANA FARBER CANCER INSTITUTE 450 BROOKLINE AVENUE BOSTON, MA 02215		PUBLIC	RESEARCH PROJECT	483,334
Total			► 3a	13,711,523

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
DUKE UNIVERSITY SCHOOL OF MEDICINE NANALINE H DUKE BUILDING 307 RESEARCH DRIVE DURHAM, NC 27710		PUBLIC	RESEARCH PROJECT	333,332
FRED HUTCHINSON CANCER CENTER 1100 FAIRVIEW AVE N P O BOX 19024 SEATTLE, WA 981091024		PUBLIC	RESEARCH PROJECT	250,000
FRIENDS OF MONTECITO LIBRARY 1102 EAST MONTECITO ST SANTA BARBARA, CA 93103		PUBLIC	GENERAL SUPPORT	20,000
Total			► 3a	13,711,523

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
GARZA COUNTY HISTORICAL MUSEUM 119 N AVENUE N POST, TX 79356		501(C)(3)	GENERAL SUPPORT	8,000
GEORGE WASHINGTON UNIVERSITY CANCER CENTER- DEPT OF MICROBIOLOGY IMMUNOLOGY TROPICAL MEDI 800 22ND ST SUITE 8860 WASHINGTON, DC 20052		PUBLIC	RESEARCH PROJECT	150,000
GEORGETOWN UNIVERSITY DEPARTMENT OF BIOLOGY REGENT HALL ROOM 410 37TH AND O STREET NW WASHINGTON, DC 20007		PUBLIC	RESEARCH PROJECT	164,135
Total			► 3a	13,711,523

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
GREENWICH PRESERVATION TRUST P O BOX 4719 GREENWICH, CT 06831		PUBLIC	GENERAL SUPPORT	1,000
HARVARD MEDICAL SCHOOL 220 LONGWOOD AVENUE BOSTON, MA 02115		PUBLIC	RESEARCH PROJECT	173,195
HARVARD SCHOOL OF PUBLIC HEALTH 677 HUNTINGTON AVE BOSTON, MA 02115		PUBLIC	RESEARCH PROJECT	330,996
Total			► 3a	13,711,523

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
HOSPICE OF SANTA BARBARA 2050 ALAMEDA PADRE SERRA SANTA BARBARA, CA 93103		PUBLIC	GENERAL SUPPORT	20,000
JOHN HOPKINS UNIVERSITY JENKINS HALL 3400 N CHARLES STREET BALTIMORE, MD 212182865		PUBLIC	RESEARCH PROJECT	339,175
LEVELLAND WALLACE THEATER PO BOX 1398 LEVELLAND, TX 79336		PUBLIC	GENERAL SUPPORT	25,000
Total			► 3a	13,711,523

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
MA INSTITUTE OF TECHNOLOGY 77 MASSACHUSETTS AVE CAMBRIDGE, MA 02139		PUBLIC	RESEARCH PROJECT	250,000
MA INSTITUTE OF TECHNOLOGY 77 MASSACHUSETTS AVE BOSTON, MA 02139		PUBLIC	RESEARCH PROJECT	250,000
MA INSTITUTE OF TECHNOLOGY 77 MASSACHUSETTS AVE BOSTON, MA 02139		PUBLIC	RESEARCH PROJECT	322,794
Total			► 3a	13,711,523

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
MA INSTITUTE OF TECHNOLOGY 77 MASSACHUSETTS AVE BOSTON, MA 02139		PUBLIC	RESEARCH PROJECT	247,500
MEMORIAL SLOAN KETTERING 1275 YORK AVENUE NEW YORK, NY 10065		PUBLIC	RESEARCH PROJECT	283,332
NEW YORK UNIVERSITY 550 1ST AVENUE NEW YORK, NY 10016		PUBLIC	RESEARCH PROJECT	250,646
Total			► 3a	13,711,523

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
NEW YORK UNIVERSITY 550 1ST AVENUE NEW YORK, NY 10016		PUBLIC	RESEARCH PROJECT	287,085
ROCKEFELLER UNIVERSITY 1230 YORK AVENUE NEW YORK, NY 10065		PUBLIC	RESEARCH PROJECT	351,766
SALK INSTITUTEPO BOX 85800 SAN DIEGO, CA 921805800		PUBLIC	RESEARCH PROJECT	400,000
Total			► 3a	13,711,523

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
SALK INSTITUTEPO BOX 85800 SAN DIEGO, CA 921805800		PUBLIC	RESEARCH PROJECT	540,000
SALK INSTITUTEPO BOX 85800 SAN DIEGO, CA 921805800		PUBLIC	RESEARCH PROJECT	474,000
SANTA BARBARA MEALS ON WHEELS PO BOX 6099 SANTA BARBARA, CA 931066099		PUBLIC	GENERAL SUPPORT	10,000
Total			► 3a	13,711,523

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
STANFORD UNIVERSITY 318 CAMPUS DRIVE STANFORD, CA 94305		PUBLIC	RESEARCH PROJECT	326,387
STANFORD UNIVERSITY 318 CAMPUS DRIVE STANFORD, CA 94305		PUBLIC	RESEARCH PROJECT	275,000
STANFORD UNIVERSITY 318 CAMPUS DRIVE STANFORD, CA 94305		PUBLIC	RESEARCH PROJECT	330,000
Total			► 3a	13,711,523

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
STANFORD UNIVERSITY 318 CAMPUS DRIVE STANFORD, CA 94305		PUBLIC	RESEARCH PROJECT	280,436
TX BIOMEDICAL RESEARCH INSTITUTE 7620 NW LOOP 410 SAN ANTONIO, TX 78227		PUBLIC	RESEARCH PROJECT	165,000
UNIVERSITY OF CALIFORNIA LOS ANGELES 405 HILGARD AVENUE LOS ANGELES, CA 90095		PUBLIC	RESEARCH PROJECT	272,750
Total			► 3a	13,711,523

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
UNIVERSITY OF CALIFORNIA SAN DIEGO9500 GILMAN DRIVE LA JOLLA, CA 92093		PUBLIC	RESEARCH PROJECT	153,406
UNIVERSITY OF CALIFORNIA SANTA BARBARA1210 CHEADLE HALL SANTA BARBARA, CA 931062014		PUBLIC	RESEARCH PROJECT	220,000
UNIVERSITY OF KANSAS MEDICAL CENTER 3901 RAINBOW BLVD KANSAS CITY, KS 66160		PUBLIC	RESEARCH PROJECT	166,342
Total			► 3a	13,711,523

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
UNIVERSITY OF MA MEDICAL CENTER 300 MASSACHUSETTS AVENUE AMHERST, MA 01003		PUBLIC	RESEARCH PROJECT	250,000
UNIVERSITY OF PENNSYLVANIA W-E338 ANATOMY/CHEMISTRY PHILADELPHIA, PA 191046059		PUBLIC	RESEARCH PROJECT	174,521
UNIVERSITY OF TX SCHOOL OF MEDICINE 6431 FANNIN STREET MSB 4220 HOUSTON, TX 77030		PUBLIC	RESEARCH PROJECT	136,971
Total			► 3a	13,711,523

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
WASHINGTON UNIVERSITY 7425 FORSYTH AVENUE SUITE 1200 ST LOUIS, MO 631052161		PUBLIC	RESEARCH PROJECT	233,332
WHITEHEAD INSTITUTE FOR BIOMEDICAL RESEARCH 9 CAMBRIDGE CENTER CAMBRIDGE, MA 021421479		PUBLIC	RESEARCH PROJECT	159,500
WHITEHEAD INSTITUTE FOR BIOMEDICAL RESEARCH 9 CAMBRIDGE CENTER CAMBRIDGE, MA 021421479		PUBLIC	RESEARCH PROJECT	250,000
Total			► 3a	13,711,523

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
WISTAR INSTITUTE 3601 SPRUCE STREET PHILADELPHIA, PA 19104		PUBLIC	RESEARCH PROJECT	137,500
WISTAR INSTITUTE 3601 SPRUCE STREET PHILADELPHIA, PA 19104		PUBLIC	RESEARCH PROJECT	137,500
YALE UNIVERSITY SCHOOL OF MEDICINE PO BOX 2038 NEW HAVEN, CT 06521		PUBLIC	RESEARCH PROJECT	366,668
Total			► 3a	13,711,523

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
YALE UNIVERSITY SCHOOL OF MEDICINE PO BOX 2038 NEW HAVEN, CT 06521		PUBLIC	RESEARCH PROJECT	187,500
YALE UNIVERSITY SCHOOL OF MEDICINE PO BOX 2038 NEW HAVEN, CT 06521		PUBLIC	RESEARCH PROJECT	427,150
YALE UNIVERSITY SCHOOL OF MEDICINE PO BOX 2038 NEW HAVEN, CT 06521		PUBLIC	RESEARCH PROJECT	311,666
Total			► 3a	13,711,523

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
YALE UNIVERSITY SCHOOL OF MEDICINE PO BOX 2038 NEW HAVEN, CT 06521		PUBLIC	RESEARCH PROJECT	311,666
Total			► 3a	13,711,523

TY 2018 Accounting Fees Schedule

Name: THE G HAROLD & LEILA Y MATHERS
CHARITABLE FOUNDATION
EIN: 23-7441901

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING AND AUDIT	37,500	37,500		
TAX PREPARATION	8,250			8,250

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

TY 2018 Depreciation Schedule

Name: THE G HAROLD & LEILA Y MATHERS
CHARITABLE FOUNDATION

EIN: 23-7441901

Depreciation Schedule

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
DEPRECIATION-MOUNT KISCO			8,363			3,437			

TY 2018 Investments Corporate Bonds Schedule

Name: THE G HAROLD & LEILA Y MATHERS
CHARITABLE FOUNDATION

EIN: 23-7441901

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
300000 AT&T INC 5.5%		
300000 PEPSICO INC 5.0%		
300000 INGERSOLL-RAND GLBL 6.875%		
300000 BANK OF AMERICA CORP 5.49%	298,383	301,361
250000 CONSOLIDATED EDISON 6.65%	249,935	252,018

TY 2018 Investments Corporate Stock Schedule

Name: THE G HAROLD & LEILA Y MATHERS
CHARITABLE FOUNDATION
EIN: 23-7441901

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
33000 SH 3M COMPANY	322,787	6,287,820
3400 SH 3M COMPANY		
10,000 SH AIR PRODUCTS & CHEMICALS I	709,015	1,600,500
38000 SH ALLSTATE CORP	302,791	3,139,940
25000 SH AMGEN INC	1,730,709	4,866,750
24,500 SH APPLE INC	1,768,135	3,864,630
36000 SH AUTOMATIC DATA PROCESSING	1,095,795	4,720,320
48076 SH BAXTER INTL INC	174,584	3,164,362
63000 SH BP PLC ADR	615,538	2,388,960
70000 SH BRISTOL MYERS SQUIBB CO	267,955	3,638,600
30000 SH CATERPILLAR INC	123,917	3,812,100
72000 SH COLGATE PALMOLIVE CORP	503,700	4,285,440
80000 SH CONAGRA FOODS INC	1,415,456	1,708,800
120000 SH CORNING INC	782,318	3,625,200
45,000 SH DEVON ENERGY CORP		
50000 SH DEVON ENERGECORP	2,456,900	1,127,000
120000 SH DOWDUPONT INC	1,256,403	6,417,600
123696 SH DOWDUPONT INC		
90000 SH DUKE ENERGY	1,432,874	2,589,000
48000 SH EMERSON ELECTRIC CO	1,287,420	2,868,000
78720 SH ENBRIDGE INC	1,631,346	2,446,618
33000 SH ENTERGY CORPORATION NEW	714,370	2,840,310
103,661 SH FREEPORT-MCMORAN INC	2,497,602	1,068,745
6200 SH GARRETT MOTION INC	3,877	76,508
130000 SH GENERAL ELECTRIC CO	225,423	984,100
65000 SH GILEAD SCIENCES INC	1,359,539	4,065,750
76000 SH HALLIBURTON CO	582,953	2,020,080
36000 SH HOME DEPOT INC	1,063,863	6,185,520
38000 SH HOME DEPOT INC		
66000 SH HONEYWELL INTL INC	345,290	8,191,440

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
25000 SH IBM CORPORATION	467,189	2,841,750
35000 SH ILLINOIS TOOL WORKS INC	1,670,610	4,434,150
83,000 SH INGERSOLL-RAND PUBLIC LTD		
76,000 SH INGERSOLL RAND PAPER	935,862	6,933,480
10000 SH INTEL CORP	2,326,133	4,693,000
65000 SH INTERNATIONAL PAPER CO	1,258,977	2,623,400
50000 SH JOHNSON CONTROLS INTL	953,432	1,482,500
92000 SH KELLOGG COMPANY	309,062	5,244,920
57000 SH KIMBERLY CLARK CORP	167,448	6,494,580
30000 SH LAMB WESTON HLDGS INC	563,173	2,206,800
120000 SH MARATHON OIL CORP	909,171	1,720,800
50000 SH MARATHON PETROLEUM CORP		
97000 SH MARATHON PETROLEUM	424,330	5,723,970
23000 SH MCDONALDS CORP	1,311,886	4,084,110
31000 SH MCKESSON CORP	293,132	3,424,570
36000 SH MEDTRONIC INC	2,722,242	3,274,560
82000 SH MERCK & CO INC	178,561	6,265,620
42000 SH METLIFE INC	1,879,721	1,724,520
75000 SH MICROSOFT CORP	1,910,389	7,617,750
60000 SH NEWMONT MINING CORP	1,127,709	2,079,000
48000 SH NEXTERA ENERGY INC	666,797	7,995,720
20000 PENTAIR PLC	542,079	755,600
24000 SH PEPSICO INC	1,676,463	2,651,520
195000 SH PFIZER INC	1,338,787	8,511,750
80000 SH PROCTER & GAMBLE CO	268,218	7,353,600
44000 SH QUALCOMM INC	2,869,139	2,504,040
10333 SH RESIDEO TECHNOLOGIES 1 COM	10,725	212,343
7500 SHIRE PLC		
31875 SH STANLEY BLACK & DECKER INC	628,730	3,816,712
35000 SH STARBUCKS CORP	1,964,535	2,254,000

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
34000 SH STARBUCKS CORP		
90000 SH SYSCO CORP	588,797	5,639,400
96000 SH SYSCO CORP		
30066 SH TE CONNECTIVITY LTD	467,703	2,273,892
25000 SH UNITED TECHNOLOGIES CORP	1,642,636	2,662,000
15000 SH VANGUARD FTSE DEV MKT FD	602,475	556,500
15000 SH VANGUARD INTL EQUITY IDX	612,696	571,500
107422 SH VERIZON COMMUNICATIONS	1,111,319	6,039,265
28000 SH WALGREEN BOOTS ALLIANCE INC		
40000 SH WALGREENS BOOTS ALLIANCE IN	2,690,553	2,733,200
32000 SH WALMART STORES INC	1,676,833	2,980,800

TY 2018 Investments Government Obligations Schedule

Name: THE G HAROLD & LEILA Y MATHERS
CHARITABLE FOUNDATION
EIN: 23-7441901

**US Government Securities - End
of Year Book Value:**

1,482,293

**US Government Securities - End
of Year Fair Market Value:**

1,490,700

**State & Local Government
Securities - End of Year Book
Value:**

**State & Local Government
Securities - End of Year Fair
Market Value:**

TY 2018 Investments - Land Schedule

Name: THE G HAROLD & LEILA Y MATHERS

CHARITABLE FOUNDATION

EIN: 23-7441901

Category/ Item	Cost/Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
	5,256,738	453,531	4,803,207	

TY 2018 Investments - Other Schedule

Name: THE G HAROLD & LEILA Y MATHERS
CHARITABLE FOUNDATION

EIN: 23-7441901

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
OIL & GAS PROPERTIES	FMV	24,333,941	24,333,941
LYNN COUNTY ROYALTY PROPERTY	FMV	419,000	419,000

TY 2018 Other Assets Schedule

Name: THE G HAROLD & LEILA Y MATHERS
CHARITABLE FOUNDATION
EIN: 23-7441901

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
PREPAID EXCISE TAX	50,286	70,948	70,948
PREPAID EXPENSES		16,494	16,494
OTHER ASSETS	4,015	3,795	3,795
ACCRUED INTEREST	295,743	302,064	302,064
DEPOSITS AND A/R- TEXAS	95,778	158	158

TY 2018 Other Decreases Schedule

Name: THE G HAROLD & LEILA Y MATHERS
CHARITABLE FOUNDATION

EIN: 23-7441901

Description	Amount
ROUNDING	4

TY 2018 Other Expenses Schedule

Name: THE G HAROLD & LEILA Y MATHERS
CHARITABLE FOUNDATION
EIN: 23-7441901

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
OIL & GAS EXPENSE	112,238	111,976		
INSURANCE	76,959			76,959
OFFICE EXPENSE	9,531			9,531
COMPUTER	11,721			11,721
FARM PROCEEDS EXPENSES	27,349	27,349		
PASTURE RENT EXPENSES	13,807	13,807		
FILING FEES				
CUSTODIAN FEES ON INVESTMENTS	20,905	20,905		
TELEPHONE	3,959			3,959

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Disbursements for Charitable Purposes
BANK FEES	206		206
INVESTMENT DEPRECIATION	9,831	9,831	

TY 2018 Other Income Schedule

Name: THE G HAROLD & LEILA Y MATHERS
CHARITABLE FOUNDATION
EIN: 23-7441901

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OIL & GAS ROYALTIES- TEXAS	5,375,188	5,375,188	
OIL & GAS ROYALTIES	108,815	108,815	
LEASE RENTAL- OIL & GAS	100	100	
LEASE BONUS- OIL & GAS	12,979	12,979	
SALE OF WATER	158	158	
FARM RENT CROP PROCEEDS	92,362	92,362	
PASTURE RENTALS	17,623	17,623	
PASTURE RENT DAMAGE PROCEEDS	1,375	1,375	
PASTURE RENT- GRANT REFUND	16,086	16,086	

TY 2018 Other Increases Schedule

Name: THE G HAROLD & LEILA Y MATHERS
CHARITABLE FOUNDATION

EIN: 23-7441901

Description	Amount
DECREASE IN GRANTS PAYABLE	27,131

TY 2018 Other Professional Fees Schedule

Name: THE G HAROLD & LEILA Y MATHERS
CHARITABLE FOUNDATION
EIN: 23-7441901

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT ADVISORY	607,107	607,107		
LEGAL FEES	6,673			6,673
PENSION ADMINISTRATION	3,500			3,500

TY 2018 Taxes Schedule

Name: THE G HAROLD & LEILA Y MATHERS
CHARITABLE FOUNDATION

EIN: 23-7441901

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
AD VALOREM TAXES	401,383	401,383		
PRODUCTION TAX EXPENSE	227,931	227,931		
EXCISE TAX	129,338			
FOREIGN TAX	25,527	25,527		