

For calendar year 2018 or tax year beginning

OCT 1, 2018

, and ending

SEP 30, 2019

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.

1909

Name of foundation

KELLEY FOUNDATION

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

C/O MICHAEL F. TURNER, P.O. BOX 620

Room/suite

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

CHILLICOTHE, MO 64601

G Check all that apply: Initial return Initial return of a former public charity
 Final return Amended return
 Address change Name change

H Check type of organization: Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year **03/04** J Accounting method: Cash Accrual
 (from Part II, col. (c), line 16) Other (specify) **04**
 ► \$ **212,151.** (Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	15.	15.		STATEMENT 11
	4 Dividends and interest from securities	5,737.	5,737.		STATEMENT 22
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	4,008.			
	b Gross sales price for all assets on line 6a	9,653.			
	7 Capital gain net income (from Part IV, line 2)		4,008.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11	9,760.	9,760.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	STMT 3	1,400.	425.	650.
	c Other professional fees				
	17 Interest				
	18 Taxes	STMT 4	63.	0.	0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	STMT 5	19.	0.	0.
	24 Total operating and administrative expenses. Add lines 13 through 23		1,482.	425.	650.
25 Contributions, gifts, grants paid		10,000.		10,000.	
26 Total expenses and disbursements. Add lines 24 and 25		11,482.	425.	10,650.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-1,722.			
b Net investment income (if negative, enter -0-)			9,335.		
c Adjusted net income (if negative, enter -0-)				N/A	

Assets	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
1	1	Cash - non-interest-bearing				
2	2	Savings and temporary cash investments		1,494.	1,996.	1,996.
3	3	Accounts receivable ►				
		Less: allowance for doubtful accounts ►				
4	4	Pledges receivable ►				
		Less: allowance for doubtful accounts ►				
5	5	Grants receivable				
6	6	Receivables due from officers, directors, trustees, and other disqualified persons				
7	7	Other notes and loans receivable ►				
		Less: allowance for doubtful accounts ►				
8	8	Inventories for sale or use				
9	9	Prepaid expenses and deferred charges				
10a	10a	Investments - U.S. and state government obligations				
b	b	Investments - corporate stock				
c	c	Investments - corporate bonds				
11	11	Investments - land, buildings, and equipment basis ►				
		Less accumulated depreciation ►				
12	12	Investments - mortgage loans				
13	13	Investments - other	STMT 6	188,037.	185,813.	210,155.
14	14	Land, buildings, and equipment basis ►				
		Less accumulated depreciation ►				
15	15	Other assets (describe ►)				
16	16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		189,531.	187,809.	212,151.
Liabilities						
17	17	Accounts payable and accrued expenses				
18	18	Grants payable				
19	19	Deferred revenue				
20	20	Loans from officers, directors, trustees, and other disqualified persons				
21	21	Mortgages and other notes payable				
22	22	Other liabilities (describe ►)				
23	23	Total liabilities (add lines 17 through 22)		0.	0.	
Net Assets or Fund Balances						
		Foundations that follow SFAS 117, check here ► <input type="checkbox"/>				
		and complete lines 24 through 26, and lines 30 and 31.				
24	24	Unrestricted				
25	25	Temporarily restricted				
26	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>				
		and complete lines 27 through 31.				
27	27	Capital stock, trust principal, or current funds		215,227.	215,227.	
28	28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
29	29	Retained earnings, accumulated income, endowment, or other funds		-25,696.	-27,418.	
30	30	Total net assets or fund balances		189,531.	187,809.	
31	31	Total liabilities and net assets/fund balances		189,531.	187,809.	

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	189,531.
2	Enter amount from Part I, line 27a	2	-1,722.
3	Other increases not included in line 2 (itemize) ►	3	0.
4	Add lines 1, 2, and 3	4	187,809.
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	187,809.

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.)
1a 210 SH INVESCO EXCHANGE TRADED FUND			P	06/20/11	08/16/19
b CAPITAL GAINS DIVIDENDS					
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 6,847.		5,645.			1,202.
b 2,806.					2,806.
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					1,202.
b					2,806.
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		4,008.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{ }		3		N/A

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

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

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

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

 Yes No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2017	10,562.	214,299.	.049286
2016	10,491.	214,359.	.048941
2015	11,481.	210,826.	.054457
2014	10,475.	221,958.	.047194
2013	11,449.	225,658.	.050736

2 Total of line 1, column (d)

2 .250614

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 .050123

4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5

4 208,219.

5 Multiply line 4 by line 3

5 10,437.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 93.

7 Add lines 5 and 6

7 10,530.

8 Enter qualifying distributions from Part XII, line 4

8 10,650.

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

6a 0.

b Exempt foreign organizations - tax withheld at source

6b 0.

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

6c 0.

d Backup withholding erroneously withheld

6d 0.

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

7 0.

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

8 0.

9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed

9 93.

10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

10

11 Enter the amount of line 10 to be: Credited to 2019 estimated tax ►

Refunded

11

Part VIIA 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 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.

c Did the foundation file Form 1120-POL for this year?

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.

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

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

N/A

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.

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?

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

8a Enter the states to which the foundation reports or with which it is registered. See instructions. ►

MO

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

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

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

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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 Yes No
11 X

12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions Yes No
12 X

13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A Yes No
13 X

14 The books are in care of ► MICHAEL F. TURNER Telephone no. ► (660) 646-2336 Yes No
Located at ► 515 WASHINGTON ST., P.O. BOX 620, CHILLICOTHE, MO ZIP+4 ►64601 Yes No

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 Yes No
15 N/A

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 ► Yes No
16 X

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

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

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? Yes No
1a Yes No

(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No
1a Yes No

(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No
1a Yes No

(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes No
1a Yes 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)? Yes No
1a Yes 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.) Yes No
1a Yes 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 ► Yes No
1b Yes No

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? Yes No
1c X

2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):

a At the end of tax year 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? Yes No
If "Yes," list the years ► Yes No
2a Yes 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.) Yes No
2b Yes No

c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► Yes No
2c Yes No

3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes No
3a Yes 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.) Yes No
3b Yes No

4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? Yes No
4a X

b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2018? Yes No
4b X

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
 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
 Yes No
 Yes No
 Yes 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

N/A

Organizations relying on a current notice regarding disaster assistance, check here ►

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

 Yes No

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

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

 Yes No

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

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

 Yes No

N/A

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

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

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

N/A

 Yes No

N/A

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
NONE		

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 N/A

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

All other program-related investments. See instructions.

3

Total. Add lines 1 through 3

►

0.

Form 990-PF (2018)

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	208,516.
b	Average of monthly cash balances	1b	2,874.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	211,390.
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	211,390.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	3,171.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	208,219.
6	Minimum investment return. Enter 5% of line 5	6	10,411.

Part XI Distributable Amount (see instructions) (Section 4942(i)(3) and (i)(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	10,411.
2a	Tax on investment income for 2018 from Part VI, line 5	2a	93.
b	Income tax for 2018. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	93.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	10,318.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	10,318.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	10,318.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:	1a	10,650.
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1b	0.
b	Program-related investments - total from Part IX-B	2	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	3a	
3	Amounts set aside for specific charitable projects that satisfy the:	3b	
a	Suitability test (prior IRS approval required)	4	10,650.
b	Cash distribution test (attach the required schedule)	5	93.
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4	6	10,557.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b		
6	Adjusted qualifying distributions. Subtract line 5 from line 4		

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

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				10,318.
2 Undistributed income, if any, as of the end of 2018			9,725.	
a Enter amount for 2017 only		0.		
b Total for prior years:				
3 Excess distributions carryover, if any, to 2018:				
a From 2013				
b From 2014				
c From 2015				
d From 2016				
e From 2017				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2018 from Part XII, line 4: ► \$ 10,650.			9,725.	
a Applied to 2017, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2018 distributable amount				925.
e Remaining amount distributed out of corpus	0.			0.
5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			
6 Enter the net total of each column as indicated below:	0.	0.	0.	9,393.
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2017. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2018. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2019				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2013 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2019 Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2014				
b Excess from 2015				
c Excess from 2016				
d Excess from 2017				
e Excess from 2018				

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
CAMP RAINBOW FOR EXCEPTIONAL CHILDREN 1114 LOCUST STREET CHILlicothe, MO 64601	NONE	PUBLIC CHARITY	OPERATION OF CAMP FOR EXCEPTIONAL CHILDREN	750.
FELLOWSHIP OF CHRISTIAN ATHLETES P.O. BOX 1073 CHILlicothe, MO 64601	NONE	PUBLIC CHARITY	CHRISTIAN MINISTRY	1,000.
GRAND RIVER AREA FAMILY YMCA 1725 LOCUST STREET CHILlicothe, MO 64601	NONE	PUBLIC CHARITY	Y-PALS PROGRAM (YOUTH SCHOLARSHIPS)	750.
HOUSE OF PRAYER RESCUE MISSION P.O. BOX 455 CHILlicothe, MO 64601	NONE	PUBLIC CHARITY	MEALS FOR UNDERPRIVILEGED	2,000.
MINISTERIAL ALLIANCE P.O. BOX 620 CHILlicothe, MO 64601	NONE	PUBLIC CHARITY	OPERATION HELP MINISTRY	500.
Total	SEE CONTINUATION SHEET(S)			► 3a 10,000.
b Approved for future payment				
NONE				
Total				► 3b 0.

KELLEY FOUNDATION

43-1184876

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
NORTH MISSOURI CENTER FOR YOUTH & FAMILIES 1114 LOCUST STREET CHILlicothe, MO 64601	NONE	PUBLIC CHARITY	YOUTH AFTER SCHOOL PROGRAM	1,000.
TRUST FOR BENEFIT OF GRUNDY COUNTY SCOUTS 547 S.W. HIGHWAY WW TRENTON, MO 64683	NONE	PUBLIC CHARITY	YOUTH SCOUTING	3,000.
UNITED METHODIST CHURCH OF CHILlicothe 1414 WALNUT STREET CHILlicothe, MO 64601	NONE	PUBLIC CHARITY	YOUTH SCOUTING	1,000.
Total from continuation sheets				5,000.

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
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities					
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		9,760.	0.
13 Total Add line 12, columns (b), (d), and (e)				13	9,760.
(See worksheet in line 13 instructions to verify calculations.)					

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

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
CITIZENS BANK & TRUST - MM			
ACCOUNT	2.	2.	
EDWARD JONES	13.	13.	
TOTAL TO PART I, LINE 3	15.	15.	

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
EDWARD JONES					
EQUITIES	8,543.	2,806.	5,737.	5,737.	
TO PART I, LINE 4	8,543.	2,806.	5,737.	5,737.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	1,400.	425.		650.
TO FORM 990-PF, PG 1, LN 16B	1,400.	425.		650.

FORM 990-PF

TAXES

STATEMENT

4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX	63.	0.		0.
TO FORM 990-PF, PG 1, LN 18	63.	0.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT

5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK BOX RENT	19.	0.		0.
TO FORM 990-PF, PG 1, LN 23	19.	0.		0.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT

6

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
STOCKS & MUTUAL FUNDS	COST	185,813.	210,155.
TOTAL TO FORM 990-PF, PART II, LINE 13		185,813.	210,155.

THE KELLEY FOUNDATION

Form 990-FF

43-1184876

SCHEDULE - PART XV - SUPPLEMENTARY INFORMATION:

Line 2 - Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs

(a) The name, address, and telephone number of the person to whom application should be addressed..

Michael F. Turner Citizens Bank & Trust
Building, Chillicothe, Missouri, 64601 (660) 646-2336.

(b) The form in which application should be submitted and information and material that should be included.
Copy attached.

(c) Any submission deadlines: None

(d) Any restrictions or limitations on awards such as geographical areas, charitable fields, kinds of institutions, or other factors:

The purpose and object of said corporation shall be: To execute, administer, carry out and fulfill the general purposes and objectives of providing charitable services primarily for children, and in all other events to conform fully with the provisions of the Last Will and Testament of Eleanor K. Kelley, deceased, admitted for probate in the Circuit Court, Probate Division, of Livingston County, Missouri, on the 1st day of July, 1976, particularly Paragraph VII of said Last Will and Testament, the pertinent part of which reads, to-wit: "I give, devise and bequeath all the rest, residue and remainder of my property, real, personal and mixed, of whatsoever nature, description and kind and wheresoever situated, to such a charity or charities that will qualify for a charitable deduction under Section 501(c)(3) of the 1954 Internal Revenue Code as may be selected and designated by my Executor. With regard to this bequest, it is my wish and desire that the charity or charities selected by my Executor be such that "primarily render charitable services to children . . .".

APPLICATION FOR GRANT FROM THE KELLEY FOUNDATION

From: _____

Part I. Information about the Applicant

1. Is your organization organized as a nonprofit organization under state laws governing charitable organizations?
 - a. Yes No
 - b. If yes, what state or commonwealth governs?
 - c. If no, please explain:
2. Has your organization received a ruling or determination letter from the Internal Revenue Service about any of the following?
 - a. Exempt status
 - i. Yes No
 - ii. If yes, provide a photocopy of such letter
 - b. Private foundation status
 - i. Yes No
 - c. Grant-making procedures
 - i. Yes No
 - ii. If (b) or (c) marked no, explain:
3. Include the following:
 - a. Provide a copy of your organization's proposed budget for the year in which the grant funds are to be used.
 - b. If this grant will be a substantial and material part of the total budget, provide a copy of the latest information return (Form 990 or 990-PF) filed by the organization with the Internal Revenue Service.
 - c. Describe the purposes and activities in general of your organization:
4. Is your organization controlled by, related to, connected with, or sponsored by another organization?
 - a. Yes No
 - b. If yes, identify the organization (including its purposes and activities) and explain the relationship:
5. List the name, address, and title of each member of the organization's governing board.
6. Has your organization applied for or received a grant from The Kelley Foundation in the past?
 - a. Yes No
 - b. If yes, give details:

APPLICATION FOR GRANT FROM THE KELLEY FOUNDATION

Page 2

Part II. Use of the Proposed Grant

7. Show the amount requested and explain in detail how it will be used. State whether the grant is to be earmarked for the use or benefit of any one person, group, or class of people. If so, for whom:

8. List the person to contact who will be administering the proposed program:

From my own knowledge, I state that the information given in Parts I and II is correct. The applicant organization has authorized me to make this application:

Dated: _____

Signature: _____

Title or office: _____

To be completed by the Kelley Foundation:

Action Taken:

Approved as requested	_____
Approved as modified	_____
Denied	_____
Date of grant agreement	_____
Amount of grant	_____
Date of grant	_____
Date of interim report	_____
Date of final report	_____
Date file closed	_____