

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.

2019

Open to Public
Inspection

For calendar year 2019, or tax year beginning 01-01-2019, and ending 12-31-2019

Name of foundation THE CHARLES C MATTHEWS FOUNDATION		A Employer identification number 75-2741045	
Number and street (or P O box number if mail is not delivered to street address) P O BOX 1138		B Telephone number (see instructions) (903) 693-7837	
City or town, state or province, country, and ZIP or foreign postal code CARTHAGE, TX 75633		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"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ <u>15,435,017</u>		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ <i>(Part I, column (d) must be on cash basis)</i>	

Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</i>		(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	383	383	383	
4	Dividends and interest from securities	227,989	185,469	227,989	
5a	Gross rents	9,547	9,547	9,547	
b	Net rental income or (loss)	8,447			
6a	Net gain or (loss) from sale of assets not on line 10	45,156			
b	Gross sales price for all assets on line 6a	2,164,392			
7	Capital gain net income (from Part IV, line 2)		157,924		
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)	665,205	665,205	665,205	
12	Total. Add lines 1 through 11	948,280	1,018,528	903,124	
13	Compensation of officers, directors, trustees, etc	312,000	234,000		78,000
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)	6,000	1,500		4,500
b	Accounting fees (attach schedule)	11,000	9,900		1,100
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions)	13,981	13,981		
19	Depreciation (attach schedule) and depletion	32,252	32,252		
20	Occupancy	1,712	1,712		
21	Travel, conferences, and meetings	1,793	1,793		
22	Printing and publications				
23	Other expenses (attach schedule)	37,980	37,866	1,100	114
24	Total operating and administrative expenses.				
	Add lines 13 through 23	416,718	333,004	1,100	83,714
25	Contributions, gifts, grants paid	620,950			620,950
26	Total expenses and disbursements. Add lines 24 and 25	1,037,668	333,004	1,100	704,664
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	-89,388			
b	Net investment income (if negative, enter -0-)		685,524		
c	Adjusted net income (if negative, enter -0-)			902,024	

	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				
	2 Savings and temporary cash investments		736,122	885,145	885,145
	3 Accounts receivable ►				
	Less allowance for doubtful accounts ►				
	4 Pledges receivable ►				
	Less allowance for doubtful accounts ►				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons (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		8,000	4,221	4,221
	10a Investments—U S and state government obligations (attach schedule)		50,139		
	b Investments—corporate stock (attach schedule)		2,461,039	2,732,768	4,138,760
	c Investments—corporate bonds (attach schedule)		85,511	85,511	85,388
	11 Investments—land, buildings, and equipment basis ►				
	Less accumulated depreciation (attach schedule) ►				
	12 Investments—mortgage loans				
	13 Investments—other (attach schedule)		8,227,010	7,782,803	8,259,245
	14 Land, buildings, and equipment basis ►	2,144,516			
	Less accumulated depreciation (attach schedule) ►	245,998			
	15 Other assets (describe ►)		1,932,687	1,898,518	1,898,518
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)		145,364	163,740	163,740
			13,645,872	13,552,706	15,435,017
	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	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)				0
	Foundations that follow FASB ASC 958, check here ► <input type="checkbox"/>				
	and complete lines 24, 25, 29 and 30.				
	24 Net assets without donor restrictions				
	25 Net assets with donor restrictions				
	Foundations that do not follow FASB ASC 958, check here ► <input checked="" type="checkbox"/>				
	and complete lines 26 through 30.				
	26 Capital stock, trust principal, or current funds				
	27 Paid-in or capital surplus, or land, bldg , and equipment fund				
	28 Retained earnings, accumulated income, endowment, or other funds		13,645,872	13,552,706	
	29 Total net assets or fund balances (see instructions)		13,645,872	13,552,706	
	30 Total liabilities and net assets/fund balances (see instructions)		13,645,872	13,552,706	

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 29 (must agree with end-of-year figure reported on prior year's return)	1	13,645,872
2	Enter amount from Part I, line 27a	2	-89,388
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	13,556,484
5	Decreases not included in line 2 (itemize) ►	5	3,778
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29	6	13,552,706

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				
(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				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
a				
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	157,924
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

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

 Yes No

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

1 Enter the appropriate amount in each column for each year, see 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))
2018	719,635	14,048,562	0 051225
2017	744,598	14,267,258	0 052189
2016	724,019	13,984,382	0 051773
2015	722,138	14,607,975	0 049435
2014	754,460	15,033,669	0 050185
2 Total of line 1, column (d)			2 0 254807
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 050961
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5			4 13,661,566
5 Multiply line 4 by line 3			5 696,207
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 6,855
7 Add lines 5 and 6			7 703,062
8 Enter qualifying distributions from Part XIII, line 4			8 704,664

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	6,855
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2.	3	6,855
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	6,855
6	Credits/Payments		
a	2019 estimated tax payments and 2018 overpayment credited to 2019	6a	13,855
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	13,855
8	Enter any penalty for underpayment of estimated tax Check here <input 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	7,000
11	Enter the amount of line 10 to be Credited to 2020 estimated tax ► 7,000	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?	1a	Yes	No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? (see Instructions for definition). <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	1b		No
c	Did the foundation file Form 1120-POL for this year?	1c		No
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) ►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 2019 or the taxable year beginning in 2019? 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 ►N/A	13	Yes
14	The books are in care of ►RAYMOND C SCHIEFFER PC CPA	Telephone no	►(903) 693-7837
Located at ►1146 W PANOLA CARTHAGE TX		ZIP+4 ►75633	
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 2019, 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	<input type="checkbox"/>
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 2019?	1c	<input type="checkbox"/>
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 2019, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2019? 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	<input type="checkbox"/>
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 2019 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 2019)	3b	<input type="checkbox"/>
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	<input type="checkbox"/> 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 2019?	4b	<input type="checkbox"/> 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	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	Yes	No
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? See instructions. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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. ► <input type="checkbox"/>	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? <input type="checkbox"/> Yes <input type="checkbox"/> No <i>If "Yes," attach the statement required by Regulations section 53 4945-5(d)</i>			
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		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
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
NONE				
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
NONE		

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	12,268,986
b	Average of monthly cash balances.	1b	313,530
c	Fair market value of all other assets (see instructions).	1c	1,829,050
d	Total (add lines 1a, b, and c).	1d	14,411,566
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	14,411,566
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	750,000
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	13,661,566
6	Minimum investment return. Enter 5% of line 5.	6	683,078

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	683,078
2a	Tax on investment income for 2019 from Part VI, line 5.	2a	6,855
b	Income tax for 2019 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	6,855
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	676,223
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	676,223
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	676,223

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	704,664
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	704,664
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	6,855
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	697,809
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 2018	(c) 2018	(d) 2019
1 Distributable amount for 2019 from Part XI, line 7				676,223
2 Undistributed income, if any, as of the end of 2019			610,398	
a Enter amount for 2018 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2019				
a From 2014.				
b From 2015.				
c From 2016.				
d From 2017.				
e From 2018.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2019 from Part XII, line 4 ► \$ 704,664			610,398	
a Applied to 2018, 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 2019 distributable amount.				94,266
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2019 (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				
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 2018 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2019 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2020				581,957
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 2014 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2015.				
b Excess from 2016.				
c Excess from 2017.				
d Excess from 2018.				
e Excess from 2019.				

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

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:

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 email address of the person to whom applications should be addressed

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

6. Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (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	383	
4 Dividends and interest from securities.			14	227,989	
5 Net rental income or (loss) from real estate					
a Debt-financed property.			16	8,447	
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	108	14	157,924	-112,870	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a See Additional Data Table					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e).	108		1,059,948	-112,870	
13 Total. Add line 12, columns (b), (d), and (e).					947,180
(See worksheet in line 12 instructions to verify calculations.)					

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

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
ROBERT M UNDERWOOD PO BOX 1138 CARTHAGE, TX 75633	TRUSTEE 8 00	52,000	0	0
RICHARD BALLENGER 1276 STATE HWY 149 CARTHAGE, TX 75633	TRUSTEE 6 00	52,000	0	0
JOHN W CONWAY 508 WESTPARKN LANE CARTHAGE, TX 75633	TRUSTEE 0 50	52,000	0	0
JIMMY D PAYNE CR 304 CARTHAGE, TX 75633	TRUSTEE 2 50	52,000	0	0
DAVID BUSH 665 CR 403 CARTHAGE, TX 75633	TRUSTEE 6 00	52,000	0	0
VERMOYN D REEDER 110 CR 1081 CARTHAGE, TX 75633	TRUSTEE 2 50	52,000	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)				
a Paid during the year				
BECKVILLE ISD FOUNDATION BECKVILLE ISD FOUNDATION 1 BEARCAT DR 1 BEARCAT DR BECKVILLE, TX 75631	NONE	PC	DONATION	40,000
CITY OF CARTHAGE FIRE DEPT CITY OF CARTHAGE FIRE DEPT 321 W PANOLA 321 W PANOLA CARTHAGE, TX 75633	NONE	GOV	DONATION	24,000
CARTHAGE ISD ATHLETIC DEPT CARTHAGE ISD ATHLETIC DEPT 1 BULLDOG DR 1 BULLDOG DR CARTHAGE, TX 75633	NONE	PC	DONATION	3,500
Total			► 3a	620,950

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				
CARTHAGE ISD CHAMPION'S CLOSET CARTHAGE ISD CHAMPIONS CLOSET 1 BULLDOG DR 1 BULLDOG DR CARTHAGE, TX 75633	NONE	EDUCATION	DONATION	1,000
CARTHAGE ISD FOUNDATION CARTHAGE ISD FOUNDATION 1 BULLDOG DR 1 BULLDOG DR CARTHAGE, TX 75633	NONE	PC	DONATION	50,000
CARTHAGE ISD FOUNDATION CARTHAGE ISD FOUNDATION 1 BULLDOG DR 1 BULLDOG DR CARTHAGE, TX 75633	NONE	PC	SCHOLARSHIPS	51,000
Total			► 3a	620,950

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>				
FIRST UNITED METHODIST CHURCH FIRST UNITED METHODIST CHURCH 201 S SHELBY 201 S SHELBY CARTHAGE, TX 75633	NONE	RELIGIOUS	DONATION	5,000
GARY INDEPENDENT SCHOOL DISTRICT GARY INDEPENDENT SCHOOL DISTRICT 132 BOBCAT TRAIL 132 BOBCAT TRAIL GARY, TX 75643	NONE	PC	SCHOLARSHIPS	24,000
PANOLA CNTY HIST & GENELOGICAL SCTY PANOLA CNTY HIST & GENELOCLIAL SOCIETY 100 EAST SABINE 100 EAST SABINE CARTHAGE, TX 75633	NONE	PC	DONATION	5,000
Total			► 3a	620,950

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				
PANOLA CO CATTLEMAN'S ASSOC PANOLA CO CATTLEMAN'S ASSOC 173 ROE ST 173 ROE ST CARTHAGE, TX 75633	NONE	SO III FI	DONATION	3,000
PANOLA COLLEGE PANOLA COLLEGE1109 W PANOLA 1109 W PANOLA CARTHAGE, TX 75633	NONE	PC	WORK FORCE PROGRAM	50,000
PANOLA COLLEGE PANOLA COLLEGE1109 W PANOLA 1109 W PANOLA CARTHAGE, TX 75633	NONE	PC	SCHOLARSHIP	100,000
Total			► 3a	620,950

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				
PANOLA COLLEGE PANOLA COLLEGE 1109 W PANOLA 1109 W PANOLA CARTHAGE, TX 75633	NONE	PC	RODEO TEAM BUCKING MACHINE	9,700
PANOLA COLLEGE PANOLA COLLEGE 1109 W PANOLA 1109 W PANOLA CARTHAGE, TX 75633	NONE	PC	RODEO TEAM MEAL	465
PANOLA COLLEGE PANOLA COLLEGE 1109 W PANOLA 1109 W PANOLA CARTHAGE, TX 75633	NONE	PC	COLLEGE PUBLICATIONS	53,000
Total			► 3a	620,950

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				
PANOLA COLLEGE PANOLA COLLEGE 1109 W PANOLA 1109 W PANOLA CARTHAGE, TX 75633	NONE	PC	RECRUITING TRAILER COVER	8,500
PANOLA COLLEGE PANOLA COLLEGE 1109 W PANOLA 1109 W PANOLA CARTHAGE, TX 75633	NONE	PC	INDUSTRIAL WIRING SYSTEM	23,586
PANOLA COLLEGE PANOLA COLLEGE 1109 W PANOLA 1109 W PANOLA CARTHAGE, TX 75633	NONE	PC	FULL SYNTHETIC HUMAN	78,875
Total			► 3a	620,950

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				
PANOLA COLLEGE PANOLA COLLEGE 1109 W PANOLA 1109 W PANOLA CARTHAGE, TX 75633	NONE	PC	PANTRY	2,000
PANOLA COUNTY 4-H PANOLA COUNTY 4-H 522 W COLLEGE ST 522 W COLLEGE ST CARTHAGE, TX 75633	NONE	PC	DONATION	4,000
PANOLA COUNTY SHRINE CLUB PANOLA COUNTY SHRINE CLUB 10027 STATE HWY 31 E 10027 STATE HWY 31 E TYLER, TX 75705	NONE	PC	DONATION	5,000
Total			► 3a	620,950

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>				
ST JUDE'S CHILDREN RESEARCH CENTER ST JUDE'S CHILDREN RESEARCH CENTER 501 ST JUDE PLACE 501 ST JUDE PLACE MEMPHIS, TN 38105	NONE	PC	DONATION	28,000
STILL WATER COWBOY CHURCH STILL WATER COWBOY CHURCH PO BOX 166 PO BOX 166 CARTHAGE, TX 75633	NONE	RELIGIOUS	DONATION	5,000
TYLER JUNIOR COLLEGE TYLER JUNIOR COLLEGE 1327 S BAXTER AVE 1327 S BAXTER AVE TYLER, TX 75701	NONE	PC	SCHOLARSHIP	4,989
Total			► 3a	620,950

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				
PANOLA CO CANCER COALITION PANOLA CO CANCER COALITION PO BOX 70 PO BOX 70 CARTHAGE, TX 75633	NONE	PC	DONATION	10,000
PANOLA CO JR LIVESTOCK PANOLA CO JR LIVESTOCK PANOLA CO EXTENSION OFC 110 S SYCAMORE ST CARTHAGE, TX 75633	NONE	SO III FI	DONATION	20,000
UNIVERSITY OF NORTH TX UNIVERSITY OF NORTH TX 1155 UNION CIRCLE 1155 UNION CIRCLE DENTON, TX 76203	NONE	PC	SCHOLARSHIP	4,805
Total			► 3a	620,950

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>				
CARTHAGE LIONS CLUB CARTHAGE LIONS CLUB 1109 W PANOLA 1109 W PANOLA CARTHAGE, TX 75633	NONE	PC	SPOT CAMERA	6,530
Total			► 3a	620,950

Form 990PF Part XVI-A Line 11 - Other revenue:

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
11 Other revenue					
a ROYALTY INCOME			15	198,391	
b ENTPRIZE PP LP K-1 ORD LOSS			1	-6,272	
c MPLX LP K-1 ORD INCOME			1	600	
d JACKSON NATL LIFE INS 1099-			14	253,238	
e NATIONWIDE LIFE INS CO 1099			14	219,252	
f OAKTREE CAP K-1 OTHER LOSS			1	-4	

TY 2019 Accounting Fees Schedule

Name: THE CHARLES C MATTHEWS FOUNDATION**EIN:** 75-2741045

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	11,000	9,900		1,100

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

TY 2019 Amortization Schedule

Name: THE CHARLES C MATTHEWS FOUNDATION

EIN: 75-2741045

Amortization Schedule

Description of Amortized Expenses	Date Acquired, Completed, or Expended	Amount Amortized	Deduction for Prior Years	Amortization Method	Current Year Amortization	Net Investment Income	Adjusted Net Income	Total Amount of Amortization
REFORESTATION	2011-12-31	43,524	43,524	7 0000				43,524

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

TY 2019 Depreciation Schedule

Name: THE CHARLES C MATTHEWS FOUNDATION

EIN: 75-2741045

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
RANCH BUILDING	2010-04-28	42,530	8,860	S/L	39 0000	1,090	1,090		
RANCH LAND -- 715 63 AC	2010-04-28	530,146							
WATER WELL	2011-12-11	983	983	S/L	7 0000				
SMITH RANCH HOUSE	2013-04-16	255,700	36,060	S/L	39 0000	6,556	6,556		
FENCING & GATES	2013-04-16	102,121	80,238	S/L	7 0000	14,589	14,589		
JW SMITH PONDS -- CONSV EXP	2013-01-01	150,000	9,636		20 0000	1,750	1,750		
J W SMITH LAND -- 432 197 AC	2013-04-16	829,638							
FENCING & GATES	2014-12-16	12,000	7,071	S/L	7 0000	1,714	1,714		
BREVARD TRACT LAND	2014-12-16	108,613							
PONDS - BREVARD LAND CONSERVATION	2014-12-16	5,000			20 0000				
CAMP HOUSE	2015-06-09	4,000	933	S/L	15 0000	267	267		
CORRAL	2015-06-09	3,500	1,750	S/L	7 0000	500	500		
FENCING	2015-06-09	30,000	15,000	S/L	7 0000	4,286	4,286		
JE METCALF LAND - 270 755 ACRS	2015-06-09	141,113							
BARN W/SHED	2013-04-16	15,000	8,250	S/L	10 0000	1,500	1,500		

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

TY 2019 Gain/Loss from Sale of Other Assets Schedule

Name: THE CHARLES C MATTHEWS FOUNDATION
EIN: 75-2741045

Gain Loss Sale Other Assets Schedule

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
BLACKROCK SM CAP CORE A (ST FARM)	2019-01	PURCHASE	2019-12		170	165			5	
BLACKROCK SM CAP CORE A (ST FARM)	2018-12	PURCHASE	2019-12		750	630			120	
BLACKROCK SM CAP CORE A (ST FARM)	2010-04	PURCHASE	2019-12		24,274	25,757			-1,483	
BLACKRK S&P 500 INDX FD P (ST FARM)	2019-01	PURCHASE	2019-12		3,378	2,971			407	
BLACKRK S&P 500 INDX FD P (ST FARM)	2010-04	PURCHASE	2019-12		163,210	87,677			75,533	
BLACKROCK INTL IDX P (ST FARM)	2018-12	PURCHASE	2019-12		1,266	1,108			158	
BLACKROCK INTL IDX P (ST FARM)	2010-04	PURCHASE	2019-12		28,331	29,251			-920	
BLACKROCK CORE ALPHA BD A (ST FARM)	2019-01	PURCHASE	2019-12		3,269	3,239			30	
BLACKROCK CORE ALPHA BD A (ST FARM)	2018-12	PURCHASE	2019-12		110	103			7	
BLACKROCK CORE ALPHA BD A (ST FARM)	2010-04	PURCHASE	2019-12		116,178	112,215			3,963	
NATL FIN SVCS (AVANTAX) S/T	2019-01	PURCHASE	2019-12		42,660	41,739			921	
NATL FIN SVCS (AVANTAX) L/T	2010-04	PURCHASE	2019-12		1,622,764	1,814,381			-191,617	
SHORT-TERM GAIN/LOSS FROM PASS-THROUGH ENTITY					108				108	

TY 2019 Investments Corporate Bonds Schedule

Name: THE CHARLES C MATTHEWS FOUNDATION
EIN: 75-2741045

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
BARCLAY BK NOTE 8-31-28	25,000	24,498
MORGAN STANLEY 6% STOXX NOTE	60,511	60,890

TY 2019 Investments Corporate Stock Schedule

Name: THE CHARLES C MATTHEWS FOUNDATION
EIN: 75-2741045

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ABBOTT LABS	22,078	65,157
ABBVIE INC	65,498	104,489
ALTRIA GROUP	99,613	109,303
AMERICAN ELECTRIC POWER	36,637	82,757
ANADARKO PETROLEUM		
APPLE INC	106,473	236,384
APPLIED MATERIALS	108,248	182,547
AT&T	70,079	83,034
BERKSHIRE HATHAWAY	83,372	147,225
BP PLC	40,468	40,264
BRISTOL-MYERS	60,496	112,332
CATERPILLAR	64,835	103,376
CHEVRON CORP	120,386	150,638
COCA COLA ENTERPRISES	34,052	55,350
CONOCOPHILLIPS	56,379	65,030
CVS CORP	25,081	22,287
DELL TECHNOLOGIES		
DOW INC	30,490	34,654
ENERGY TRANSFER LP (MERGER)	7,223	14,061
ENTERPRISE PROD PTRS LP	40,891	81,946
EXXONMOBIL	106,686	97,715
FORD MOTOR CO	16,432	11,625
FORTUNE BRANDS HOME & SEC INC	20,285	34,304
GENERAL ELECTRIC		
INTEL	66,063	122,413
JP MORGAN CHASE	65,825	173,569
I SHARES SILVER TRUST		
KRAFT FOODS GROUP		
KINDER MORGAN INC	15,718	17,656
MEDTRONIC INC	16,683	34,035

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MICROSOFT	37,342	111,079
MONDELEZ INTL (KRAFT SPINOFF)	33,844	57,846
MPLX LP COM PTR	6,062	27,751
OCCIDENTAL PETROLEUM CORP	22,179	20,778
ORACLE	93,429	148,337
PAYCHEX	22,281	42,530
PEPSICO	37,175	64,865
PIEDMONT OFFICE REALTY	47,164	66,720
PROCTOR & GAMBLE	67,199	124,900
ROYAL DUTCH SHELL PLC	79,748	73,409
SCHLUMBERGERLTD	26,769	15,730
SOUTHERN CO	46,714	79,625
SPDR DOW JONES	10,305	25,659
SPDR UTILITIES SELECT	39,296	64,620
SPDR GOLD TR GOLD SH		
TENNECO INC		
TOTAL SA	30,181	32,074
UNITEDHEALTH GROUP	23,230	148,262
US AEROSPACE & DEFENSE	72,512	81,790
VERIZON	43,636	49,120
VODAFONE		
WALMART	83,540	118,840
WELLS FARGO	60,082	73,430
ZIMMER HOLDINGS	56,783	95,962
ALLSTATE 6.625% - PREFERRED		
METLIFE 5.625% - PREFERRED	201,583	213,857
OAKTREE CAP 6.625% - PREFERRED	107,128	111,133
PUBLIC STORAGE 5.05% - PREFERRED	104,595	108,292

TY 2019 Investments - Other Schedule

Name: THE CHARLES C MATTHEWS FOUNDATION
EIN: 75-2741045

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
HSBC BANK 11-25-20 GH6	AT COST	54,601	67,150
JP MORGAN CHASE BANK 1-30-19	AT COST		
JACKSON NATL -- PERSPECTIVE II	AT COST	1,648,362	1,591,663
NATIONWIDE -- DESTINATION	AT COST	1,331,125	1,392,176
INVESCO TAX FREE INTER A3	AT COST		
INVESCO SELECT REAL ESTATE/A	AT COST	103,521	106,022
AM FUNDS AMCAP/A	AT COST	88,053	103,417
AM FUNDS - BALANCED/A	AT COST	57,655	66,495
AM FUNDS - AMERICAN MUTUAL/A	AT COST	64,853	75,664
AM FUNDS - WASH MUTUAL INVESTORS/A	AT COST	94,032	107,412
AM FUNDS - CAPITAL INCOME BLDL/A	AT COST	41,495	49,319
AM FUNDS - GROWTH FD OF AMER/A	AT COST	159,727	198,805
AM FUNDS - INCOME FD/A	AT COST	58,729	62,248
AM FUNDS - INV CO AM/A	AT COST	63,224	64,947
AM FUNDS - NEW WORLD FUND/A	AT COST	28,183	35,115
AM FUNDS - NEW PERSPECTIVE FD/A	AT COST	114,145	151,542
AM FUNDS - NEW ECONOMY/A	AT COST	90,392	106,300
AM FUNDS - SMALL CAP WORLD/A	AT COST	59,649	70,439
AM FUNDS - CAPITAL WLD G&I FD/A	AT COST	68,854	86,393
AM FUNDS - EUROPACIFIC GR FD/A	AT COST	38,915	42,715
COLUMBIA TAX EXEMPT/A	AT COST	63,994	63,019
DWS CORE EQUITY/A	AT COST	100,505	112,163
DWS GLOBAL SM CAP/A	AT COST		
DWS HEALTH & WELLNESS/A	AT COST	36,430	31,097
DWS RREEF GLOBAL INFR FD/A	AT COST	172,481	239,499
DWS REAL ESTATE SEC/A	AT COST	35,681	34,913
DWS STRATEGIC HY TAX FREE FD/A	AT COST	61,834	59,035
DWS TECHNOLOGY/A	AT COST	92,090	92,141
FRANKLIN DYNATECH/A	AT COST	102,068	111,548
FRANKLIN CUST GROWTH/A	AT COST	56,754	67,402

Investments Other Schedule 2

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
FRANKLIN CUST UTIL/A	AT COST	134,901	156,604
FRANKLIN FED TAX-FREE INC/A (FKTIX)	AT COST	665,920	576,080
FRANKLIN FED TAX-FREE INC/ C (FRFTX)	AT COST	14,878	28,176
FRANKLIN FED INTERM TAX FREE/A	AT COST		
FRANKLIN FED T/F INC CL A (FFQAX)	AT COST	28,622	54,398
FRANKLIN MGD TR RISING/A	AT COST	30,892	39,722
HARTFORD CAPITAL APP FD/A	AT COST	69,445	74,048
MFS EMERGING MARKET FD/A	AT COST	77,218	73,155
MFS MODERATE ALLOC/A	AT COST	13,194	15,190
MFS DIVERSIFIED INC/A	AT COST	33,157	36,596
MFS GROWTH/A	AT COST	59,757	80,969
MFS CONSV ALLOC/A	AT COST	14,124	15,879
OPPENHEIMER EQ INC/C	AT COST	26,887	25,092
OPPENHEIMER INTL SMALL CO/C	AT COST	16,654	19,015
OPPENHEIMER AMT FREE MUNI/A	AT COST	103,927	106,236
OPPNHMR EQ INC/A	AT COST	38,168	38,286
OPPNHMR GLBL OPPOR A	AT COST	151,389	144,915
OPPNHMR SR FLOAT RATE/A	AT COST		
OPPNHMR INTL SM CO/A	AT COST	194,871	241,484
OPPNHMR STEELPATH ALPHA/A	AT COST		
ALLIANZ CONVERTIBLE/A	AT COST	43,342	39,930
ALLIANZ RCM GLBL WATER/A	AT COST	56,383	73,053
ALLIANZ RCM GLBL SMCAP/A	AT COST	17,767	16,135
ALLIANZ GL FOCUS GRW/A	AT COST	33,413	37,088
PUTNAM AMT FREE INS/A	AT COST		
PUTNAM GLOBAL INCOME FD/A	AT COST		
PUTNAM SUSTAINABLE LEADERS	AT COST	280,939	335,073
PUTNAM EQ INC/A	AT COST	107,631	133,604
PUTNAM FLOATING INC/A	AT COST		
PUTNAM GROWTH OPPORT/A	AT COST	150,017	162,830

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
SELIGMAN GLOBAL TECH A	AT COST	204,934	227,533
STATE FARM BLKRK SM CAP CORE/A	AT COST		
STATE FARM BLKRK 500 INDEX/P	AT COST		
STATE FARM BLKRK CORE ALPHA BD/A	AT COST		
STATE FARM BLKRK INTL INDEX/P	AT COST		
TEMPLETON GLOBAL BOND FD/A	AT COST		
ADT 1809 UBQUITOUS 2017-3	AT COST		
ADT 327 INSURED TE MUNI SER 2	AT COST	90,861	53,860
ADT 1852 AERO/DEF 2018-1	AT COST	35,406	37,659
ADT 1902 AERO/DEF 2018-4	AT COST	100,601	123,186
ADT 1946 UBIQ UIT 7-8-21	AT COST	100,153	104,810

TY 2019 Land, Etc.
Schedule

Name: THE CHARLES C MATTHEWS FOUNDATION
EIN: 75-2741045

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
RANCH BUILDING	42,530	9,951	32,579	32,579
WATER WELL	983	983		
REFORESTATION	43,524	43,524		
REFORESTATION - METCALF TRACT	25,648	12,824	12,824	12,824
SMITH RANCH HOUSE	255,700	42,617	213,083	213,083
FENCING & GATES	102,121	94,827	7,294	7,294
BARN WITH SHED	15,000	9,750	5,250	5,250
FENCING & GATES -- BREVARD TRACT	12,000	8,786	3,214	3,214
CAMP HOUSE -- METCALF TRACT	4,000	1,200	2,800	2,800
CORRAL -- METCALF TRACT	3,500	2,250	1,250	1,250
FENCING -- METCALF TRACT	30,000	19,286	10,714	10,714
RANCH LAND - 715.63 ACRES	530,146		530,146	530,146
J W SMITH LAND - 432.197 ACRES	829,638		829,638	829,638
BREVARD TRACT LAND - 21 ACRES	108,613		108,613	108,613
J E METCALF LAND - 270.755 ACRES	141,113		141,113	141,113

TY 2019 Legal Fees Schedule

Name: THE CHARLES C MATTHEWS FOUNDATION

EIN: 75-2741045

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ATTORNEY FEES	6,000	1,500		4,500

TY 2019 Other Assets Schedule

Name: THE CHARLES C MATTHEWS FOUNDATION

EIN: 75-2741045

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
PONDS - JW SMITH ESTATE	150,000	150,000	150,000
PONDS - BREVARD TRACT	5,000	5,000	5,000
POND DAM - MAJOR REPAIRS		19,500	19,500
LESS CONSV EXP	-9,636	-10,760	-10,760

TY 2019 Other Decreases Schedule

Name: THE CHARLES C MATTHEWS FOUNDATION

EIN: 75-2741045

Description	Amount
2018 INCOME TAX	3,778

TY 2019 Other Expenses Schedule

Name: THE CHARLES C MATTHEWS FOUNDATION
EIN: 75-2741045

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PASTURE RENTAL				
RANCH LABOR	1,100	1,100	1,100	
EXPENSES				
ENTERPRISE PP LP K-1 NON DEDU	12	12		
ENTERPRISE PP LP K-1 SEC 1231	60	60		
MPLX LP K-1 SEC 1231 G/L	2	2		
MPLX LP K-1 NON DEDUCTBLE EXP	9	9		
REPAIRS & MAINTENANCE - RANCH	3,640	3,640		
ROYALTY OTHER DEDUCTIONS	2,184	2,184		
ROYALTY SEVERANCE TAX	22,448	22,448		

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
POST OFFICE BOX RENTAL	20	20		
SAFE DEPOSIT BOX RENTAL	75	75		
INVESTMENT FEES -- HD VEST	17	17		
INSURANCE	4,635	4,635		
SUPPLIES	114			114

TY 2019 Other Income Schedule

Name: THE CHARLES C MATTHEWS FOUNDATION
EIN: 75-2741045

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
ROYALTY INCOME	198,391	198,391	198,391
ENTPRISE PP LP K-1 ORD LOSS	-6,272	-6,272	-6,272
MPLX LP K-1 ORD INCOME	600	600	600
JACKSON NATL LIFE INS 1099-R	253,238	253,238	253,238
NATIONWIDE LIFE INS CO 1099-M	219,252	219,252	219,252
OAKTREE CAP K-1 OTHER LOSS	-4	-4	-4

TY 2019 Taxes Schedule

Name: THE CHARLES C MATTHEWS FOUNDATION**EIN:** 75-2741045

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PROPERTY TAXES - PROPERTY	6,796	6,796		
PROPERTY TAXES - ROYALTY	5,654	5,654		
FOREIGN TAX - HD VEST	1,531	1,531		