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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.

OMB No. 1545-0052

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 MARSHALL R MATLEY FOUNDATION

Number and street (or P.O. box number if mail is not delivered to street address)
100 W LIBERTY ST STE 890

City or town, state or province, country, and ZIP or foreign postal code
RENO, NV 89501

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 (from Part II, col. (c), line 16) ▶ \$ 3,459,871

J Accounting method:

☒ Cash

☐ Accrual

☐ Other (specify) _____
(Part I, column (d) must be on cash basis.)

A Employer identification number
88-0364211

B Telephone number (see instructions)
(775) 686-5400

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here..... ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ... ▶ ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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)
Revenue	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	4,939	4,939	
	4 Dividends and interest from securities	66,169	66,078	
	5a Gross rents			
	b Net rental income or (loss)			
	6a Net gain or (loss) from sale of assets not on line 10	258,841		
	b Gross sales price for all assets on line 6a			
		3,487,253		
	7 Capital gain net income (from Part IV, line 2)		258,841	
	8 Net short-term capital gain			
	9 Income modifications			
Operating and Administrative Expenses	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)			
	12 Total. Add lines 1 through 11	329,949	329,858	
	13 Compensation of officers, directors, trustees, etc.	80,175	27,510	52,665
	14 Other employee salaries and wages			
	15 Pension plans, employee benefits			
	16a Legal fees (attach schedule)			
	b Accounting fees (attach schedule)	3,163	3,163	0
	c Other professional fees (attach schedule)			
	17 Interest			
	18 Taxes (attach schedule) (see instructions)	3,065	993	0
	19 Depreciation (attach schedule) and depletion			
	20 Occupancy			
	21 Travel, conferences, and meetings			
22 Printing and publications				
23 Other expenses (attach schedule)	2,865	0	0	
24 Total operating and administrative expenses. Add lines 13 through 23	89,268	31,666	52,665	
25 Contributions, gifts, grants paid	253,520		253,520	
26 Total expenses and disbursements. Add lines 24 and 25	342,788	31,666	306,185	
	27 Subtract line 26 from line 12:			
	a Excess of revenue over expenses and disbursements	-12,839		
	b Net investment income (if negative, enter -0-)		298,192	
	c Adjusted net income (if negative, enter -0-)			

For Paperwork Reduction Act Notice, see instructions.

Cat. No. 11289X

Form 990-PF (2019)

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
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	230,446	106,563	106,563
	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			
	10a Investments—U.S. and state government obligations (attach schedule)	0	182,796	184,725
	b Investments—corporate stock (attach schedule)	0	1,165,092	1,392,227
	c Investments—corporate bonds (attach schedule)	0	512,337	526,980
	11 Investments—land, buildings, and equipment: basis ▶ _____ Less: accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	2,894,174	1,147,706	1,249,376
	14 Land, buildings, and equipment: basis ▶ _____ Less: accumulated depreciation (attach schedule) ▶ _____			
15 Other assets (describe ▶ _____)	2,712	0	0	
16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	3,127,332	3,114,494	3,459,871	
Liabilities	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	0	
Net Assets or Fund Balances	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	10,000	10,000	
	27 Paid-in or capital surplus, or land, bldg., and equipment fund	0	0	
	28 Retained earnings, accumulated income, endowment, or other funds	3,117,332	3,104,494	
	29 Total net assets or fund balances (see instructions)	3,127,332	3,114,494	
30 Total liabilities and net assets/fund balances (see instructions) .	3,127,332	3,114,494		

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	3,127,332
2 Enter amount from Part I, line 27a	2	-12,839
3 Other increases not included in line 2 (itemize) ▶ _____	3	1
4 Add lines 1, 2, and 3	4	3,114,494
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 29 .	6	3,114,494

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.)
1 a PUBLICLY TRADED SECURITIES - WHITTIER TRUST CO - 003823			
b PUBLICLY TRADED SECURITIES - WHITTIER TRUST CO - 773823			
c PUBLICLY TRADED SECURITIES - WHITTIER TRUST CO - 823823			
d CAPITAL GAINS DIVIDENDS	P		
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 3,221,657		2,974,982	246,675
b 187,104		184,470	2,634
c 66,557		68,960	-2,403
d 11,935			11,935
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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			246,675
b			2,634
c			-2,403
d			11,935
e			

2 Capital gain net income or (net capital loss)	2	258,841
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	332,247	3,444,440	0.096459
2017	346,420	3,626,011	0.095537
2016	297,960	3,579,504	0.083241
2015	345,606	3,921,919	0.088122
2014	277,889	4,305,556	0.064542

2 Total of line 1, column (d)	2	0.427901
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	0.085580
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	3,332,866
5 Multiply line 4 by line 3	5	285,227
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,982
7 Add lines 5 and 6	7	288,209
8 Enter qualifying distributions from Part XII, line 4	8	306,185

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)		
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	1	2,982
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	0
3	Add lines 1 and 2.	3	2,982
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	2,982
6	Credits/Payments:		
a	2019 estimated tax payments and 2018 overpayment credited to 2019	6a	2,072
b	Exempt foreign organizations—tax withheld at source	6b	
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	2,072
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	910
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 2020 estimated tax ▶ Refunded ▶	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		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>		No
c Did the foundation file Form 1120-POL for this year?		No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ <u>0</u> (2) On foundation managers. ▶ \$ <u>0</u>		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ <u>0</u>		
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>		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>		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		No
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? <i>If "Yes," attach the statement required by General Instruction T.</i>		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?	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>	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NV		
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>	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>		No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>		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 ► <u>N/A</u>	13	Yes	
14	The books are in care of ► <u>WHITTIER TRUST COMPANY OF NEVADA</u> Telephone no. ► <u>(775) 686-5400</u>			

Located at ► 100 W LIBERTY ST STE 890 RENO NVZIP+4 ► 89501

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —check here	<input type="checkbox"/>		
	and enter the amount of tax-exempt interest received or accrued during the year	► 15		
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?	16	Yes	No
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes", enter the name of the foreign country ►			

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 checked="" type="checkbox"/> Yes <input 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	1b	No
	Organizations relying on a current notice regarding disaster assistance check here. ► <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	No
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► 20____, 20____, 20____, 20____		
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 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	
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 2019?	4b	No

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

		Yes	No
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))?	<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.		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	
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>		6b No
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?		7b
8	Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment 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
ERNEST J MAUPIN 4785 CAUGHLIN PARKWAY RENO, NV 89519	CO-TRUSTEE 2.00	14,894	0	0
DANIEL J KLAICH 5270 NEIL ROAD RENO, NV 89502	CO-TRUSTEE 2.00	18,204	0	0
THE WHITTIER TRUST COMPANY OF NEVAD 100 W LIBERTY STREET SUITE 890 RENO, NV 89501	CO-TRUSTEE 2.00	47,077	0	0
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.				0

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. ►		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	
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	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ►	0

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	3,187,202
b	Average of monthly cash balances.	1b	196,418
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	3,383,620
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	3,383,620
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	50,754
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,332,866
6	Minimum investment return. Enter 5% of line 5.	6	166,643

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

1	Minimum investment return from Part X, line 6.	1	166,643
2a	Tax on investment income for 2019 from Part VI, line 5.	2a	2,982
b	Income tax for 2019. (This does not include the tax from Part VI.).	2b	
c	Add lines 2a and 2b.	2c	2,982
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	163,661
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	163,661
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	163,661

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	306,185
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	306,185
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	2,982
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	303,203

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				163,661
2 Undistributed income, if any, as of the end of 2019:				
a Enter amount for 2018 only.			0	
b Total for prior years: 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2019:				
a From 2014.	66,233			
b From 2015.	150,676			
c From 2016.	119,999			
d From 2017.	171,983			
e From 2018.	162,761			
f Total of lines 3a through e.	671,652			
4 Qualifying distributions for 2019 from Part XII, line 4: ► \$ 306,185				
a Applied to 2018, but not more than line 2a			0	
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 2019 distributable amount.				163,661
e Remaining amount distributed out of corpus	142,524			
5 Excess distributions carryover applied to 2019. (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	814,176			
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 2018. Subtract line 4a from line 2a. Taxable amount—see instructions.			0	
f Undistributed income for 2019. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020.				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).	0			
8 Excess distributions carryover from 2014 not applied on line 5 or line 7 (see instructions).	66,233			
9 Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a.	747,943			
10 Analysis of line 9:				
a Excess from 2015.	150,676			
b Excess from 2016.	119,999			
c Excess from 2017.	171,983			
d Excess from 2018.	162,761			
e Excess from 2019.	142,524			

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 2019, enter the date of the ruling. ▶

b Check box to indicate whether the organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2019	(b) 2018	(c) 2017	(d) 2016	
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:

THE MARSHALL R MATLEY FOUNDATION
100 W LIBERTY ST STE 890
RENO, NV 89501
(775) 686-5400

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

APPLICATIONS SHOULD CONTAIN INFORMATION EXPLAINING HOW FUNDS WOULD BE USED, AND IF RELEVANT, THE BENEFITS PROVIDED TO THE MENTALLY HANDICAPPED BY THE ORGANIZATION

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 APPLICANT MUST BE A PUBLIC CHARITY OR A GOVERNMENTAL ENTITY, AND SHOULD HAVE AS ITS OBJECTIVE THE MEDICAL CARE, SUPPORT, ASSISTANCE, GUIDANCE AND EDUCATION OF HANDICAPPED CHILDREN AND ADULTS, WITH EMPHASIS GIVEN TO THE NEEDS OF MENTALLY HANDICAPPED CHILDREN

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
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total			3a	253,520
b <i>Approved for future payment</i>				
Total			3b	0

Enter gross amounts unless otherwise indicated.

[illegible]

Part XVII

- | | | | |
|--|--|-----|----|
| | | Yes | No |
|--|--|-----|----|

--	--	--

- | | | |
|-------|--|----|
| 1a(1) | | No |
| 1a(2) | | No |

--	--	--

- | | | |
|--------------|--|-----------|
| 1b(1) | | No |
| 1b(2) | | No |
| 1b(3) | | No |
| 1b(4) | | No |
| 1b(5) | | No |
| 1b(6) | | No |

1c		No
----	--	----

value
ue


[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations

described in section 501(c) (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here 	*****	2020-06-23	*****	<div style="border: 1px solid black; padding: 5px;"> May the IRS discuss this return with the preparer shown below (see instr.) <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No </div>
	_____ Signature of officer or trustee	_____ Date	_____ Title	

Paid Preparer Use Only	KIRK GARDNER CPA		2020-06-23		
	Firm's name ► EIDE BAILLY LLP				Firm's EIN ► 45-0250958
	Firm's address ► 5441 KIETZKE LN STE 150 RENO, NV 895112094				Phone no. (775) 689-9100

May the IRS discuss this return with the preparer shown below

(see instr.) ☒ **Yes** ☐ **No**

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 <i>Paid during the year</i>				
ARTS FOR ALL NEVADA 250 COURT STREET RENO, NV 89501	NONE	PC	TO SUPPORT THE ART WORKSHOPS IN WASHOE SELF-CONTAINED SPECIAL EDUCATION CLASSROOMS.	5,000
CARE CHEST OF SIERRA NEVADA 7910 N VIRGINIA ST RENO, NV 89506	NONE	PC	TO SUPPORT THE MEDICAL RESOURCE PROGRAM	12,500
EAGLE VALLEY CHILDREN'S HOME 2300 EAGLE VALLEY RANCH RD CARSON CITY, NV 89703	NONE	PC	TO SUPPORT 1,500 HOURS OF RESPITE	25,000
Total ▶ 3a				253,520

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 <i>Paid during the year</i>				
KIDS AND HORSES2869 ESAW ST MINDEN, NV 89423	NONE	PC	TO SUPPORT CHILDREN	8,820
MARVIN PICCOLO SCHOOL 900 FOOTHILL ROAD RENO, NV 89511	NONE	GOV	TO SUPPORT THE THERAPEUTIC HORSEBACK RIDING PROGRAM	8,000
NEVADA MUSEUM OF ART INC 160 W LIBERTY ST RENO, NV 89501	NONE	PC	FINANCIAL SUPPORT OF SCHOOL TOURS PROGRAM	12,500
Total ▶ 3a				253,520

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 <i>Paid during the year</i>				
RYAN'S CASE FOR SMILES 294 E SWEDESFORD ROAD 396 WAYNE, PA 19087	NONE	PC	HELPING KIDS FEEL BETTER TO HEAL BETTER	2,000
SIERRA KIDS FOUNDATION348 MILL ST RENO, NV 89501	NONE	PC	PROVIDES FINANCIAL ASSISTANCE TO FAMILIES ENROLLED IN THE UNIV. OF NEVADA EARLY CHILDHOOD AUTISM PROGRAM (ECAP)	5,000
SIERRA NEVADA JOURNEYS 190 EAST LIBERTY STREET RENO, NV 89501	NONE	PC	TO SUPPORT THE STEAM LEARNING EXPERIENCE AT GRIZZLY CREEK RANCH	114,200
Total ▶ 3a				253,520

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 <i>Paid during the year</i>				
UNIVERSITY OF NEVADA RENO SCHOOL OF MED 1664 N VIRGINIA ST RENO, NV 89557	NONE	PC	THE PERCENTAGE USE OF THE FUNDS FOR ADA UPGRADES/MODIFICATIONS, SPEECH PATHOLOGY & AUDIOLOGY, AND THE SPEECH PATHOLOGY & AUDIOLOGY APHASIA PROGRAM IS UP TO YOUR DISCRETION.	50,000
URBAN ROOTS1301 CORDONE AVE 200 RENO, NV 89502	NONE	PC	TO SUPPORT THE ADA COMPLIANT RESTROOMS AND TEACHING KITCHEN CAMPAIGNS.	10,500
Total ► 3a				253,520

TY 2019 Accounting Fees Schedule**Name:** THE MARSHALL R MATLEY FOUNDATION**EIN:** 88-0364211

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EIDE BAILLY LLP	3,163	3,163		0

TY 2019 Investments Corporate Bonds Schedule

Name: THE MARSHALL R MATLEY FOUNDATION

EIN: 88-0364211

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
ACTAVIS FUNDING SCS NOTE 3.850	15,230	15,757
AMGEN INC NOTE 3.125	20,079	20,867
APPLIED MATLS INC NOTE 3.900	10,721	10,903
BANK AMER CORP MTNF 4.000	40,833	42,668
BANK AMER CORP MTNF 3.875	20,698	21,491
BANK AMER CORP MTNF 4.100	10,353	10,667
CBRE SVCS INC NOTE 5.250	21,985	22,510
CITIGROUP INC PRFD 5.900	10,238	10,625
DIGNITY HEALTH DEC 3.812	10,599	10,558
EVERSOURCE ENERGYNOTE 3.350	19,952	20,604
FIRST UN CORP SDEB 7.574	12,487	12,654
FORD MOTOR CREDIT CO LLC NOTE 4.687	14,364	15,595
GENERAL ELECTRIC CAP CORP MTN BE MTNF 4.650	10,262	10,426
GENERAL ELECTRIC CAPITAL COR MTNF 4.350	15,011	15,486
GENERAL MOTORS FINC CO INC NOTE 4.250	10,459	10,533
GOLDMAN SACHS GROUP INC NOTE 5.950	33,421	35,853
GOLDMAN SACHS GROUP INC NOTE 2.905	14,869	15,271
INTERNATIONAL BUSINESS MACHS DEB 7.000	24,309	24,938
MEAD JOHNSON NUTRITION CO NOTE 4.125	21,886	21,862
MYLAN NV NOTE 3.150	9,897	10,131

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
NETAPP INC NOTE 3.300	20,283	20,690
OCCIDENTAL PETE CORP NOTE 2.700	19,717	20,159
OCCIDENTAL PETE CORP NOTE 3.400	15,238	15,371
ROYAL BK OF SCOTLAND PLC NOTE 6.125	10,552	10,946
ROYAL BK OF SCOTLAND PLC NOTE 7.500	5,095	5,109
SANTANDER HOLDING USA INC NOTE 3.500	10,015	10,289
SCHWAB CHARLES CORP NEW PRFDD 7.000	21,409	21,700
TEVA PHARMACEUTICAL FIN IV B NOTE 3.650	9,901	9,788
WALGREENS BOOTS ALLIANCE INC NOTE 3.800	15,559	15,636
WACHOVIA CORP NOTE 6.605	11,873	11,994
WELLS FARGO CO MTN BE MTNF 3.450	10,080	10,356
XEROX CORP NOTE 4.125	14,962	15,543

TY 2019 Investments Corporate Stock Schedule

Name: THE MARSHALL R MATLEY FOUNDATION
EIN: 88-0364211

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
3M CO	12,582	11,114
ABBOTT LABS	9,509	10,771
ACCENTURE PLC IRELAND	12,116	15,793
ACTIVISION BLIZZARD INC	6,587	9,448
ADOBE SYSTEM INC	6,403	7,586
AES CORP	11,975	13,472
ALLERGAN PLC	9,737	13,000
ALPHABET INC CL C	53,599	62,840
AMAZON COM INC	55,199	62,827
AMERICAN ELEC PWR INC	5,623	6,521
AMERICAN INTL GROUP INC	6,031	7,392
AMERICAN WTR WKS CO INC NEW	5,383	6,511
AMPHENOL CORP NEW	12,138	14,070
ANTHEM, INC	17,683	18,424
APPLE COMPUTER INC	40,593	69,008
APTIV PLC	9,113	10,542
ASML HOLDING N V	7,444	8,286
AT&T INC	5,559	7,269
BERKSHIRE HATHAWAY INC DEL	18,092	20,612
BLACKROCK INC	5,912	7,038
BLACKSTONE GROUP INC	6,465	7,776
BOEING CO	16,440	12,705
BRISTOL MYERS SQUIBB CO	3,019	3,466
BROADCOM INC	9,524	11,377
CHEVRON CORP	19,051	18,800
CISCO SYS INC	18,166	16,978
CITIGROUP INC PFD K	8,279	8,451
CITIGROUP INC	16,170	20,931
COMCAST CORP	13,477	15,784
CONCHO RES INC	10,368	10,508

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
COSTCO WHSL CORP NEW	7,151	9,699
CVS CORP	7,380	10,475
DANAHER CORP DEL	9,814	12,125
DISNEY WALT CO	22,195	28,203
EATON CORP PLC	13,749	16,292
EOG RES INC	10,858	13,067
FACEBOOK INC	23,263	28,325
FORTIVE CORP	19,038	18,486
GILEAD SCIENCES INC	9,490	9,877
GOLDMAN SACHS GROUP INC	7,895	9,427
HESS CORP	8,537	10,088
HONEYWELL INTL INC	25,446	29,559
INTEL CORP	13,396	15,262
IQVIA HLDGS	9,733	10,661
JOHNSON & JOHNSON	17,392	18,380
JP MORGAN CHASE & CO	41,398	56,178
KINDER MORGAN INC DEL	6,320	6,732
LAUDER ESTEE COS INC	4,664	6,196
LINDE PLC	18,731	23,845
LOWES COS INC	17,808	21,198
M&T BK CROP	13,376	14,089
MARSH & MCLENNAN COS INC	6,202	7,130
MERCK & CO INC NEW	17,697	20,009
MISCROSOFT CORP	52,176	74,592
MONDELEZ INTL INC	11,472	13,495
MORGAN STANLEY 1/1000TH	8,376	8,490
NIKE INC	24,225	28,772
NORFOLK SOUTHERN CORP	28,359	30,867
NVIDIA CORP	5,372	8,471
PEPSICO INC	19,699	23,234

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
PFIZER INC	12,130	11,480
PHILIP MORRIS INTL INC	15,016	14,721
PROCTER & GAMBLE CO	11,712	14,863
PRUDENTIAL FINANCIAL INC	6,202	6,187
RAYTHEON CO	8,096	9,888
SALESFORCE COM INC	6,683	6,994
SCHWAB CHARLES CORP NEW	8,339	9,036
SERVICENOW INC	7,005	8,470
SHERWIN WILLIAMS CO	16,159	22,758
SYNCHRONY FINL	14,602	16,673
TEXAS INSTRS INC	8,697	10,648
THERMO FISHER SCIENTIFIC INC	12,756	16,568
TJX COS INC	26,980	31,934
TYSON FOODS INC	3,530	5,007
UNITEDHEALTH GROUP INC	13,269	16,462
VALERO ENERGY CORP NEW	12,104	14,047
VERIZON COMMUNICATIONS	8,248	9,025
VISA INC	49,379	63,322
WELLSFARGO & CO NEW	10,736	11,620

TY 2019 Investments Government Obligations Schedule**Name:** THE MARSHALL R MATLEY FOUNDATION**EIN:** 88-0364211**US Government Securities - End
of Year Book Value:**

151,233

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

153,451

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

31,563

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

31,274

TY 2019 Investments - Other Schedule

Name: THE MARSHALL R MATLEY FOUNDATION

EIN: 88-0364211

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
AMERICAN TOWER CORP	AT COST	18,370	23,212
BAKER HUGHES COMPANY	AT COST	9,289	9,150
BRISTOL MYERS SQUIBB CO RIGHT	AT COST	115	163
DOUBLELINE FDS TR	AT COST	40,000	40,611
ISHARES INC CORE MSCI EMKT	AT COST	136,985	145,690
ISHARES S&P MIDCAP 400 INDEX	AT COST	359,827	396,204
ISHARES S&P SMALL CAP 600	AT COST	189,354	205,852
ISHARES TR CORE MSCI EAFE	AT COST	229,968	251,826
PIMCO FDS INCOME FD INSTL	AT COST	40,000	40,234
SPDR SERIES TRUST	AT COST	7,831	8,325
SPDR SERIES TRUST S&P BIOTECH	AT COST	8,928	9,796
VANGUARD INDEX FUNDS S&P 500 ETF	AT COST	64,413	75,429
VANGUARD SHORT-TERM BOND ETF	AT COST	42,626	42,884

TY 2019 Other Assets Schedule**Name:** THE MARSHALL R MATLEY FOUNDATION**EIN:** 88-0364211**Other Assets Schedule**

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
INCOME RECEIVABLE	640		
EXCISE TAX RECEIVABLE	2,072		

TY 2019 Other Expenses Schedule**Name:** THE MARSHALL R MATLEY FOUNDATION**EIN:** 88-0364211**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MISCELLANEOUS	2,865	0		0

TY 2019 Other Increases Schedule

Name: THE MARSHALL R MATLEY FOUNDATION

EIN: 88-0364211

Description	Amount
ROUNDING	1

TY 2019 Taxes Schedule**Name:** THE MARSHALL R MATLEY FOUNDATION**EIN:** 88-0364211

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL TAX	2,072	0		0
FOREIGN TAX	993	993		0