

For calendar year 2020, or tax year beginning 01-01-2020, and ending 12-31-2020

Name of foundation THE G HAROLD & LEILA Y MATHERS CHARITABLE FOUNDATION		A Employer identification number 23-7441901	
Number and street (or P.O. box number if mail is not delivered to street address) 800 WESTCHESTER AVENUE NO N-503		Room/suite	B Telephone number (see instructions) (914) 242-0465
City or town, state or province, country, and ZIP or foreign postal code RYE BROOK, NY 105731373		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input checked="" type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here..... <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ... <input type="checkbox"/>	
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		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) ▶ \$ 326,019,849		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
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	298	298		
	4 Dividends and interest from securities	6,924,215	6,924,215		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	5,579,610			
	b Gross sales price for all assets on line 6a _____ 10,925,957				
	7 Capital gain net income (from Part IV, line 2)		5,579,610		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances _____				
Operating and Administrative Expenses	b Less: Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	3,151,577	3,151,577		
	12 Total. Add lines 1 through 11	15,655,700	15,655,700		
	13 Compensation of officers, directors, trustees, etc.	315,000	0	315,000	
	14 Other employee salaries and wages	729,144	0	729,144	
	15 Pension plans, employee benefits	66,628	0	66,628	
	16a Legal fees (attach schedule)	9,310	0	9,310	
	b Accounting fees (attach schedule)	36,450	0	36,450	
	c Other professional fees (attach schedule)	670,925	644,487	26,438	
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	124,598	28,895	29,255	
	19 Depreciation (attach schedule) and depletion	9,770	0		
	20 Occupancy	47,035	0	47,035	
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	1,362,319	1,240,709	121,610	
	24 Total operating and administrative expenses. Add lines 13 through 23	3,371,179	1,914,091	1,380,870	
	25 Contributions, gifts, grants paid	13,090,544		13,090,544	
	26 Total expenses and disbursements. Add lines 24 and 25	16,461,723	1,914,091	14,471,414	
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-806,023			
	b Net investment income (if negative, enter -0-)		13,741,609		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	93,454	1,844,747	1,844,747
	2 Savings and temporary cash investments	3,416,134	1,659,206	1,659,206
	3 Accounts receivable ▶ <u>334,567</u>			
	Less: allowance for doubtful accounts ▶ _____	479,242	334,567	334,567
	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)	2,971,145	999,343	999,979
	b Investments—corporate stock (attach schedule)	62,079,838	63,979,837	289,485,791
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment: basis ▶ <u>5,084,335</u>			
Less: accumulated depreciation (attach schedule) ▶ <u>346,109</u>	4,757,899	4,738,226	5,521,106	
12 Investments—mortgage loans				
13 Investments—other (attach schedule)	24,177,357	23,668,711	25,778,354	
14 Land, buildings, and equipment: basis ▶ <u>166,858</u>				
Less: accumulated depreciation (attach schedule) ▶ <u>144,688</u>	31,940	22,170	22,170	
15 Other assets (describe ▶ _____)	328,915	373,929	373,929	
16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	98,335,924	97,620,736	326,019,849	
Liabilities	17 Accounts payable and accrued expenses	60,713	151,548	
	18 Grants payable	10,006,724	11,405,786	
	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)	10,067,437	11,557,334	
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	0	0	
	27 Paid-in or capital surplus, or land, bldg., and equipment fund	0	0	
28 Retained earnings, accumulated income, endowment, or other funds	88,268,487	86,063,402		
29 Total net assets or fund balances (see instructions)	88,268,487	86,063,402		
30 Total liabilities and net assets/fund balances (see instructions) .	98,335,924	97,620,736		

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	88,268,487
2 Enter amount from Part I, line 27a	2	-806,023
3 Other increases not included in line 2 (itemize) ▶ _____	3	0
4 Add lines 1, 2, and 3	4	87,462,464
5 Decreases not included in line 2 (itemize) ▶ _____	5	1,399,062
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29 .	6	86,063,402

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			
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 10,925,957		5,346,347	5,579,610
b			
c			
d			
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			5,579,610
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	5,579,610
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**SECTION 4940(e) REPEALED ON DECEMBER 20, 2019 - DO NOT COMPLETE**

1 Reserved			
(a) Reserved	(b) Reserved	(c) Reserved	(d) Reserved
2 Reserved		2	
3 Reserved		3	
4 Reserved		4	
5 Reserved		5	
6 Reserved		6	
7 Reserved		7	
8 Reserved ,		8	

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	Reserved.	1	191,008
c	All other domestic foundations enter 1.39% 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	191,008
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	191,008
6	Credits/Payments:		
a	2020 estimated tax payments and 2019 overpayment credited to 2020	6a	289,615
b	Exempt foreign organizations—tax withheld at source	6b	0
c	Tax paid with application for extension of time to file (Form 8868)	6c	0
d	Backup withholding erroneously withheld	6d	0
7	Total credits and payments. Add lines 6a through 6d.	7	289,615
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	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid .	10	98,607
11	Enter the amount of line 10 to be: Credited to 2021 estimated tax 98,607 Refunded	11	0

Part VII-A Statements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	Yes	No
1a			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
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. ► \$ 0 (2) On foundation managers. ► \$ 0		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ 0		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	2	No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	5	No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	Yes
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► NY, TX		
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation.</i>	8b	Yes
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2020 or the taxable year beginning in 2020? 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 ► <u>MATHERSFUNDATION.ORG</u>	13	Yes	
14	The books are in care of ► <u>ZACHARY S HANDELMAN</u> Telephone no. ► <u>(914) 242-0465</u>			

Located at ► 800 WESTCHESTER AVENUE N-503 RYE BROOK NY ZIP+4 ► 105731373

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 2020, 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.

1a	During the year did the foundation (either directly or indirectly):		Yes	No
	(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 2020?	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 2020, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2020? <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 2020 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 2020.)	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 2020?	4b		No

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

5a During the year did the foundation pay or incur any amount to:			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		5b	
	Organizations relying on a current notice regarding disaster assistance check here.	<input type="checkbox"/>		
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		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	No
	<i>If "Yes" to 6b, file Form 8870.</i>			
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
See Additional Data Table				
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
HOWARD A CHESTER MD 800 WESTCHESTER AVE STE N-503 RYE BROOK, NY 10573	EXECUTIVE DIRECTOR 37.50	350,008	22,800	0
ZACHARY S HANDELMAN 800 WESTCHESTER AVE STE N-503 RYE BROOK, NY 10573	DIRECTOR OF OPERATIO 37.50	175,000	14,000	0
BEVERLY CHEIKEN 800 WESTCHESTER AVE STE N-503 RYE BROOK, NY 10573	ASSOCIATE DIRECTOR 37.50	100,000	8,000	0
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
MEYER HANDELMAN COMPANY PO BOX 817 PURCHASE, NY 105770817	INVESTMENT ADVISOR	622,229
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	259,219,700
b	Average of monthly cash balances.	1b	4,817,931
c	Fair market value of all other assets (see instructions).	1c	32,030,126
d	Total (add lines 1a, b, and c).	1d	296,067,757
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	296,067,757
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	4,441,016
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	291,626,741
6	Minimum investment return. Enter 5% of line 5.	6	14,581,337

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	14,581,337
2a	Tax on investment income for 2020 from Part VI, line 5.	2a	191,008
b	Income tax for 2020. (This does not include the tax from Part VI.).	2b	
c	Add lines 2a and 2b.	2c	191,008
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	14,390,329
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	14,390,329
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	14,390,329

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	1a	14,471,414
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	14,471,414
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	14,471,414

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 2019	(c) 2019	(d) 2020
1 Distributable amount for 2020 from Part XI, line 7				14,390,329
2 Undistributed income, if any, as of the end of 2020:				
a Enter amount for 2019 only.			0	
b Total for prior years: 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2020:				
a From 2015. 633,554				
b From 2016. 612,742				
c From 2017.				
d From 2018. 1,195,791				
e From 2019. 964,393				
f Total of lines 3a through e.	3,406,480			
4 Qualifying distributions for 2020 from Part XII, line 4: ► \$ 14,471,414				
a Applied to 2019, 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 2020 distributable amount.				14,390,329
e Remaining amount distributed out of corpus	81,085			
5 Excess distributions carryover applied to 2020. (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	3,487,565			
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 2019. Subtract line 4a from line 2a. Taxable amount—see instructions.			0	
f Undistributed income for 2021. 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 2015 not applied on line 5 or line 7 (see instructions). . . .	633,554			
9 Excess distributions carryover to 2021. Subtract lines 7 and 8 from line 6a.	2,854,011			
10 Analysis of line 9:				
a Excess from 2016. 612,742				
b Excess from 2017.				
c Excess from 2018. 1,195,791				
d Excess from 2019. 964,393				
e Excess from 2020. 81,085				

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 2020, 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)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

	Tax year	Prior 3 years			(e) Total
	(a) 2020	(b) 2019	(c) 2018	(d) 2017	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test—enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c "Support" alternative test—enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

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

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. to individuals or organizations under other conditions, complete items 2a, b, c, and d. See instructions

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

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

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

THERE IS A FORMAL 2 STEP APPLICATION PROCESS THAT MUST BE SUBMITTED THROUGH THE MATHERS FOUNDATION'S ONLINE PORTAL. REFER TO MATHERSFUNDATION.ORG FOR DETAILS.

c Any submission deadlines:

GRANT APPLICATIONS ARE REVIEWED ON A TRIMESTER BASIS. REFER TO MATHERSFUNDATION.ORG FOR DETAILS.

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

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

Part XV **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	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	13,090,544
b <i>Approved for future payment</i> See Additional Data Table				
Total			3b	8,952,573

Enter gross amounts unless otherwise indicated.

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

Form **990-PF** (2020)

Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of:				
(1) Cash.		1a(1)		No
(2) Other assets.		1a(2)		No
b Other transactions:				
(1) Sales of assets to a noncharitable exempt organization.		1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.		1b(2)		No
(3) Rental of facilities, equipment, or other assets.		1b(3)		No
(4) Reimbursement arrangements.		1b(4)		No
(5) Loans or loan guarantees.		1b(5)		No
(6) Performance of services or membership or fundraising solicitations.		1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.		1c		No
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.				

[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	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.		
	*****	2021-10-29	*****
	_____ Signature of officer or trustee	_____ Date	_____ Title

May the IRS discuss this return with the preparer shown below
 (see instr.) ☒ **Yes** ☐ **No**

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN P01062266
	PASQUA PATTI IENGO CPA				
	Firm's name ▶ CITRIN COOPERMAN & COMPANY LLP				Firm's EIN ▶ 22-2428965
	Firm's address ▶ 709 WESTCHESTER AVENUE WHITE PLAINS, NY 10604				Phone no. (914) 949-2990

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

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
DONALD E HANDELMAN 800 WESTCHESTER AVE RYE BROOK, NY 10573	VP/TREAS 4.00	45,000	0	0
DAVID BOYLE 800 WESTCHESTER AVE RYE BROOK, NY 10573				
RICHARD HANDELMAN 800 WESTCHESTER AVE RYE BROOK, NY 10573	SEC/DIR 2.00	45,000	0	0
JOSEPH HANDELMAN 800 WESTCHESTER AVE RYE BROOK, NY 10573				
JUDY HERMAN 800 WESTCHESTER AVE RYE BROOK, NY 10573	DIRECTOR 2.00	45,000	0	0
PETER GOTTLIEB 800 WESTCHESTER AVE RYE BROOK, NY 10573				
WILLIAM S MILLER 800 WESTCHESTER AVE RYE BROOK, NY 10573	DIRECTOR 2.00	45,000	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 <i>Paid during the year</i>				
ALBERT EINSTEIN COLLEGE OF MEDICINE 1300 MORRIS PARK AVE BRONX, NY 10461		PC	RESEARCH PROJECT	150,000
ALBERT EINSTEIN COLLEGE OF MEDICINE 1300 MORRIS PARK AVE BRONX, NY 10461		PC	RESEARCH PROJECT	200,000
ALBERT EINSTEIN COLLEGE OF MEDICINE 1300 MORRIS PARK AVE BRONX, NY 10461		PC	RESEARCH PROJECT	135,000
Total ▶ 3a				13,090,544

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>				
BETH ISRAEL DEACONESS MEDICAL CENTER 330 BROOKLINE AVE BOSTON, MA 02215		PC	RESEARCH PROJECT	160,856
BOSTON COLLEGE 140 COMMONWEALTH AVE CHESTNUT HILL, MA 02467		PC	RESEARCH PROJECT	100,000
BOSTON COLLEGE 140 COMMONWEALTH AVE CHESTNUT HILL, MA 02467		PC	RESEARCH PROJECT	98,251
Total ▶ 3a				13,090,544

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>				
CAPROCK CULTURAL ASSOCIATION 109 N AVENUE N POST, TX 79356		PC	RESEARCH PROJECT	5,000
CASE WESTERN RESERVE SCHOOL OF MEDICINE 9501 EUCLID AVE CLEVELAND, OH 44106		PC	RESEARCH PROJECT	283,789
COLD SPRING HARBOR LABORATORY ONE BUNGTOWN ROAD COLD SPRING HARBOR, NY 11724		PC	RESEARCH PROJECT	233,337
Total ▶ 3a				13,090,544

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>				
COLUMBIA UNIVERSITY HAVEMEYER HALL NEW YORK, NY 10027		PC	RESEARCH PROJECT	236,917
DANA-FARBER CANCER INSTITUTE 450 BROOKLINE AVE BOSTON, MA 02215		PC	RESEARCH PROJECT	250,000
DUKE UNIVERSITY NANALINE H DUKE BUILDING DURHAM, NC 27710		PC	RESEARCH PROJECT	166,667
Total ▶ 3a				13,090,544

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>				
DUKE UNIVERSITY NANALINE H DUKE BUILDING DURHAM, NC 27710		PC	RESEARCH PROJECT	275,000
DUKE UNIVERSITY NANALINE H DUKE BUILDING DURHAM, NC 27710		PC	RESEARCH PROJECT	166,667
FRED HUTCHINSON CANCER CENTER 1100 FAIRVIEW AVE N SEATTLE, WA 98109		PC	RESEARCH PROJECT	125,000
Total ▶ 3a				13,090,544

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>				
FRIENDS OF MONTECITO LIBRARY PO BOX 5788 SANTA BARBARA, CA 93150		PC	RESEARCH PROJECT	20,000
GARZA COUNTY HISTORICAL MUSEUM 119 N AVENUE N POST, TX 79356		PC	RESEARCH PROJECT	8,500
GEORGETOWN UNIVERSITY REGENT HALL ROOM 410 WASHINGTON, DC 20007		PC	RESEARCH PROJECT	82,068
Total ▶ 3a				13,090,544

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>				
GEORGETOWN UNIVERSITY REGENT HALL ROOM 410 WASHINGTON, DC 20007		PC	RESEARCH PROJECT	82,068
HOSPICE OF SANTA BARBARA 2050 ALAMEDA PADRE SERRA SANTA BARBARA, CA 93103		PC	RESEARCH PROJECT	20,000
JOHN HOPKINS UNIVERSITY JENKINS HALL BALTIMORE, MD 21218		PC	RESEARCH PROJECT	166,199
Total ▶ 3a				13,090,544

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>				
LEVELLAND WALLACE THEATER 823 HOUSTON STREET LEVELLAND, TX 79336		PC	RESEARCH PROJECT	5,000
MASSACHUSETTS INSTITUTE OF TECHNOLOGY 77 MASSACHUSETTS AVE BOSTON, MA 02139		PC	RESEARCH PROJECT	100,000
MASSACHUSETTS INSTITUTE OF TECHNOLOGY 77 MASSACHUSETTS AVE BOSTON, MA 02139		PC	RESEARCH PROJECT	125,000
Total ▶ 3a				13,090,544

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>				
MASSACHUSETTS INSTITUTE OF TECHNOLOGY 77 MASSACHUSETTS AVE BOSTON, MA 02139		PC	RESEARCH PROJECT	125,000
MASSACHUSETTS INSTITUTE OF TECHNOLOGY 77 MASSACHUSETTS AVE BOSTON, MA 02139		PC	RESEARCH PROJECT	123,750
MASSACHUSETTS INSTITUTE OF TECHNOLOGY 77 MASSACHUSETTS AVE BOSTON, MA 02139		PC	RESEARCH PROJECT	90,000
Total ▶ 3a				13,090,544

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>				
MASSACHUSETTS INSTITUTE OF TECHNOLOGY 77 MASSACHUSETTS AVE BOSTON, MA 02139		PC	RESEARCH PROJECT	123,750
MASSACHUSETTS INSTITUTE OF TECHNOLOGY 77 MASSACHUSETTS AVE BOSTON, MA 02139		PC	RESEARCH PROJECT	125,000
MASSACHUSETTS INSTITUTE OF TECHNOLOGY 77 MASSACHUSETTS AVE BOSTON, MA 02139		PC	RESEARCH PROJECT	125,000
Total ▶ 3a				13,090,544

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>				
MEMORIAL SLOAN-KETTERING CANCER CENTER 1275 YORK AVE NEW YORK, NY 10065		PC	RESEARCH PROJECT	200,000
MEMORIAL SLOAN-KETTERING CANCER CENTER 1275 YORK AVE NEW YORK, NY 10065		PC	RESEARCH PROJECT	141,667
MEMORIAL SLOAN-KETTERING CANCER CENTER 1275 YORK AVE NEW YORK, NY 10065		PC	RESEARCH PROJECT	141,667
Total			▶ 3a	13,090,544

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>				
NEW YORK UNIVERSITY SCHOOL OF MEDICINE 550 FIRST AVE NEW YORK, NY 10016		PC	RESEARCH PROJECT	147,485
NEW YORK UNIVERSITY SCHOOL OF MEDICINE 550 FIRST AVE NEW YORK, NY 10016		PC	RESEARCH PROJECT	125,000
NEW YORK UNIVERSITY SCHOOL OF MEDICINE 550 FIRST AVE NEW YORK, NY 10016		PC	RESEARCH PROJECT	125,324
Total			▶ 3a	13,090,544

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>				
NEW YORK UNIVERSITY SCHOOL OF MEDICINE 550 FIRST AVE NEW YORK, NY 10016		PC	RESEARCH PROJECT	291,667
NEW YORK UNIVERSITY SCHOOL OF MEDICINE 550 FIRST AVE NEW YORK, NY 10016		PC	RESEARCH PROJECT	112,500
NEW YORK UNIVERSITY SCHOOL OF MEDICINE 550 FIRST AVE NEW YORK, NY 10016		PC	RESEARCH PROJECT	125,324
Total ▶ 3a				13,090,544

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>				
PRESIDENT AND FELLOWS OF HARVARD COLLEGE PO BOX 419209 BOSTON, MA 02241		PC	RESEARCH PROJECT	212,284
ROCKEFELLER UNIVERSITY 1230 YORK AVE NEW YORK, NY 10065		PC	RESEARCH PROJECT	148,660
ROCKEFELLER UNIVERSITY 1230 YORK AVE NEW YORK, NY 10065		PC	RESEARCH PROJECT	125,000
Total ▶ 3a				13,090,544

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>				
ROCKEFELLER UNIVERSITY 1230 YORK AVE NEW YORK, NY 10065		PC	RESEARCH PROJECT	125,000
ROCKEFELLER UNIVERSITY 1230 YORK AVE NEW YORK, NY 10065		PC	RESEARCH PROJECT	200,000
ROCKEFELLER UNIVERSITY 1230 YORK AVE NEW YORK, NY 10065		PC	RESEARCH PROJECT	148,659
Total ▶ 3a				13,090,544

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>				
ROCKEFELLER UNIVERSITY 1230 YORK AVE NEW YORK, NY 10065		PC	RESEARCH PROJECT	112,500
ROCKEFELLER UNIVERSITY 1230 YORK AVE NEW YORK, NY 10065		PC	RESEARCH PROJECT	112,500
SANTA BARBARA MEALS ON WHEELS PO BOX 6099 SANTA BARBARA, CA 93106		PC	GENERAL SUPPORT	15,000
Total ▶ 3a				13,090,544

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				
SOUTH PLAINS COLLEGE FOUNDATION 1401 COLLEGE AVE LEVELLAND, TX 79336		PC	RESEARCH PROJECT	5,000
STANFORD UNIVERSITY 318 CAMPUS DRIVE STANFORD, CA 94305		PC	RESEARCH PROJECT	50,000
STANFORD UNIVERSITY 318 CAMPUS DRIVE STANFORD, CA 94305		PC	RESEARCH PROJECT	165,000
Total ▶ 3a				13,090,544

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>				
STANFORD UNIVERSITY 318 CAMPUS DRIVE STANFORD, CA 94305		PC	RESEARCH PROJECT	140,218
STANFORD UNIVERSITY 318 CAMPUS DRIVE STANFORD, CA 94305		PC	RESEARCH PROJECT	163,194
STANFORD UNIVERSITY 318 CAMPUS DRIVE STANFORD, CA 94305		PC	RESEARCH PROJECT	45,000
Total ▶ 3a				13,090,544

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>				
STANFORD UNIVERSITY 318 CAMPUS DRIVE STANFORD, CA 94305		PC	RESEARCH PROJECT	110,000
STANFORD UNIVERSITY 318 CAMPUS DRIVE STANFORD, CA 94305		PC	RESEARCH PROJECT	165,000
STANFORD UNIVERSITY 318 CAMPUS DRIVE STANFORD, CA 94305		PC	RESEARCH PROJECT	140,218
Total ▶ 3a				13,090,544

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>				
STANFORD UNIVERSITY 318 CAMPUS DRIVE STANFORD, CA 94305		PC	RESEARCH PROJECT	163,194
SUNY STONY BROOK SCHOOL OF MEDICINE 100 NICOLLS ROAD STONY BROOK, NY 11794		PC	RESEARCH PROJECT	150,000
SUNY STONY BROOK SCHOOL OF MEDICINE 100 NICOLLS ROAD STONY BROOK, NY 11794		PC	RESEARCH PROJECT	260,506
Total ▶ 3a				13,090,544

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>				
SUNY STONY BROOK SCHOOL OF MEDICINE 100 NICOLLS ROAD STONY BROOK, NY 11794		PC	RESEARCH PROJECT	150,000
THE WISTAR INSTITUTE 3601 SPRUCE ST PHILADELPHIA, PA 19104		PC	RESEARCH PROJECT	199,435
THE WISTAR INSTITUTE 3601 SPRUCE ST PHILADELPHIA, PA 19104		PC	RESEARCH PROJECT	137,500
Total ▶ 3a				13,090,544

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				
THE WISTAR INSTITUTE 3601 SPRUCE ST PHILADELPHIA, PA 19104		PC	RESEARCH PROJECT	137,500
THE WISTAR INSTITUTE 3601 SPRUCE ST PHILADELPHIA, PA 19104		PC	RESEARCH PROJECT	179,492
THE WISTAR INSTITUTE 3601 SPRUCE ST PHILADELPHIA, PA 19104		PC	RESEARCH PROJECT	137,500
Total ▶ 3a				13,090,544

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>				
THE WISTAR INSTITUTE 3601 SPRUCE ST PHILADELPHIA, PA 19104		PC	RESEARCH PROJECT	137,500
THOMAS JEFFERSON UNIVERSITY 125 S 9TH ST PHILADELPHIA, PA 19107		PC	RESEARCH PROJECT	275,000
UNIVERSITY OF MASSACHUSETTS MEDICAL SCHOOL 300 MASSACHUSETTS AVE AMHERST, MA 01003		PC	RESEARCH PROJECT	159,097
Total ▶ 3a				13,090,544

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 MASSACHUSETTS MEDICAL SCHOOL 300 MASSACHUSETTS AVE AMHERST, MA 01003		PC	RESEARCH PROJECT	125,000
UNIVERSITY OF MASSACHUSETTS MEDICAL SCHOOL 300 MASSACHUSETTS AVE AMHERST, MA 01003		PC	RESEARCH PROJECT	125,000
UNIVERSITY OF PENNSYLVANIA 338 ANATOMY/CHEMISTRY PHILADELPHIA, PA 19104		PC	RESEARCH PROJECT	200,000
Total ▶ 3a				13,090,544

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
UNIVERSITY OF PENNSYLVANIA 338 ANATOMY/CHEMISTRY PHILADELPHIA, PA 19104		PC	RESEARCH PROJECT	314,137
UNIVERSITY OF TEXAS HOUSTON 6431 FANNIN ST HOUSTON, TX 77030		PC	RESEARCH PROJECT	136,971
UNIVERSITY OF TEXAS HOUSTON 6431 FANNIN ST HOUSTON, TX 77030		PC	RESEARCH PROJECT	136,971
Total ▶ 3a				13,090,544

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>				
WASHINGTON UNIVERSITY 7425 FORSYTH AVENUE ST LOUIS, MO 63105		PC	RESEARCH PROJECT	168,496
WHITEHEAD INSTITUTE FOR BIOMEDICAL RESEARCH 9 CAMBRIDGE CENTER CAMBRIDGE, MA 02142		PC	RESEARCH PROJECT	166,667
WHITEHEAD INSTITUTE FOR BIOMEDICAL RESEARCH 9 CAMBRIDGE CENTER CAMBRIDGE, MA 02142		PC	RESEARCH PROJECT	166,667
Total ▶ 3a				13,090,544

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>				
YALE UNIVERSITYPO BOX 2038 NEW HAVEN, CT 06521		PC	RESEARCH PROJECT	276,506
YALE UNIVERSITYPO BOX 2038 NEW HAVEN, CT 06521		PC	RESEARCH PROJECT	306,618
YALE UNIVERSITYPO BOX 2038 NEW HAVEN, CT 06521		PC	RESEARCH PROJECT	247,500
Total ► 3a				13,090,544

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>				
YALE UNIVERSITYPO BOX 2038 NEW HAVEN, CT 06521		PC	RESEARCH PROJECT	155,833
YALE UNIVERSITYPO BOX 2038 NEW HAVEN, CT 06521		PC	RESEARCH PROJECT	155,833
YALE UNIVERSITYPO BOX 2038 NEW HAVEN, CT 06521		PC	RESEARCH PROJECT	285,516
Total ► 3a				13,090,544

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>				
YALE UNIVERSITYPO BOX 2038 NEW HAVEN, CT 06521		PC	RESEARCH PROJECT	222,750
YALE UNIVERSITYPO BOX 2038 NEW HAVEN, CT 06521		PC	RESEARCH PROJECT	155,835
YALE UNIVERSITYPO BOX 2038 NEW HAVEN, CT 06521		PC	RESEARCH PROJECT	155,834
Total ► 3a				13,090,544

TY 2020 Accounting Fees Schedule

Name: THE G HAROLD & LEILA Y MATHERS
CHARITABLE FOUNDATION

EIN: 23-7441901

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	36,450	0		36,450

TY 2020 General Explanation Attachment

Name: THE G HAROLD & LEILA Y MATHERS
CHARITABLE FOUNDATION

EIN: 23-7441901

General Explanation Attachment

Identifier	Return Reference	Explanation	
1	STATEMENTS REGARDING ACTIVITIES FOR WHICH FORM 4720 MAY BE REQUIRED	PAGE 5, PART VII-B, LINE 1A (3)	INVESTMENT ADVISORY SERVICES ARE PROVIDED BY MEYER HANDELMAN COMPANY LLC, SOME OF WHOSE MEMBERS ARE DIRECTORS OF THE FOUNDATION. THE EXCEPTIONS TO THE REGULATIONS AGAINST SELF-DEALING ARE MET BECAUSE IT IS FOR PERSONAL SERVICES WHICH ARE REASONABLE AND NECESSARY TO CARRYING OUT THE EXEMPT PURPOSE OF THE FOUNDATION.

General Explanation Attachment

Identifier	Return Reference	Explanation	
2	AMENDED RETURN EXPLANATION	990PF, LINES 13, 14 AND 15	AN AMENDED RETURN IS BEING FILED TO CORRECTLY REPORT EXPENSES ON LINES 13, 14 AND 15 IN COLUMN (D), DISBURSEMENTS FOR CHARITABLE PURPOSES, OF FORM 990PF PART 1. THESE EXPENSES WERE MISTAKENLY OMITTED IN COLUMN D ON THE ORIGINALLY FILED RETURN.

TY 2020 Investments Corporate Stock Schedule

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

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
3M COMPANY (33000 SH)	322,787	5,768,070
AIR PRODUCTS & CHEMICALS INC (10,000)	709,015	2,732,200
ALLSTATE CORP (38000 SH)	302,791	4,177,340
ALPHABET INC (1000 SH)	1,337,136	1,751,880
AMGEN INC (25000 SH)	1,730,709	5,748,000
APPLE INC (97500 SH)	1,757,262	12,937,275
AUTOMATIC DATA PROCESSING (36000 SH)	1,095,795	6,343,200
BAXTER INTL INC (48076 SH)	174,584	3,857,618
BP PLC ADR (63000 SH)	615,538	1,292,760
BRISTOL MYERS SQUIBB CO (70000 SH)	267,955	4,342,100
CATERPILLAR INC (30000 SH)	123,917	5,460,600
CITIGROUP (25,000 SH)	1,302,013	1,541,500
COLGATE PALMOLIVE CORP (72000 SH)	503,700	6,156,720
CONAGRA FOODS INC (80000 SH)	1,415,456	2,900,800
CORNING INC (120000)	782,318	4,320,000
DEVON ENERGY CORP (60000 SH)	2,782,411	948,600
DOW INC (45000 SH)	665,159	2,497,500
DUKE ENERGY (30000 SH)	1,432,874	2,746,800
DUPONT DE NEMOURS INC (40000 SH)	618,819	2,844,400
ELUCIDA ONCOLOGY, INC. (657894 SH)	500,000	500,000
EMERSON ELECTRIC CO (48000 SH)	1,287,420	3,857,760
ENBRIDGE INC (78720 SH)	1,631,346	2,518,253
ENTERGY CORPORATION (33000SH)	714,370	3,294,720
FREEPORT-MCMORAN INC (103661 SH)	2,497,602	2,697,259
GENERAL ELECTRIC CO (13000 SH)	225,423	1,404,000
GILEAD SCIENCES INC (65000 SH)	1,359,539	3,786,900
HALLIBURTON CO (90000 SH)	905,108	1,701,000
HOME DEPOT INC (35000 SH)	1,028,207	9,296,700
HONEYWELL INTL INC (58000 SH)	318,803	12,336,600
IBM CORPORATION (25000 SH)	467,189	3,147,000

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ILLINOIS TOOL WORKS INC (35000 SH)	1,670,610	7,135,800
INGERSOLL RAND PAPER (62650 SH)	196,540	2,854,334
INTEL CORP (100000 SH)	2,326,133	4,982,000
INTERNATIONAL PAPER CO (65000 SH)	1,258,977	3,231,800
JOHNSON CONTROLS INTL (50000 SH)	953,432	2,329,500
KELLOGG COMPANY (92000 SH)	309,062	5,725,160
KIMBERLY CLARK CORP (52,200 SH)	152,667	7,038,126
LAMB WESTON HLDGS INC (30000 SH)	563,173	2,362,200
MARATHON OIL CORP (125000 SH)	979,129	833,750
MARATHON PETROLEUM (97000 SH)	424,330	4,011,920
MCDONALDS CORP (23000 SH)	1,311,886	4,935,340
MCKESSON CORP (31000 SH)	293,132	5,391,520
MEDTRONIC INC (36000 SH)	2,722,242	4,217,040
MERCK & CO INC (82000 SH)	178,561	6,707,600
MICROSOFT CORP (70000 SH)	1,755,450	15,569,400
NEWMONT MINING CORP (60000 SH)	1,127,709	3,593,400
NEXTERA ENERGY INC (148400 SH)	428,954	11,449,060
OTIS WORLDWIDE (15000 SH)	561,028	1,013,250
PENTAIR PLC (20000 SH)	542,079	1,061,800
PEPSICO INC (24000 SH)	1,676,463	3,559,200
PFIZER INC (195000 SH)	1,338,787	7,177,950
PROCTER & GAMBLE CO (70000 SH)	231,787	9,739,800
QUALCOMM INC (44000 SH)	2,870,855	6,702,960
RAYTHEON TECHNOLOGIES CORP (25000 SH)	906,242	1,787,750
STANLEY BLACK & DECKER INC (31875 SH)	628,730	5,691,600
STARBUCKS CORP (35000 SH)	1,964,535	3,744,300
SYSCO CORP (90000 SH)	588,797	6,683,400
TE CONNECTIVITY LTD (30066 SH)	641,048	3,882,231
TRANE TECHNOLOGIES PLC (68300 SH)	651,978	9,914,428
VERIZON COMMUNICATIONS (107422 SH)	1,111,319	6,311,043

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
VITARIS INC (24195 SH)	0	453,414
WALGREENS BOOTS ALLIANCE (47000 SH)	3,062,122	1,874,360
WALMART STORES INC (32000 SH)	1,676,834	4,612,800

TY 2020 Investments Government Obligations Schedule

Name: THE G HAROLD & LEILA Y MATHERS
CHARITABLE FOUNDATION

EIN: 23-7441901

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

999,343

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

999,979

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

0

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

0

TY 2020 Investments - Land Schedule

Name: THE G HAROLD & LEILA Y MATHERS
CHARITABLE FOUNDATION

EIN: 23-7441901

Category/ Item	Cost/Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
TEXAS REAL ESTATE INVESTMENTS	5,084,335	346,109	4,738,226	5,521,106

TY 2020 Investments - Other Schedule

Name: THE G HAROLD & LEILA Y MATHERS
CHARITABLE FOUNDATION

EIN: 23-7441901

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
LYNN COUNTY ROYALTY PROPERTY	FMV	419,000	454,000
OIL & GAS PROPERTIES	FMV	23,249,711	25,324,354

**TY 2020 Land, Etc.
Schedule**

Name: THE G HAROLD & LEILA Y MATHERS
CHARITABLE FOUNDATION

EIN: 23-7441901

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
EQUIPMENT	97,854	97,854	0	
FURNITURE & FIXTURES	23,491	17,918	5,573	5,573
SOFTWARE	30,513	24,179	6,334	6,334
LEASEHOLD IMPROVEMENTS	15,000	4,737	10,263	10,263

TY 2020 Legal Fees Schedule

Name: THE G HAROLD & LEILA Y MATHERS
CHARITABLE FOUNDATION

EIN: 23-7441901

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL	9,310	0		9,310

TY 2020 Other Assets Schedule

Name: THE G HAROLD & LEILA Y MATHERS
CHARITABLE FOUNDATION

EIN: 23-7441901

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
PREPAID EXPENSES	16,639	16,638	16,638
OTHR ASSETS	3,795	3,795	3,795
ACCRUED INTEREST/DIVIDENDS	308,481	353,496	353,496

TY 2020 Other Decreases Schedule

Name: THE G HAROLD & LEILA Y MATHERS
CHARITABLE FOUNDATION

EIN: 23-7441901

Description	Amount
GRANTS PAYABLE - ACCRUAL/CASH DIFFERENCE	1,399,062

TY 2020 Other Expenses Schedule

Name: THE G HAROLD & LEILA Y MATHERS
CHARITABLE FOUNDATION

EIN: 23-7441901

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANK CHARGES	692	0		692
COMPUTER EXPENSES	28,855	0		28,855
FARM RENT CROP PROCEEDS INVESTMENT EXPENSES	29,279	29,279		0
FILING FEES	1,500	0		1,500
INSURANCE	77,372	0		77,372
OFFICE EXPENSES	7,485	0		7,485
OIL & GAS INVESTMENT EXPENSES	1,195,266	1,195,266		0
PASTURE RENT INVESTMENT EXPENSES	16,164	16,164		0
TELEPHONE	4,150	0		4,150
TRAVEL	716	0		716

Other Expenses Schedule				
Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
UTILITIES	840	0		840

TY 2020 Other Income Schedule

Name: THE G HAROLD & LEILA Y MATHERS
CHARITABLE FOUNDATION

EIN: 23-7441901

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OIL & GAS ROYALTIES - TEXAS	2,945,564	2,945,564	2,945,564
OIL & GAS ROYALTIES	42,460	42,460	42,460
LEASE RENTAL - OIL & GAS	100	100	100
SALE OF WATER	162	162	162
FARM RENT CROP PROCEEDS	91,513	91,513	91,513
PASTURE RENTALS	12,547	12,547	12,547
PASTURE RENT - GRANT REFUND	34,926	34,926	34,926
OTHER INCOME	24,305	24,305	24,305

TY 2020 Other Professional Fees Schedule

Name: THE G HAROLD & LEILA Y MATHERS
CHARITABLE FOUNDATION

EIN: 23-7441901

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT ADVISORY FEES	622,229	622,229		0
CUSTODIAN FEES	22,258	22,258		0
CONSULTING	25,215	0		25,215
PENSION ADMINISTRATION	1,223	0		1,223

TY 2020 Taxes Schedule

Name: THE G HAROLD & LEILA Y MATHERS
CHARITABLE FOUNDATION

EIN: 23-7441901

Taxes Schedule

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES ON INVESTMENT INCOME	28,895	28,895		0
NET INVESTMENT INCOME TAX	66,448	0		0
PAYROLL TAXES	29,255	0		29,255