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Return of Private Foundation or Section 4947(a)(1) Nonexempt Charitable Trust Treated as a Private Foundation

OMB No 1545-0052

2009

Department of the Treasury
Internal Revenue Service

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2009, or tax year beginning SEP 1, 2009, and ending AUG 31, 2010

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

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation THE JOHN RANDOLPH HAYNES AND DORA HAYNES FOUNDATION		A Employer identification number 95-1644020
	Number and street (or P.O. box number if mail is not delivered to street address) 888 W. SIXTH STREET	Room/suite 1150	B Telephone number (213) 623-9151
	City or town, state, and ZIP code LOS ANGELES, CA 90017		C If exemption application is pending, check here <input type="checkbox"/> 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) \$ 41,245,986.		J Accounting method <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input checked="" type="checkbox"/> Other (specify) MODIFIED CASH	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received				
2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments	11,783.	11,783.	11,783.	STATEMENT 1
4	Dividends and interest from securities	1,223,364.	1,223,364.	1,223,364.	STATEMENT 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	-594,298.			
b	Gross sales price for all assets on line 6a	9,224,488.			
7	Capital gain net income (from Part IV, line 2)		0.		
8	Net short-term capital gain			N/A	
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss)				
11	Other income	15,207.	15,207.	15,207.	STATEMENT 3
12	Total. Add lines 1 through 11	656,056.	1,250,354.	1,250,354.	
13	Compensation of officers, directors, trustees, etc.	95,020.	28,506.	28,506.	66,514.
14	Other employee salaries and wages	233,333.	70,000.	70,000.	163,333.
15	Pension plans, employee benefits	84,579.	29,180.	29,180.	55,399.
16a	Legal fees STMT 4	3,660.	1,464.	1,464.	2,196.
b	Accounting fees STMT 5	27,000.	10,800.	10,800.	16,200.
c	Other professional fees STMT 6	153,842.	153,842.	153,842.	0.
17	Interest				
18	Taxes STMT 7	11,490.	11,315.	11,315.	175.
19	Depreciation and depletion	2,684.	2,684.	2,684.	
20	Occupancy	69,810.	27,924.	27,924.	41,886.
21	Travel, conferences, and meetings	7,742.	3,097.	3,097.	4,645.
22	Printing and publications				
23	Other expenses STMT 8	97,102.	58,589.	58,589.	38,513.
24	Total operating and administrative expenses. Add lines 13 through 23	786,262.	397,401.	397,401.	388,861.
25	Contributions, gifts, grants paid	2,116,562.			2,116,562.
26	Total expenses and disbursements. Add lines 24 and 25	2,902,824.	397,401.	397,401.	2,505,423.
27	Subtract line 26 from line 12	-2,246,768.			
a	Excess of revenue over expenses and disbursements		852,953.		
b	Net investment income (if negative, enter -0-)			852,953.	
c	Adjusted net income (if negative, enter -0-)				

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	200.	200.	200.
	2 Savings and temporary cash investments	660,869.	103,689.	103,689.
	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			
	7 Other notes and loans receivable ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	3,588.	3,588.	3,588.
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 10	2,316,353.	2,070,873.	2,463,110.
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶	36,867.		
	Less accumulated depreciation ▶	34,914.	1,953.	1,953.
	12 Investments - mortgage loans			
	13 Investments - other STMT 11	44,499,428.	43,106,284.	38,613,267.
	14 Land, buildings, and equipment basis ▶	39,105.		
	Less accumulated depreciation ▶	32,192.	9,597.	6,913.
	15 Other assets (describe ▶ STATEMENT 12)	61,796.	53,266.	53,266.
	16 Total assets (to be completed by all filers)	47,553,784.	45,346,766.	41,245,986.
	17 Accounts payable and accrued expenses	9,000.	48,750.	
	18 Grants payable			
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	9,000.	48,750.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds	47,544,784.	45,298,016.	STATEMENT 9	
30 Total net assets or fund balances	47,544,784.	45,298,016.		
31 Total liabilities and net assets/fund balances	47,553,784.	45,346,766.		

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	47,544,784.
2 Enter amount from Part I, line 27a	2	-2,246,768.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	45,298,016.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	45,298,016.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SHORT-TERM CAPITAL GAINS & LOSSES		P	VARIOUS	VARIOUS
b LONG-TERM CAPITAL GAINS & LOSSES		P	VARIOUS	VARIOUS
c PARTNERSHIP CAPITAL GAINS & LOSSES		P	VARIOUS	VARIOUS
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 476,836.		424,408.	52,428.
b 8,747,652.		9,280,916.	-533,264.
c		113,462.	-113,462.
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			52,428.
b			-533,264.
c			-113,462.
d			
e			

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	-594,298.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8		3	52,428.

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))
2008	2,692,335.	38,289,524.	.070315
2007	2,812,834.	58,880,606.	.047772
2006	2,689,177.	61,022,784.	.044068
2005	1,970,046.	57,210,933.	.034435
2004	1,987,182.	53,450,922.	.037178

2 Total of line 1, column (d)	2	.233768
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.046754
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	41,687,460.
5 Multiply line 4 by line 3	5	1,949,056.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	8,530.
7 Add lines 5 and 6	7	1,957,586.
8 Enter qualifying distributions from Part XII, line 4	8	2,505,423.

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.

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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	8,530.
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	8,530.
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	8,530.
6 Credits/Payments			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	21,796.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	21,796.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	13,266.	
11 Enter the amount of line 10 to be Credited to 2010 estimated tax <input checked="" type="checkbox"/> Refunded <input type="checkbox"/>	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		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1b		
c Did the foundation file Form 1120-POL for this year?		X
1c		
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2	X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
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? If "Yes," attach the statement required by General Instruction T.	5	X
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	X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	7	X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> CA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	X
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 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? If "Yes," complete Part XIV	9	X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ► WWW.HAYNESFOUNDATION.ORG

14 The books are in care of ► WILLIAM BURKE Telephone no ► (213) 623-9151
 Located at ► 888 W. SIXTH STREET, SUITE 1150, LOS ANGELES, CA ZIP+4 ► 90017

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here
 and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A

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 page 20 of the instructions)?	► <input type="checkbox"/>	1b	X
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 2009?		1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
If "Yes," list the years ► _____			
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)	N/A	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 ► _____			
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 2009 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 2009.)	N/A	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?		4b	X

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

5a During the year did the foundation pay or incur any amount to

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☐

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

N/A

☐ Yes ☐ No

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

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

☐ Yes ☒ No

6b

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

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

☐ Yes ☒ No

7b

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

N/A

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

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.

(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
SCHEDULE B				
	0.00	71,270.	0.	5,371.

2 Compensation of five highest-paid employees (other than those included on line 1). 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
WILLIAM BURKE - 888 W. SIXTH STREET, #1150, LOS ANGELES, CA 90017	ADM. DIR.	156,250.	22,478.	0.
	40.00			

Total number of other employees paid over \$50,000

0

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3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

Part IX-A	Summary of Direct Charitable Activities
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Expenses

Part IX-B Summary of Program-Related Investments

Amount

Total. Add lines 1 through 3

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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	42,222,477.
b	Average of monthly cash balances	1b	84,679.
c	Fair market value of all other assets	1c	15,138.
d	Total (add lines 1a, b, and c)	1d	42,322,294.
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	42,322,294.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	634,834.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	41,687,460.
6	Minimum investment return. Enter 5% of line 5	6	2,084,373.

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	2,084,373.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	8,530.
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	8,530.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,075,843.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	2,075,843.
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	2,075,843.

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	2,505,423.
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	2,505,423.
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	5	8,530.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,496,893.

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

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				2,075,843.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2009				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				794,267.
f Total of lines 3a through e	794,267.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$				2,505,423.
a Applied to 2008, 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 2009 distributable amount				2,075,843.
e Remaining amount distributed out of corpus	429,580.			
5 Excess distributions carryover applied to 2009 (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	1,223,847.			
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 2008 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	1,223,847.			
10 Analysis of line 9				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				794,267.
e Excess from 2009				429,580.

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

N/A

- 1 a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling

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

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

[illegible]

- 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

- 3 Subtract line 2d from line 2c.
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(i)(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 the 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).)

NONE

- 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

NONE

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. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

SCHEDULE C

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

SCHEDULE C

- c Any submission deadlines**

SCHEDULE C

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

SCHEDULE C

**THE JOHN RANDOLPH HAYNES
AND DORA HAYNES FOUNDATION**

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SCHEDULE D				2,116,562.
Total			▶ 3a	2,116,562.
b Approved for future payment SCHEDULE D				980,397.
Total			▶ 3b	980,397.

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

		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of		
	(1) Cash		X
	(2) Other assets		X
b	Other transactions		
	(1) Sales of assets to a noncharitable exempt organization		X
	(2) Purchases of assets from a noncharitable exempt organization		X
	(3) Rental of facilities, equipment, or other assets		X
	(4) Reimbursement arrangements		X
	(5) Loans or loan guarantees		X
	(6) Performance of services or membership or fundraising solicitations		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees		X
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) of the Code (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
N/A		


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 or fiduciary) is based on all information of which preparer has any knowledge.

Sign Here

Signature of officer or trustee

14 JUL 20 11
Date

ADMINISTRATIVE DIRECTOR

Preparer's signature 

Date
7-15-11

Check if self-employed ☐

Preparer's identifying number

Firm's name (or yours if self-employed), address, and ZIP code **WILLIAMS & RYBB LLP, CPA'S**
4300 LONG BEACH BLVD., SUITE 350
LONG BEACH, CA 90807

Phone no (562) 423-8777

Form **990-PF** (2009)

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

SOURCE	AMOUNT
DEPOSITORY ACCOUNTS	19.
MONEY MARKET FUNDS	200.
PARTNERSHIP INTEREST	11,564.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	11,783.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
EQUITY & FIXED INCOME MUTUAL FUNDS	1,133,057.	0.	1,133,057.
PARTNERSHIP DIVIDEND	74,207.	0.	74,207.
STOCK DIVIDENDS	16,100.	0.	16,100.
TOTAL TO FM 990-PF, PART I, LN 4	1,223,364.	0.	1,223,364.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
MINERAL INTEREST ROYALTIES	14,843.	14,843.	14,843.
OTHER INCOME	364.	364.	364.
TOTAL TO FORM 990-PF, PART I, LINE 11	15,207.	15,207.	15,207.

FORM 990-PF	LEGAL FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
PAUL, HASTINGS, JANOFSK O'MELVENY & MYERS LLC	1,230. 2,430.	492. 972.	492. 972.	738. 1,458.	
TO FM 990-PF, PG 1, LN 16A	3,660.	1,464.	1,464.	2,196.	

FORM 990-PF	ACCOUNTING FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
WILLIAMS & RIBB LLP	27,000.	10,800.	10,800.	16,200.	
TO FORM 990-PF, PG 1, LN 16B	27,000.	10,800.	10,800.	16,200.	

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT COUNSELOR - MELLON ANALYTICAL SOLUTIONS	8,000.	8,000.	8,000.	0.	
INVESTMENT COUNSELOR - ANGELES INVESTMENT ADVISOR	53,914.	53,914.	53,914.	0.	
INVESTMENT COUNSELOR - SANDS	23,832.	23,832.	23,832.	0.	
WILLIAM DEVERELL	3,000.	3,000.	3,000.	0.	
MANAGEMENT ADVISORY FEES - PATHWAY	51,383.	51,383.	51,383.	0.	
INVESTMENT COUNSELOR - UNION BANK OF CALIFORNIA	6,637.	6,637.	6,637.	0.	
WELLINGTON TR CTF GLOBAL PERSP	1,076.	1,076.	1,076.	0.	
RAPHAEL J. SONENSHEIN	3,000.	3,000.	3,000.	0.	
THOMAS J. SITTON	3,000.	3,000.	3,000.	0.	
TO FORM 990-PF, PG 1, LN 16C	153,842.	153,842.	153,842.	0.	

FORM 990-PF	TAXES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
EXCISE TAX	8,530.	8,530.	8,530.	0.	
PERSONAL PROPERTY TAX	291.	116.	116.	175.	
FOREIGN TAXES	2,669.	2,669.	2,669.	0.	
TO FORM 990-PF, PG 1, LN 18	11,490.	11,315.	11,315.	175.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
POSTAGE	575.	230.	230.	345.	
CUSTODIAL FEES	902.	361.	361.	541.	
SUPPLIES	2,016.	806.	806.	1,210.	
TELEPHONE	3,678.	1,471.	1,471.	2,207.	
INSURANCE	7,125.	2,850.	2,850.	4,275.	
REPAIRS & MAINTENANCE	14,052.	5,621.	5,621.	8,431.	
OTHER	5,091.	2,038.	2,038.	3,053.	
FILES STORAGE	1,480.	592.	592.	888.	
PAYROLL SERVICE	1,642.	657.	657.	985.	
PARTNERSHIP DEDUCTIONS	32,911.	32,911.	32,911.	0.	
ADMINISTRATIVE SUPPORT	24,630.	9,852.	9,852.	14,778.	
PUBLICITY/PUBLICATIONS	3,000.	1,200.	1,200.	1,800.	
TO FORM 990-PF, PG 1, LN 23	97,102.	58,589.	58,589.	38,513.	

FORM 990-PF	OTHER FUNDS		STATEMENT	9
DESCRIPTION	(A) BEGINNING OF YEAR	(B) END OF YEAR		
FOUNDATION PRINCIPAL	47,544,784.	45,298,016.		
TOTAL TO FORM 990-PF, PART II, LINE 29	47,544,784.	45,298,016.		

FORM 990-PF	CORPORATE STOCK	STATEMENT 10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MARKETABLE EQUITY SECURITIES - SCHEDULE A-1	2,070,873.	2,463,110.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,070,873.	2,463,110.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 11
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
EQUITY MUTUAL FUNDS - SCHEDULE A-2	COST	22,950,726.	18,387,766.
FIXED INCOME MUTUAL FUNDS - SCHEDULE A-3	COST	13,528,947.	14,056,419.
PRIVATE INVESTMENT FUNDS - SCHEDULE A-3	COST	2,270,202.	1,920,187.
INVESTMENTS IN PARTNERSHIPS	COST	4,356,409.	4,248,895.
TOTAL TO FORM 990-PF, PART II, LINE 13		43,106,284.	38,613,267.

FORM 990-PF	OTHER ASSETS	STATEMENT 12
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DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
REFUNDABLE EXCISE TAX	61,796.	53,266.	53,266.
TO FORM 990-PF, PART II, LINE 15	61,796.	53,266.	53,266.

THE JOHN RANDOLPH HAYNES AND DORA HAYNES FOUNDATION
95-1644020
RETURN OF PRIVATE FOUNDATION FORM 990-PF
YEAR ENDED AUGUST 31, 2010

LIST OF ATTACHMENTS

Schedule A	Schedule of investments
Schedule B	List of trustees, officers and managers
Schedule C	Statement regarding application for grants, scholarships, etc
Schedule D	Summary of grant activity
Schedule E	Depreciable assets and depreciation

SCHEDULE A-1

THE JOHN RANDOLPH HAYNES AND DORA HAYNES FOUNDATION

95-1644020

RETURN OF PRIVATE FOUNDATION FORM 990-PF

YEAR ENDED AUGUST 31, 2010

Marketable Equity Securities	Shares	Cost	Market Value
Allergan Inc	1,800	\$ 100,578	\$ 110,556
Amazon Com Inc	1,400	97,439	174,762
Apple Computer Inc	625	77,662	151,937
ASML Holdings	1,700	51,984	42,041
Broadcom Corp Class A	1,500	48,346	44,940
CME Group Inc	175	48,038	43,428
Flir Systems Inc	1,400	38,838	35,140
FMC Technologies Inc	1,500	84,501	92,775
Genzyme Corp General Division	2,100	133,478	147,231
Google Inc Class A	275	51,784	123,756
Grainger W W Inc	600	61,172	63,474
Illumina Inc	2,100	79,168	90,069
Intercontinental Exchange Inc	900	76,043	86,004
Intuitive Surgical Inc	375	49,185	99,386
Iron Mountain Inc	1,600	35,042	32,448
Las Vegas Sands Corp Com	2,300	12,608	65,159
National Oilwell Varco, Inc	3,000	150,494	112,890
Nike Inc Class B	1,200	68,748	84,000
Praxair Inc	600	52,810	51,618
Qualcomm Inc	4,200	168,909	160,860
Salesforce Com Inc	1,750	87,992	192,290
Schlumberger Ltd	1,700	109,040	90,661
Schwab Charles Corp	3,900	73,926	49,764
Staples Inc	2,700	63,174	47,979
Starbucks Corp	2,800	60,823	64,344
Varian Medical Systems Inc	1,400	72,977	74,536
Visa Inc	1,900	116,114	131,062
Total marketable equity securities		\$ 2,070,873	\$ 2,463,110

SCHEDULE A-2
THE JOHN RANDOLPH HAYNES AND DORA HAYNES FOUNDATION
95-1644020
RETURN OF PRIVATE FOUNDATION FORM 990-PF
YEAR ENDED AUGUST 31, 2010

Equity Mutual Funds	Shares	Cost	Market Value
American Funds Capital World Growth & Income Fund	76,081 371	\$ 2,544,394	\$ 2,383,629
Artio International Equity Fund	245,667 537	3,912,476	2,663,036
Artisan International Fund	160,489 378	4,138,537	2,967,449
Dodge & Cox International Stock Fund	122,078.529	3,935,316	3,692,875
Fidelity Spartan U S Equity Index Fund	77,268 117	2,848,921	2,879,783
LSV Value Equity Fund	203,444 212	3,901,853	2,359,953
Morgan Stanley Institutional Funds Global Real Estate Fund Class I	184,748 826	1,669,229	1,441,041
Total equity mutual funds		\$ 22,950,726	\$ 18,387,766

SCHEDULE A-3
THE JOHN RANDOLPH HAYNES AND DORA HAYNES FOUNDATION
95-1644020
RETURN OF PRIVATE FOUNDATION FORM 990-PF
YEAR ENDED AUGUST 31, 2010

Fixed Income Mutual Funds	Shares	Cost	Market Value
Calamos Global Growth & Income Fund I	270,520 370	\$ 2,959,172	\$ 2,602,406
Payden Core Bond Fund	783,893 140	7,699,701	8,356,301
Payden Emerging Markets Bond Fund	22,688 749	289,937	329,668
Payden High Income Fund	392,630 429	2,580,137	2,768,044
Total fixed income mutual funds		\$ 13,528,947	\$ 14,056,419

SCHEDULE A-4
THE JOHN RANDOLPH HAYNES AND DORA HAYNES FOUNDATION
95-1644020
RETURN OF PRIVATE FOUNDATION FORM 990-PF
YEAR ENDED AUGUST 31, 2010

Private Investment Funds	Shares	Cost	Market Value
Angeles Absolute Return Fund Ltd	1,239 501	\$ 1,000,000	\$ 1,262,081
The Canyon Value Realization Fund Ltd	36 965	45,170	49,456
Highland Credit Strategies Fund Ltd	950 000	950,000	339,000
Shepherd Investments International Fund	292 456	263,276	248,370
Ramius Multi Strategy Fund Ltd	9 880	11,756	21,280
Total private investment funds		\$ 2,270,202	\$ 1,920,187

SCHEDULE A-5
THE JOHN RANDOLPH HAYNES AND DORA HAYNES FOUNDATION
95-1644020
RETURN OF PRIVATE FOUNDATION FORM 990-PF
YEAR ENDED AUGUST 31, 2010

Investments in Partnerships	Cost	Market Value
Pathway Private Equity Fund 2008, L.P	\$ 611,811	\$ 639,062
Wellington Trust CTF Global Perspective Fund	2,250,109	2,616,088
Wellington Trust CTF Small Cap Opportunity Fund	1,494,489	993,745
Total investments in partnerships	\$ 4,356,409	\$ 4,248,895

SCHEDULE B
THE JOHN RANDOLPH HAYNES AND DORA HAYNES FOUNDATION
95-1644020
RETURN OF PRIVATE FOUNDATION FORM 990-PF
YEAR ENDED AUGUST 31, 2010

LIST OF TRUSTEES, OFFICERS, AND MANAGERS

Name, address, and social security number of trustee	Position	Time devoted to business	Expenses	Compensation
Gil Garcetti, Esq 888 W Sixth Street, Suite 1150 Los Angeles, CA 90017	Trustee/Research Committee Member	2 hours per week	\$ -	\$ 5,040
Philip M Hawley 888 W Sixth Street, Suite 1150 Los Angeles, CA 90017	Trustee/Research Committee Member/ Finance Committee Chair	2 hours per week	-	25,050
Kent Kresa 888 W Sixth Street, Suite 1150 Los Angeles, CA 90017	Trustee/Research Committee Member	2 hours per week	-	8,780
F Haynes Lindley, Jr., Esq 888 W Sixth Street, Suite 1150 Los Angeles, CA 90017	Trustee/Research Committee Member	2 hours per week	1,805	5,100
Dr Daniel A Mazmanian 888 W Sixth Street, Suite 1150 Los Angeles, CA 90017	Trustee/Research Committee Member	2 hours per week	-	5,050
Dr Harry P Pachon 888 W Sixth Street, Suite 1150 Los Angeles, CA 90017	Trustee/Research Committee Member	2 hours per week	-	5,100
Dr Jane G Pisano 888 W Sixth Street, Suite 1150 Los Angeles, CA 90017	President/Secretary/ Treasurer/Trustee/ Research Committee Chair/Finance Committee Member	10 hours per week	3,871	25,800
Gilbert T Ray, Esq 888 W Sixth Street, Suite 1150 Los Angeles, CA 90017	Trustee/Research Committee Member	2 hours per week	-	5,020
Willis B Wood Jr 888 W Sixth Street, Suite 1150 Los Angeles, CA 90017	Trustee/Research Committee Member/ Finance Committee Member	2 hours per week	-	10,080
Total officer, trustee and foundation manager compensation			\$5,676	\$95,020

SCHEDULE C
THE JOHN RANDOLPH HAYNES AND DORA HAYNES FOUNDATION
95-1644020
RETURN OF PRIVATE FOUNDATION FORM 990-PF
YEAR ENDED AUGUST 31, 2010

STATEMENT REGARDING APPLICATION FOR GRANTS, SCHOLARSHIPS, ETC.

2010-2011

Grant and Fellowship Program

The Haynes Foundation has been a force for change in Los Angeles for over eight decades, and from its beginnings has focused attention on issues of Los Angeles government and civic causes. The Foundation's founders, John Randolph and Dora Haynes, were passionate advocates of involved citizenship who believed that through the social sciences the Foundation not only could identify critical social and political problems in Los Angeles but also offer solutions to them. Hundreds of research projects focusing on Los Angeles issues have been funded since the Foundation's establishment in 1926, many of which have borne the fruit of real improvements for ordinary citizens. Awards are made only to organizations within the United States and whose endeavors are focused in or on Los Angeles. Grants and fellowships are made only to qualified non-profit organizations, never to individuals. Before contacting the Foundation regarding funding, please go to our web site at www.haynesfoundation.org and read our How to Apply and Program sections carefully.

Funds are restricted to:

- Original social science research into policy issues of the Los Angeles Region (comprised of the counties of Los Angeles, Ventura, San Fernando, Riverside, and Orange),
- Research into the history of Southern California,
- Archival and cataloging projects important to Los Angeles,
- Dissertation Fellowships for Ph.D. candidates at research universities in the five-county Los Angeles Region,
- Faculty Fellowships for teaching faculty at universities and four-year colleges in the five-county Los Angeles Region, or
- Reports are required at the end of the grant/fellowship period.

Grants

Major Research Grants

The Foundation seeks applications and awards grants and fellowships for research on major economic, social and political problems of the Los Angeles Region. Preference is given to applied studies which, in addition to adding significantly to knowledge and understanding of issues, are judged to show promise of influencing policies and practices addressing these issues. The research project's potential for publication and its use by the community are also taken into account. The Foundation is willing to consider subsequent requests for support in disseminating the results of the studies it funds. Major research projects concerning the history of Southern California will also be considered.

Deadlines

October 28, 2010	August 31, 2011
March 15, 2011	November 9, 2011
May 17, 2011	

Archival Grants

A modest portion of the Foundation's annual research budget is reserved to support archival and cataloging projects at libraries and other local institutions in Los Angeles. The relevance and significance of the materials to Southern California and for public policy, along with their fragility, rarity and completeness are taken into account in selecting these projects for award.

Deadline

January 10, 2011

Fellowships

Faculty Fellowships

(8 awards available @ \$12,000 each)

Faculty Fellowships are awarded by the Foundation on an annual basis to social science faculty members teaching at any university or four-year college in the Los Angeles Region. The fellowships are competitive and favor is given to proposals which are well-conceived, imaginative, and break new ground on economic, social and political problems. The Foundation's interest is in social science research which has implication for influencing policy and action in the Los Angeles region, but research projects concerning the history of Southern California will also be considered. The year-long fellowships are to be used in support of faculty research time and expenses.

Deadlines

December 3, 2010	December 15, 2011
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Doctoral Dissertation Fellowships

(8 awards available @ \$20,000 each)

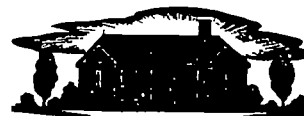
Doctoral Dissertation Fellowships are competitively awarded on an annual basis to Ph.D. candidates enrolled at institutions awarding the Ph.D. degree in the social sciences in the Los Angeles Region (i.e., the California Institute of Technology, the Claremont Graduate University, the University of California, Los Angeles, the University of California, Irvine, the University of California, Riverside, and the University of Southern California). Applicants must have had their dissertation proposals accepted and be working with their faculty advisors. Proposals should address economic, social, policy or political problems of the Los Angeles area.

Deadline

February 28, 2011

The John Randolph Haynes and Dora

**HAYNES
FOUNDATION**



Promoting the Well-Being of Mankind

Highlights of the Application Process

Please visit "How to Apply" at www.HaynesFoundation.org for detailed information on the application procedures.

Archival and Research Grants

- Cover letter from the institution, signed by an administrative officer
- A statement of purpose for which the funds will be used
- Detailed budget and time-line
- Names and qualifications of the personnel involved (1-2 page personal resumes are sufficient)
- Copies of the institution's exemption letters from the Internal Revenue Service and the California Franchise Tax Board
- Double spaced in 12 point type face preferred but not required
- Print double sided with three-hole punch

Faculty Fellowships

- Two page proposal stating the research problem or project goals, the methods to be used, and the way the grant money will be spent
- A two-page condensed personal resume
- Double spaced in 12 point type face
- Each proposal should be accompanied by written indication of institutional support from the academic dean or other appropriate academic administrator designated by the college or university

Doctoral Dissertations Fellowships

- Six page proposal stating the research project, project goals and methods to be used
- Double spaced in 12 point type face
- One page bibliography listing key sources of direct relevance to the dissertation topic
- A two-page condensed personal resume
- Two letters of recommendation, one must be from the applicant's faculty advisor with an estimation of the completion date. The faculty advisor's letter will be considered confirmation of institutional support for the proposal.

The Haynes Foundation
888 West Sixth Street, Suite 1150
Los Angeles, CA 90017-2737

www.haynesfoundation.org
info@haynesfoundation.org

SCHEDULE D
THE JOHN RANDOLPH HAYNES AND DORA HAYNES FOUNDATION
95-1644020
RETURN OF PRIVATE FOUNDATION FORM 990-PF,
YEAR ENDED AUGUST 31, 2010

	Grants payable at August 31, 2009	Grants unspent from 2008-2009	Grants authorized during the year	Grant expenditures during the year	Grants payable at August 31, 2010
Education grants					
Fellowships					
Faculty Fellowships	\$ 12,000	\$ (12,000)	\$ 180,000	\$ 120,000	\$ 60,000
Doctoral Dissertation Fellowships	60,000	(60,000)	240,000	160,000	80,000
Total fellowships	72,000	(72,000)	420,000	280,000	140,000
Contributions					
Southern California Association for Philanthropy (SCAP)	(1,400)	1,400	5,500	6,900	(1,400)
President's Discretionary Fund	15,499	(15,499)	20,000	8,000	12,000
Trustee Discretionary Gifts	-	-	250,000	250,000	-
Employee Matching Gifts	-	-	10,000	9,250	750
Council on Foundations	(710)	710	6,000	6,880	(880)
Total contributions	13,389	(13,389)	291,500	281,030	10,470
Research and Archival grants					
University of Southern California					
The Civic Role of Religion in Los Angeles since the 1992 Riots	39,589	-	-	-	39,589
Discovering the California Island	120,000	-	-	80,000	40,000
Los Angeles and the World Public Lecture Series	4,400	-	-	4,400	-
Greene and Greene Archives Archival	-	-	20,000	16,000	4,000
Water Supply Scarcity in Southern California	-	-	188,798	37,760	151,038
Mapping Los Angeles Research Online with Hyper Cities	-	-	75,000	30,000	45,000
University of California, Los Angeles					
Transition to High School	20,835	-	-	-	20,835
Documenting Unregulated Work in Los Angeles	57,350	-	-	57,350	-
A Contrast in Economic Development Los Angeles vs San Francisco	78,533	-	-	39,266	39,267
College Enrollment and Persistence among Children from Immigrant Families in the Los Angeles Area	47,672	-	-	19,068	28,604
The Bunch Center of AA Studies Archival	5,000	-	-	-	5,000
Tracks for Change Guiding Development Around Southern California High-Speed Rail Stations	146,897	-	-	110,173	36,724
Fighting Traffic at the Ballot Box	22,135	-	-	14,756	7,379

SCHEDULE D
THE JOHN RANDOLPH HAYNES AND DORA HAYNES FOUNDATION
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YEAR ENDED AUGUST 31, 2010

Research grants (continued)	Grants payable at August 31, 2009	Grants unspent from 2008-2009	Grants authorized during the year	Grant expenditures during the year	Grants payable at August 31, 2010
University of California, Los Angeles					
Preserve Chicano and Latino Collection	\$ 9,570	\$ -	\$ -	\$ -	\$ 9,570
From Jails to Jobs The Impact of Homeboy Industries on the Lives of Los Angeles Gang Associated Youth	87,993	-	-	43,996	43,997
Saving Our Sons An Examination of Black Male Academics in Los Angeles Schools	-	-	150,000	120,000	30,000
Tom Bradley Special Collection Archival	-	-	20,000	16,000	4,000
The Claremont Graduate University					
Beyond Permanent Crisis	99,616	-	-	49,808	49,808
KPCC Southern California					
Public Radio/KCRW National Public Radio Support for Public Affairs Broadcasting	-	-	50,000	40,000	10,000
The Huntington Library					
One Person, One Vote Reapportionment and the Political Transformation of Southern California	10,100	-	-	10,100	-
The Origins of Los Angeles County Government as a Force in Urban Development	43,120	-	-	21,560	21,560
On the Ground in Suburbia	35,220	-	-	23,480	11,740
In Search of Suburbia	-	-	27,100	21,680	5,420
The Los Angeles City Historical Society					
Los Angeles City Officials Compendium	11,868	-	-	6,266	5,602
Los Angeles City Officials Compendium supplement	-	-	11,000	11,000	-
Rancho Santa Ana Botanic Garden					
Video/Oral History	4,726	-	-	-	4,726
Natural History Museum of Los Angeles County					
Cataloging Photographs Collections Online Archival	5,000	-	-	5,000	-
Glass to Access Archival	-	-	20,000	16,000	4,000
University of California, Riverside					
New Urbanism	30,892	-	-	-	30,892
Adapting to Aging Out	57,469	-	-	28,734	28,735
University of California, Irvine					
Ethnically Transforming Neighborhoods and Crime among and between African Americans and Latinos	16,771	-	-	-	16,771
Technology, Writing & Academic Achievement	-	-	62,571	50,056	12,515
Library Foundation of Los Angeles					
Herald Examiner Photographs Archival	5,000	-	-	5,000	-
Mid-Century Aerial Photographs of Los Angeles	-	-	20,000	16,000	4,000

SCHEDULE D
THE JOHN RANDOLPH HAYNES AND DORA HAYNES FOUNDATION
95-1644020
RETURN OF PRIVATE FOUNDATION FORM 990-PF
YEAR ENDED AUGUST 31, 2010

	Grants payable at August 31, 2009	Grants unspent from 2008-2009	Grants authorized during the year	Grant expenditures during the year	Grants payable at August 31, 2010
Research grants (continued)					
Center for the Study of Political Graphics Cataloging and Digitizing Los Angeles Artists' Posters	\$ 20,000	\$ -	\$ -	\$ 10,000	\$ 10,000
The City Project Analyzing Green Access, Health and Equity In Greater Los Angeles	18,000	-	-	18,000	-
MapLight.org Five Years of Los Angeles Contributions, Vote and Interest Group Data	62,000	-	-	31,000	31,000
University of California, Santa Cruz Managing for Climate Change in Los Angeles Backyard	30,683	-	-	15,342	15,341
Community Advocates Critical Issues Seminars	-	-	30,000	30,000	-
California State University, Fullerton Cyber Policing in Los Angeles	7,000	-	-	7,000	-
California State University, Northridge Catherine Mulholland Collection Archival	5,000	-	-	5,000	-
Mulholland Family Papers Archival	-	-	20,000	16,000	4,000
Claremont Consortium F Haynes Lindley Archival	5,000	-	-	-	5,000
California State University, Los Angeles Los Angeles State of the City Report for 2010 and beyond	-	-	45,000	36,000	9,000
KCET Community Television of Southern California Weekly News Magazine, "SoCal Connected"	-	-	50,000	50,000	-
California Institute of Technology The Rise of the Decline-to-States	-	-	131,995	105,596	26,399
University of California, San Diego Los Angeles's Global Gateways	-	-	57,226	22,890	34,336
Indirect Costs Grants	-	-	254,330	254,330	-
Total research and archival grants	1,107,439	-	1,233,020	1,494,611	845,848
Foundation grant expenditures					
Foundation publications	21,212	(21,212)	45,000	60,921	(15,921)
Total foundation grant expenditures	21,212	(21,212)	45,000	60,921	(15,921)
Total grant activity	\$ 1,214,040	\$ (106,601)	\$1,989,520	\$ 2,116,562	\$ 980,397

SCHEDULE E
THE JOHN RANDOLPH HAYNES AND DORA HAYNES FOUNDATION
95-1644020
RETURN OF PRIVATE FOUNDATION FORM 990-PF
YEAR ENDED AUGUST 31, 2010

DEPRECIABLE ASSETS AND DEPRECIATION

Depreciation	Acquired	Depreciation method	Useful life	Cost		Accumulated depreciation and depletion			Net book value 8/31/10	Current market value
				Balance 8/31/09	Additions/ dispositions	Balance 8/31/10	Balance 8/31/09	Additions/ dispositions		
Assets held for investment purposes										
Undivided interest in Bolsa Chica mineral rights (Note A)	12/31/41			\$ 36,867	\$ -	\$ 36,867	\$ 34,914	\$ -	\$ 34,914	\$ 1,953
Assets held for exempt and investment purposes (Note B)										
Furniture and fixtures for administration offices	Various	S/L	5-10 years	\$ 39,105	\$ -	\$ 39,105	\$ 29,508	\$ 2,684	\$ 32,192	\$ 9,436

(A) Pursuant to authorization of the Board of Trustees, the carrying value of the undivided interest in Bolsa Chica mineral rights was increased (and Foundation principal increased corresponding) by \$202,127 on August 31, 1946, by \$220,630 as of September 1, 1952 and by \$250,000 as of September 1, 1962. These adjustments were made to bring the net carrying value closer to the approximate fair market value at the time of each increase and to preserve for Foundation principal the increases in carrying value occurring during the period of the Foundation's ownership of this wasting asset. From September 1, 1945 to August 31, 1970, depletion of 27-1/2% of royalties received had been provided by a charge to royalty income. The Tax Reform Act of 1969 requires, for taxable years beginning after December 31, 1969, that only cost depletion be used for determining income for private foundations. Accordingly, no depletion has been taken since September 1, 1970.

(B) Assets are held 40% for investment purposes and 60% for exempt purposes

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **X**

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Type or print File by the extended due date for filing the return. See instructions.	Name of Exempt Organization THE JOHN RANDOLPH HAYNES AND DORA HAYNES FOUNDATION	Employer identification number 95-1644020
	Number, street, and room or suite no. If a P.O. box, see instructions. WILLIAMS & RIBB LLP, 4300 LONG BEACH BLVD, S	For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. LONG BEACH, CA 90807	

Check type of return to be filed (File a separate application for each return):

- ☐ Form 990
 ☐ Form 990-EZ
 ☐ Form 990-T (sec. 401(a) or 408(a) trust)
 ☐ Form 1041-A
 ☐ Form 5227
 ☐ Form 8870
☐ Form 990-BL
☒ Form 990-PF
☐ Form 990-T (trust other than above)
☐ Form 4720
☐ Form 6069

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

WILLIAM BURKE

- The books are in the care of **▶ 888 W. SIXTH STREET, SUITE 1150 - LOS ANGELES, CA 90017**
 Telephone No. **▶ (213) 623-9151** FAX No. **▶**

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) **_____**. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 4 I request an additional 3-month extension of time until **JULY 15, 2011**.
- 5 For calendar year **_____**, or other tax year beginning **SEP 1, 2009**, and ending **AUG 31, 2010**.
- 6 If this tax year is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period
- 7 State in detail why you need the extension
ADDITIONAL TIME IS NEEDED TO PREPARE A COMPLETE AND ACCURATE RETURN.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	0.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	0.
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0.

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature **▶** Title **▶** Date **▶**

Form **8868** (Rev 4-2009)