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Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation

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► Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

2013

For calendar year 2013 or tax year beginning		SEP 1, 2013	, and ending	AUG 31, 2014
Name of foundation		A Employer identification number		
THE JOHN RANDOLPH HAYNES AND DORA HAYNES FOUNDATION		95-1644020		
Number and street (or P O box number if mail is not delivered to street address)		Room/suite	B Telephone number	
888 W. SIXTH STREET		1150	(213) 623-9151	
City or town, state or province, country, and ZIP or foreign postal code		C If exemption application is pending, check here ► <input type="checkbox"/>		
LOS ANGELES, CA 90017		D 1. Foreign organizations, check here ► <input type="checkbox"/>		
G Check all that apply.		Initial return <input type="checkbox"/>	Initial return of a former public charity <input type="checkbox"/>	2 Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/>
		Final return <input type="checkbox"/>	Amended return <input type="checkbox"/>	E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/>
		Address change <input type="checkbox"/>	Name change <input type="checkbox"/>	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <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		
I Fair market value of all assets at end of year (from Part II, col. (c), line 16)		J Accounting method: <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input checked="" type="checkbox"/> Other (specify) MODIFIED CASH		
► \$ 55,310,556.		(Part I, column (d) must be on cash basis)		
Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income
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		66,931.	66,931.	66,931. STATEMENT 1
4 Dividends and interest from securities		936,249.	936,249.	936,249. STATEMENT 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10		3,011,825.		RECEIVED C JAN 21 2015
b Gross sales price for all assets on line 6a		14,508,074.		N/A
7 Capital gain net income (from Part IV, line 2)		3,011,825.		OPEN UT
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss)				
11 Other income		53,234.	53,234.	53,234. STATEMENT 3
12 Total. Add lines 1 through 11		4,068,239.	4,068,239.	1,056,414.
13 Compensation of officers, directors, trustees, etc		101,210.	30,363.	30,363. 70,847.
14 Other employee salaries and wages		274,349.	82,305.	82,305. 192,044.
15 Pension plans, employee benefits		96,603.	28,981.	28,981. 67,622.
16a Legal fees		STMT 4 441.	176.	176. 265.
b Accounting fees		STMT 5 29,500.	11,800.	11,800. 17,700.
c Other professional fees		STMT 6 232,715.	232,715.	232,715. 0.
17 Interest		208.	83.	83. 125.
18 Taxes		STMT 7 76,894.	5,629.	5,629. 169.
19 Depreciation and depletion				
20 Occupancy		59,206.	23,682.	23,682. 35,524.
21 Travel, conferences, and meetings		14,760.	5,904.	5,904. 8,856.
22 Printing and publications				
23 Other expenses		STMT 8 159,512.	108,051.	108,051. 51,461.
24 Total operating and administrative expenses		Add lines 13 through 23 1,045,398.	529,689.	529,689. 444,613.
25 Contributions, gifts, grants paid		1,435,994.		1,435,994.
26 Total expenses and disbursements.		Add lines 24 and 25 2,481,392.	529,689.	529,689. 1,880,607.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements		1,586,847.		
b Net investment income (if negative, enter -0-)			3,538,550.	
c Adjusted net income (if negative, enter -0-)				526,725.

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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
	1 Cash - non-interest-bearing		200.	200.	200.
	2 Savings and temporary cash investments		629,558.	366,236.	366,236.
	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		8,470.	8,470.	8,470.
	10a Investments - U.S. and state government obligations				
	b Investments - corporate stock				
	c Investments - corporate bonds				
	11 Investments - land, buildings and equipment basis ►				
	Less accumulated depreciation ►				
	12 Investments - mortgage loans				
	13 Investments - other	STMT 10	42,922,736.	44,783,396.	54,933,697.
	14 Land, buildings, and equipment: basis ►	39,105.			
	Less accumulated depreciation	STMT 11 ►	39,105.		
	15 Other assets (describe ►	STATEMENT 12)	1,953.	1,953.	1,953.
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)		43,562,917.	45,160,255.	55,310,556.
	17 Accounts payable and accrued expenses		11,250.	2,000.	
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable				
	22 Other liabilities (describe ► <u>EXCISE TAX PAYABLE</u>)		7,774.	27,515.	
	23 Total liabilities (add lines 17 through 22)		19,024.	29,515.	
	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
	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		43,543,893.	45,130,740.	
	30 Total net assets or fund balances		43,543,893.	45,130,740.	
	31 Total liabilities and net assets/fund balances		43,562,917.	45,160,255.	

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	43,543,893.
2 Enter amount from Part I, line 27a	2	1,586,847.
3 Other increases not included in line 2 (itemize) ►	3	0.
4 Add lines 1, 2, and 3	4	45,130,740.
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	45,130,740.

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/LOSSSESS			P		
b LONG TERM CAPITAL GAINS/LOSSSESS			P		
c PARTNERSHIP CAPITAL GAINS/LOSSSESS			P		
d PARTNERSHIP CAPITAL GAINS/LOSSSESS			P		
e CAPITAL GAINS DIVIDENDS					
(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 830,486.		777,739.		52,747.	
b 11,163,272.		10,162,751.		1,000,521.	
c 904,038.		555,759.		348,279.	
d 1,104,126.				1,104,126.	
e 506,152.				506,152.	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
a				52,747.	
b				1,000,521.	
c				348,279.	
d				1,104,126.	
e				506,152.	
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		3,011,825.
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		52,747.

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 the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	1,942,746.	46,202,658.	.042048
2011	1,862,289.	42,396,780.	.043925
2010	2,122,908.	45,105,065.	.047066
2009	2,496,893.	41,687,460.	.059896
2008	2,692,335.	38,289,524.	.070315

2 Total of line 1, column (d)

2 .263250

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 .052650

4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5

4 51,886,085.

5 Multiply line 4 by line 3

5 2,731,802.

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

6 35,386.

7 Add lines 5 and 6

7 2,767,188.

8 Enter qualifying distributions from Part XII, line 4

8 1,880,607.

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 ► and enter "N/A" on line 1.

Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)

b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► and enter 1% of Part I, line 27b

c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).

2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-

6 Credits/Payments:

a 2013 estimated tax payments and 2012 overpayment credited to 2013

b Exempt foreign organizations - tax withheld at source

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

d Backup withholding erroneously withheld

6a 56,000.

6b

6c

6d

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

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

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

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

11 Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ►

Refunded

►

11

56,000.

324.

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►

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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	<input checked="" type="checkbox"/>	X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	<input checked="" type="checkbox"/>	X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	<input checked="" type="checkbox"/>	X
Website address ► WWW.HAYNESFOUNDATION.ORG				
14	The books are in care of ► WILLIAM BURKE Located at ► 888 W. SIXTH STREET, SUITE 1150, LOS ANGELES, CA	Telephone no. ► (213) 623-9151 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	► <input type="checkbox"/> N/A	
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	<input checked="" type="checkbox"/>	Yes
			<input type="checkbox"/>	No

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No
(6)	Agree to pay money or property to a government official? (Exception Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	<input checked="" type="checkbox"/> 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 2013?	1c	<input checked="" type="checkbox"/> 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 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? If "Yes," list the years ► _____, _____, _____, _____, _____	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	2b	N/A
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 2013 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 2013.)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	<input checked="" type="checkbox"/> 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 2013?	4b	<input checked="" type="checkbox"/> X

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services. If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
PATHWAY PRIVATE EQUITY FUND 2211 MICHELSON DRIVE, IRVINE, CA 92612	MANAGEMENT ADVISORY FEES	139,931.
ANGELES INVESTMENT SERVICES - 429 SANTA MONICA BLVD, #500, SANTA MONICA, CA 90401	MANAGEMENT ADVISORY FEES	83,784.

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 THE JOHN RANDOLPH HAYNES AND DORA HAYNES FOUNDATION ACCOMPLISHES ITS CHARITABLE PURPOSE SOLELY THROUGH MAKING GRANTS AND NEITHER CONDUCTS CHARITABLE ACTIVITIES NOR HAS	0.
2 PROGRAM RELATED INVESTMENTS.	0.
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 THE JOHN RANDOLPH HAYNES AND DORA HAYNES FOUNDATION ACCOMPLISHES ITS CHARITABLE PURPOSE SOLELY THROUGH MAKING GRANTS AND NEITHER CONDUCTS CHARITABLE ACTIVITIES NOR HAS	0.
2 PROGRAM RELATED INVESTMENTS.	0.
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	51,994,107.
b	Average of monthly cash balances	1b	671,698.
c	Fair market value of all other assets	1c	10,423.
d	Total (add lines 1a, b, and c)	1d	52,676,228.
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	52,676,228.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	790,143.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	51,886,085.
6	Minimum investment return. Enter 5% of line 5	6	2,594,304.

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	2,594,304.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	70,771.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	70,771.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	2,523,533.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	2,523,533.
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	2,523,533.

Part XII **Qualifying Distributions** (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:	1a	1,880,607.
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1b	0.
b	Program-related investments - total from Part IX-B	2	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	3a	
3	Amounts set aside for specific charitable projects that satisfy the:	3b	
a	Suitability test (prior IRS approval required)	4	1,880,607.
b	Cash distribution test (attach the required schedule)	5	0.
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	6	1,880,607.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b		
6	Adjusted qualifying distributions Subtract line 5 from line 4		

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

THE JOHN RANDOLPH HAYNES
AND DORA HAYNES FOUNDATION

Form 990-PF (2013)

95-1644020 Page 9

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				2,523,533.
2 Undistributed income, if any, as of the end of 2013			0.	
a Enter amount for 2012 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008	144,133.			
b From 2009	429,580.			
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	573,713.			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ 1,880,607.			0.	
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				1,880,607.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	573,713.			573,713.
6 Enter the net total of each column as indicated below:	0.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				69,213.
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 2008 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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				1,435,994.
Total			► 3a	1,435,994.
b Approved for future payment				
SCHEDULE D				1,025,088.
Total			► 3b	1,025,088.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities					
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)	0.		4,068,239.	0.	
13 Total Add line 12, columns (b), (d), and (e)				13	4,068,239.
(See worksheet in line 13 instructions to verify calculations.)					

Relationship of Activities to the Accomplishment of Exempt Purposes

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
DEPOSITORY ACCOUNTS	50.	50.	50.
MONEY MARKET FUNDS	27.	27.	27.
PARTNERSHIP INTERESTS	66,854.	66,854.	66,854.
TOTAL TO PART I, LINE 3	66,931.	66,931.	66,931.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
EQUITY & FIXED INCOME MUTUAL FUNDS	1,388,783.	506,152.	882,631.	882,631.	882,631.
PARTNERSHIP DIVIDEND	53,618.	0.	53,618.	53,618.	53,618.
TO PART I, LINE 4	1,442,401.	506,152.	936,249.	936,249.	936,249.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
MINERAL INTEREST ROYALTIES	29,863.	29,863.	29,863.
OTHER INCOME	-1,590.	-1,590.	-1,590.
REBURSED GRANT FUNDS	24,961.	24,961.	24,961.
TOTAL TO FORM 990-PF, PART I, LINE 11	53,234.	53,234.	53,234.

FORM 990-PF

LEGAL FEES

STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LOEB & LOEB	441.	176.	176.	265.
TO FM 990-PF, PG 1, LN 16A	441.	176.	176.	265.

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	29,500.	11,800.	11,800.	17,700.
TO FORM 990-PF, PG 1, LN 16B	29,500.	11,800.	11,800.	17,700.

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 - ANGELES INVESTMENT ADVISOR	83,784.	83,784.	83,784.	0.
WILLIAM DEVERELL	3,000.	3,000.	3,000.	0.
MANAGEMENT ADVISORY FEES - PATHWAY	139,931.	139,931.	139,931.	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	232,715.	232,715.	232,715.	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	71,096.	0.	0.	0.
PERSONAL PROPERTY TAX	282.	113.	113.	169.
FOREIGN TAXES	5,516.	5,516.	5,516.	0.
TO FORM 990-PF, PG 1, LN 18	76,894.	5,629.	5,629.	169.

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	378.	151.	151.	227.
CUSTODIAL FEES	-10.	-4.	-4.	-6.
SUPPLIES	2,460.	984.	984.	1,476.
TELEPHONE	3,484.	1,394.	1,394.	2,090.
INSURANCE	7,462.	2,985.	2,985.	4,477.
REPAIRS & MAINTENANCE	16,730.	6,692.	6,692.	10,038.
OTHER	23,959.	9,584.	9,584.	14,375.
FILES STORAGE	1,909.	763.	763.	1,145.
PAYROLL SERVICE	1,945.	778.	778.	1,167.
PARTNERSHIP DEDUCTIONS	73,743.	73,743.	73,743.	0.
ADMINISTRATIVE SUPPORT	27,096.	10,839.	10,839.	16,258.
PENALTIES	356.	142.	142.	214.
TO FORM 990-PF, PG 1, LN 23	159,512.	108,051.	108,051.	51,461.

FORM 990-PF

OTHER FUNDS

STATEMENT

9

DESCRIPTION	(A) BEGINNING OF YEAR	(B) END OF YEAR
FOUNDATION PRINCIPAL	43,543,893.	45,130,740.
TOTAL TO FORM 990-PF, PART II, LINE 29	43,543,893.	45,130,740.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 10
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
EQUITY MUTUAL FUNDS - SCHEDULE A-1	COST	22,655,209.	29,394,076.
FIXED INCOME MUTUAL FUNDS -	COST	6,878,446.	7,368,189.
SCHEDULE A-2			
PRIVATE INVESTMENT FUNDS - SCHEDULE A-3	COST	7,116,284.	8,036,626.
INVESTMENTS IN PARTNERSHIPS -	COST	8,133,457.	10,134,806.
SCHEDULE A-4			
TOTAL TO FORM 990-PF, PART II, LINE 13		44,783,396.	54,933,697.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT 11
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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
FURNITURE AND FIXTURES	39,105.	39,105.	0.
TOTAL TO FM 990-PF, PART II, LN 14	39,105.	39,105.	0.

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
BOLSA CHICA MINERAL RIGHTS	1,953.	1,953.	1,953.
TO FORM 990-PF, PART II, LINE 15	1,953.	1,953.	1,953.

2013 DEPRECIATION AND AMORTIZATION REPORT **FORM 990 - PF**

990-PF

328102
05-01-13

(D) - Asset disposed

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

THE JOHN RANDOLPH HAYNES AND DORA HAYNES FOUNDATION
95-1644020
RETURN OF PRIVATE FOUNDATION FORM 990-PF
YEAR ENDED AUGUST 31, 2014

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, 2014

Equity Mutual Funds	Shares	Cost	Market Value
Allianz Agic Convertible	71,814.164	\$ 2,063,508	\$ 2,642,761
DFA Emerging Markets Core Equity Portfolio	33,653.960	663,504	728,272
DFA International Small Company Portfolio	48,666.760	849,060	968,468
Dodge & Cox Global Stock Fund	341,766.630	2,950,708	4,388,283
Fidelity Spartan 500 Index Advantage Fund	40,783.680	1,799,536	2,907,469
Morgan Stanley Institutional Funds			
Global Real Estate Fund Class	243,291.520	2,206,843	2,732,164
Touchstone Sands Capital Instl Growth Fund	93,642.600	1,702,817	2,227,757
Vanguard Developed Markets Index Fund	297,771.870	3,531,152	3,990,143
Vanguard Value Index Fund	168,438.270	4,085,625	5,435,503
Vanguard International Growth Fund	44,554.960	2,802,456	3,373,256
Total equity mutual funds		\$ 22,655,209	\$ 29,394,076

SCHEDULE A-2**THE JOHN RANDOLPH HAYNES AND DORA HAYNES FOUNDATION****95-1644020****RETURN OF PRIVATE FOUNDATION FORM 990-PF****YEAR ENDED AUGUST 31, 2014**

Fixed Income Mutual Funds	Shares	Cost	Market Value
Payden Core Bond Fund	632,666.080	\$ 6,406,946	\$ 6,877,081
Payden Emerging Markets Bond Fund	13,410.710	190,892	191,639
Payden High Income Fund	41,650.750	280,608	299,469
Total fixed income mutual funds		\$ 6,878,446	\$ 7,368,189

SCHEDULE A-3
THE JOHN RANDOLPH HAYNES AND DORA HAYNES FOUNDATION
95-1644020
RETURN OF PRIVATE FOUNDATION FORM 990-PF
YEAR ENDED AUGUST 31, 2014

Private Investment Funds	Shares	Cost	Market Value
Angeles Absolute Return Fund Ltd	5,826 769	\$ 6,500,000	\$ 7,758,963
Highland Credit Strategies Fund Ltd	550 705	550,705	240,664
Shepherd Investments International Funds Ltd	7,972 787	65,297	34,606
Ramius Multi Strategy Fund Ltd	.237	282	2,393
Total private investment funds		\$ 7,116,284	\$ 8,036,626

SCHEDULE A-4
 THE JOHN RANDOLPH HAYNES AND DORA HAYNES FOUNDATION
 95-1644020
 RETURN OF PRIVATE FOUNDATION FORM 990-PF
 YEAR ENDED AUGUST 31, 2014

Investments in Partnerships	Cost	Market Value
HarbourVest/Dover Street VIII Cayman Fund	\$ 533,205	\$ 740,407
HarbourVest Global Annual PEF	40,000	40,000
Pathway Private Equity Fund 2007, LP	1,861,131	2,291,964
Pathway Private Equity Fund Investors 6, LP	1,078,556	1,224,947
Wellington Trust CTF Global Perspectives Fund	3,200,938	4,323,709
Wellington Trust CTF Small Cap Opportunities Fund	1,419,627	1,513,779
Total investments in partnerships	\$ 8,133,457	\$ 10,134,806

SCHEDULE B**THE JOHN RANDOLPH HAYNES AND DORA HAYNES FOUNDATION****95-1644020****RETURN OF PRIVATE FOUNDATION FORM 990-PF****YEAR ENDED AUGUST 31, 2014****LIST OF TRUSTEES, OFFICERS, AND MANAGERS**

Name and address 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	4 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	12 hours per week	-	25,040
Kent Kresa 888 W Sixth Street, Suite 1150 Los Angeles, CA 90017	Trustee/Research Committee Member	4 hours per week	-	10
Dr Daniel A Mazmanian 888 W Sixth Street, Suite 1150 Los Angeles, CA 90017	Trustee/Research Committee Member	4 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	12 hours per week	3,306	25,800
Gilbert T. Ray, Esq 888 W. Sixth Street, Suite 1150 Los Angeles, CA 90017	Trustee/Research Committee Member	4 hours per week	-	5,040
Willis B Wood Jr. 888 W. Sixth Street, Suite 1150 Los Angeles, CA 90017	Trustee/Research Committee Member/Finance Committee Member	4 hours per week	-	10,060
Enrique Hernandez Jr 888 W Sixth Street, Suite 1150 Los Angeles, CA 90017	Trustee/Research Committee Member	4 hours per week	-	10,050
Roberto Suro 888 W Sixth Street, Suite 1150 Los Angeles, CA 90017	Trustee/Research Committee Member	4 hours per week	-	5,030
Robert Eckert 888 W Sixth Street, Suite 1150 Los Angeles, CA 90014	Trustee/Resarch Committee Member/Finance Committee Member	4 hours per week		10,040
Total officer, trustee and foundation manager compensation			\$3,306	\$101,210

SCHEDULE C

THE JOHN RANDOLPH HAYNES AND DORA HAYNES FOUNDATION 95-1644020
RETURN OF PRIVATE FOUNDATION FORM 990-PF - YEAR ENDED AUGUST 31, 2014

2014-2015

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, Dr. John Randolph Haynes 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, Program, and FAQ sections carefully. On-line Proposal Information Forms and Notices of Final Report are required for all grants and fellowships.

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 Bernardino, Riverside, and Orange),
- Archival and cataloging projects and research important to Los Angeles,
- Faculty Fellowships for teaching faculty at universities and four-year colleges in the five-county Los Angeles Region,
- Dissertation Fellowships for Ph.D. candidates at research universities in the five-county Los Angeles Region. This program is named in memory of Haynes Lindley, a Foundation Trustee from 1978-2011 and President from 1987-1997.

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 30, 2014 September 9, 2015
March 12, 2015 November 3, 2015
May 6, 2015

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 to public policy, along with their fragility, rarity and completeness are taken into account in selecting these projects for award.

Deadline: January 26, 2015

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, innovative, 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 11, 2014 December 10, 2015

Haynes Lindley Doctoral Dissertation Fellowships (3 awards available @ \$20,000 each)

The Haynes Lindley 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 19, 2015

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 (5 packets)

- 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, 12 point type face preferred but not required
- Print double sided with three-hole punch

Faculty Fellowships (5 packets)

- 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

Haynes Lindley Doctoral Dissertation Fellowships (5 packets)

- A one-page cover sheet
- 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
- A letter of recommendation signed and sent separately by 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, 2014

Education grants	Grants payable at August 31, 2013	Grants unspent from 2012-2013	Grants authorized during the year	Grant expenditures during the year	Grants payable at August 31, 2014
Fellowships					
Faculty Fellowships	\$ -	\$ -	\$ 96,000	\$ 72,000	\$ 24,000
Doctoral Dissertation Fellowships	20,000	(20,000)	160,000	100,000	60,000
Total fellowships	20,000	(20,000)	256,000	172,000	84,000
Contributions					
Southern California Association for Philanthropy (SCAP)	(400)	400	2,750	2,750	-
President's Discretionary Fund	8,000	(8,000)	20,000	9,500	10,500
Trustee Discretionary Gifts	-	-	250,000	250,000	-
Employee Matching Gifts	-	-	10,000	10,000	-
Council on Foundations	1,570	(1,570)	6,900	5,330	1,570
Haynes Lecture at The Huntington	-	-	2,500	2,500	-
League of Women Voters of Los Angeles Education Fund	-	-	5,000	5,000	-
KPCC Southern California Public Radio/KCRW National Public Radio/KCET Community Television of Southern California Support for Public Affairs Broadcasting	5,000	(5,000)	90,000	90,000	-
Total contributions	14,170	(14,170)	387,150	375,080	12,070
Research and archival grants					
University of Southern California Southern California Fiscal Sustainability and Government Research Project	35,555	-	-	35,555	-
Evaluating The Exposition Corridor Light Rail Line	21,242	-	-	21,242	-
Extending Learning to Low-Income, Immigrant and Refugee Students - MRG	44,206	-	-	29,471	14,735
A Social Science Look at Los Angeles Teen Court Jurors	119,966	-	-	59,982	59,984
Groundwater Strategy for Southern California	-	-	205,174	82,068	123,106
You Can Go Home Again	-	-	104,279	41,712	62,567
Is Los Angeles Becoming Transit Oriented?	-	-	54,957	25,646	29,311
Getting Back to Basics	-	-	203,488	40,697	162,791
Competency-based Education in California	-	-	154,000	38,500	115,500
University of California, Los Angeles Fighting Traffic at the Ballot Box	7,379	(7,379)	-	-	-
Backyard Homes and Local Concerns	36,264	-	-	36,264	-

SCHEDULE D
THE JOHN RANDOLPH HAYNES AND DORA HAYNES FOUNDATION
95-1644020
RETURN OF PRIVATE FOUNDATION FORM 990-PF
YEAR ENDED AUGUST 31, 2014

Research and archival grants (continued)	Grants payable at August 31, 2013	Grants unspent from 2012-2013	Grants authorized during the year	Grant expenditures during the year	Grants payable at August 31, 2014
Does School Readiness Improve Academic Achievement for Low Income and Immigrant Children in Los Angeles?	27,284	-	-	-	27,284
Preserving The Bette Yarbrough Cox Collection	3,482	-	-	-	3,482
The Photographic Legacy of Post World War II Mexican American Generation in Los Angeles	5,000	-	-	5,000	-
Golden State Mutual Life Insurance Archives Processing Project	8,000	-	-	-	8,000
Governance for Sustainable Water Use	135,066	-	-	90,044	45,022
Shared Wheels in the Auto City	9,992	-	-	-	9,992
The Widening Divide Revisited - MRG	60,265	-	-	40,177	20,088
Digital Preservation and Access Project	-	-	40,000	18,666	21,334
Accessibility and Economic Development	-	-	75,629	30,252	45,377
The Claremont Graduate University Improving Energy Infrastructure - MRG	102,352	-	-	51,176	51,176
The Huntington Library Los Angeles County and Its Government	-	-	62,700	25,080	37,620
The Los Angeles City Historical Society Searchable On-line Database	-	-	12,989	12,989	-
Natural History Museum of Los Angeles County Four Photographers of Southern California and Southwest Archival	4,147	-	-	4,147	-
Los Angeles Portraits of a City	-	-	32,029	12,812	19,217
University of California, Riverside Cataloguing Will Connel Collection	4,000	-	-	-	4,000
Santa Ana Watershed Project	5,046	(5,046)	-	-	-
University of California, Irvine Evaluation of the Effectiveness of Form-Based Codes in Promoting Sustainability - MRG	20,000	-	-	10,000	10,000
Library Foundation of Los Angeles Valley Times Newspaper Collection	5,000	-	-	5,000	-
Loyola Marymount University Should I Stay or Should I Go?	10,530	-	-	10,530	-
Historical Society of Southern California "The Courthouse Crowd" by Dr Tom Sitton	3,780	-	-	3,780	-
California State University, Fullerton California LULAC Archival Preservation	4,000	-	-	-	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, 2014

Research and archival grants (continued)	Grants payable at August 31, 2013	Grants unspent from 2012-2013	Grants authorized during the year	Grant expenditures during the year	Grants payable at August 31, 2014
Occidental College Preservation and Digitization of Northwest Los Angeles Community Newspapers	7,000	-	-	7,000	-
Go For Broke Oral Histories of World War II	20,556	-	-	13,704	6,852
Indirect Costs Grants	47,855	(47,855)	140,000	99,674	40,326
Total research and archival grants	747,967	(60,280)	1,085,245	851,168	921,764
Foundation grant expenditures					
Foundation publications	(5,709)	5,709	45,000	37,746	7,254
Total foundation grant expenditures	(5,709)	5,709	45,000	37,746	7,254
Total grant activity	\$ 776,428	\$ (88,741)	\$ 1,773,395	\$ 1,435,994	\$ 1,025,088

SCHEDULE E
THE JOHN RANDOLPH HAYNES AND DORA HAYNES FOUNDATION
95-1644020
RETURN OF PRIVATE FOUNDATION FORM 990-PF
YEAR ENDED AUGUST 31, 2014

DEPRECIABLE ASSETS AND DEPRECIATION

Depreciation	Acquired	Depreciation method	Useful life	Balance 8/31/12	Cost	Accumulated depreciation and depletion		Net book value 8/31/13	Current market value
						Additions/ dispositions	Balance 8/31/13	Balance 8/31/12	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 \$ 1,953
Assets held for exempt and investment purposes (Note B)									
Furniture and fixtures for administration offices	Various	SL	5-10 years	\$ 39,105	\$ -	\$ 39,105	\$ 39,105	\$ -	\$ 39,105 \$ - \$ -

Assets held for exempt and investment purposes (Note B)

(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