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EXTENDED TO NOVEMBER 16, 2015

Return of Private Foundation

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

OMB No 1545-0052

2014

Form 990-PF

Department of the Treasury
Internal Revenue Service

Do not enter social security numbers on this form as it may be made public.

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

Open to Public Inspection

For calendar year 2014 or tax year beginning

, and ending

Name of foundation THE BARRA FOUNDATION, INC		A Employer identification number 23-6277885
Number and street (or P O box number if mail is not delivered to street address) 200 W. LANCASTER AVENUE	Room/suite 202	B Telephone number 610.964.7601
City or town, state or province, country, and ZIP or foreign postal code WAYNE, PA 19087		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 97,152,245.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	1,186,513.		N/A	
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	1,718,649.	1,718,649.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	9,268,114.			
	b Gross sales price for all assets on line 6a	27,460,579.			
	7 Capital gain net income (from Part IV, line 2)		9,268,114.		
	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	6,160.	6,160.		STATEMENT 2	
12 Total. Add lines 1 through 11	12,179,436.	10,992,923.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	180,750.	48,802.		131,948.
	14 Other employee salaries and wages	199,920.	0.		199,920.
	15 Pension plans, employee benefits	35,514.	0.		35,514.
	16a Legal fees STMT 3	7,050.	0.		7,050.
	b Accounting fees STMT 4	22,473.	0.		22,473.
	c Other professional fees STMT 5	177,867.	79,979.		97,888.
	17 Interest				
	18 Taxes STMT 6	-25,765.	9,878.		0.
	19 Depreciation and depletion				
	20 Occupancy	29,376.	0.		29,376.
	21 Travel, conferences, and meetings	7,691.	0.		7,691.
	22 Printing and publications				
	23 Other expenses STMT 7	122,375.	0.		45,268.
	24 Total operating and administrative expenses. Add lines 13 through 23	757,251.	138,659.		577,128.
	25 Contributions, gifts, grants paid	4,310,005.			4,310,005.
26 Total expenses and disbursements. Add lines 24 and 25	5,067,256.	138,659.		4,887,133.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	7,112,180.				
b Net investment income (if negative, enter -0-)		10,854,264.			
c Adjusted net income (if negative, enter -0-)			N/A		

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LHA For Paperwork Reduction Act Notice, see instructions.

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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	98,393.	372,898.	372,898.
	2 Savings and temporary cash investments			
	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			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	Liabilities	11 Investments - land, buildings, and equipment basis ▶		
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 10		75,227,420.	81,691,509.	96,779,347.
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		75,325,813.	82,064,407.	97,152,245.
17 Accounts payable and accrued expenses				
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)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒			
	and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds	75,325,813.	82,064,407.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds	0.	0.		
30 Total net assets or fund balances	75,325,813.	82,064,407.		
31 Total liabilities and net assets/fund balances	75,325,813.	82,064,407.		

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	75,325,813.
2 Enter amount from Part I, line 27a	2	7,112,180.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 8	3	969,351.
4 Add lines 1, 2, and 3	4	83,407,344.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 9	5	1,342,937.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	82,064,407.

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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, SEE ATTACHED	P	VARIOUS	12/31/14
b LONG-TERM, SEE ATTACHED	P	VARIOUS	12/31/14
c PASS-THROUGH CAPITAL GAINS, SHORT-TERM	P	VARIOUS	12/31/14
d PASS-THROUGH CAPITAL GAINS, LONG-TERM	P	VARIOUS	12/31/14
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 4,263,601.		4,005,346.	258,255.
b 21,148,542.		14,187,119.	6,961,423.
c 306,456.			306,456.
d 1,242,637.			1,242,637.
e 499,343.			499,343.

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			258,255.
b			6,961,423.
c			306,456.
d			1,242,637.
e			499,343.

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 9,268,114.
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	If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 3 N/A

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))
2013	4,420,234.	91,135,719.	.048502
2012	4,684,566.	87,316,257.	.053651
2011	3,106,007.	86,300,471.	.035991
2010	3,618,746.	76,975,196.	.047012
2009	3,078,019.	70,423,310.	.043707

2 Total of line 1, column (d)	2	.228863
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	.045773
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	96,395,384.
5 Multiply line 4 by line 3	5	4,412,306.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	108,543.
7 Add lines 5 and 6	7	4,520,849.
8 Enter qualifying distributions from Part XII, line 4 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.	8	4,887,133.

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 2014 estimated tax payments and 2013 overpayment credited to 2014

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

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 2015 estimated tax

8,670. Refunded

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?

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the 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

c Did the foundation file Form 1120-POL for this year?

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:

(1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?

If "Yes," attach a detailed description of the activities

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

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

b If "Yes," has it filed a tax return on Form 990-T for this year?

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

If "Yes," attach the statement required by General Instruction T

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?

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

8a Enter the states to which the foundation reports or with which it is registered (see instructions) DE, PA

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

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 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? If "Yes," complete Part XIV

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

N/A

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 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		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address WWW.BARRAFUNDATION.ORG	13	X	
14	The books are in care of KRISTINA L. WAHL GLANZMANN Telephone no. 610-964-7601 Located at 200 W LANCASTER AVENUE, SUITE 202, WAYNE, PA ZIP+4 19087			
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	
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1). If "Yes," enter the name of the foreign country	16	Yes	No X

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?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ 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)?	☐ Yes ☒ 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.)	☐ Yes ☒ 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	N/A	
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 2014?		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 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? If "Yes," list the years	☐ Yes ☒ 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.)	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?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 2014 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 2014)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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 2014?		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 4945(d)(4)(A)? (see instructions)

☐ 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

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

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

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
SEE STATEMENT 11		180,750.	0.	0.

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
KRISTINA WAHL - 200 W. LANCASTER AVENUE, WAYNE, PA 19087	PRESIDENT	180,750.	0.	0.
KATE HOUSTOUN - 200 W. LANCASTER AVENUE, WAYNE, PA 19087	EMPLOYEE	86,750.	0.	0.
KRISTI POLING - 200 W. LANCASTER AVENUE, WAYNE, PA 19087	EMPLOYEE	86,750.	0.	0.

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

☒ 0

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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	97,863,334.
b	Average of monthly cash balances	1b	
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	97,863,334.
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	97,863,334.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,467,950.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	96,395,384.
6	Minimum investment return. Enter 5% of line 5	6	4,819,769.

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	4,819,769.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	108,543.
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	108,543.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	4,711,226.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	4,711,226.
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	4,711,226.

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	4,887,133.
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	4,887,133.
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	108,543.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	4,778,590.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				4,711,226.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			740,087.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2014				
a From 2009				
b From 2010				
c From 2011				
d From 2012				
e From 2013				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2014 from Part XII, line 4: ► \$ 4,887,133.				
a Applied to 2013, but not more than line 2a			740,087.	
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 2014 distributable amount				4,147,046.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2014 (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	0.			
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 2013. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				564,180.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2010				
b Excess from 2011				
c Excess from 2012				
d Excess from 2013				
e Excess from 2014				

423581
11-24-14

Form 990-PF (2014)

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SEE ATTACHED SCHEDULE		PUBLIC CHARITY	VARIOUS	4,310,005.
Total			3a	4,310,005.
b Approved for future payment				
NONE				
Total			3b	0.

THE BARRA FOUNDATION
 EIN. 23-6277885
 990-PF, 2014
 PART XV, LINE 3A

Grant & Contributions paid during the year

Recipient Name	Recipient Address	Relation	FDN Status	Purpose	Amount
Action Aids, Inc		N/A	Public	Planning Grants	55,000 00
Arcadia University		N/A	Public	Special Grants	100 00
Art Sanctuary		N/A	Public	Arts & Culture	15,000 00
Art-Reach		N/A	Public	Project Grants	20,000 00
ArtWell		N/A	Public	Education	20,000 00
Asian Arts Initiative		N/A	Public	Arts & Culture	15,000 00
BalletX		N/A	Public	Arts & Culture	15,000 00
Bethesda Project		N/A	Public	Project Grant	50,000 00
Brandywine Health Foundation		N/A	Public	Human Services	20,000 00
Brat Productions		N/A	Public	Project Grants	7,655 00
Broad Street Ministry		N/A	Public	Human Services	20,000 00
Bryn Mawr Film Institute		N/A	Public	Arts & Culture	15,000 00
Bucknell University		N/A	Public	Director Grants	2,500 00
Cambodian Association of Greater Phila		N/A	Public	Human Services	20,000 00
Center for Literacy		N/A	Public	Education	20,000 00
Central Montgomery MH/MR Center		N/A	Public	Health	20,000 00
ChesPenn Health Services		N/A	Public	Health	20,000 00
Chester Higher Education Council		N/A	Public	Education	20,000 00
Child & Family Connections		N/A	Public	Planning Grants	15,000 00
Children's Crisis Treatment Center		N/A	Public	Health	20,000 00
Children's Literacy Initiative		N/A	Public	Education	20,000 00
Church Farm School		N/A	Public	Director Grants	5,000 00
College Possible		N/A	Public	Project Grants	100,000 00
Community Partnership School		N/A	Public	Special Grants	85,000 00
Congreso de Latinos Unidos		N/A	Public	Project Grants	30,000 00
Cradles to Crayons		N/A	Public	Director Grants	15,000 00
Drexel University		N/A	Public	Project Grants	70,000 00
EducationWorks		N/A	Public	Project Grants	75,000 00
Episcopal Academy		N/A	Public	Director Grants	15,000 00
Esperanza Immigration Legal Services		N/A	Public	Human Services	20,000 00
Face to Face Germantown		N/A	Public	Human Services	20,000 00
Family Service Assoc of Bucks County		N/A	Public	Project Grants	50,000 00
First Person Arts		N/A	Public	Arts & Culture	15,000 00
Friends of St Martin de Porres School		N/A	Public	Director Grants	5,000 00
FringeArts		N/A	Public	Arts & Culture	15,000 00
Fund for the School District of Phila		N/A	Public	Project Grants	150,000 00
Gearing Up		N/A	Public	Human Services	20,000 00
Germantown Friends School		N/A	Public	Director Grants	5,000 00
Germantown United CDC		N/A	Public	Director Grants	1 000 00
Gesu School		N/A	Public	Director Grants	5,000 00
Grants Managers Network		N/A	Public	Special Grants	1,000 00
Greater Phila Cultural Alliance		N/A	Public	Project Grants	50,000 00
Habitat for Humanity- Philadelphia		N/A	Public	Project Grant	100,000 00
Habitat for Humanity- Philadelphia		N/A	Public	Director Grants	2,500 00
Hidden City Philadelphia		N/A	Public	Planning Grants	75,000 00
Historic Germantown Preserved		N/A	Public	Director Grants	1,000 00
Historic Germantown Preserved		N/A	Public	Project Grants	37,500 00
Homeless Advocacy Project		N/A	Public	Project Grants	50,000 00
Hope Springs Equestrian Therapy, Inc		N/A	Public	Health	20,000 00
Hurricane Island-Outward Bound School		N/A	Public	Director Grants	5,000 00
Independence Mission Schools		N/A	Public	Project Grants	125,000 00
Independence Seaport Museum		N/A	Public	Project Grants	50,000 00
InLiquid		N/A	Public	Project Grants	30,000 00
International Myeloma Foundation		N/A	Public	Director Grants	2,000 00
John Bartram Association		N/A	Public	Arts & Culture	15,000 00
Jubilee School		N/A	Public	Director Grants	500 00
KenCrest Centers		N/A	Public	Planning Grants	50,000 00
Kulu Mele Dance Ensemble		N/A	Public	Arts & Culture	15,000 00
Kun-Yang Lin/Dancers		N/A	Public	Arts & Culture	15,000 00
La Comunidad Hispana		N/A	Public	Health	20,000 00
LaSalle Academy		N/A	Public	Director Grants	2,500 00
Legal Clinic for the Disabled		N/A	Public	Health	20,000 00

THE BARRA FOUNDATION

EIN- 23-6277885

990-PF, 2014

PART XV, LINE 3A

Grant & Contributions paid during the year

Recipient Name	Recipient Address	Relation	FDN Status	Purpose	Amount
Lehigh University Athletics		N/A	Public	Director Grants	2,500 00
Local Initiatives Support Corporation		N/A	Public	Human Services	20,000 00
Lutheran Settlement House		N/A	Public	Human Services	20,000 00
MANNA		N/A	Public	Health	20,000 00
Maternal & Child Health Consortium		N/A	Public	Health	20,000 00
Mighty Writers		N/A	Public	Education	20,000 00
Mighty Writers		N/A	Public	Director Grants	500 00
Monell Chemical Senses Center		N/A	Public	Planning Grants	60,000 00
Morris Arboretum		N/A	Public	Director Grants	11,000 00
Musicopia, Inc		N/A	Public	Arts & Culture	15,000 00
National Liberty Museum		N/A	Public	Planning Grants	25,000 00
Nationalities Service Center		N/A	Public	Human Services	20,000 00
Need in Deed		N/A	Public	Education	20,000 00
Neighborhood Bike Works		N/A	Public	Director Grants	500 00
New Venture Fund		N/A	Public	Project Grants	100,000 00
Opera Philadelphia		N/A	Public	Planning Grants	37,500 00
Painted Bride Art Center		N/A	Public	Planning Grants	24,000 00
Pathways to Housing PA		N/A	Public	Project Grant	80,000 00
Pathways to Housing PA		N/A	Public	Human Services	20,000 00
Pathways to Housing PA		N/A	Public	Planning Grants	20,000 00
Peaceful Living		N/A	Public	Project Grants	60,000 00
Penn Asian Senior Services		N/A	Public	Health	20,000 00
Penn Asian Senior Services		N/A	Public	Planning Grants	21,000 00
Penn Memory Center		N/A	Public	Project Grants	100,000 00
Pennsylvania Academy of Fine Arts		N/A	Public	Project Grants	25,000 00
Pennsylvania Assistive Tech Foundation		N/A	Public	Planning Grants	60,000 00
Pennsylvania Bible Society		N/A	Public	Director Grants	22,500 00
Pennsylvania Health Law Project		N/A	Public	Health	20,000 00
People's Light & Theatre Company		N/A	Public	Project Grants	80,000 00
Peter's Place		N/A	Public	Director Grants	30,000 00
Philabundance		N/A	Public	Director Grants	2,500 00
Philadelphia Education Fund		N/A	Public	Planning Grants	20,000 00
Philadelphia Folklore Project		N/A	Public	Arts & Culture	15,000 00
Philadelphia Futures		N/A	Public	Education	20,000 00
Philadelphia Museum of Art		N/A	Public	Director Grants	2,000 00
Philadelphia Museum of Art		N/A	Public	Planning Grants	24,000 00
Philadelphia Public School Notebook		N/A	Public	Education	20,000 00
Philadelphia Young Playwrights		N/A	Public	Project Grant	37,500 00
Philadelphia Youth Poetry Movement		N/A	Public	Director Grants	500 00
Philly Youth Poetry Movement		N/A	Public	Arts & Culture	15,000 00
PhillyCAM		N/A	Public	Planning Grants	32,250 00
Playworks Philadelphia		N/A	Public	Education	20,000 00
Pro Publica, Inc		N/A	Public	Director Grants	500 00
Project Based Learning, Inc		N/A	Public	Project Grants	72,500 00
Project H O M E		N/A	Public	Project Grants	120,000 00
Public Citizens for Children & Youth		N/A	Public	Planning Grants	35,000 00
Puentes de Salud		N/A	Public	Health	20,000 00
Puentes de Salud		N/A	Public	Director Grants	2,500 00
Radnor Educational Foundation		N/A	Public	Director Grants	5,000 00
Reading Terminal Market		N/A	Public	Project Grants	40,000 00
Ready, Willing & Able- The Doe Fund, Inc		N/A	Public	Director Grants	2,500 00
Rebuilding Together Philadelphia		N/A	Public	Director Grants	2,500 00
Rock to the Future		N/A	Public	Director Grants	2,500 00
Scribe Video Center		N/A	Public	Arts & Culture	15,000 00
SEAMAAC, Inc		N/A	Public	Human Services	20,000 00
Settlement Music School		N/A	Public	Arts & Culture	15,000 00
Single Stop USA		N/A	Public	Project Grants	50,000 00
Smith Memorial Playground		N/A	Public	Health	20,000 00
Spiral Q Puppet Theater		N/A	Public	Education	20,000 00
Springboard Collaborative		N/A	Public	Project Grants	25,000 00
Starfinder Foundation		N/A	Public	Planning Grants	28,000 00
Summer Search		N/A	Public	Education	20,000 00

THE BARRA FOUNDATION

EIN: 23-6277885

990-PF, 2014

PART XV, LINE 3A

Grant & Contributions paid during the year

Recipient Name	Recipient Address	Relation	FDN Status	Purpose	Amount
Taller Puertorriqueno		N/A	Public	Arts & Culture	15,000 00
Temple Ctr for Intergenerational Learning		N/A	Public	Project Grants	50,000 00
Temple University		N/A	Public	Project Grants	85,000 00
the Academy of Natural Sciences		N/A	Public	Director Grants	25,000 00
The Byerschool Foundation		N/A	Public	Planning Grants	25,000 00
The Chester Fund for Edu & the Arts, inc		N/A	Public	Project Grants	40,500 00
The City School		N/A	Public	Director Grants	10,000 00
The College Settlement of Philadelphia		N/A	Public	Planning Grants	15,000 00
The Doe Fund, Inc		N/A	Public	Human Services	20,000 00
The Mayor's Fund for Philadelphia		N/A	Public	Project Grant	140,000 00
The Pennington School		N/A	Public	Director Grants	12,500 00
The Pennsbury Society		N/A	Public	Arts & Culture	15,000 00
The Philadelphia Dance Company		N/A	Public	Planning Grants	15,000 00
The Reinvestment Fund		N/A	Public	Planning Grants	25,000 00
The Wistar Institute		N/A	Public	Director Grants	5,000 00
Theatre Horizon		N/A	Public	Arts & Culture	15,000 00
Trustees of Univ of PA		N/A	Public	Education	20,000 00
Tyler School of Art at Temple University		N/A	Public	Project Grants	30,000 00
University City District		N/A	Public	Human Services	20,000 00
University City District		N/A	Public	Project Grants	41,000 00
University City Science Center		N/A	Public	Project Grants	30,000 00
Wayne Senior Center		N/A	Public	Director Grants	500 00
Welcoming Center for New Pennsylvanians		N/A	Public	Project Grants	120,000 00
Youth Empowerment Services		N/A	Public	Education	20,000 00
Youth Empowerment Services		N/A	Public	Director Grants	3,000 00
Zoological Society of Philadelphia		N/A	Public	Director Grants	15,000 00
					<u>4,310,005 00</u>

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
DIVIDENDS AND INTEREST	2,217,992.	499,343.	1,718,649.	1,718,649.	
TO PART I, LINE 4	2,217,992.	499,343.	1,718,649.	1,718,649.	

FORM 990-PF	OTHER INCOME	STATEMENT	2
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
PUBLICATIONS	6,160.	6,160.	
TOTAL TO FORM 990-PF, PART I, LINE 11	6,160.	6,160.	

FORM 990-PF	LEGAL FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL FEES	7,050.	0.		7,050.
TO FM 990-PF, PG 1, LN 16A	7,050.	0.		7,050.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL FEES	22,473.	0.		22,473.
TO FORM 990-PF, PG 1, LN 16B	22,473.	0.		22,473.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
RESEARCH AND CONSULTING	97,888.	0.		97,888.	
INVESTMENT FEES	76,112.	76,112.		0.	
CUSTODIAL FEES	3,867.	3,867.		0.	
TO FORM 990-PF, PG 1, LN 16C	177,867.	79,979.		97,888.	

FORM 990-PF	TAXES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
TAXES	-25,765.	9,878.		0.	
TO FORM 990-PF, PG 1, LN 18	-25,765.	9,878.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
DUES	11,849.	0.		11,849.	
TELEPHONE	2,693.	0.		2,693.	
INSURANCE	3,708.	0.		3,708.	
OFFICE SUPPLIES	2,302.	0.		2,302.	
UTILITIES	1,310.	0.		1,310.	
RENOVATIONS & EQUIPMENT	2,167.	0.		2,167.	
OTHER FEES	90,173.	0.		14,053.	
IT CONSULTING	7,186.	0.		7,186.	
GIFTS	987.	0.		0.	
TO FORM 990-PF, PG 1, LN 23	122,375.	0.		45,268.	

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	8
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DESCRIPTION	AMOUNT
FOREIGN TAX NOT DEDUCTED FOR BOOK	9,878.
PASS-THROUGH DISTRIBUTIONS	944,931.
BOOK-TAX DIFFERENCES DISPOSITION OF ASSETS	14,542.
TOTAL TO FORM 990-PF, PART III, LINE 3	969,351.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	9
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DESCRIPTION	AMOUNT
BOOK-TAX DIFFERENCES INTEREST & DIVIDENDS FROM PASS-THROUGH	1,342,937.
TOTAL TO FORM 990-PF, PART III, LINE 5	1,342,937.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	10
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
WILMINGTON TRUST CO	COST	81,691,509.	96,779,347.
TOTAL TO FORM 990-PF, PART II, LINE 13		81,691,509.	96,779,347.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS STATEMENT 11
 TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
KRISTINA L. WAHL 200 W. LANCASTER AVENUE, SUITE 2010 WAYNE, PA 19087	PRESIDENT, TREASURER, DIRE 40.00	180,750.	0.	0.
WILLIAM HARRAL 200 W. LANCASTER AVENUE, SUITE 2010 WAYNE, PA 19087	DIRECTOR, BOARD MEMBER 1.00	0.	0.	0.
SEYMOUR S PRESTON III 200 W. LANCASTER AVENUE, SUITE 2010 WAYNE, PA 19087	CHAIRMAN, DIRECTOR, BOARD 5.00	0.	0.	0.
ROBERT L MCNEIL III 200 W. LANCASTER AVENUE, SUITE 2010 WAYNE, PA 19087	ASST TREAS, DIRECTOR, BOAR 1.00	0.	0.	0.
COLLIN F MCNEIL 200 W. LANCASTER AVENUE, SUITE 2010 WAYNE, PA 19087	DIRECTOR, BOARD MEMBER 1.00	0.	0.	0.
JOANNA MCNEIL LEWIS 200 W. LANCASTER AVENUE, SUITE 2010 WAYNE, PA 19087	DIRECTOR, BOARD MEMBER 1.00	0.	0.	0.
VICTORIA MCNEIL LE VINE 200 W. LANCASTER AVENUE, SUITE 2010 WAYNE, PA 19087	SECRETARY, DIRECTOR, BOARD 1.00	0.	0.	0.
A. LOUIS DENTON 200 W. LANCASTER AVENUE, SUITE 2010 WAYNE, PA 19087	VICE PRESIDENT, DIRECTOR, 1.00	0.	0.	0.
ERIC C. ANDERSON 200 W. LANCASTER AVENUE, SUITE 2010 WAYNE, PA 19087	DIRECTOR, BOARD MEMBER 1.00	0.	0.	0.

THE BARRA FOUNDATION, INC

23-6277885

FRAZIERITA D. KLASSEN
200 W. LANCASTER AVENUE, SUITE
2010
WAYNE, PA 19087

DIRECTOR, BOARD MEMBER

1.00 0. 0. 0.

PATRICK P. COYNE
200 W. LANCASTER AVENUE, SUITE
2010
WAYNE, PA 19087

DIRECTOR, BOARD MEMBER

1.00 0. 0. 0.

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

180,750. 0. 0.

FORM 990-PF	GRANT APPLICATION SUBMISSION INFORMATION	STATEMENT 12
	PART XV, LINES 2A THROUGH 2D	

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

KRISTINA WAHL
200 W. LANCASTER AVENUE
WAYNE, PA 19087

TELEPHONE NUMBER

610-964-7601

FORM AND CONTENT OF APPLICATIONS

ALL LETTERS OF INQUIRY MUST BE SUBMITTED THROUGH AN ONLINE SYSTEM AT WWW.BARRAFOUNDATION.ORG. THE LOI MUST INCLUDE INFORMATION ABOUT THE TYPE OF THE REQUEST, TIMEFRAME, TARGETED AUDIENCE, ETC.

ANY SUBMISSION DEADLINES

NO FORMAL SUBMISSION DEADLINES.

RESTRICTIONS AND LIMITATIONS ON AWARDS

MOST GRANTS ARE RESTRICTED TO THE GREATER PHILADELPHIA COMMUNITY. PRIMARY FIELDS OF INTEREST ARE 1) HUMAN SERVICES 2) ART AND CULTURE 3) HEALTH 4) EDUCATION. IN GENERAL, THE FOUNDATION DOES NOT PROVIDE SUPPORT FOR BUDGET DEFICITS, ENDOWMENT OR CAPITAL CAMPAIGNS (INCLUDING CONSTRUCTION, EQUIPMENT, RENOVATIONS OR REPAIRS), PUBLICATIONS, EXHIBITIONS OR CATALOGUES, INTERNATIONAL PROGRAMS AND INSTITUTIONS, OR INDIVIDUAL SCHOLARSHIPS OR FELLOWSHIPS.