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Form 990-PF

Return of Private Foundation

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

2014

Open to Public Inspection

Department of the Treasury Internal Revenue Service

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For calendar year 2014, or tax year beginning 01-01-2014, and ending 12-31-2014

Name of foundation: FREEMAN E FAIRFIELD FOUNDATION. A Employer identification number: 23-7055338. B Telephone number: (714) 965-4505. G Check all that apply: Initial return, Final return, Address change. H Check type of organization: Section 501(c)(3) exempt private foundation. I Fair market value of all assets at end of year: \$ 2,671,891. J Accounting method: Cash.

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (1-12) and Operating and Administrative Expenses (13-26), leading to Total expenses and disbursements of 141,268 and Excess of revenue over expenses and disbursements of -67,053.

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	50	50	50
	2 Savings and temporary cash investments	1,438,812	1,292,430	1,292,430
	3 Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4 Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	400	400	400
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	1,023,636 <input checked="" type="checkbox"/>	1,102,965	1,379,011
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)			
	14 Land, buildings, and equipment basis ▶ _____ 9,584 Less accumulated depreciation (attach schedule) ▶ _____ 9,584			
15 Other assets (describe ▶ _____)				
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	2,462,898	2,395,845	2,671,891	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ _____)			
23 Total liabilities (add lines 17 through 22)		0		
Net Assets or Fund Balances	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			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds	2,462,898	2,395,845		
30 Total net assets or fund balances (see instructions)	2,462,898	2,395,845		
31 Total liabilities and net assets/fund balances (see instructions)	2,462,898	2,395,845		

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	2,462,898
2	Enter amount from Part I, line 27a	2	-67,053
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	2,395,845
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,395,845

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			

(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			
b			
c			
d			
e			

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

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)			
	If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	}	3	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2013	120,575	2,658,520	0.045354
2012	120,351	2,569,189	0.046844
2011	141,057	2,778,593	0.050766
2010	134,868	2,787,462	0.048384
2009	142,049	2,861,721	0.049638

2	Total of line 1, column (d).	2	0.240986
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	0.048197
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	4	2,860,328
5	Multiply line 4 by line 3.	5	137,859
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	212
7	Add lines 5 and 6.	7	138,071
8	Enter qualifying distributions from Part XII, line 4.	8	141,268

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	212
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2.	3	212
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	212
6	Credits/Payments		
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d.	7	
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	212
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be Credited to 2015 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	2	No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> CA _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation .</i>	8b	Yes
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10	No

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	Yes	
14 The books are in care of GARY J TUCKER Telephone no (714) 965-4505 Located at 9550 WARNER AVE 360 FOUNTAIN VALLEY CA ZIP+4 92708			
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year 15			
16 At any time during calendar year 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 instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country N/A	16	Yes	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)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	1b			
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?	1c			
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years 20__ , 20__ , 20__ , 20__				
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b			
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20__ , 20__ , 20__ , 20__				
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
b If "Yes," did it have excess business holdings in 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.</i>)	3b			
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a			No
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b			No

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

<p>5a During the year did the foundation pay or incur any amount to</p> <p>(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/></p> <p>c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," attach the statement required by Regulations section 53.4945–5(d).</p> <p>6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes" to 6b, file Form 8870.</p> <p>7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	5b		
	6b		No
	7b		

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
RONALD H DULIN 729 E WILLOW ST SIGNAL HILL, CA 90755	TRUSTEE 2 00	15,000	0	0
GARY J TUCKER 9550 WARNER AVE SUITE 360 FOUNTAIN VALLEY, CA 92708	TRUSTEE 2 00	15,000	0	0

2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services. **▶**

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3 **▶**

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	1,520,578
b	Average of monthly cash balances.	1b	1,382,908
c	Fair market value of all other assets (see instructions).	1c	400
d	Total (add lines 1a, b, and c).	1d	2,903,886
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	2,903,886
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	43,558
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,860,328
6	Minimum investment return. Enter 5% of line 5.	6	143,016

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	143,016
2a	Tax on investment income for 2014 from Part VI, line 5.	2a	212
b	Income tax for 2014 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	212
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	142,804
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	142,804
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	142,804

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	141,268
b	Program-related investments—total from Part IX-B.	1b	
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	141,268
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	212
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	141,056

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				142,804
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only.			3,884	
b Total for prior years 20___, 20___, 20___				
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.				
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ <u>141,268</u>				
a Applied to 2013, but not more than line 2a			3,884	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2014 distributable amount.				137,384
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2014 <i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b.				
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.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				5,420
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).				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a				
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.				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling.

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

	Tax year	Prior 3 years			(e) Total
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

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

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

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

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed
 RONALD H DULIN TRUSTEE
 PO BOX 7798
 LONG BEACH, CA 90807
 (562) 424-8533

b The form in which applications should be submitted and information and materials they should include
 SEE "GRANT APPLICATION" GUIDELINES ATTACHED

c Any submission deadlines
 JUNE 1 EACH YEAR

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors
 LONG BEACH & SIGNAL HILL, CA - 501(C)-3 ORGANIZATIONS ONLY

Part XV **Supplementary Information** (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total				▶ 3a 121,500
b <i>Approved for future payment</i>				
Total				▶ 3b

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
RM PYLES BOYS CAMP 27211 HENRY MAYO DRIVE VALENCIA, CA 91355			CHARITABLE	14,000
THE EDWIN DOROTHY BAKER FD 241 CEDAR AVE LONG BEACH, CA 90802			CHARITABLE	15,000
FOOD FINDERS 3434 ATLANTIC AVE LONG BEACH, CA 90807			CHARITABLE	14,000
BOYS GIRLS CLUBS 3536 LONG BEACH BLVD LONG BEACH, CA 90807			CHARITABLE	9,000
MEALS ON WHEELS 855 ELM AVE LONG BEACH, CA 90813			CHARITABLE	13,000
LONG BEACH BLAST 737 PINE AVE 201 LONG BEACH, CA 90813			CHARITABLE	5,000
NATIONAL MULTIPLE SCLEROS 2440 S SEPULVEDA BLVD LOS ANGELES, CA 90064			CHARITABLE	5,000
LB AREA COUNCIL OF BOY SC 401 E 37TH ST LONG BEACH, CA 90807			CHARITABLE	7,000
FAIRFIELD FAMILY YMCA 4949 ATLANTIC AVE LONG BEACH, CA 90805			CHARITABLE	5,500
PATHWAYS 3701 MICHELSON ST LAKEWOOD, CA 90712			CHARITABLE	7,000
STRAMSKI CHILDREN'S DEVEL 2650 ELM AVE STE 301 LONG BEACH, CA 90806			CHARITABLE	6,000
BEST BUDDIES CALIFORNIA 5601 W SLAUSON AVE 255 CULVER CITY, CA 90230			CHARITABLE	5,000
CONSERVATION CORPS OF LONG BEACH 340 NIETO AVE LONG BEACH, CA 90814			CHARITABLE	3,000
COMPREHENSIVE CHILD DEVELOPMENT 2545 PACIFIC AVE LONG BEACH, CA 90806			CHARITABLE	2,500
CENTURY VILLAGES AT CABRILLO 2001 RIVER AVE LONG BEACH, CA 90810			CHARITABLE	5,000
Total				121,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
POWER 4 YOUTH 607 EAST 3RD STREET LONG BEACH, CA 90802			CHARITABLE	2,500
YOUNG HORIZONS CHILD DEVELOPMENT CE 501 ATLANTIC AVE LONG BEACH, CA 90802			CHARITABLE	3,000
Total				121,500

▶ 3a

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2014 Depreciation Schedule

Name: FREEMAN E FAIRFIELD FOUNDATION

EIN: 23-7055338

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
OFFICE FURN & EQUIP	1971-06-01	3,014	3,014	S/L	10 0000				
OFFICE FURN & EQUIP	1975-06-01	747	747	S/L	10 0000				
ADDING MACHINE	1978-06-01	201	201	S/L	10 0000				
IBM TYPEWRITER	1987-06-10	873	873	S/L	10 0000				
CHAIR & PAD	1988-01-12	148	148	S/L	10 0000				
CHECKWRITER	1991-12-06	162	162	S/L	10 0000				
ADDING MACHINE	1992-08-10	58	58	S/L	10 0000				
ANSWERING MACHINE	1997-05-25	97	97	S/L	5 0000				
TELEPHONE	1997-10-21	73	73	S/L	5 0000				
XEROX COPIER 105-F	1999-05-10	758	758	S/L	10 0000				
COMPUTER SYSTEM	2003-01-31	1,508	1,508	S/L	5 0000				
OFFICE FURNITURE	2003-03-31	1,945	1,945	S/L	10 0000				

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2014 Gain/Loss from Sale of Other Assets Schedule

Name: FREEMAN E FAIRFIELD FOUNDATION

EIN: 23-7055338

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
SIGNAL HILL PETROLEUM - MIN RTS	1969-12	PURCHASE	2014-02		5,400				5,400	
3M CO	2006-07	PURCHASE	2014-03		13,258	7,218			6,040	
3M CO	2006-10	PURCHASE	2014-03		39,774	23,786			15,988	
3M CO	2006-07	PURCHASE	2014-05		55,398	28,872			26,526	
GLAXO SMITHKLINE	2012-04	PURCHASE	2014-09		30,107	30,644			-537	

**TY 2014 Investments Corporate
Stock Schedule****Name:** FREEMAN E FAIRFIELD FOUNDATION**EIN:** 23-7055338

Name of Stock	End of Year Book Value	End of Year Fair Market Value
GENERAL ELECTRIC	122,768	101,080
INTEL	69,254	90,725
INTL PAPER	46,519	53,580
ROYAL DUTCH PETROLEUM CO	21,100	33,475
MERCK & CO	68,969	107,901
MONMOUTH RL EST INV CORP	20,920	27,675
JOHNSON & JOHNSON COM DE	84,689	146,398
NESTLE	35,438	65,655
BANK OF AMERICA CORP	45,030	53,670
3M CO		
CONOCOPHILLIPS	28,949	41,436
NEWMONT MINING CORP	77,067	30,240
NOVARTIS AG SPON	66,245	111,192
PROCTER & GAMBLE	38,171	63,763
ALLIANZ SE	26,153	49,710
HARTFORD FINANCIAL SERVICES	48,785	116,732
METLIFE	49,139	64,908
TOTAL SA FRANCE	22,475	25,600
GLAXO SMITHKLINE		
KEY CORP	48,007	58,380
TRANSOCEAN LTD	48,017	18,330
ING GROUP	48,617	45,395
FREEMONT MCMORAN COPPER	34,818	23,360
SELECT INCOME REIT	51,164	48,820
VERITIV	671	986

TY 2014 Land, Etc. Schedule

Name: FREEMAN E FAIRFIELD FOUNDATION

EIN: 23-7055338

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
OFFICE EQUIPMENT	9,584	9,584		

TY 2014 Other Expenses Schedule

Name: FREEMAN E FAIRFIELD FOUNDATION

EIN: 23-7055338

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
OFFICE EXPENSES	195	97		98
LIABILITY INSURANCE	500	250		250
TRUSTEE BOND	3,950	1,975		1,975
FOREIGN TAX WITHHELD	2,164	2,164		

TY 2014 Other Income Schedule

Name: FREEMAN E FAIRFIELD FOUNDATION

EIN: 23-7055338

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
SIGNAL HILL WEST	69	69	

TY 2014 Other Professional Fees Schedule

Name: FREEMAN E FAIRFIELD FOUNDATION

EIN: 23-7055338

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
UBS SERVICE FEES	150	75		75

TY 2014 Taxes Schedule

Name: FREEMAN E FAIRFIELD FOUNDATION

EIN: 23-7055338

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX	398			

TY 2014 GeneralDependencySmall**Name:** FREEMAN E FAIRFIELD FOUNDATION**EIN:** 23-7055338**Business Name or Person Name:****Taxpayer Identification Number:****Form, Line or Instruction****Reference:****Regulations Reference:****Description:** GENERAL FOOTNOTE

Attachment Information: GRANT APPLICATION (GUIDELINES) THE TRUSTEES OF THE FREEMAN E. FAIRFIELD FOUNDATION, AS PRESENTLY CONSTITUTED, WILL CONSIDER REQUESTS FOR GRANTS TO TAX-EXEMPT ORGANIZATIONS AND AGENCIES LOCATED WITHIN OR OFFERING SERVICES TO THE RESIDENTS OF LONG BEACH AND SIGNAL HILL, AND WHOSE SERVICES FALL WITHIN THE FOLLOWING GENERAL CATEGORIES: 1. EDUCATION 2. HEALTH AND DISABILITY 3. HUMAN SERVICES 4. PUBLIC AFFAIRS AND COMMUNITY DEVELOPMENT THE CURRENT OBJECTIVES OF THE TRUSTEES PRECLUDE GRANTS FOR: 1. ENDOWMENTS 2. FUNDS FOR INDIVIDUALS 3. SECTARIAN OR RELIGIOUS PURPOSES 4. UNRESTRICTED OPERATING COSTS 5. GENERAL FUND RAISING CAMPAIGNS, DINNERS OR OTHER SPECIAL EVENTS 6. INTERMEDIARY FUNDING AGENCIES 7. EXISTING OBLIGATIONS OR TO REPLENISH RESOURCES USED FOR SUCH PURPOSE 8. INCURRING A DEBT LIABILITY THE TRUSTEES ARE MORE LIKELY TO LOOK WITH FAVOR UPON PROJECTS WHICH IMPROVE THE QUALITY OF LIFE, INCREASE THE RESPONSIVENESS OF AGENCIES TO COMMUNITY NEEDS; DEVELOP SELF-RELIANCE; DIRECT THEMSELVES TO PREVENTION AS WELL AS TO TREATMENT; AND ELIMINATE DUPLICATION OF SERVICES AND ENCOURAGE COOPERATION. ALL APPLICANTS MUST BE: 1. LOCATED IN OR SERVE THE PEOPLE IN LONG BEACH OR SIGNAL HILL; 2. EXEMPT FROM INCOME TAXES UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE AND NOT CLASSIFIED AS A PRIVATE FOUNDATION; AND 3. OPERATED SO THAT IT DOES NOT DISCRIMINATE IN THE HIRING OF STAFF OR PROVIDING SERVICES ON THE BASIS OF RACE, RELIGION, SEX, AGE, NATIONAL ORIGIN, OR DISABILITIES. GRANT SEEKERS SHOULD REVIEW THE GUIDELINES AND RESTRICTIONS CAREFULLY AND SUBMIT COMPLETE PROPOSALS RATHER THAN LETTERS OF INQUIRY OR TELEPHONE CALLS. THE PROPOSAL SHOULD BE SUBMITTED IN TRIPPLICATE WITH A COVER LETTER TYPED ON THE ORGANIZATION'S LETTERHEAD AND SIGNED BY THE CHIEF EXECUTIVE OFFICER ON BEHALF OF THE GOVERNING BODY. IF A POST OFFICE BOX IS USED FOR MAILING PURPOSES, A STREET ADDRESS FOR THE ORGANIZATION MUST BE SHOWN. DEADLINE FOR SUBMISSION OF GRANT PROPOSALS IS JUNE 1 OF EACH YEAR. PROPOSALS SUBMITTED AFTER THAT DATE WILL NOT USUALLY BE CONSIDERED UNTIL THE FOLLOWING YEAR. FUNDING OF APPROVED GRANTS IS MADE ON OR ABOUT JUNE 30 WITH NO RENEWALS IMPLIED. SUGGESTED PROPOSAL FORMAT: 1. A BRIEF SUMMARY OF THE PROPOSED PROJECT WHICH WILL: A. IDENTIFY THE APPLICANT. B. DESCRIBE THE PROBLEM OR NEED. C. DESCRIBE THE PROJECT, IT'S OBJECTIVES AND THE PROPOSED METHOD OF ACHIEVING THEM. D. STATE THE TOTAL ESTIMATED COSTS OF THE PROJECT. E. IDENTIFY THE AMOUNT OF FUNDS REQUESTED FROM THE FOUNDATION. 2. THE PROPOSAL WILL INCLUDE: A. INTRODUCTION. STATE A BRIEF HISTORY OF THE APPLICANT'S ORGANIZATION, IT'S PAST PROGRAM ACCOMPLISHMENTS AND COMMUNITY SUPPORT. SHOW HOW THE PROPOSED PROJECT IS WITHIN THE APPLICANT'S GOALS AND OBJECTIVES. B. THE PROBLEM OR NEED. DEFINE AND DOCUMENT THE PROBLEM OR NEED THAT WILL BE ASSISTED OR RESOLVED BY THE PROJECT. IDENTIFY THE GROUPS AFFECTED. DESCRIBE THE CAUSE OF THE PROBLEM AND GIVE OPINION AS TO WHAT WOULD RESULT IF THE PROBLEM WAS NOT UNDERTAKEN. C. PROGRAM OBJECTIVES. STATE THE PREDICTED GOALS AND END RESULTS OF THE PROJECT IN MEASURABLE TERMS. IF THE PROJECT WILL REQUIRE FURTHER FUNDING OR CONTINUED IMPLEMENTATION, SET FORTH WHAT ADDITIONAL NEEDS WILL BE REQUIRED TO ATTAIN THE DESIRED RESULTS. D. METHODS. DESCRIBE THE TIME SEQUENCE OF ACTIVITIES AND THE PERSONNEL'S QUALIFICATIONS TO CARRY OUT AND FOLLOW THROUGH THE PROJECT'S OBJECTIVES. STATE REASONS WHY THE METHODS OUTLINED ARE THE BEST APPROACH TO ACHIEVE THE MAXIMUM RESULTS. E. EVALUATION. STATE HOW THE APPLICANT INTENDS TO MONITOR THE PROGRESS OF THE PROJECT AND EVALUATE IT'S SUCCESS. F. PROPOSED BUDGET. PRESENT A REALISTIC ESTIMATE OF THE PROJECT COSTS. STATE WHEN AND HOW YOU ANTICIPATE THAT FUNDS AWARDED BY THIS FOUNDATION WOULD ACTUALLY BE EXPENDED FOR THE PROJECT. DOCUMENTS TO BE ATTACHED TO PROPOSAL PERTAINING TO APPLICANT: 1. A COMPLETE FINANCIAL STATEMENT (AUDITED, IF AVAILABLE) FOR THE MOST RECENT FISCAL YEAR AND A COPY OF THE MOST RECENT IRS FORM 990. 2. BUDGET FOR CURRENT YEAR AND THE NEXT PRECEDING YEAR. 3. CURRENT ANNUAL REPORT OR STATEMENT OF PROGRAM ACTIVITIES. 4. LIST OF NAMES OF GOVERNING BODY AND INDICATE ANY PAID STAFF MEMBER ON BOARD. 5. THE INTERNAL REVENUE SERVICE AND STATE FRANCHISE TAX BOARD DETERMINATION LETTERS CONFIRMING APPLICANT'S TAX-EXEMPT STATUS. 6. LIST SEPARATELY STATING ALL SOURCES AND AMOUNTS OF CURRENT ANNUAL INCOME. MAILING ADDRESS FOR APPLICANTS: FREEMAN E. FAIRFIELD FOUNDATION P.O. BOX 7798 LONG BEACH, CA 90807