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EXTENDED TO NOVEMBER 16, 2015
Return of Private Foundation

Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

► 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.

For calendar year 2014 or tax year beginning

, and ending

OMB No. 1545-0052

2014

Open to Public Inspection

Name of foundation

THE SIMMS/MANN FAMILY FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)

9320 WILSHIRE BLVD

Room/suite

300

City or town, state or province, country, and ZIP or foreign postal code

BEVERLY HILLS, CA 90212

G Check all that apply

Initial return Initial return of a former public charity
 Final return Amended return
 Address change Name change

H Check type of organization:

Section 501(c)(3) exempt private foundation

Section 4947(a)(1) nonexempt charitable trust

Other taxable private foundation

I Fair market value of all assets at end of year

J Accounting method. Cash Accrual

(from Part II, col. (c), line 16)

Other (specify) _____

► \$ **78,712,207.** (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	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	1,780,000.		N/A	
	2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	108,149.	104,910.		STATEMENT 1
	4 Dividends and interest from securities	814,229.	814,229.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	177,938.			
	b Gross sales price for all assets on line 6a	15,328,540.			
	7 Capital gain net income (from Part IV, line 2)		177,938.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	733,546.	664,902.		STATEMENT 3
	12 Total Add lines 1 through 11	3,613,862.	1,761,979.		
	13 Compensation of officers, directors, trustees, etc	70,000.	0.		70,000.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits	3,142.	0.		3,142.
	16a Legal fees	STMT 4	59,370.	0.	59,370.
	b Accounting fees	STMT 5	41,050.	4,050.	35,250.
	c Other professional fees	STMT 6	475,649.	289,741.	153,715.
	17 Interest				
	18 Taxes	STMT 7	<39,199.>	0.	5,673.
	19 Depreciation and depletion		25,331.	25,331.	
	20 Occupancy		26,850.	0.	26,850.
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	STMT 8	257,035.	187,713.	69,072.
	24 Total operating and administrative expenses		919,228.	506,835.	423,072.
	25 Contributions, gifts, grants paid		5,349,380.		2,987,590.
	26 Total expenses and disbursements		6,268,608.	506,835.	3,410,762.
	27 Subtract line 26 from line 12:		<2,654,746.>		
	a Excess of revenue over expenses and disbursements				
	b Net investment income (if negative, enter -0-)				
	c Adjusted net income (if negative, enter -0-)		1,255,144.		N/A

423501
11-24-14 LHA For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2014)

Assets	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		7,794.	1,362.	1,362.
	2 Savings and temporary cash investments		222,181.	304,459.	304,459.
	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		609.	2,055.	2,055.
	9 Prepaid expenses and deferred charges				
	10a Investments - U.S. and state government obligations				
	b Investments - corporate stock	STMT 10	12,300,991.	7,915,907.	7,915,907.
	c Investments - corporate bonds				
	11 Investments - land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
	12 Investments - mortgage loans				
	13 Investments - other	STMT 11	66,638,360.	65,849,966.	65,849,966.
	14 Land, buildings, and equipment basis ►	2,417,408.			
	Less accumulated depreciation	STMT 9 ►	25,331.	0.	2,392,077.
	15 Other assets (describe ►	STATEMENT 12)	4,681,248.	2,246,381.	2,246,381.
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		83,851,183.	78,712,207.	78,712,207.
Liabilities	17 Accounts payable and accrued expenses		17,811.	11,047.	
	18 Grants payable		126,000.	2,480,000.	
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable				
	22 Other liabilities (describe ►	STATEMENT 13)	360,000.	265,000.	
	23 Total liabilities (add lines 17 through 22)		503,811.	2,756,047.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ►	<input checked="" type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31				
	24 Unrestricted		83,347,372.	75,956,160.	
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ►	<input 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				
	30 Total net assets or fund balances		83,347,372.	75,956,160.	
	31 Total liabilities and net assets/fund balances		83,851,183.	78,712,207.	

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 83,347,372.
2 Enter amount from Part I, line 27a	2 <2,654,746.>
3 Other increases not included in line 2 (itemize) ►	3 0.
4 Add lines 1, 2, and 3	4 80,692,626.
5 Decreases not included in line 2 (itemize) ► NET UNREALIZED GAIN/(LOSS)	5 4,736,466.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6 75,956,160.

Form 990-PF (2014)

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				
b	SEE ATTACHED STATEMENT			
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e	15,328,540.	15,150,602.	177,938.	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) F M V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				
b				
c				
d				
e			177,938.	
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	177,938.
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	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

 Yes No

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

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	3,271,473.	72,020,118.	.045424
2012	2,062,706.	66,290,580.	.031116
2011	3,446,307.	67,781,307.	.050845
2010	2,940,603.	64,170,671.	.045825
2009	1,705,515.	58,478,527.	.029165

2 Total of line 1, column (d)

2 .202375

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 .040475

4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5

4 77,867,416.

5 Multiply line 4 by line 3

5 3,151,684.

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

6 12,551.

7 Add lines 5 and 6

7 3,164,235.

8 Enter qualifying distributions from Part XII, line 4

8 3,410,762.

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 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 ►

1	12,551.
2	0.
3	12,551.
4	0.
5	12,551.
6a	17,163.
6b	
6c	
6d	
7	17,163.
8	
9	
10	4,612.
11	0.

Part VII-A Statements Regarding Activities

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

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) ►

CA, DE

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*

SEE STATEMENT 14

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*

Form 990-PF (2014)

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 ► **N/A** 13 X

14 The books are in care of ► **ANDREW KANE** Telephone no. ► **310-275-1395**
Located at ► **9320 WILSHIRE BLVD, NO. 300, BEVERLY HILLS, CA** ZIP+4 ► **90212**

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? <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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► 1b <input 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 2014? 1c <input 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 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 ► _____, _____, _____, _____, _____		
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? <input checked="" type="checkbox"/> Yes <input 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? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.) 3b <input type="checkbox"/> X		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a <input 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 2014? 4b <input type="checkbox"/> X		

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))?

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

(3) Provide a grant to an individual for travel, study, or other similar purposes?

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)

(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 Yes No Yes No Yes No 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)?

►

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?

SEE STATEMENT 15 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

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

 Yes No

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

N/A

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
VICTORIA MANN SIMMS 9320 WILSHIRE BLVD. SUITE 300 BEVERLY HILLS, CA 90212	PRESIDENT/DIRECTOR 15.00	70,000.	3,142.	0.
RONALD A. SIMMS 9320 WILSHIRE BLVD. SUITE 300 BEVERLY HILLS, CA 90212	TREASURER/VICE PRESIDENT 2.00	0.	0.	0.
JOSH SIMMS 9320 WILSHIRE BLVD. SUITE 300 BEVERLY HILLS, CA 90212	SECRETARY/DIRECTOR 1.00	0.	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
NONE				

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

► 0

Form 990-PF (2014)

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
SIMMS, INC. - 9320 WILSHIRE BLVD. SUITE 300, BEVERLY HILLS, CA 90212	PROFESSIONAL & ADMINISTRATIVE SERVI	307,429.
SVC GREYCOURT 607 COLLEGE AVE, PITTSBURGH, PA 15232	INVESTMENT MANAGEMENT	168,220.
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	N/A	
2		
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	N/A	
2		
3		
Total. Add lines 1 through 3	►	0.

Form 990-PF (2014)

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	8,718,276.
b Average of monthly cash balances	1b	14,285,400.
c Fair market value of all other assets	1c	56,049,538.
d Total (add lines 1a, b, and c)	1d	79,053,214.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	1,747,956.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	79,053,214.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,185,798.
5 Net value of noncharitable-use assets Subtract line 4 from line 3 Enter here and on Part V, line 4	5	77,867,416.
6 Minimum investment return Enter 5% of line 5	6	3,893,371.

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	3,893,371.
2a Tax on investment income for 2014 from Part VI, line 5	2a	12,551.
b Income tax for 2014. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	12,551.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	3,880,820.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	3,880,820.
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	3,880,820.

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	3,410,762.
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	3,410,762.
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	12,551.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	3,398,211.

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				3,880,820.
2 Undistributed income, if any, as of the end of 2014			3,251,259.	
a Enter amount for 2013 only				
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. ► \$ 3,410,762.			3,251,259.	
a Applied to 2013, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)		0.		
d Applied to 2014 distributable amount				159,503.
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:		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 2013 Subtract line 4a from line 2a. Taxable amount - see instr.				
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015			0.	
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)		0.		
8 Excess distributions carryover from 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 XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

N/A

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

1

4942(l)(3) or

4942(1)(5)

b Check box to indicate whether the foundation is a private operating foundation described in section					<input type="checkbox"/> 4942(i)(3) or <input type="checkbox"/> 4942(i)(5)
2	a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Prior 3 years			(e) Total
		(a) 2014	(b) 2013	(c) 2012	
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(i)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(i)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

SEE STATEMENT 16

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

NONE

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

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

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

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

c Any submission deadlines:

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

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				
SEE STATEMENT ATTACHED 9320 WILSHIRE BLVD, SUITE #300 BEVERLY HILLS, CA 90212		PC	GENERAL SUPPORT	2,987,690.
Total			► 3a	2,987,690.
b Approved for future payment				
CHILDREN'S HOSPITAL OF LA 4650 SUNSET BLVD. LOS ANGELES, CA 90027		PC	GENERAL SUPPORT	2,400,000.
FOUNDATION FOR SANTA BARBARA CITY COLLEGE 721 CLIFF DR SANTA BARBARA, CA 93109		PC	ANGELS PROGRAM	30,000.
THE UCLA FOUNDATION 10920 WILSHIRE BLVD., SUITE 900 LOS ANGELES, CA 90024		PC	GENERAL SUPPORT	50,000.
Total			► 3b	2,480,000.

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			14	108,149.	
4 Dividends and interest from securities			14	814,229.	
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	525990	11,428.	14	722,118.	
8 Gain or (loss) from sales of assets other than inventory			18	177,938.	
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)		11,428.		1,822,434.	0.
13 Total Add line 12, columns (b), (d), and (e)				13	1,833,862.

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

Schedule B
(Form 990, 990-EZ,
or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

► Attach to Form 990, Form 990-EZ, or Form 990-PF.
► Information about Schedule B (Form 990, 990-EZ, or 990-PF) and
its instructions is at www.irs.gov/form990.

OMB No. 1545-0047

2014

Name of the organization

THE SIMMS/MANN FAMILY FOUNDATION

Employer identification number

31-1812498

Organization type (check one)

Filers of: Section:

Form 990 or 990-EZ 501(c)() (enter number) organization

4947(a)(1) nonexempt charitable trust not treated as a private foundation

527 political organization

Form 990-PF 501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions

General Rule

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 exclusively for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions exclusively for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an exclusively religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions totaling \$5,000 or more during the year

► \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it must answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2014)

Name of organization

Employer identification number

THE SIMMS/MANN FAMILY FOUNDATION

31-1812498

Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	THE US LIFE FUND FOR JULIE SIMMS LIEBMAN 1029 W. THIRD AVE #400 ANCHORAGE, AK 99501	\$ 1,780,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization

Employer identification number

THE SIMMS/MANN FAMILY FOUNDATION

31-1812498

Part II Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received

Name of organization

Employer identification number

THE SIMMS/MANN FAMILY FOUNDATION

31-1812498

Part III *Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this info once) ► \$ _____*
Use duplicate copies of Part III if additional space is needed

Use duplicate copies of Part III if additional space is needed

1

Use duplicate copies of Part III if additional space is needed

Use duplicate copies of Part III if additional space is needed

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
GREENFIELD ETHANOL	16,945.	16,945.	
JP MORGAN MONEY MARKET	73.	73.	
PARTNERSHIP INTEREST INCOME	87,892.	87,892.	
PARTNERSHIP TAX-EXEMPT INCOME	3,239.	0.	
TOTAL TO PART I, LINE 3	108,149.	104,910.	

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
PARTNERSHIP					
DIVIDEND INCOME	456,797.	0.	456,797.	456,797.	
PIMCO DIVIDEND					
INCOME	357,432.	0.	357,432.	357,432.	
TO PART I, LINE 4	814,229.	0.	814,229.	814,229.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
TIKCHIK INTEREST INCOME	139,886.	139,886.	
PARTNERSHIP INCOME/(LOSS)- UBIT	11,428.	0.	
OTHER INVESTMENT INCOME	57,216.	0.	
PARTNERSHIP INCOME/(LOSS)	384,448.	384,448.	
ACCRUED INTEREST INCOME	5,852.	5,852.	
PALISADES CLOCK TOWER LLC	134,716.	134,716.	
TOTAL TO FORM 990-PF, PART I, LINE 11	733,546.	664,902.	

THE SIMMS/MANN FAMILY FOUNDATION

31-1812498

FORM 990-PF

LEGAL FEES

STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	59,370.	0.		59,370.
TO FM 990-PF, PG 1, LN 16A	59,370.	0.		59,370.

FORM 990-PF

ACCOUNTING FEES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	41,050.	4,050.		35,250.
TO FORM 990-PF, PG 1, LN 16B	41,050.	4,050.		35,250.

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 MGMT FEES	168,220.	151,398.		0.
PROFESSIONAL AND ADMIN.				
SERVICE FEES	307,429.	138,343.		153,715.
TO FORM 990-PF, PG 1, LN 16C	475,649.	289,741.		153,715.

FORM 990-PF

TAXES

STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL TAXES	17,163.	0.		0.
PAYROLL TAXES	5,628.	0.		5,628.
CA FILING FEE	10.	0.		10.
UBI TAXES	32,965.	0.		0.
DEFERRED TAXES	<95,000.>	0.		0.

THE SIMMS/MANN FAMILY FOUNDATION

31-1812498

USE TAX	35.	0.	35.
TO FORM 990-PF, PG 1, LN 18	<39,199.>	0.	5,673.

FORM 990-PF	OTHER EXPENSES	STATEMENT	8
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OUTSIDE CONSULTING	54,794.	0.		54,794.
DUES AND SUBSCRIPTIONS	1,100.	0.		1,100.
ACCTNG COMPUTER SYS EXP	1,550.	0.		1,550.
OTHER DIRECT CHARITABLE				
COSTS	2,222.	0.		2,222.
INSURANCE	1,655.	0.		1,655.
OFFICE EXPENSE	6,424.	0.		6,424.
MEMBERSHIP FEE	750.	0.		750.
PARTNERSHIP INVESTMENT				
EXPENSES	184,162.	183,912.		0.
MISCELLANEOUS EXPENSE	577.	0.		577.
ORGANIZATIONAL EXPENSE	3,801.	3,801.		0.
TO FORM 990-PF, PG 1, LN 23	257,035.	187,713.		69,072.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT	9
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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE	FAIR MARKET VALUE
BUILDING	2,311,622.	24,697.	2,286,925.	2,286,925.
ELEVATOR STARTER	11,645.	124.	11,521.	11,521.
ELEVATOR UPGRADE	5,404.	46.	5,358.	5,358.
INTERIOR REMODELING	21,350.	182.	21,168.	21,168.
DEMOLITION OF VAULT	9,317.	80.	9,237.	9,237.
BUILDING SURVEY	3,600.	23.	3,577.	3,577.
ARCHITECT FEES	4,260.	27.	4,233.	4,233.
ARCHITECT FEES	7,376.	32.	7,344.	7,344.
INTERIOR & EXTERIOR				
IMPROVEMENTS	26,824.	115.	26,709.	26,709.
ARCHITECT FEES	2,385.	5.	2,380.	2,380.
ATTORNEY FEES	2,019.	0.	2,019.	2,019.
LEASE COMMISSION-STUDIO K	7,773.	0.	7,773.	7,773.
LEASE ACQUISITION-STUDIO				
K	3,833.	0.	3,833.	3,833.
TO 990-PF, PART II, LN 14	2,417,408.	25,331.	2,392,077.	2,392,077.

FORM 990-PF

CORPORATE STOCK

STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
HALOZYME THERAPEUTICS	7,833,869.	7,833,869.
XOOM	78,182.	78,182.
AMYRIS BIOTECHNOLOGIES	3,856.	3,856.
TOTAL TO FORM 990-PF, PART II, LINE 10B	7,915,907.	7,915,907.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 11

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
GREENFIELD ETHANOL	FMV	1,696,046.	1,696,046.
AG SUPERFUND, L.P.	FMV	112,610.	112,610.
EMINENCE FUND, LTD.	FMV	3,442,338.	3,442,338.
FARALLON CAPITAL INSTITUTE	FMV	712,336.	712,336.
FIR TREE INTERNATIONAL	FMV	3,332,551.	3,332,551.
EMERGING SOVEREIGN OFFSHORE FUND	FMV	1,021,514.	1,021,514.
SANKATY SENIOR LOAN FUND, L.P.	FMV	1,044,056.	1,044,056.
OMEGA OVERSEAS PTR LTD	FMV	7,502,166.	7,502,166.
STEEL PARTNERSHIP	FMV	0.	0.
THE RAPTOR GLOBAL FUND LTD.	FMV	12,731.	12,731.
BOSTON VENTURES V, L.P.	FMV	48,251.	48,251.
BOSTON VENTURES VI, L.P.	FMV	78,627.	78,627.
GRAYSTONE VENTURE FUND LP	FMV	46,191.	46,191.
INDUSTRY DRIVE ASSOCIATES, LLC	FMV	1,757,852.	1,757,852.
NCD PARTNERS V, L.P.	FMV	604,391.	604,391.
PORTAGE FOUNDERS, L.P.	FMV	93,237.	93,237.
PIMCO	FMV	10,685,366.	10,685,366.
GREENLIGHT	FMV	2,385,185.	2,385,185.
BRUIN BIOMETRICS, LLC	FMV	70,423.	70,423.
DAVIDSON KEMPNER INST PTNR	FMV	3,231,819.	3,231,819.
BREVAN HOWARD FUND LIMITED	FMV	577,346.	577,346.
TACONIC OFFSHORE, LTD	FMV	3,017,286.	3,017,286.
LONE STAR RE FUND II	FMV	361,220.	361,220.
LONE STAR FUND VII	FMV	317,693.	317,693.
ABSOLUTE RETURN CAYMAN, LTD	FMV	3,386,940.	3,386,940.
ANCHOR INDUSTRIAL INVSTMTS, LLC	FMV	1,918,150.	1,918,150.
PHARO MACRO FUND, LTD	FMV	2,069,036.	2,069,036.
VIRTUAL WORLD COMPUTING, LLC	FMV	51,950.	51,950.
ALLEN GLOBAL PTNRS OFFSHORE	FMV	2,164,220.	2,164,220.
NCD PARTNERS VII, L.P.	FMV	3,735,985.	3,735,985.
ROCKET FUEL	FMV	314,146.	314,146.
PALISADES CLOCK TOWER	FMV	9,969,803.	9,969,803.
ADERANS CO LTD/JP	FMV	88,501.	88,501.
TOTAL TO FORM 990-PF, PART II, LINE 13		65,849,966.	65,849,966.

THE SIMMS/MANN FAMILY FOUNDATION

31-1812498

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
NOTES RECEIVABLE - SEE FOOTNOTE	4,291,924.	2,105,000.	2,105,000.
ACCRUED INTEREST	310,557.	17,471.	17,471.
OTHER ASSETS	78,767.	123,910.	123,910.
TO FORM 990-PF, PART II, LINE 15	4,681,248.	2,246,381.	2,246,381.

FORM 990-PF	OTHER LIABILITIES	STATEMENT 13
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DESCRIPTION	BOY AMOUNT	EOY AMOUNT
DEFERRED EXCISE TAX	360,000.	265,000.
TOTAL TO FORM 990-PF, PART II, LINE 22	360,000.	265,000.

FORM 990-PF	EXPLANATION CONCERNING PART VII-A, LINE 8B	STATEMENT 14
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EXPLANATION

FORM 990-PF NOT REQUIRED FOR DELAWARE.

FORM 990-PF

EXPENDITURE RESPONSIBILITY STATEMENT
PART VII-B, LINE 5C

STATEMENT 15

GRANTEE'S NAME

SIMMS/MANN INSTITUTE FOR EDUCATION AND COMMUNITY DEVELOPMENT

GRANTEE'S ADDRESS

9320 WILSHIRE BLVD, SUITE 300
BEVERLY HILLS, CA 90212

GRANT AMOUNT	DATE OF GRANT	AMOUNT EXPENDED
400,000.	02/28/14	

PURPOSE OF GRANT

THE GRANT WAS DISTRIBUTED EXCLUSIVELY FOR CHARITABLE PURPOSES, IN FURTHERANCE OF THE GRANTEE'S PRIMARY PURPOSE OF (A) DEVELOPING CURRICULUM FOR STUDENTS OF INFANT/TODDLER EDUCATION, FOCUSING ON PRENATAL TO THREE YEARS OF AGE, (B) CREATING A THINK TANK OF EARLY CHILDHOOD DEVELOPMENT EDUCATORS WITHIN THE CALIFORNIA COMMUNITY COLLEGE SYSTEM, AND (C) DEVELOPING EDUCATIONAL MATERIALS AND TOOLS RELATED TO EMOTIONAL SKILL BUILDING AND DEVELOPMENT.

DATES OF REPORTS BY GRANTEE

12/31/14

ANY DIVERSION BY GRANTEE

NONE

RESULTS OF VERIFICATION

GRANTOR HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM GRANTEE; THEREFORE, NO INDEPENDENT VERIFICATION OF THE REPORT WAS MADE.

GRANTEE'S NAME

SIMMS/MANN INSTITUTE FOR EDUCATION AND COMMUNITY DEVELOPMENT

GRANTEE'S ADDRESS

9320 WILSHIRE BLVD, SUITE 300
BEVERLY HILLS, CA 90212

GRANT AMOUNT	DATE OF GRANT	AMOUNT EXPENDED
150,000.	09/30/14	

PURPOSE OF GRANT

THE GRANT WAS DISTRIBUTED EXCLUSIVELY FOR CHARITABLE PURPOSES, IN FURTHERANCE OF THE GRANTEE'S PRIMARY PURPOSE OF (A) DEVELOPING CURRICULUM FOR STUDENTS OF INFANT/TODDLER EDUCATION, FOCUSING ON PRENATAL TO THREE YEARS OF AGE, (B) CREATING A THINK TANK OF EARLY CHILDHOOD DEVELOPMENT EDUCATORS WITHIN THE CALIFORNIA COMMUNITY COLLEGE SYSTEM, AND (C) DEVELOPING EDUCATIONAL MATERIALS AND TOOLS RELATED TO EMOTIONAL SKILL BUILDING AND DEVELOPMENT.

DATES OF REPORTS BY GRANTEE

12/31/14

ANY DIVERSION BY GRANTEE

NONE

RESULTS OF VERIFICATION

GRANTOR HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM GRANTEE; THEREFORE, NO INDEPENDENT VERIFICATION OF THE REPORT WAS MADE.

FORM .990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 16

NAME OF MANAGER

VICTORIA MANN SIMMS
RONALD A. SIMMS

GENERAL EXPLANATION

STATEMENT 17

FORM/LINE IDENTIFIER

FORM 990-PF, FOOTNOTE REGARDING STATEMENT 12

EXPLANATION:

ON SEPTEMBER 15, 2007, THE SIMMS/MANN FAMILY FOUNDATION "FOUNDATION" RECEIVED A CONTRIBUTION FROM A THIRD PARTY IN THE FORM OF TWO PROMISSORY NOTES, IN WHICH THE OBLIGATOR OF SUCH NOTES IS A DISQUALIFIED PARTY. THE TWO PROMISSORY NOTES WERE PAID IN FULL IN CURRENT YEAR 2014.

A NEW PROMISSORY NOTE OF \$1,780,000 FROM R&V SIMMS WAS MADE IN 2014. THE CONTRIBUTION MADE WAS MOTIVATED ONLY BY A CHARITABLE INTENT, AND NEITHER THE DONOR NOR ANY OTHER PARTY RECEIVED ANY CONSIDERATION IN RETURN FROM THE FOUNDATION. IN THE OPINION OF LEGAL COUNSEL, THE TRANSACTION FALLS WITHIN THE EXCEPTION FOR AN ACT OF SELF-DEALING PURSUANT TO TREASURY REGULATION 53.4941 (D)-(2)(C)(3). THIS INFORMATION IS BEING REPORTED ON LINE 15 AND NOT LINE 6, BECAUSE LINE 6 RELATES TO ONLY LOANS TO DISQUALIFIED PERSONS THAT WERE ACTUALLY MADE BY THE FOUNDATION.

The Simms/Mann Family Foundation
Year ended December 31, 2014

Part X Line 1e - Reduction claimed for blockage or other factors

Investment in Real Estate

1) Description of asset

33 33% Member interest in Industry Drive Associates, LLC.
Industry Drive Associates, LLC owns and rents industrial real estate.

2) Securities Percentage owned

N/A Not a Security

3) FMV before claimed blockage discount 2,683,744

4) Amount of discount claimed 925,892

5) The investment has been appraised pursuant to IRC Reg 53 4942(a)-2(c)(4)(iv)(b)
The discount was taken for lack of control and lack of marketability

The Simms/Mann Family Foundation
Year ended December 31, 2014

Part X Line 1e - Reduction claimed for blockage or other factors

Investment in Real Estate

1) Description of asset

50% Member interest in Anchor Industrial Investments, LLC

Anchor Industrial Investments owns and rents industrial real estate

2) Securities Percentage owned

N/A Not a Security

3) FMV before claimed blockage discount 2,740,214

4) Amount of discount claimed 822,064

5) The investment has been appraised pursuant to IRC Reg 53 4942(a)-2(c)(4)(iv)(b)
The discount was taken for lack of control and lack of marketability.

Depreciation and Amortization Detail FORM 990-PF PAGE 1

990-PF

THE SIMMS/MANN FAMILY FOUNDATION

CONTINUATION FOR 990-PF, PART IV
31-1812498 PAGE 1 OF 1

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 BREVAN HOWARD FUND LIMITED	P	10/29/09	VARIOUS
b PIMCO LOW DURATION FUND	P	11/10/09	VARIOUS
c RING CENTRAL, INC	P	10/01/10	VARIOUS
d STEEL PARTNERS	P	10/01/03	VARIOUS
e THE RAPTOR PRIVATE HOLDINGS LTD	P	04/01/05	12/31/14
f CAPITAL GAIN DISTRIB PMC	P	VARIOUS	VARIOUS
g CAPITAL GAIN	P	VARIOUS	VARIOUS
h PARTNERSHIP GAIN/(LOSS)	P	VARIOUS	VARIOUS
i			
j			
k			
l			
m			
n			
o			
(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 566,635.		485,657.	80,978.
b 14,400,000.		14,525,294.	<125,294.>
c 33,520.		5,939.	27,581.
d 138,329.		128,778.	9,551.
e 3,482.		4,934.	<1,452.>
f 281.			281.
g 19,732.			19,732.
h 166,561.			166,561.
i			
j			
k			
l			
m			
n			
o			
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F M V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			80,978.
b			<125,294.>
c			27,581.
d			9,551.
e			<1,452.>
f			281.
g			19,732.
h			166,561.
i			
j			
k			
l			
m			
n			
o			
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 }		2 177,938.
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	N/A

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