



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Form 990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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 instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2014

Open to Public Inspection

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

Name of foundation L ROBERT & PATRICIA PAYNE FAMILY FOUNDATION INC		A Employer identification number 33-0923365	
Number and street (or P O box number if mail is not delivered to street address) 1011 CAMINO DEL RIO SOUTH		B Telephone number (see instructions) (619) 299-2729	
City or town, state or province, country, and ZIP or foreign postal code SAN DIEGO, CA 92108		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 4,544,576		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (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) (see instructions))		(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 (attach schedule)	1,078,320			
	2 Check ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	7,064	7,064	7,064	
	4 Dividends and interest from securities.	98,687	98,687	98,687	
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	128,375			
	b Gross sales price for all assets on line 6a 1,997,203				
	7 Capital gain net income (from Part IV, line 2) . . .		128,375		
	8 Net short-term capital gain			128,375	
	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) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	1,312,446	234,126	234,126	
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	150	150		
	b Accounting fees (attach schedule)	6,575	6,575		
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) . . .	1,377	1,377		
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	25,509	25,509		
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	33,611	33,611		0
	25 Contributions, gifts, grants paid	784,577			784,577
	26 Total expenses and disbursements. Add lines 24 and 25	818,188	33,611		784,577
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	494,258			
	b Net investment income (if negative, enter -0-)		200,515		
	c Adjusted net income (if negative, enter -0-)			234,126	

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			
	2	Savings and temporary cash investments	1,227,485	1,193,744	1,193,744
	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			
	10a	Investments—U S and state government obligations (attach schedule)	74,002	84,591	85,015
	b	Investments—corporate stock (attach schedule)	2,303,682	2,840,954	3,205,292
	c	Investments—corporate bonds (attach schedule).	82,733	58,796	60,525
	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 ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	3,687,902	4,178,085	4,544,576	
Liabilities	17	Accounts payable and accrued expenses	4,075		
	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)	4,075	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ 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 ▶ ☒ 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	3,683,827	4,178,085	
	30	Total net assets or fund balances (see instructions)	3,683,827	4,178,085	
31	Total liabilities and net assets/fund balances (see instructions) . . .	3,687,902	4,178,085		

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 3,683,827
2	Enter amount from Part I, line 27a	2 494,258
3	Other increases not included in line 2 (itemize) ▶ _____	3
4	Add lines 1, 2, and 3	4 4,178,085
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 4,178,085

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	See Additional Data Table			
b				
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	See Additional Data Table		
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) 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	See Additional Data Table		
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	128,375
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	128,375

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			
2012			
2011			
2010			
2009			

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

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 ☐ and enter "N/A" on line 1			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	4,010
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	4,010
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	4,010
6		Credits/Payments			
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	1,800		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	2,700		
d	Backup withholding erroneously withheld	6d			
7		Total credits and payments. Add lines 6a through 6d.		7	4,500
8		Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached		8	3
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	487
11		Enter the amount of line 10 to be Credited to 2015 estimated tax 487 Refunded		11	

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?	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 \$ (2) On foundation managers \$			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$			
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		No
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		No
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) 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	Yes	

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?	13	Yes	
Website address N/A				
14	The books are in care of L ROBERT PAYNE Telephone no (619) 299-2729 Located at 1011 CAMINO DEL RIO SOUTH STE 210 SAN DIEGO CA ZIP+4 92108			
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		
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?	16	Yes	No
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				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? Yes No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). Yes No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here.	1b		No
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		No
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? Yes 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		No
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? Yes No			
b	If "Yes," did it have excess business holdings in 2014 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.).	3b		No
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)

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))?

YesNo

(2)

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

YesNo

(3)

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

YesNo

(4)

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

YesNo

(5)

Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

YesNo

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)?

5b

No

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?

YesNo

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?

YesNo

b

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

6b

No

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?

YesNo

b

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

7b

No

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
L ROBERT PAYNE 1011 CAMINO DEL RIO SO 210 SAN DIEGO, CA 92108	President & CEO 2 00	0		
SUSAN M PAYNE 1011 CAMINO DEL RIO SO 210 SAN DIEGO, CA 92108	Secretary 2 00	0		
SHARON L PAYNE 1011 CAMINO DEL RIO SO 210 SAN DIEGO, CA 92108	CFO/TREASURER 2 00	0		
DANIEL WEBER 1011 CAMINO DEL RIO SO 210 SAN DIEGO, CA 92108	ASSISTANT SEC 2 00	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.

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 (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	
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	0
b	Average of monthly cash balances.	1b	0
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	0
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	0
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	0
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	0
6	Minimum investment return. Enter 5% of line 5.	6	0

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	
2a	Tax on investment income for 2014 from Part VI, line 5.	2a	4,010
b	Income tax for 2014 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	4,010
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	4,010
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	4,010
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	0

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	784,577
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	784,577
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	784,577

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				0
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2014				
a From 2009.	868,263			
b From 2010.	669,958			
c From 2011.	680,990			
d From 2012.	520,240			
e From 2013.	783,377			
f Total of lines 3a through e.	3,522,828			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 784,577				
a Applied to 2013, but not more than line 2a				
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.				
e Remaining amount distributed out of corpus	784,577			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	4,307,405			
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				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)				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions) . . .	868,263			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	3,439,142			
10 Analysis of line 9				
a Excess from 2010. . . .	669,958			
b Excess from 2011. . . .	680,990			
c Excess from 2012. . . .	520,240			
d Excess from 2013. . . .	783,377			
e Excess from 2014. . . .	784,577			

Part XIVPrivate 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)

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
		(a) 2014	(b) 2013	(c) 2012	(d) 2011	
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 XVSupplementary 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 email 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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	784,577
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated

(See worksheet in line 13 instructions to verify calculations)

Line No.	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
----------	--

[illegible]

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	1a(1)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received			

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? . . . ☐ Yes ☒ No

b If "Yes," complete the following schedule		
(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.	May the IRS discuss this return with the preparer shown below (see instr.)? ☒ Yes ☐ No
	2015-06-29 Date	

Paid Preparer Use Only	Print/Type preparer's name MAX L PERLATTI	Preparer's Signature	Date	Check if self-employed ☒	PTIN P01211337
	Firm's name ☒ Max L Perlatti & Associates LLP			Firm's EIN ☒	
	Firm's address ☒ 3750 SPORTS ARENA BLVD SUITE 1 San Diego, CA 921105133			Phone no (619) 225-0662	

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
SOLD THROUGH UBS #3-T00055	D	2014-12-31	2014-12-31
SOLD THROUGH UBS #3T-00056	P	2014-12-31	2014-12-31
SOLD THROUGH UBS #3T-00057	P	2014-12-31	2014-12-31
SOLD THROUGH UBS #3T-00058	P	2014-12-31	2014-12-31
SOLD THROUGH UBS #3T-00061	P	2014-12-31	2014-12-31
SOLD THROUGH UBS #3T-00319	P	2014-12-31	2014-12-31
SOLD THROUGH UBS #3T-00320	P	2014-12-31	2014-12-31
SOLD THROUGH UBS #3T-00349	P	2014-12-31	2014-12-31

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
1,087,431		1,078,320	9,111
238,384		187,377	51,007
309,949		271,975	37,974
63,440		63,613	-173
40,287		28,447	11,840
18,503		18,711	-208
193,185		174,137	19,048
46,024		46,248	-224

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			9,111
			51,007
			37,974
			-173
			11,840
			-208
			19,048
			-224

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>				
AMERICAN HEART ASSOCIATION 9404 GENESEE AVENUE SUITE 240 LA JOLLA,CA 92037	NONE	PC	TO BUILD HEALTIER LIVES, FREE OF CADIOVASCULAR DISEASES AND STROKES	27,800
ANGELS OF ASELTINE AUXILAIRY 6248 CHRISMARK AVNUE SAN DIEGO,CA 92120	NONE	PC	A NON-PROFIT DAY SCHOOL FOR CHILDREN WITH LEARNING DISABILITIES	100
BACH COLLEGIUM SAN DIEGO P O BOX 33754 SAN DIEGO,CA 92163	NONE	PC	TO MAKE EARLY MUSIC POSSIBLE IN THE SAN DIEGO AREA AND TO SUPPORT OUR COMMUNITY AND TO PRODUCE THE MUSIC THAT ENRICHES EVERYONE WHO HEARS IT	8,000
CORONADO SCHOOLS FOUNDATION 201 SIXTH AVENUE CORONADO,CA 92118	NONE	PC	THE BECKY MCSHEEHY SCHOLARSHIP AWARDS MADE TO HIGH SCHOOL GRADUATES	4,000
BOYS GIRLS CLUB OF SAN DIEGO P O BOX 178569 SAN DIEGO,CA 92177	NONE	PC	TO SUPPORT CHLDREN THROUGH PROGRAMS THAT PROMOTE ACADEMIC SUCCESS, CHARACTER DEVELOPMENT AND HEALTHY LIFESTYLES	162,325
CALIFORNIA NATIVE PLANT SOCIETY 2707 K STREET 1 SACRAMENTO,CA 95816	NONE	PC	A CALIFORNIA STATEWIDE NONPROFIT ORGANIZATION TO PRESERVE NATIVE PLANTS IN THEIR NATURAL HABITAT THROUGH SCIENTIFIC ACTIVITIES, EDUCATION AND CONSERVATION	100
CAMP OLIVER P O BOX 206 DESCANSO,CA 91916	NONE	PC	A CHILDREN'S CAMP TO PROVIDE AN EXPERIENCE IN NATURE AND OUTDOORS, DESPITE ANY CAMPER'S ECONOMIC STATUS	250
CAMPANILE FOUNDATION 5500 CAMPANILE DRIVE SAN DIEGO,CA 92182	NONE	PC	SAN DIEGO STATE UNIVERSITY FOSTERING STUDENT SUCCESS, ADVANCING RESEARCH AND CREATIVE ENDEAVORS AND EXPANDING ITS ROLE AS A CENTER OF COMMUNITY LIFE AND ENGAGEMENT	405,000
CITY HEIGHTS PREP 3770 ALTADENS AVENUE SAN DIEGO,CA 92105	NONE	PC	TO PROVIDE AN EXCELLENT NEIGHBORHOOD BASED AND COLLEGE PREPARATORY EDUCATION FOR MIDDLE AND HIGH SCHOOL STUDENTS IN CITY HEIGHTS	100
COMMUNITY RESOURCE CENTER 169 SAXONY ROAD SUITE 104 ENCINITAS,CA 92024	NONE	PC	TO PROVIDE SAFETY, SHELTER AND SUPPORT TO THE COMMUNITY IN THEIR PROGRESSION TOWARD HEALTHY RELATIONSHIPS, INDEPENDENCE AND SELF-SUFFICIENCY	250
CORONADO 4TH OF JULY P O BOX 180541 CORONADO,CA 92178	NONE	PC	TO PROVIDE THE CORONADO COMMUNITY WITH 4TH OF JULY ACTIVITIES TO INCLUDE 15K RUN, 2K WALK, ART IN THE PARK, ROUGH WATER SWIM, PARADE, CONCERT AND FIREWORKS	100
CORONADO HISTORICAL ASSOCIATION 1100 ORANGE AVENUE CORONADO,CA 92118	NONE	PC	TO FOSTER APPRECIATION IN CORONADO'S UNIQUE HISTORY, ART, ARCHITECTURE AND HISTORICAL RESOURCES THROUGH PUBLIC LECTURES, CHILDREN'S HISTORY CAMPS AND CORONADO'S MUSEUM OF HISTORY & ART	250
CORONADO HOSPITAL FOUNDATION 250 PROSPECT PLACE CORONADO,CA 92118	NONE	PC	THE FOUNDATION IS DEDICATED TO ENHANCING THE CURRENT AND FUTURE HEALTH CARE NEEDS OF THE COMMUNITY THROUGH SUPPORT OF PROGRAMS, SERVICES AND EQUIPMENT AT SHARP CORONADO HOSPITAL	750
DRS WITHOUT BORDERS 333 SEVENTH AVENUE NEW YORK,NY 10001	NONE	PC	TO GLOBALLY SEND DOCTORS, NURSES, LOGISTICIANS, LAB TECHNICIANS, WATER AND SANITATION ENGINEERS AND SUPPORT STAFF TO TREAT PATIENTS WHERE THE NEEDS ARE GREATEST	1,000
EPISCOPAL DIOCESE OF SAN DIEGO 2728 SIXTH AVENUE SAN DIEGO,CA 92103	NONE	PC	THE BUILD THE SERVING CHURCH CAPITAL CAMPAIGN FOR RENOVATION PROJECTS AT EPISCOPAL CHURCH CENTERS	5,000
Total  3a				784,577

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>				
FAITH ASSEMBLY CHURCH P O BOX 2323 BORREGO SPRINGS,CA 92004	NONE	PC	SLAB CITY MINISTRY THAT PROVIDES SUPPORT TO THEIR ORPHANAGE IN MEXICALI, MEXICO, FOOD DISTRIBUTIONS TO THE NEEDY AND HOMELESS IN BORREGO SPRINGS, PICK UP AND DISTRIBUTION OF DONATED ITEMS AND DISPOSING OF ILLEGALLY DUMPED TRASH IN THE BORREGO DESERT	1,000
FOCUS P O BOX 180023 CORONADO,CA 92178	NONE	PC	CHARITY DEDICATED TO MAKING LIFE BETTER FOR CHILDREN IN NEED IN SAN DIEGO COUNTY	150
SAN DIEGO POINSETTA BOWL P O BOX 601400 SAN DIEGO,CA 92160	NONE	PC	POINSETTIA BOWL IN PARTNERSHIP WITH THE MAKE A WISH FOUNDATION FOR WISH KIDS AND THEIR FAMILIES TO ATTEND THE POINSETTIA BOWL GAME WITH COMPLIMENTARY TAILGATE PARTY, SOUVENIR T-SHIRT AND TO MARCH ON THE FIELD DURING THE PREGAME SHOW	250
JUVENILE DIABETES RESEARCH FOUNDATI 5665 OBERLIN DRIVE 106 SAN DIEGO,CA 92121	NONE	PC	TO PROVIDE PUBLIC EDUCATION AND RESEARCH FUNDS FOR A CURE FOR JUVENILE DIABETES	796
KPBS 5200 CAMPANILE DRIVE SAN DIGO,CA 92182	NONE	PC	BROADCASTING TO THE COMMUNITY PUBLIC TV AND RADIO PROGRAMS KPBS FM AND TV	1,265
MARCH OF DIMES 9325 SKY PARK CT SUITE 250 SAN DIEGO,CA 92123	NONE	PC	PROVIDE LOCAL & GLOBAL COMMUNITIES WITH PREINATAL HEALTH GUIDANCE TO HELP PROMOTE CONSISTENCIES, SO THAT ALL BABIES ARE SCREENED FOR LIFE-THREATENING IDENTIFIABLE, BUT TREATABLE, DISORDERS, TO INCLUDE PROFESSIONAL EDUCATION AND MEDICAL RESOURCES	200
FRIENDS OF MUSEUM SCHOOL 211 MAPLE STREET SAN DIEGO,CA 92103	NONE	PC	CHARTER SCHOOL THAT PROVIDES EVERY STUDENT WITH AN EDUCATIONAL EXPERIENCE THAT EXTENDS WELL BEYOND THE CLASSROOM AND TO PROVIDE THEM WITH OPPORTUNITIES THAT NOT ONLY EDUCATE, BUT ENRICH THEIR LIVES	14,835
NATURAL RESOURCES DEFENSE 40 WEST 20TH STREET NEWYORK,NY 10011	NONE	PC	WORKS TO SAFEGUARD THE EARTH-ITS PEOPLE, ITS PLANTS AND ANIMALS, AND THE NATURAL SYSTEMS ON WHICH ALL LIFE DEPENDS, OCEANS, CLEAN ENERGY, WILDLIFE AND LANDS, HEALTH & POLLUTION, CLIMATE CHANGE AND CLEAN WATER	100
PAWS OF CORONADO 1395 FIRST STREET CORONADO,CA 92118	NONE	PC	TO PROVIDE SHELTER AND FIND HOMES FOR ORPHANED CATS AND DOGS, MAINTAIN A NO KILL ANIMAL CARE FACILITY, ENDORSE AND FUND A SPAY AND NEUTER PROGRAM	200
PRO KIDS 4085 52ND STREET SAN DIEGO,CA 92105	NONE	PC	PRO KIDS, THE FIRST TEE OF SAN DIEGO MISSION IS TO CHALLENGE UNDERSERVED YOUTH TO EXCEL IN LIFE BY PROMOTING CHARACTER DEVELOPMENT, LIFE-SKILLS, AND VALUES THROUGH EDUCATION AND THE GAME OF GOLF	6,000
PROMISES TO KIDS 9440 RUFFIN ROAD SAN DIEGO,CA 92123	NONE	PC	CORE PROGRAMS FOR FOSTER CHILDREN IN SAN DIEGO COUNTY WITH SERVICES PROVIDED AT THE A B & JESSIE POLINSKY CHILDREN'S CENTER, CAMP CONNECT AND GUARDIAN SCHOLARS	2,500
SDSU AZTEC ATHLECTIC FOUNDATION 5500 CAMPANILE DRIVE SAN DIEGO,CA 92182	NONE	PC	SAN DIEGO STATE UNIVERSITY STUDENT-ATHLETIC SCHOLARSHIPS	30,000
SAN DIEGO FOUNDATION 2508 HISTORIC DECATUR ROAD 200 SAN DIEGO,CA 92106	NONE	PC	SAN DIEGO'S RESOURCE FOR CHARITABLE GIVING AND COMMUNITY NEEDS THROUGH MANAGED FUNDS OUR DONORS SUPPORT NUMEROUS ORGANIZATIONS AND SERVE A VARIETY OF EXTRAORDINARY CAUSES FOR THE COMMON PURPOSE TO MAKE SAN DIEGO A BETTER PLACE TO WORK, PLAY AND LIVE	850
SAN DIEGO HUMANE SOCIETY 5500 GAINES STREET SAN DIEGO,CA 92110	NONE	PC	PROVIDES SHELTER FOR ANIMALS AND PROVIDES LIFE-SAVING VETERINARY CARE, QUALITY NUTRITION, EXERCISE AND ENRICHMENT OF ALL ANIMALS AND TO IMPLEMENT THE ADOPTION OF HOMELESS ANIMALS	800
SAN DIEGO RESCUE MISSION P O BOX 80427 SAN DIEGO,CA 92138	NONE	PC	PROVIDES SHELTER, FOOD, CLOTHING AND SPIRITUAL GUIDANCE TO THE REGION'S HOMELESS	100
Total  3a				784,577

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>				
SAN DIEGO ZOO GLOBAL P O BOX 120551 SAN DIEGO,CA 92122	NONE	PC	COMMITTED TO SAVING SPECIES WORLDWIDE BY UNITING EXPERTISE IN ANIMAL CARE AND CONSERVATION SCIENCE	2,500
STEPHENS COLLEGE ADVANCEMENT 1200 E BROADWAY COLUMBIA,MO 65215	NONE	PC	SCHOLARSHIPS OFFERED FOR CAREER FOCUSED PROGRAMS SOUND IN THE LIBERAL ARTS WITH A FOCUS ON CREATIVE ARTS AND SCIENCES FOR WOMEN	1,000
TAKING CONTROL OF YOUR DIABETES 1110 CAMINO DEL MAR SUITE B DEL MAR,CA 92014	NONE	PC	PROVIDES TO THE PUBLIC DIABETES EDUCATION, MOTIVATION AND THE VITAL MESSAGE OF SELF ADVOCACY AND RESPONSIBILITY FOR THOSE LIVING WITH DIABETES	750
TOYS FOR TOTS FOUNDATION 18251 QUANTICO GATEWAY DRIVE TRIANGLE,VA 22172	NONE	PC	THE MSSION OF THE U S MARINE CORPS RESERVE TOYS FOR TOTS PROGRAM IS TO COLLECT NEW UNWRAPPED TOYS DURING OCTOBER, NOVEMBER AND DECEMBER EACH YEAR AND DISTRIBUTE THOSE TOYS AS CHRISTMAS GIFTS TO LESS FORTUNATE CHILDREN	250
UNION OF CONCERN SCIENTISTS TWO BATTLE SQUARE SUITE 6 CAMBRIDGE,MA 02138	NONE	PC	SCIENTISTS AND ENGINEERS DEVELOPING AND IMPLEMENTING INNOVATIVE, PRACTICAL SOLUTIONS FROM COMBATING GLOBAL WARMING AND DEVELOPING SUSTAINABLE WAYS TO FEED, POWER AND TRANSPORT OURSELVES AND TO FIGHT MISINFORMATION AND REDUCING THE THREAT OF NUCLEAR WAR	250
USS MIDWAY MUSEUM 910 N HARBOR DRIVE SAN DIEGO,CA 92101	NONE	PC	A NAVAL AVIATION MUSEUM, PROVIDING EXHIBITS, PROGRAMS AND SHIP'S HISTORY	4,800
WORLD VIEW PROJECT 2445 MORENA BLVD SUITE 210 SAN DIEGO,CA 92110	NONE	PC	AN EDUCATIONAL ORGAIZATION BELIEVING THAT GREAT KNOWLEDGE AND UNDERSTANDING ARE AT THE VERY CORE OF A MORE RESPONSIBLE CITIZENRY AND MORE HARMONIOUS RELATIONS AND INTERACTONS BETWEEN PEOPLE OF DIFFERING CULTURAL BACKGROUNDS	500
WORLD VISION P O BOX 9716 FEDERAL WAY,WA 98063	NONE	PC	A CHRISTIAN HUMANITARIAN ORGANIZATION DEDICATED TO WORKING WITH CHILDREN, FAMILIES AND THEIR COMMUNTIES WORLDWIDE TO REACH THEIR FULL POTENTIAL BY TACKLING THE CAUSES OF POVERTY AND INJUSTICE	100
WOUNDED WARRIORS P O BOX 758517 TOPEKA,KS 66675	NONE	PC	TO HONOR AND EMPOWER WOUNDED WARRIORS, TO FOSTER THE MOST SUCCESFUL, WELL-ADJUSTED GENERATION OF WOUNDED SERVICE MEMBERS IN OUT NATION'S HISTORY	56
YMCA OF SAN DIEGO COUNTY 4715 VIEWRIDGE AVENUE 100 SAN DIEGO,CA 92123	NONE	PC	SUPPORT OF LOCAL SAN DIEGO YMCA'S CAPITAL CAMPAIGNS CHARITY'S FOCUS IS NURTURING THE POTENTIAL OF KIDS, HELPING PEOPLE LIVE HEALTHIER AND SUPPORTING OUR NEIGHBORS TO STRENGTHEN COMMUNITIES	100,300
Total  3a				784,577

Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service	Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF. ▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at <u>www.irs.gov/form990</u>.	OMB No 1545-0047 2014
---	--	---

Name of the organization L ROBERT & PATRICIA PAYNE FAMILY FOUNDATION INC	Employer identification number 33-0923365
--	---

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 other 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 33¹/₃% 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 990PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization L ROBERT & PATRICIA PAYNE FAMILY FOUNDATION INC	Employer identification number 33-0923365
---	---

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
 ____	See Additional Data Table _____ _____ _____	 \$ _____	 Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
 ____	 _____ _____ _____	 \$ _____	 Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
 ____	 _____ _____ _____	 \$ _____	 Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
 ____	 _____ _____ _____	 \$ _____	 Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
 ____	 _____ _____ _____	 \$ _____	 Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
 ____	 _____ _____ _____	 \$ _____	 Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
 ____	 _____ _____ _____	 \$ _____	 Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)

Name of organization L ROBERT & PATRICIA PAYNE FAMILY FOUNDATION INC	Employer identification number 33-0923365
---	---

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
_____	See Additional Data Table	\$ _____	_____
(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 L ROBERT & PATRICIA PAYNE FAMILY FOUNDATION INC	Employer identification number 33-0923365
---	---

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 information once. See instructions.) ▶ \$ _____

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	_____	_____	_____
	_____	_____	_____
	_____	_____	_____
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
_____		_____	
_____		_____	
_____		_____	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	_____	_____	_____
	_____	_____	_____
	_____	_____	_____
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
_____		_____	
_____		_____	
_____		_____	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	_____	_____	_____
	_____	_____	_____
	_____	_____	_____
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
_____		_____	
_____		_____	
_____		_____	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	_____	_____	_____
	_____	_____	_____
	_____	_____	_____
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
_____		_____	
_____		_____	
_____		_____	

Additional Data

Software ID: 14000265

Software Version: 2014v5.0

EIN: 33-0923365

Name: L ROBERT & PATRICIA PAYNE FAMILY
FOUNDATION INC

Form 990 Schedule B, 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
<u>1</u>	L ROBERT PATRICIA L PAYNE 1011 CAMINO DEL RIO SOUTH 210 SAN DIEGO, CA 92108	\$ <u>159,093</u>	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contribution)
<u>2</u>	L ROBERT PATRICIA L PAYNE 1011 CAMNINO DEL RIO SOUTH 210 SAN DIEGO, CA 92108	\$ <u>20,566</u>	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contribution)
<u>3</u>	L ROBERT PATRICIA L PAYNE 1011 CAMINO DEL RIO SOUTH 210 SAN DIEGO, CA 92108	\$ <u>345,435</u>	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contribution)
<u>4</u>	SHARON L PAYNE 4184 PALISADES ROAD SAN DIEGO, CA 92116	\$ <u>19,814</u>	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contribution)
<u>5</u>	L ROBERT PATRICIA L PAYNE 1011 CAMINO DEL RIO SOUTH 210 SAN DIEGO, CA 92108	\$ <u>44,070</u>	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contribution)
<u>6</u>	L ROBERT PATRICIA L PAYNE 1011 CAMINO DEL RIO SOUTH 210 SAN DIEGO, CA 92108	\$ <u>52,884</u>	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contribution)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>7</u>	L ROBERT PATRICIA L PAYNE 1011 CAMINO DEL RIO SOUTH 210 SAN DIEGO, CA 92108	\$ <u>436,458</u>	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contribution)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
<u>1</u>	2,166 SHARES OF QUALCOMM	\$ <u>159,093</u>	<u>2014-12-19</u>
<u>2</u>	280 SHARES QUALCOMM	\$ <u>20,566</u>	<u>2014-12-19</u>
<u>3</u>	4,703 SHARES QUALCOMM	\$ <u>345,435</u>	<u>2014-12-19</u>
<u>4</u>	400 SHARES JACK IN THE BOX	\$ <u>19,814</u>	<u>2014-01-03</u>
<u>5</u>	600 SHARES QUALCOMM	\$ <u>44,070</u>	<u>2014-12-19</u>
<u>6</u>	720 SHARES QUALCOMM	\$ <u>52,884</u>	<u>2014-12-19</u>
<u>7</u>	3,300 SHARES ENERGIZER	\$ <u>436,458</u>	<u>2014-12-19</u>

Form **4562**

Department of the Treasury
Internal Revenue Service (99)

Depreciation and Amortization
(Including Information on Listed Property)

► **Attach to your tax return.**

► **Information about Form 4562 and its separate instructions is at www.irs.gov/form4562.**

OMB No 1545-0172

2014

Attachment
Sequence No **179**

Name(s) shown on return L ROBERT & PATRICIA PAYNE FAMILY FOUNDATION INC	Business or activity to which this form relates Form 990/990-PF	Identifying number 33-0923365
---	--	--------------------------------------

Part I

Election To Expense Certain Property Under Section 179

Note: If you have any listed property, complete Part V before you complete Part I.

1 Maximum amount (see instructions)	1	
2 Total cost of section 179 property placed in service (see instructions)	2	
3 Threshold cost of section 179 property before reduction in limitation (see instructions)	3	
4 Reduction in limitation Subtract line 3 from line 2 If zero or less, enter -0-	4	
5 Dollar limitation for tax year Subtract line 4 from line 1 If zero or less, enter -0- If married filing separately, see instructions	5	

6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property Enter the amount from line 29	7	
8	Total elected cost of section 179 property Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2013 Form 4562	10	
11	Business income limitation Enter the smaller of business income (not less than zero) or line 5 (see instructions)	11	
12	Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2015 Add lines 9 and 10, less line 12 .►	13	

Note: Do not use Part II or Part III below for listed property. Instead, use Part V.

Part II

Special Depreciation Allowance and Other Depreciation (Do not include listed property) (See instructions)

14 Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15 Property subject to section 168(f)(1) election	15	
16 Other depreciation (including ACRS)	16	

Part III

MACRS Depreciation (Do not include listed property.) (See instructions.)

Section A

17 MACRS deductions for assets placed in service in tax years beginning before 2014	17	
18 If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here ☐		

Section B—Assets Placed in Service During 2014 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only—see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property			27 5 yrs	MM	S/L	
			27 5 yrs	MM	S/L	
i Nonresidential real property			39 yrs	MM	S/L	
				MM	S/L	

Section C—Assets Placed in Service During 2014 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year			40 yrs	MM	S/L	

Part IV

Summary (see instructions.)

21 Listed property Enter amount from line 28	21	
22 Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21 Enter here and on the appropriate lines of your return Partnerships and S corporations—see instructions	22	
23 For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

Part V

Listed Property (Include automobiles, certain other vehicles, certain aircraft, certain computers, and property used for entertainment, recreation, or amusement.)
Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete **only** 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.

Section A—Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles.)

24a Do you have evidence to support the business/investment use claimed? ☐ Yes ☐ No						24b If "Yes," is the evidence written? ☐ Yes ☐ No		
(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation/ deduction	(i) Elected section 179 cost
25Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use (see instructions)							25	
26 Property used more than 50% in a qualified business use								
		%						
		%						
		%						
27 Property used 50% or less in a qualified business use								
		%				S/L -		
		%				S/L -		
		%				S/L -		
28 Add amounts in column (h), lines 25 through 27 Enter here and on line 21, page 1						28		
29 Add amounts in column (i), line 26 Enter here and on line 7, page 1							29	

Section B—Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person
If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles

30 Total business/investment miles driven during the year (do not include commuting miles)	(a) Vehicle 1		(b) Vehicle 2		(c) Vehicle 3		(d) Vehicle 4		(e) Vehicle 5		(f) Vehicle 6	
31 Total commuting miles driven during the year												
32 Total other personal(noncommuting) miles driven												
33 Total miles driven during the year Add lines 30 through 32												
34 Was the vehicle available for personal use during off-duty hours?	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No
35 Was the vehicle used primarily by a more than 5% owner or related person?												
36 Is another vehicle available for personal use?												

Section C—Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who are not more than 5% owners or related persons (see instructions)

37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?	Yes	No
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use? (See instructions)		
Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles.		

Part VI Amortization

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2014 tax year (see instructions)					
43 Amortization of costs that began before your 2014 tax year				43	
44 Total. Add amounts in column (f) See the instructions for where to report				44	

TY 2014 Accounting Fees Schedule

Name: L ROBERT & PATRICIA PAYNE FAMILY
FOUNDATION INC

EIN: 33-0923365

Software ID: 14000265

Software Version: 2014v5.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PERLATTI & ASSOCIATES LLP	6,575	6,575	0	0

TY 2014 Legal Fees Schedule

Name: L ROBERT & PATRICIA PAYNE FAMILY
FOUNDATION INC

EIN: 33-0923365

Software ID: 14000265

Software Version: 2014v5.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	150	150	0	0

TY 2014 Other Expenses Schedule

Name: L ROBERT & PATRICIA PAYNE FAMILY
FOUNDATION INC

EIN: 33-0923365

Software ID: 14000265

Software Version: 2014v5.0

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
DUES & SUBSCRIPTIONS	118	118		
FILING FEES	10	10		
INVESTMENT EXPENSE	224	224		
PORTFOLIO MANAGEMENT FEES	25,157	25,157		

TY 2014 Substantial Contributors Schedule

Name: L ROBERT & PATRICIA PAYNE FAMILY
FOUNDATION INC

EIN: 33-0923365

Software ID: 14000265

Software Version: 2014v5.0

Name	Address
L ROBERT PATRICIA L PAYNE	1011 CAMINO DEL RIO SOUTH STE 210 SAN DIEGO, CA 92108
SHARON PAYNE	1011 CAMINO DEL RIO SOUTH STE210 SAN DIEGO, CA 92108

TY 2014 Taxes Schedule

Name: L ROBERT & PATRICIA PAYNE FAMILY
FOUNDATION INC

EIN: 33-0923365

Software ID: 14000265

Software Version: 2014v5.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL TAXES	346	346		
FOREIGN TAXES	1,031	1,031		