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Form 990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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Information about Form 990-PF and its 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 Harris Foundation co Hiter Harris III		A Employer identification number 54-1844579	
Number and street (or P O box number if mail is not delivered to street address) 6315 Three Chopt Road		B Telephone number (see instructions) (804) 648-0072	
City or town, state or province, country, and ZIP or foreign postal code Richmond, VA 23226		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ 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) \$ 3,598,212		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)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	54	54	54	
	4 Dividends and interest from securities.	65,477	65,477	65,477	
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	411,406			
	b Gross sales price for all assets on line 6a 1,497,838				
	7 Capital gain net income (from Part IV, line 2) . . .		411,406		
	8 Net short-term capital gain			1,017	
	9 Income modifications				
	10a Gross sales less returns and allowances				
	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	476,937	476,937	66,548	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	4,565			
	c Other professional fees (attach schedule)	12,625	12,625		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) . . .		-25		
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	22,280			
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	39,470	12,600		0
	25 Contributions, gifts, grants paid	245,760			245,760
	26 Total expenses and disbursements. Add lines 24 and 25	285,230	12,600		245,760
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	191,707			
	b Net investment income (if negative, enter -0-)		464,337		
	c Adjusted net income (if negative, enter -0-)			66,548	

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			204,438
	2	Savings and temporary cash investments	84,298	204,438	
	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)	1,240	1,440	1,440
	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)			
	b	Investments—corporate stock (attach schedule)	982,658 ☒	866,371	1,653,728
	c	Investments—corporate bonds (attach schedule).			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	1,521,391 ☒	1,708,175	1,735,298
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
Liabilities	15	Other assets (describe ▶ _____)	☒ 2,438	☒ 3,308	☒ 3,308
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	2,592,025	2,783,732	3,598,212
	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)		0	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ ☐ 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	2,592,025	2,783,732	
	30	Total net assets or fund balances (see instructions)	2,592,025	2,783,732	
	31	Total liabilities and net assets/fund balances (see instructions) . . .	2,592,025	2,783,732	

Part III

Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year’s return)	1	2,592,025
2	Enter amount from Part I, line 27a	2	191,707
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	2,783,732
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	2,783,732

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)
1 a Capital Gain Dividends				
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			
b			83,774
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			
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	411,406
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	1,017

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	263,430	3,255,270	0 08092
2012	336,639	3,356,039	0 10031
2011	273,949	3,224,891	0 08495
2010	299,237	3,148,847	0 09503
2009	264,210	3,224,856	0 08193

2 Total of line 1, column (d).	2	0 44314
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 08863
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	4	3,419,170
5 Multiply line 4 by line 3.	5	303,034
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	4,643
7 Add lines 5 and 6.	7	307,677
8 Enter qualifying distributions from Part XII, line 4.	8	245,760

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		19,287	
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.		39,287	
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-		59,287	
6		Credits/Payments			
a		2014 estimated tax payments and 2013 overpayment credited to 2014		6a	3,200
b		Exempt foreign organizations—tax withheld at source		6b	
c		Tax paid with application for extension of time to file (Form 8868)		6c	
d		Backup withholding erroneously withheld		6d	
7		Total credits and payments. Add lines 6a through 6d.		7	3,200
8		Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached.		8	
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	6,087
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	
11		Enter the amount of line 10 to be Credited to 2015 estimated tax 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)?		1b		No
		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?		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?		2		No
		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		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?		5		No
		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?		6	Yes	
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.		7	Yes	
8a		Enter the states to which the foundation reports or with which it is registered (see instructions)				
		VA				
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 .		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)? If "Yes," complete Part XIV		9		No
10		Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.		10		No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address N/A				
14	The books are in care of Hiter Harris III Telephone no (804) 648-0072 Located at 6315 Three Chopt Rd RICHMOND VA ZIP+4 23226			
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	Yes	
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? If "Yes," list the years 20 , 20 , 20 , 20 Yes No			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	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))?	☐ Yes	☒ No	
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes	☒ No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes	☒ No	
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions).	☐ Yes	☒ No	
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes	☒ No	
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	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?			
	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?			
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?			
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
H Hiter Harris III	President	0		
6315 Three Chopt Rd	1 00			
Richmond,VA 23226				
Jil W Harris	Secty/Treas	0		
6315 Three Chopt Road	0 00			
Richmond,VA 23226				
Katherine Alexander Harris	Director	0		
6315 Three Chopt Road	0 00			
Richmond,VA 23226				
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				

Part VIII

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		

Part IX-A

Summary of Direct Charitable Activities

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

Part IX-B

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
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	3,340,512
b	Average of monthly cash balances.	1b	130,727
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	3,471,239
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	3,471,239
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	52,069
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,419,170
6	Minimum investment return. Enter 5% of line 5.	6	170,959

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	170,959
2a	Tax on investment income for 2014 from Part VI, line 5.	2a	9,287
b	Income tax for 2014 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	9,287
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	161,672
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	161,672
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	161,672

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	245,760
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	245,760
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	245,760

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				161,672
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.	102,967			
b From 2010.	143,801			
c From 2011.	116,514			
d From 2012.	171,479			
e From 2013.	103,726			
f Total of lines 3a through e.	638,487			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 245,760				
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.				161,672
e Remaining amount distributed out of corpus	84,088			
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	722,575			
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) . . .	102,967			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	619,608			
10 Analysis of line 9				
a Excess from 2010. . . .	143,801			
b Excess from 2011. . . .	116,514			
c Excess from 2012. . . .	171,479			
d Excess from 2013. . . .	103,726			
e Excess from 2014. . . .	84,088			

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)

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.)

1Information Regarding Foundation Managers:

aList 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 Additional Data Table

bList 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

2Information 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

aThe name, address, and telephone number or email address of the person to whom applications should be addressed

bThe form in which applications should be submitted and information and materials they should include

cAny submission deadlines

dAny 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	245,760
b Approved for future payment				
Total			▶ 3b	

Enter gross amounts unless otherwise indicated

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

[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			

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

Paid Preparer Use Only	Print/Type preparer's name Elaine M Ragland CPA	Preparer's Signature	Date	Check if self-employed ☒	PTIN P00291584
	Firm's name ☒ Stephen M Ragland Ltd			Firm's EIN ☐	
	Firm's address ☒ 7204 Glen Forest Drive Suite 300 Richmond, VA 23226			Phone no (804) 288-8516	

Form 990PF Part XV Line 1a - 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).

H Hiter Harris III
Jil W Harris

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 Paid during the year				
First Presbyterian Church 4602 Cary Street Road Richmond,VA 23226	N/A	PC	Annual Fund	10,000
Chesapeake Academy Foundation P O Box 8 Irvington,VA 22480	N/A	PC	Annual Fund	5,000
Hampden-Sydney College 1 COLLEGE ROAD HampdenSydney,VA 23943	N/A	PC	Annual Fund	36,300
Bolling Haxell House Foundation 211 East Franklin Street Richmond,VA 23219	N/A	SO I	Annual Fund	500
St Catherine's School 6001 GROVE AVENUE Richmond,VA 23226	N/A	PC	Annual Fund	2,500
St Christopher's School 711 ST CHRISTOPHERS RD Richmond,VA 23229	N/A	PC	Annual Fund	2,500
VA Found for Ind Colleges 8010 RIDGE ROAD Richmond,VA 23229	N/A	PC	Annual Fund, Capital Commitment	32,000
Cross-Over Ministries Inc 108 Cowardin Avenue Richmond,VA 23224	N/A	PC	Annual Fund	1,000
Big Oak Ranch P O Box 507 Springvale,AL 35146	N/A	PC	Annual Fund	2,500
Virginia Athletics Foundation c/o University of Virginia Charlottesville,VA 22904	N/A	PC	Annual Fund	4,960
Massey Cancer Center 401 COLLEGE ST Richmond,VA 23298	N/A	PC	Annual Fund, Capital Commitment	10,000
Virginia Historical Society 428 N BOULEVARD Richmond,VA 23220	N/A	PC	Annual Fund, Capital Commitment	15,000
Salvation Army Christmas Mothe 2 W GRACE STREET Richmond,VA 23220	N/A	PC	Annual Fund	1,000
VCUARTS POLLAK SOCIETY P O BOX 843007 Richmond,VA 23284	N/A	PC	Annual Fund	5,000
FAISON SCHOOL FOR AUTISM 1701 BYRD AVE RICHMOND,VA 23230	N/A	PC	Capital Commitment	6,000
Total ▶ 3a				245,760

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>				
VMFA FOUNDATION 200 N BOULEVARD RICHMOND,VA 23220	N/A	PC	Annual Fund	12,500
UVA JEFFERSON SCHOLAR FOUNDATION 112 CLARKE COURT CHARLOTTESVILLE,VA 22903	N/A	PC	Capital Commitment	20,000
ELIJAH HOUSE ACADEMY 6255 WARWICK ROAD RICHMOND,VA 23224	N/A	PC	Annual Fund	1,000
The Nature Conservatory 490 Westfiels Road Charlottesville,VA 22901	N/A	PC	Annual Fund, Capital Commitment	25,000
Rappahanock General Hospital 101 Harris Road Kilmarnock,VA 22482	N/A	GOV	Annual Fund	1,000
Harvard Business School 117 Western Ave Allston,MA 02134	N/A	PC	Capital Commitment	5,000
Garth Newell Music Center 403 Garth Newell Ln Hot Springs,VA 24445	N/A	PC	Annual Fund	500
Common Impact 281 Summer Street Boston,MA 02210	N/A	PC	Capital Commitment	5,000
Art 180 114 W Marshall Street Richmond,VA 23220	N/A	PC	Annual Fund	1,000
Community Idea Stations 23 Sesame Street Richmond,VA 23235	N/A	PC	Annual Fund	1,000
Drive to Work P O Box 14526 Richmond,VA 23221	N/A	PC	Annual Fund	1,000
Bath County Hospital Foundation P O Drawer Z Hot Springs,VA 24445	N/A	PC	Capital Commitment	5,000
Robins School of Business 28 Westhampton Way University Richmond,VA 23173		PC	Annual Fund	1,000
St Stephen's Episcopal Church 6000 Grove Avenue Richmond,VA 23226		PC	Capital Commitment	5,000
VCU Institute for Contemporary Art 818 W Broad Street Richmond,VA 23284		GOV	Capital Commitment	25,000
Total  3a				245,760

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>				
Warm Springs Presbyterian Church 73 Church Drive Warm Springs, VA 24484		PC	Tots PreSchool Program	1,000
World Pediatric Project 7201 Glen Forest Drive 304 Richmond, VA 23226		PC	Annual Fund	1,500
Total  3a				245,760

TY 2014 Accounting Fees Schedule

Name: Harris Foundation
co Hiter Harris III

EIN: 54-1844579

Software ID: 14000265

Software Version: 2014v5.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Accounting Fees	4,565	0	0	0

TY 2014 Investments Corporate
Stock Schedule

Name: Harris Foundation
co Hiter Harris III

EIN: 54-1844579

Software ID: 14000265

Software Version: 2014v5.0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
APPLE INC	157,973	587,511
JOHNSON & JOHNSON	10,685	17,149
ABBOTT LABS		
ALTRIA GROUP	6,872	12,071
AMERICAN ELEC POWER	2,607	4,675
AMERICAN EXPRESS	3,039	6,699
AT&T		
AUTOMATIC DATA PROCESSING	3,500	7,837
CHEVRON CORP	8,133	11,330
DOVER CORP	3,405	5,738
EXXON MOBIL	9,093	12,666
HEINZ H J		
HOME DEPOT INC	5,264	17,005
INTEL CORP	7,730	12,593
INTERNATIONAL BUSINESS MACHS	6,226	7,862
J P MORGAN CHASE	12,811	18,586
MCDONALDS CORP	6,838	8,527
MERCK & CO	10,406	16,242
METLIFE INC	3,695	4,598
MICROSOFT CORP	10,846	19,137
NEXTERA ENERGY	2,577	5,208
OCCIDENTAL PETE CORP	8,250	7,336
PARKER HANNIFIN CORP	2,376	4,513
PFIZER INC	10,441	18,534
PHILIP MORRIS INTL INC	10,198	15,720
PNC FINL SVCS GROUP	5,278	8,576
PRICE T ROWE GROUP	3,246	4,980
SEMPRA ENERGY	1,923	4,343
UNITED TECHNOLOGIES CORP	8,884	10,120
US BANCORP DEL	5,604	10,563

Name of Stock	End of Year Book Value	End of Year Fair Market Value
VERIZON COMMUNICATIONS	10,513	16,888
WELLS FARGO & CO	9,180	16,282
AMGEN INC	7,797	18,956
BLACKROCK INC	4,863	11,084
BOEING CO	4,172	8,319
BRISTOL MYERS SQUIBB		
CHUBB CORP	4,884	7,553
CME GROUP INC	6,887	9,929
DU PONT E I DE NEMOURS	5,566	9,095
EMERSON ELEC		
HONEYWELL INTL	6,086	12,090
KIMBERLY CLARK	5,243	8,897
KINDER MORGAN		
PROCTOR & GAMBLE CO	7,795	11,204
RAYTHEON	5,014	12,548
TEXAS INSTRUMENTS	4,672	7,913
TIME WARNER INC NEW		
TJX COS INC NEW		
WAL-MART STORES	8,387	9,447
WASTE MGMT INC	2,409	4,003
JOHN HANCOCK FDS III DISCIPLINED	110,000	174,595
RPM INTL INC		
SHERWIN WILLIAMS CO	2,770	8,680
MEREDITH CORP		
ACCENTURE PLC		
BHP BILLITON LTD		
ROYAL DUTCH SHELL PLC	6,017	6,293
PUBLIC STORAGE INC COM	4,006	5,361
SIMON-PPTY GROUP	4,673	5,645
ACE Limited	5,010	7,008

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Westar Energy LTD		
Wisconsin Energy Corp	2,119	3,270
CMS Energy	2,111	3,406
V F Corporation	2,323	4,120
Dominion Resource Inc	2,180	3,307
IShares Russell 1000 Growth	179,810	260,537
Macys Inc	4,363	6,838
Marsh McLennan Co	4,606	7,670
ABBVIE INC	4,196	10,405
CISCO SYSTEMS	7,562	9,596
COMCAST CORP	16,581	18,215
CONOCO PHILLIPS	6,448	6,492
DUKE ENERGY	2,339	3,007
EMC CORP CONV Sr NT 11/17/06		
PHILLIPS 66		
SCHLUMBERGER LTD	9,313	8,541
UNITED PARCEL SERVICE INC	7,748	9,894
KLA-TENCOR CORP	4,797	5,977
LYONDELLBASELL		
VODAFONE GROUP PLC		
CVS Health Corp	9,749	12,135
EMC Corp	6,527	7,643
General Electric Co	6,615	6,469
General Mills Inc	5,451	5,653
Hanesbrands Inc	3,693	5,023
Lockheed Martin Corp	7,976	8,088
CDK Global Inc	501	1,264
Halyard Health Inc	212	409
BP PLC	3,714	2,935
Roche Holding Ltd	11,295	10,627

Name of Stock	End of Year Book Value	End of Year Fair Market Value
California Resources	298	298

TY 2014 Investments - Other Schedule

Name: Harris Foundation
co Hiter Harris III

EIN: 54-1844579

Software ID: 14000265

Software Version: 2014v5.0

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
FIFTH THIRD BANCORP	AT COST		
IShards Russell 2000 Value ETF	AT COST	66,620	67,617
Legg Mason Clearbridge Small Cap	AT COST	104,642	99,818
Invesco Intl Growth Fund	AT COST	188,880	172,330
Oppenheimer Intl Growth Fund	AT COST	187,500	170,849
Vanguard FTSE Emerging Markets ETF	AT COST	171,326	157,279
SPDR Barclays	AT COST	80,202	74,732
COLUMBIA SELECT LARGE CAP GROWTH	AT COST	197,283	328,197
COLUMBIA MID CAP GROWTH-	AT COST		
COLUMBIA SMALL CAP GROWTH-	AT COST		
COLUMBIA SMALL CAP VALUE-	AT COST		
HARBOR INTERNATIONAL FUND-	AT COST		
JOHN HANCOCK FDS III INTL GROWTH	AT COST		
ISHARES BARCLAYS INTERMED CR BD FUND-	AT COST		
PIMCO TOTAL RETURN FUND	AT COST	143,417	138,985
EXCELSIOR MULTI-STRATEGY HEDGE FUND	AT COST	292,300	307,356
PIMCO COMMODITY REALRETURN STRATEGY FND	AT COST	150,799	82,219
VANGUARD MSCI EMERGING MKTS	AT COST		
DIGITAL REALTY TRUST INC	AT COST		
Vanguard Mid-Cap ETF	AT COST	125,206	135,916

TY 2014 Other Assets Schedule

Name: Harris Foundation

co Hiter Harris III

EIN: 54-1844579

Software ID: 14000265

Software Version: 2014v5.0

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
Unpaid Dividends Declared	2,438	3,308	3,308

TY 2014 Other Expenses Schedule

Name: Harris Foundation
co Hiter Harris III

EIN: 54-1844579

Software ID: 14000265

Software Version: 2014v5.0

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LIFE INSURANCE	22,280			

TY 2014 Other Professional Fees Schedule

Name: Harris Foundation
co Hiter Harris III

EIN: 54-1844579

Software ID: 14000265

Software Version: 2014v5.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Other Prof Fees	12,625	12,625	0	0

TY 2014 Taxes Schedule

Name: Harris Foundation
co Hiter Harris III

EIN: 54-1844579

Software ID: 14000265

Software Version: 2014v5.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Foreign Tax on Dividend Income	25	-25		
State Corporation Commission	25			