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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 GEORGE & DOROHTY BABARE FAMILY FOUNDATION		A Employer identification number 91-2065206	
Number and street (or P O box number if mail is not delivered to street address) 6442 NORTH VIEW RIDGE DRIVE		B Telephone number (see instructions) (253) 756-5576	
City or town, state or province, country, and ZIP or foreign postal code TACOMA, WA 98407		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)▶\$ 4,713,257		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				
	4 Dividends and interest from securities.	81,278	81,278	81,278	
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 	284,375			
	b Gross sales price for all assets on line 6a <u>284,375</u>				
	7 Capital gain net income (from Part IV, line 2) . . .		284,375		
	8 Net short-term capital gain			42,333	
	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)	 18,185	18,185	18,185	
	12 Total. Add lines 1 through 11	383,838	383,838	141,796	
	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)	2,970	2,970	2,970	
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) . . .	 11,921	11,921	11,921	
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	 115,194	115,194	115,194	
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	130,085	130,085	130,085	0
	25 Contributions, gifts, grants paid	180,000			180,000
	26 Total expenses and disbursements. Add lines 24 and 25	310,085	130,085	130,085	180,000
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	73,753			
	b Net investment income (if negative, enter -0-)		253,753		
	c Adjusted net income (if negative, enter -0-)			11,711	

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	1,466	4,353	4,353
	2	Savings and temporary cash investments	50,891	36,772	36,772
	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)			
	b	Investments—corporate stock (attach schedule)	2,080,977	2,129,354	4,515,972
	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)	-40,741	-4,133	156,160
	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)	2,092,593	2,166,346	4,713,257	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)		0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ 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	2,092,593	2,166,346	
	30	Total net assets or fund balances (see instructions)	2,092,593	2,166,346	
31	Total liabilities and net assets/fund balances (see instructions)	2,092,593	2,166,346		

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 2,092,593
2	Enter amount from Part I, line 27a	2 73,753
3	Other increases not included in line 2 (itemize) ▶ _____	3
4	Add lines 1, 2, and 3	4 2,166,346
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 2,166,346

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) 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 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	284,375
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	42,333

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	329,399	4,175,710	0 078885
2012	160,132	3,793,748	0 042209
2011	80,500	3,750,380	0 021464
2010	139,367	3,147,124	0 044284
2009	84,500	2,107,828	0 040089

2	Total of line 1, column (d).	2	0 226931
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 045386
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	4	4,586,068
5	Multiply line 4 by line 3.	5	208,143
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	2,538
7	Add lines 5 and 6.	7	210,681
8	Enter qualifying distributions from Part XII, line 4.	8	180,000

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	5,075
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	0
3		Add lines 1 and 2.		3	5,075
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	5,075
6		Credits/Payments			
a		2014 estimated tax payments and 2013 overpayment credited to 2014	6a	9,000	
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	9,000
8		Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached.		8	17
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	3,908
11		Enter the amount of line 10 to be Credited to 2015 estimated tax 3,908 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	Yes	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		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions): WA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation.</i>	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV.</i>	9		No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10		No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address N/A				
14	The books are in care of MARTIN BABARE Telephone no (253) 756-5576 Located at 6442 N VIEW RIDGE DR TACOMA WA ZIP +4 98407			
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		
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		
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		
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		
	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?	☐ Yes ☐ No		
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	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?	☐ Yes ☒ No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		

Part VIII

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MARTIN D BABARE	PRESIDENT	0	0	0
6442 N VIEW RIDGE DR TACOMA, WA 98407	2 00			
EVELYN BABARE	VICE PRESIDENT	0	0	0
6442 N VIEW RIDGE DR TACOMA, WA 98407	2 00			
ANGELA LUSK	SECRETARY	0	0	0
13217 16TH AVE CT S TACOMA, WA 98444	2 00			
MARTIN BABARE	TREASURER	0	0	0
6442 N VIEW RIDGE DR TACOMA, WA 98407	2 00			
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.				0

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.		0

Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
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	4,454,677
b	Average of monthly cash balances.	1b	201,230
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	4,655,907
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	4,655,907
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	69,839
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	4,586,068
6	Minimum investment return. Enter 5% of line 5.	6	229,303

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	229,303
2a	Tax on investment income for 2014 from Part VI, line 5.	2a	5,075
b	Income tax for 2014 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	5,075
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	224,228
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	224,228
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	224,228

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	180,000
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	180,000
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	180,000

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			
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.			
b		From 2010.			
c		From 2011.			
d		From 2012.			
e		From 2013.			
f		Total of lines 3a through e.			
4		Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 180,000			
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).			
d		Applied to 2014 distributable amount.			
e		Remaining amount distributed out of corpus			
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			
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			
7		Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)			
8		Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions) . . .			
9		Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a			
10		Analysis of line 9			
a		Excess from 2010. . . .			
b		Excess from 2011. . . .			
c		Excess from 2012. . . .			
d		Excess from 2013. . . .			
e		Excess from 2014. . . .			

Part 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)

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

Part 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))

NONE

b

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

NONE

2

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

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

a

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

MARTIN BABARE
6442 N VIEW RIDGE DR
TACOMA, WA 98407
(253) 756-5576

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	180,000
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

Form **990-PF** (2014)

4. 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?

(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

[illegible]

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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.

***** 2015-05-15 *****

Signature of officer or trustee Date Title

May the IRS discuss this return with the preparer shown below (see instr)? ☐ Yes ☐ No

Print/Type preparer's name CURTIS STEBBINS	Preparer's Signature	Date 2015-05-15	Check if self-employed ☒	PTIN
Firm's name ☒ CURTIS STEBBINS & CO PS			Firm's EIN ☒	
Firm's address ☒ 2412 NORTH 30TH STREET SUITE 101 TACOMA, WA 98407			Phone no (253) 759-4189	

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)
CHARLES SCHWAB #9360 (CAPITAL GAIN DISTRIBUTION)	P	2014-12-31	2014-12-31
900 SHS DOVER CORP	P	2013-10-15	2014-04-18
1,000 SHS GENERAL DYNAMICS CORP	P	2013-10-15	2014-04-28
69 SHS INTERCONTL HTL NEW ADR	P	2014-04-28	2014-07-02
48 SHS KINDER MORGAN INC	P	2014-12-03	2014-12-05
450 SHS KNOWLES CORP	P	2013-10-15	2014-04-28
3,000 SHS SERVICE CORP INTL	P	2013-10-15	2014-01-07
1,000 SHS SMITH A O	P	2013-05-22	2014-04-28
1,000 SHS VIACOM INC CL B	P	2013-10-15	2014-04-28
75 SHS BROOKFIELD ASSET MGT	P	1990-11-20	2014-04-28

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)
3,909	0	0	3,909
77,011	0	68,110	8,901
109,828	0	87,890	21,938
29	0	25	4
20	0	20	0
14,175	0	13,430	745
54,389	0	56,190	-1,801
47,099	0	39,790	7,309
84,128	0	82,800	1,328
3,084	0	713	2,371

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	
0	0	0	3,909
0	0	0	8,901
0	0	0	21,938
0	0	0	4
0	0	0	0
0	0	0	745
0	0	0	-1,801
0	0	0	7,309
0	0	0	1,328
0	0	0	2,371

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)
440 SHS CHEVRON CORP	P	1974-12-29	2014-04-28
500 SHS DOMINION RES INC	P	1990-01-18	2014-01-07
500 SHS DOMINION RES INC	P	1990-01-18	2014-04-28
404 SHS ISHARES TRUST	P	2010-03-17	2014-04-28
600 SHS KINDER MORGAN ENERGY	P	2004-08-11	2014-01-07
200 SHS KINDER MORGAN ENERGY	P	2004-08-31	2014-01-07
300 SHS KINDER MORGAN ENERGY	P	2004-08-31	2014-12-03
500 SHS KINDER MORGAN ENERGY	P	2004-09-13	2014-12-03
1,367 SHS SECTOR SPDR TR CON	P	2010-01-19	2014-01-07
925 BROOKFIELD ASSET MGT	P	2006-06-22	2014-04-28

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)
54,779	0	1,203	53,576
31,904	0	7,523	24,381
36,164	0	7,523	28,641
20,874	0	15,142	5,732
48,413	0	25,766	22,647
16,138	0	9,020	7,118
30,558	0	13,529	17,029
50,930	0	23,009	27,921
57,891	0	36,797	21,094
38,035	0	6,505	31,530

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	
0	0	0	53,576
0	0	0	24,381
0	0	0	28,641
0	0	0	5,732
0	0	0	22,647
0	0	0	7,118
0	0	0	17,029
0	0	0	27,921
0	0	0	21,094
0	0	0	31,530

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)
50 SHS TIME INC	P	2013-05-22	2014-06-09

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)
12	0	10	2

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	
0	0	0	

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>				
HUMANE SOCIETY 2608 CENTER ST TACOMA,WA 98409		NONE	TO FURTHER EXEMPT PURPOSE	5,000
KCTS 401 MERCER ST SEATTLE,WA 98109		NONE	TO FURTHER EXEMPT PURPOSE	5,000
L'ARCHE TAHOMA HOPE 12303 36TH AVE E TACOMA,WA 98446		NONE	TO FURTHER EXEMPT PURPOSE	5,000
PARTNERS IN HEALTH 888 COMMONWEALTH AVE 3RD FLR BOSTON,MA 02215		NONE	TO FURTHER EXEMPT PURPOSE	20,000
BROADWAY CENTER 901 BROADWAY 700 TACOMA,WA 98402		NONE	TO FURTHER EXEMPT PURPOSE	5,000
PRISON PET PARTNERSHIP 9601 BAJACIH RD NW GIG HARBOR,WA 98332		NONE	TO FURTHER EXEMPT PURPOSE	1,000
MED SHARE 3420 CLIFTON SPRINGS RD DECATOR,GA 30034		NONE	TO FURTHER EXEMPT PURPOSE	20,000
KPLU 12180 PARK AVE S TACOMA,WA 98447		NONE	TO FURTHER EXEMPT PURPOSE	5,000
DOCTORS WITHOUT BOARDERS 333 SEVENTH AVE 2ND FLR NEWYORK,NY 10015		NONE	TO FURTHER EXEMPT PURPOSE	20,000
YMCA 1002 SE PEARL ST TACOMA,WA 98406		NONE	TO FURTHER EXEMPT PURPOSE	2,500
KBTC 2320 19TH ST TACOMA,WA 98405		NONE	TO FURTHER EXEMPT PURPOSE	1,000
TACOMA RESCUE MISSION 425 SOUTH TACOMA WAY TACOMA,WA 98402		NONE	TO FURTHER EXEMPT PURPOSE	10,000
CENTERFORCE 5204 SOLBERG DR TACOMA,WA 98499		NONE	TO FURTHER EXEMPT PURPOSE	2,000
TACOMA MOUNTAINEERS 2302 N 30TH ST TACOMA,WA 98403		NONE	TO FURTHER EXEMPT PURPOSE	1,500
TACOMA ART MUSEUM 1701 PACIFIC AVE TACOMA,WA 98402		NONE	TO FURTHER EXEMPT PURPOSE	1,000
Total  3a				180,000

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>				
DIRECT RELIEF INTERNATIONAL 27 S LA PATERA LANE SANTA BARBARA,CA 93117		NONE	TO FURTHER EXEMPT PURPOSE	20,000
YWCA 405 BROADWAY TACOMA,WA 98402		NONE	TO FURTHER EXEMPT PURPOSE	10,000
CATHOLIC COMMUNITY SERVICES 100 23RD AVE S SEATTLE,WA 98144		NONE	TO FURTHER EXEMPT PURPOSE	25,000
WA TRAILS ASSOCIATION 705 2ND AVE S SEATTLE,WA 98104		NONE	TO FURTHER EXEMPT PURPOSE	5,000
RED CROSS 1235 S TACOMA WAY TACOMA,WA 98409		NONE	TO FURTHER EXEMPT PURPOSE	0
KUOW 4518 UNIVERSITY WAY NE STE 310 SEATTLE,WA 98105		NONE	TO FURTHER EXEMPT PURPOSE	1,000
UP FOR ARTS PO BOX 65145 UNIVERSITY PLACE,WA 98464		NONE	TO FURTHER EXEMPT PURPOSE	15,000
THE GRAND CINEMA 606 S FAWCETT AVE TACOMA,WA 98402		NONE	TO FURTHER EXEMPT PURPOSE	0
Total			3a	180,000

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

TY 2014 Gain/Loss from Sale of Other Assets Schedule

Name: GEORGE & DOROHTY BABARE FAMILY FOUNDATION

EIN: 91-2065206

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
SEE PART IV FOR THIS INFORMATION					284,375				284,375	

TY 2014 Other Expenses Schedule**Name:** GEORGE & DOROHTY BABARE FAMILY FOUNDATION**EIN:** 91-2065206

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MANAGEMENT FEE	104,652	104,652	104,652	
LICENSE & FILING FEES	10	10	10	
ADVISORY FEES	10,532	10,532	10,532	

TY 2014 Other Income Schedule**Name:** GEORGE & DOROHTY BABARE FAMILY FOUNDATION**EIN:** 91-2065206

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
ENTERPRISE PRODUCTS K-1	37	37	37
ENERGY TRANSFER K-1	1,078	1,078	1,078
KINDER MORGAN ENERGY K-1	4,497	4,497	4,497
BROOKFIELD PROPERTY PARTNERS	631	631	631
DISTRIBUTIONS REC'D FROM PTE'S	11,942	11,942	11,942

TY 2014 Taxes Schedule**Name:** GEORGE & DOROHTY BABARE FAMILY FOUNDATION**EIN:** 91-2065206

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES PAID	2,420	2,420	2,420	
FEDERAL TAXES PAID	9,501	9,501	9,501	

2014 Form 990-PF**Balance Sheet Accounts**

		<u>Book Value/ Cost Basis</u>	<u>Fair Market Value</u>
Corporate Stock			
Avista Corp	945shs	21,787	33,406
Brookfield Asst Mgmt	8,000shs	43,932	401,040
Chevron Corp	600 shs	1,640	67,308
Dana Holding Corp	2,300 shs	51,934	50,002
Energizer Holding Inc	700 shs	69,790	89,992
Ford Motor Co	3,000 shs	51,570	46,500
Ilex Corp	950 shs	64,125	73,948
Ishares MSCI Gwth Ind Fd	1,931shs	111,061	127,079
Ishares MSCI Val Idx Fd	1,913shs	100,748	97,620
Ishares Tr Dj US Basic	592shs	37,193	48,822
Ishares Tr Dj US Telecom	2,497shs	50,012	73,112
Ishares Trust	4,403shs	165,022	205,664
Ishares Trust Technology	5,889shs	343,835	614,812
Marathon Pete Corp	1,500shs	12,153	135,390
Masco Corp	3,500 shs	77,525	88,200
Oakmark Intl FD Class 1	4,540 shs	109,711	105,954
Rockwood Holdings Inc	1,100 shs	73,634	86,680
Sector Spdr Consumer Fd	1,719shs	66,105	124,026
Sector Spdr Fincl Select	6,289shs	100,058	155,527
Sector Spdr Health Fund	3,916shs	126,227	267,776
Sector Spdr Indl Select	1,772shs	69,060	100,260
Sector Spdr Tr Con Stpls	3,000shs	83,564	145,470
Spdr S&P Biotech Etf	1,224shs	75,003	228,227
Suncoke Energy Inc	1,060shs	4,399	20,500
TE Connectivity Ltd	1,700 shs	88,570	107,525
Time Warner Inc	1,300 shs	75,427	111,046
Vanguard Emerging Market	3,191shs	134,778	127,704
Vanguard Small Cap	1,182shs	74,985	137,892
Vanguard Small Cap Grwth	654shs	40,531	82,365
Huntsman Corp	1,000 shs	24,540	22,780
Intercontl Htl	1,107 shs	40,199	44,335
Kinder Morgan Inc	1,754 shs	72,852	74,212
Live nation Ent Inc	1,300 shs	27,032	33,943
Macy's Inc	2,000 shs	115,900	131,500
PACCAR Inc	1,800 shs	119,214	122,418
Parker-Hannifin Corp	1,000 shs	123,040	128,950
Time Inc	162 shs	3,174	3,987
Unallocated Stock Basis		<u>(720,976)</u>	<u>-</u>
		<u>2,129,354</u>	<u>4,515,972</u>

2014 Form 990-PF

Balance Sheet Accounts

		<u>Book Value/ Cost Basis</u>	<u>Fair Market Value</u>
<u>Other Investments</u>			
Brookfield Property Partners	688 shs	14,785	15,735
Enterprise Prdts Prtn LP	1,000shs	(7,075)	72,240
Energy Transfer Ptrs	1,049shs	<u>(11,873)</u>	<u>68,185</u>
		<u>(4,133)</u>	<u>156,160</u>

GEORGE & DOROTHY BABARE FAMILY FOUNDATION**91-2065206****2014 Form 990-PF**

Estimated Tax Payments

Overpayment from 2013	\$ -
May 15, 2014	-
August 15, 2014	9,000
September 15, 2014	-
December 15, 2014	-
	<u>\$ 9,000</u>