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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 THE BARNES FAMILY FOUNDATION		A Employer identification number 95-4832150	
Number and street (or P O box number if mail is not delivered to street address) 5037 STERN AVE		B Telephone number (see instructions) (818) 784-0498	
City or town, state or province, country, and ZIP or foreign postal code SHERMAN OAKS, CA 91423		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) \$ 3,974,020		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	154	154		
	4 Dividends and interest from securities.	68,482	68,482		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	158,270			
	b Gross sales price for all assets on line 6a 1,736,034				
	7 Capital gain net income (from Part IV, line 2) . . .		158,270		
	8 Net short-term capital gain				
	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)	496	496		
	12 Total. Add lines 1 through 11	227,402	227,402		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	62,500			62,500
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,250			1,250
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	4,187			4,187
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	26,266	23,771		2,495
	24 Total operating and administrative expenses. Add lines 13 through 23	94,203	23,771		70,432
	25 Contributions, gifts, grants paid	110,025			110,025
	26 Total expenses and disbursements. Add lines 24 and 25	204,228	23,771		180,457
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	23,174			
	b Net investment income (if negative, enter -0-)		203,631		
	c Adjusted net income (if negative, enter -0-)				

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	3,000	3,000	3,000
	2	Savings and temporary cash investments	135,324	505,164	505,164
	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)	2,765,826	2,419,160	3,465,856
	c	Investments—corporate bonds (attach schedule).			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
Liabilities	15	Other assets (describe ▶ _____)			
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	2,904,150	2,927,324	3,974,020
	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	2,904,150	2,927,324	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)	2,904,150	2,927,324	
	31	Total liabilities and net assets/fund balances (see instructions) . . .	2,904,150	2,927,324	

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 2,904,150
2	Enter amount from Part I, line 27a	2 23,174
3	Other increases not included in line 2 (itemize) ▶ _____	3
4	Add lines 1, 2, and 3	4 2,927,324
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 2,927,324

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			1,580
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			
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	158,270
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	}	3	

Part V

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☐ No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2013			
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		
	Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b	1	4,073
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	4,073
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	4,073
6	Credits/Payments		
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	2,840
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	2,840
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	1,233
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	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		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	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) ☐ CA _____			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation.</i>	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9		No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10		No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address N/A				
14	The books are in care of MARY VILLAR Telephone no (818) 784-0498 Located at 5037 STERN AVE SHERMAN OAKS CA ZIP+4 914231241			
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))?	☐ 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
MARY VILLAR	Trustee	49,500		
5037 STERN AVE	40 00			
SHERMAN OAKS, CA 914231241				
ROBERT VILLAR	Trustee	13,000		
5037 STERN AVE	12 00			
SHERMAN OAKS, CA 914231241				
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	3,710,888
b	Average of monthly cash balances.	1b	209,638
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	3,920,526
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	3,920,526
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	58,808
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,861,718
6	Minimum investment return. Enter 5% of line 5.	6	193,086

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	193,086
2a	Tax on investment income for 2014 from Part VI, line 5.	2a	4,073
b	Income tax for 2014 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	4,073
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	189,013
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	189,013
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	189,013

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	180,457
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	180,457
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	180,457

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				189,013
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only.			177,196	
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 ▶ \$ 180,457				
a Applied to 2013, but not more than line 2a			177,196	
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.				3,261
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				185,752
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions). . . .				
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2010. . . .				
b Excess from 2011. . . .				
c Excess from 2012. . . .				
d Excess from 2013. . . .				
e Excess from 2014. . . .				

Part XIV

4942(j)(3) or 4942(j)(5)

3

Part XV

1

2

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

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	110,025
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)

Part XVII

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.		
	*****	2015-05-11	*****
	_____ Signature of officer or trustee	_____ Date	_____ Title

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

Paid Preparer Use Only	Print/Type preparer's name REX IMPERIAL CPA MST	Preparer's Signature	Date	Check if self-employed ☒	PTIN P00356077
	Firm's name ☒ Rex Imperial CPA MST			Firm's EIN ☒	
	Firm's address ☒ 22074 Bahama St Canoga Park, CA 913041301			Phone no (818) 710-0276	

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				
AHEAD WITH HORSES INC 9311 DEL ARROYO DRIVE SUN VALLEY,CA 91352	N/A	PUBLIC	PROVIDE FINANCIAL HELP FOR THERAPEUTIC AND DEVELOPMENT HORSEBACK RIDING EXPERIENCES FOR PHYSICALLY AND MENTALLY CHALLENGED KIDS	3,000
EXPONENT PHILANTHROPY 1720 N STREET NW WASHINGTON,DC 20036	N/A	PUBLIC	TO PROVIDE RESOURCES FOR CHARITABLE GRANTMAKERS	725
BCR - BURBANK CENTER FOR THE RETARD 230 E AMHERST DR BURBANK,CA 91504	N/A	PUBLIC	TO ASSIST IN PROVIDING EDUCATIONAL AND SOCIAL OPPORTUNITIES FOR MENTALLY RETARDED CHILDREN AND ADULTS	2,000
BOY SCOUTS OF AMERICA 16525 SHERMAN WAY UNIT C-8 VAN NUYS,CA 91406	N/A	PUBLIC	TO SUPPORT "HANDICAPABLE" PROGRAM WHICH BRINGS SCOUTING OPPORTUNITIES TO YOUNG PEOPLE WHO ARE PHYSICALLY AND MENTALLY CHALLENGED	2,000
CALILFORNIA ASSOC OF SCHOLARS 144 BAY HEIGHTS SOQUEL,CA 95073	N/A	PUBLIC	ASSIST IN RESTORING TRADITIONAL VALUES IN EDUCATION ON COLLEGE CAMPUSES	5,000
CAMP PENDLETON ARMED SERVICES YMCA BLDG 16144 BOX 555028 CAMP PENDLETON,CA 92055	N/A	PUBLIC	TO PROVIDE FUNDING FOR EDUCATIONAL AND RECREATIONAL PROGRAMS FOR FAMILIES OF ACTIVE MILITARY PERSONNEL	5,000
CITY OF HOPE 1055 WILSHIRE BL 11TH 12TH FL LOS ANGELES,CA 90017	N/A	PUBLIC	TO SUPPORT CITY OF HOPE'S MISSION TO PREVENT AND CURE CANCER AND OTHER DISEASES	1,000
CLAREMONT INSTITUTE 937 W FOOTHILL BL STE E CLAREMONT,CA 91711	N/A	PUBLIC	TO HELP EDUCATE THE PUBLIC REGARDING AMERICA'S FOUNDING PRINCIPLES	1,000
CONSTITUTIONAL RIGHTS FOUNDATION OC 15411 REDHILL AVE STE B IRVINE,CA 92623	N/A	PUBLIC	TO HELP YOUNG PEOPLE BECOME PARTICIPATORY CITIZENS BY UNDERSTANDING RULE OF LAW,THE LEGAL PROCESS AND THEIR CONSTITUTIONAL HERITAGE	3,000
FOOD ON FOOT 9663 SANTA MONICA BL 743 BEVERLY HILLS,CA 90210	N/A	PUBLIC	TO PROVIDE WEEKEND MEALS TO HOMELESS AND OTHER NEEDY INDIVIDUALS	2,000
HILLSDALE COLLEGE 33 E COLLEGE ST HILLSDALE,MI 49292	N/A	PUBLIC	TO SUPPORT THE VALUES OF TRADITIONAL EDUCATION AT THE UNIVERSITY LEVEL	1,000
HOPE OF THE VALLEY RESCUE MISSION PO BOX 248 SUN VALLEY,CA 91353	N/A	PUBLIC	TO MEET THE NEEDS AND ENCOURAGE THE SELF SUFFICIENCY OF THE HUNGRY AND HOMELESS IN THE SAN FERNANDO VALLEY	3,000
INTENTIONAL COMMUNITIES OF WASHTENA PO BOX 1525 ANN ARBOR,MI 48106	N/A	PUBLIC	TO PROVIDE FINANCIAL SUPPORT IN HOUSING ADULTS WITH DISBILITIES	1,000
JOHN DOUGLAS FRENCH ALZHEIMER'S FOU 11620 WILSHIRE BL STE 270 LOS ANGELES,CA 90025	N/A	PUBLIC	TO HELP PROVIDE FINANCIAL SUPPORT FOR ALZHEIMER RESEARCH AND SUPPORT TO AFFLICTED PATIENTS AND THEIR FAMILIES	1,000
LOS ANGELES MISSION 303 E 5TH ST LOS ANGELES,CA 90013	N/A	PUBLIC	TO PROVIDE FINANCIAL ASSISTANCE FOR MEALS, SHELTER, SPIRITUAL GUIDANCE AND OTHER SERVICES TO HOMELESS AND OTHER NEEDY PEOPLE	3,000
Total  3a				110,025

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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				
LOYOLA HIGH SCHOOL 1901 VENICE BL LOS ANGELES,CA 90006	N/A	PUBLIC	TO PROVIDE SCHOLARSHIPS FOR NEEDY STUDENTS	1,000
MANHATTAN INSTITUTE FOR POLICY RESE 52 VANDERBILT AVE NEWYORK,NY 10117	N/A	PUBLIC	TO PROMOTE EDUCATION IN THE AREA OF PUBLIC POLICY	1,000
MARY HEALTH OF THE SICK HOSPITAL 2929 THERESA DR NEWBURY,CA 91320	N/A	PUBLIC	TO HELP DEFRAY THE COST OF QUALITY CARE FOR PATIENTS RELYING ON INSUFFICIENT GOVERNMENT SUBSIDIES	2,000
MOTION PICTURE TELEVISION FUND PO BOX 51150 LOS ANGELES,CA 90051	N/A	PUBLIC	TO PROVIDE HEALTH CARE, HOUSING AND FINANCIAL HELP TO ENTERTAINMENT INDUSTRY EMPLOYEES	3,000
MY STUFF BAGS FOUNDATION 5347 STERLING CENTER DR WESTLAKE VILLAGE,CA 91361	N/A	PUBLIC	TO PROVIDE PERSONAL ITEMS TO ABUSED AND NEGLECTED CHILDREN WHO ARE IN FOSTER CARE	2,000
NEW DIRECTIONS 11303 WILSHIRE BL VA BLDG 116 LOS ANGELES,CA 90073	N/A	PUBLIC	TO PROVIDE FINANCIAL ASSISTANCE FOR REHAB TRAINING AND HOUSING FOR HOMELESS VETERANS	1,000
NEW HORIZONS 15725 PARTHENIA ST NORTH HILLS,CA 91343	N/A	PUBLIC	TO ASSIST IN PROVIDING SERVICES AND RESIDENTIAL PROGRAMS TO CLIENTS WITH DEVELOPMENTAL DISABILITIES	500
NOTRE DAME HIGH SCHOOL 13645 RIVERSIDE DR SHERMAN OAKS,CA 91423	N/A	PUBLIC	FINANCIAL AID FOR STUDENTS IN NEED	5,000
ONE GENERATION 17400 VICTORY BLVD VAN NUYS,CA 91406	N/A	PUBLIC	TO DEFRAY SHIPPING COSTS OF CARE PACKAGES GOING TO MILITARY PERSONNEL	2,000
PEPPERDINE UNIVERSITY 24255 PACIFIC COAST HWY MALIBU,CA 90263	N/A	PUBLIC	TO SPONSOR YOUTH CITIZENSHIP SEMINAR	3,000
PHILANTHROPY ROUNDTABLE 1150 17TH ST NW WASHINGTON,DC 20036	N/A	PUBLIC	TO PROVIDE RESOURCES FOR CHARITABLE GRANTMAKERS	1,000
PREGNANCY COUNSELING CENTER 10211 SEPULVEDA BL MISSION HILLS,CA 91345	N/A	PUBLIC	TO HELP FUND A CLINIC FOR PREGNANT WOMEN	5,000
RONALD MCDONALD HOUSE 4560 FOUNTAIN AVE LOS ANGELES,CA 90029	N/A	PUBLIC	TO SUPPORT FAMILIES OF CHILDREN WITH CATASTROPHIC DISEASES	2,000
THE SALVATION ARMY 180 E OCEAN BL STE 500 LOS ANGELES,CA 90015	N/A	PUBLIC	TO PROVIDE FINANCIAL ASSISTANCE FOR FOOD, SHELTER,CHILD CARE AND OTHER SERVICES FOR LOW-INCOME FAMILIES	3,000
ST FRANCIS DE SALES CHURCH 13360 VALLEYHEART DR SHERMAN OAKS,CA 91423	N/A	PUBLIC	TO PROVIDE TUITION ASSISTANCE TO FINANCIALLY CHALLENGED ST FRANCIS DE SALES PARISH FAMILIES	2,000
Total  3a				110,025

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a <i>Paid during the year</i>				
STRIVE FOUNDATION 9124 S MAIN ST LOS ANGELES,CA 90003	N/A	PUBLIC	TO HELP FUND AFTERSCHOOL PROGRAMS THAT TEACH INNERCITY KIDS RESPONSIBILITY, ACADEMICS AND THE ARTS	3,000
TIERRA DE SOL FOUNDATION 9919 SUNLAND BL SUNLAND,CA 91040	N/A	PUBLIC	TO IMPROVE QUALITY OF LIFE FOR DEVELOPMENTALLY DISABLED ADULTS BY PROVIDING FUNDS FOR RECREATIONAL AND CULTURAL EXPERIENCES	2,000
TRI-VALLY SPECIAL OLYMPICS 24779 VALLEY ST SANTA CLARITA,CA 91321	N/A	PUBLIC	TO FUND TRAINING AND COMPETITIONS FOR ATHLETES WITH SPECIAL NEEDS	2,000
UCPWHEELS FOR HUMANITY 12750 RAYMER ST UNIT 4 NO HOLLYWOOD,CA 91605	N/A	PUBLIC	REFURBISH WHEELCHAIRS THAT ARE OUT-MODED IN THE U S AND SEND THEM TO DEVELOPING COUNTRIES	1,000
UCLA - CLAFI 405 HILGARD LOS ANGELES,CA 90095	N/A	PUBLIC	TO PROMOTE A SOUND UNDERSTANDING OF THE HISTORY OF FREE INSTITUTIONS AND THEIR UNDERLYING PRINCIPLES	2,000
PROVIDENCE HIGH SCHOOL 511 SO BUENA VISTA BURBANK,CA 91505	N/A	PUBLIC	TO PROVIDE FINANCIAL AID FOR NEEDY STUDENTS	5,000
OPERATION GRATITUDE 16444 REFUGIO RD ENCINO,CA 91436	N/A	PUBLIC	TO DEFRAY SHIPPING COSTS OF CARE PACKAGES GOING TO MILITARY PERSONNEL	5,000
DEVIL PUPS INC 3027 TOWNSGATE RD WESTLAKE VILLAGE,CA 91316	N/A	PUBLIC	TO HELP YOUNG PEOPLE LEARN RESPONSIBILITY AND GAIN SELF-CONFIDENCE THROUGH THIS LEADERSHIP PROGRAM	1,000
FISHER HOUSE FOUNDATION 111 ROCKVILLE PIKE ROCKVILLE,MD 20850	N/A	PUBLIC	TO HELP FUND TEMPORARY CARE AT MILITARY AND VA MEDICAL CENTERS	2,000
PRAGER UNIVERSITY 2325 DULLES CORNER BL HERNDON,VA 20171	N/A	PUBLIC	TO PROVIDE FINANCIAL ASSISTANCE TO HELP TEACH CORE, COMMON SENSE MORAL AND ETHICAL VALUES THAT SHOULD GOVERN EVERYDAY LIFE	10,000
GEORGE W BUSH PRESIDENTIAL CENTER PO BOX 560887 DALLAS,TX 75356	N/A	PUBLIC	TO SUPPORT INSTITUTESCHOLARS AND POLICYEXPERTS	1,000
GREATER LOS ANGELES ZOO ASSN 5333 ZOO DRIVE LOS ANGELES,CA 90027	N/A	PUBLIC	TO SUPPORT LA ZOO'SMISSION TO NUTUREWILDLIFE	1,500
AMERICAN COUNCIL ON SCIENCE AND HEA 1995 BROADWAY SUITE 202 NEW YORK,NY 10023	N/A	PC	FOSTER A SCIENTIFICALLY SOUND AND SENSIBLE PUBLIC HEALTH POLICY FOR AMERICANS	1,000
AMERICAN FREEDOM ALLIANCE 11500 WEST OLYMPIC BLVD SUITE 400 LOS ANGELES,CA 90064	N/A	PC	HELP FUND THEIR MISSION TO EDUCATE THROUGH CONFERENCES AND LECTURES	1,000
CAREGIVERS VOLUNTEERS ASSISTING ELD 1765 GOODYEAR AVE SUITE 205 VENTURA,CA 93003	N/A	PC	FINANCIALLY SUPPORT SERVICES TO THE ELDERLY	1,000
Total  3a				110,025

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a <i>Paid during the year</i>				
THE LEADERSHIP INSTITUTE 1101 NORTH HIGHLAND STREET ARLINGTON,VA 22201	N/A	PC	INCREASE THE NUMBER AND EFFECTIVENESS OF CONSERVATIVE ACTIVISTS AND LEADERS IN THE PUBLIC POLICY PROCESS	500
NATIONAL POLICE DOG FOUNDATION 2390-C LAS POSAS RD SUITE 477 CAMARILLO,CA 93010	N/A	PC	RAISE FUNDS FOR THE PURCHASE, TRAINING AND ONGOING VETERINARY CARE FOR ACTIVE AND RETIRED POLICE K-9S	1,000
NORTHPARK ELEMENTARY PTA 23335 SUNSET HILLS DRIVE VALENCIA,CA 91354	N/A	PC	SUPPLEMENT AND ENRICH CIRICULUM	700
RIO NORTE MIDDLE SCHOOL ASB 2877 RIO NORTE DR SANTA CLARITA,CA 91355	N/A	PC	HELP FUND FIELD TRIPS, ARTS, MUSIC AND OTHER SCHOOL ACTIVITIES NOT FINANCED BY PUBLIC MONEYS	100
SAN FERNANDO VALLEY RESCUE MISSION PO BOX 8073 VAN NUYS,CA 91409	N/A	PC	HELP FINANCE HOUSING, FOOD, AND SPIRITUAL SUPPORT FOR THE HOMELESS, MENTALLY ILL AND NEEDY	1,000
WOUNDED WARRIOR PROJECT PO BOX 78512 TOPEKA,KS 66675	N/A	PC	ASSIST WITH THE NEEDS OF INJURED SERVICE MEMBERS	1,000
Total			3a	110,025

TY 2014 Accounting Fees Schedule**Name:** THE BARNES FAMILY FOUNDATION**EIN:** 95-4832150**Software ID:** 14000265**Software Version:** 2014v5.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION	1,250	0	0	1,250

TY 2014 Other Expenses Schedule**Name:** THE BARNES FAMILY FOUNDATION**EIN:** 95-4832150**Software ID:** 14000265**Software Version:** 2014v5.0

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
COMPUTER EXPS	674			674
INVESTMENT EXPS	23,771	23,771		
OFFICE EXPS	301			301
ON LINE/EMAIL EXPS	759			759
TELEPHONE	689			689
USPO	72			72

TY 2014 Other Income Schedule

Name: THE BARNES FAMILY FOUNDATION

EIN: 95-4832150

Software ID: 14000265

Software Version: 2014v5.0

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
PER K-1	496		

TY 2014 Taxes Schedule**Name:** THE BARNES FAMILY FOUNDATION**EIN:** 95-4832150**Software ID:** 14000265**Software Version:** 2014v5.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ATTORNEY GENERAL	50			50
FRANCHISE TAX BOARD	10			10
INTERNAL REVENUE SERVICE	3,883			3,883
VARIOUS FOREIGN TAXES	244			244