

For calendar year 2018, or tax year beginning 09-01-2018, and ending 08-31-2019

Name of foundation THE JOHN RANDOLPH HAYNES AND DORA HAYNES FOUNDATION		A Employer identification number 95-1644020	
Number and street (or P.O. box number if mail is not delivered to street address) 888 W SIXTH STREET NO 1150		Room/suite	
City or town, state or province, country, and ZIP or foreign postal code LOS ANGELES, CA 90017		B Telephone number (see instructions)  (213) 623-9151	
G Check all that apply: <div><input type="checkbox"/> Initial return<input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return<input type="checkbox"/> Amended return <input type="checkbox"/> Address change<input type="checkbox"/> Name change</div>		D 1. Foreign organizations, check here..... <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ... <input type="checkbox"/>	
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ..... <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 59,945,882		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ..... <input type="checkbox"/>	
J Accounting method: <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input checked="" type="checkbox"/> Other (specify) <u>MODIFIED CASH</u> (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 <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch. B . . . . .				
	3 Interest on savings and temporary cash investments . . . . .	4,800	4,800		
	4 Dividends and interest from securities . . . . .	902,980	902,980		
	5a Gross rents . . . . .				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	4,936,042			
	b Gross sales price for all assets on line 6a 23,710,348				
	7 Capital gain net income (from Part IV, line 2) . . . . .		4,936,042		
	8 Net short-term capital gain . . . . .				
	9 Income modifications . . . . .				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less: Cost of goods sold . . . . .				
	c Gross profit or (loss) (attach schedule) . . . . .				
	11 Other income (attach schedule) . . . . .	47,568	47,568		
	12 Total. Add lines 1 through 11 . . . . .	5,891,390	5,891,390		
	13 Compensation of officers, directors, trustees, etc.	96,960	35,000		61,960
	14 Other employee salaries and wages . . . . .	350,281	87,570		262,711
	15 Pension plans, employee benefits . . . . .	114,063	28,516		85,547
	16a Legal fees (attach schedule) . . . . .				
	b Accounting fees (attach schedule) . . . . .	42,000	24,000		18,000
	c Other professional fees (attach schedule) . . . . .	294,742	285,742		9,000
	17 Interest . . . . .				
	18 Taxes (attach schedule) (see instructions) . . . . .	52,896	893		207
	19 Depreciation (attach schedule) and depletion . . . . .				
	20 Occupancy . . . . .	90,673	22,668		68,005
	21 Travel, conferences, and meetings . . . . .	15,255	3,814		11,441
	22 Printing and publications . . . . .				
	23 Other expenses (attach schedule) . . . . .	273,588	223,538		50,052
	24 Total operating and administrative expenses. Add lines 13 through 23 . . . . .	1,330,458	711,741		566,923
	25 Contributions, gifts, grants paid . . . . .	2,577,767			2,577,767
	26 Total expenses and disbursements. Add lines 24 and 25	3,908,225	711,741		3,144,690
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	1,983,165			
	b Net investment income (if negative, enter -0-)		5,179,649		
	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 . . . . .	200	200	200
	2 Savings and temporary cash investments . . . . .	1,294,958	249,731	249,731
	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 . . . . .	11,300	73,504	73,504
	10a Investments—U.S. and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule) . . . . .			
	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) . . . . .	48,331,245	52,293,629	59,620,494
	14 Land, buildings, and equipment: basis ▶ _____ 39,105 Less: accumulated depreciation (attach schedule) ▶ 39,105			
15 Other assets (describe ▶ _____)	1,953	1,953	1,953	
16 <b>Total assets</b> (to be completed by all filers—see the instructions. Also, see page 1, item I)	49,639,656	52,619,017	59,945,882	
Liabilities	17 Accounts payable and accrued expenses . . . . .			
	18 Grants payable . . . . .		996,196	
	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 <b>Total liabilities</b> (add lines 17 through 22) . . . . .	0	996,196	
Net Assets or Fund Balances	<b>Foundations that follow SFAS 117, check here</b> ▶ <input type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	24 Unrestricted . . . . .			
	25 Temporarily restricted . . . . .			
	26 Permanently restricted . . . . .			
	<b>Foundations that do not follow SFAS 117, check here</b> ▶ <input checked="" type="checkbox"/> <b>and complete lines 27 through 31.</b>			
	27 Capital stock, trust principal, or current funds . . . . .	0	0	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0	0	
29 Retained earnings, accumulated income, endowment, or other funds	49,639,656	51,622,821		
30 <b>Total net assets or fund balances</b> (see instructions) . . . . .	49,639,656	51,622,821		
31 <b>Total liabilities and net assets/fund balances</b> (see instructions) .	49,639,656	52,619,017		

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	49,639,656
2 Enter amount from Part I, line 27a . . . . .	2	1,983,165
3 Other increases not included in line 2 (itemize) ▶ _____	3	0
4 Add lines 1, 2, and 3 . . . . .	4	51,622,821
5 Decreases not included in line 2 (itemize) ▶ _____	5	0
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	51,622,821

**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.)
<b>1a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

(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)
<b>a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

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	
<b>a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

<b>2</b> Capital gain net income or (net capital loss) <div style="display: inline-block; vertical-align: middle; margin-left: 10px;"> <math>\left\{ \begin{array}{l} \text{If gain, also enter in Part I, line 7} \\ \text{If (loss), enter -0- in Part I, line 7} \end{array} \right\}</math> </div>	<b>2</b>	4,936,042
<b>3</b> 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	<b>3</b>	

**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))
2017	2,135,432	58,411,959	0.036558
2016	1,731,025	53,535,090	0.032334
2015	1,996,929	49,948,766	0.039980
2014	1,892,697	53,598,027	0.035313
2013	1,880,607	51,886,085	0.036245

<b>2</b> Total of line 1, column (d)	<b>2</b>	0.180430
<b>3</b> Average distribution ratio for the 5-year base period—divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years	<b>3</b>	0.036086
<b>4</b> Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	<b>4</b>	57,561,148
<b>5</b> Multiply line 4 by line 3	<b>5</b>	2,077,152
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	51,796
<b>7</b> Add lines 5 and 6	<b>7</b>	2,128,948
<b>8</b> Enter qualifying distributions from Part XII, line 4	<b>8</b>	3,144,690

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see instructions)**

<b>1a</b>	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)		
<b>b</b>	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . . . .	<b>1</b>	51,796
<b>c</b>	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>2</b>	0
<b>3</b>	Add lines 1 and 2. . . . .	<b>3</b>	51,796
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>4</b>	0
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . . .	<b>5</b>	51,796
<b>6</b>	Credits/Payments:		
<b>a</b>	2018 estimated tax payments and 2017 overpayment credited to 2018	<b>6a</b>	116,802
<b>b</b>	Exempt foreign organizations—tax withheld at source . . . . .	<b>6b</b>	
<b>c</b>	Tax paid with application for extension of time to file (Form 8868) . . . . .	<b>6c</b>	0
<b>d</b>	Backup withholding erroneously withheld . . . . .	<b>6d</b>	0
<b>7</b>	Total credits and payments. Add lines 6a through 6d. . . . .	<b>7</b>	116,802
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached.	<b>8</b>	0
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . . <b>▶</b>	<b>9</b>	
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . . <b>▶</b>	<b>10</b>	65,006
<b>11</b>	Enter the amount of line 10 to be: <b>Credited to 2019 estimated tax</b> <b>▶</b> 65,006 <b>Refunded</b> <b>▶</b>	<b>11</b>	0

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b> 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? . . . . .		No
<b>b</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>		No
<b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year? . . . . .		No
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: <b>(1)</b> On the foundation. <b>▶</b> \$ 0 <b>(2)</b> On foundation managers. <b>▶</b> \$ 0		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <b>▶</b> \$ 0		
<b>2</b> 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>		No
<b>3</b> 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> . . . . .		No
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .		No
<b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .		
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . <i>If "Yes," attach the statement required by General Instruction T.</i>		No
<b>6</b> 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? . . . . .	Yes	
<b>7</b> 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> . . . . .	Yes	
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions) <b>▶</b> CA		
<b>b</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>	Yes	
<b>9</b> 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 2018 or the taxable year beginning in 2018? See the instructions for Part XIV. <i>If "Yes," complete Part XIV</i> . . . . .		No
<b>10</b> Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i> . . . . .		No

**Part VII-A Statements Regarding Activities** (continued)

<b>11</b>	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. . . . .	<b>11</b>		<b>No</b>
<b>12</b>	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 . . . . .	<b>12</b>		<b>No</b>
<b>13</b>	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>WWW.HAYNESFOUNDATION.ORG</u>	<b>13</b>	<b>Yes</b>	
<b>14</b>	The books are in care of ► <u>WILLIAM BURKE</u> Telephone no. ► <u>(213) 623-9151</u>			

Located at ► 888 W SIXTH STREET SUITE 1150 LOS ANGELES CAZIP+4 ► 90017

<b>15</b>	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —check here . . . . . ► <input type="checkbox"/>			
	and enter the amount of tax-exempt interest received or accrued during the year . . . . . ► <b>15</b>			
<b>16</b>	At any time during calendar year 2018, 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? . . . . .	<b>16</b>	<b>Yes</b>	<b>No</b>
	See the instructions for exceptions and filing requirements for FinCEN Form 114. 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.**

		<b>Yes</b>	<b>No</b>
<b>1a</b>	During the year did the foundation (either directly or indirectly):		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(6) Agree to pay money or property to a government official? ( <b>Exception.</b> Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</b>	If any answer is "Yes" to 1a(1)–(6), did <b>any</b> 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 . . . . . <input type="checkbox"/>	<b>1b</b>	
<b>c</b>	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 2018? . . . . .	<b>1c</b>	<b>No</b>
<b>2</b>	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)):		
<b>a</b>	At the end of tax year 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► 20____, 20____, 20____, 20____		
<b>b</b>	Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see instructions.) . . . . .	<b>2b</b>	
<b>c</b>	If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here. ► 20____, 20____, 20____, 20____		
<b>3a</b>	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</b>	If "Yes," did it have excess business holdings in 2018 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 2018.) . . . . .	<b>3b</b>	
<b>4a</b>	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<b>4a</b>	<b>No</b>
<b>b</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 2018?	<b>4b</b>	<b>No</b>

**Part VII-B** Statements Regarding Activities for Which Form 4720 May Be Required (continued)

		Yes	No
<b>5a</b>	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))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2)	Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions. . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
<b>b</b>	If any answer is "Yes" to 5a(1)–(5), did <b>any</b> 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 . . . . .		<b>5b</b>
<b>c</b>	Organizations relying on a current notice regarding disaster assistance check here. . . . . <input type="checkbox"/>		
	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? . . . . .	<input type="checkbox"/> Yes <input type="checkbox"/> No	
	<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>		
<b>6a</b>	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
<b>b</b>	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . .		<b>6b</b>
	<i>If "Yes" to 6b, file Form 8870.</i>		<b>No</b>
<b>7a</b>	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</b>	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? . . . . .		<b>7b</b>
<b>8</b>	Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment during the year? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

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

<b>1 List all officers, directors, trustees, foundation managers and their compensation. See instructions</b>				
(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
See Additional Data Table				
<b>2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."</b>				
(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
WILLIAM BURKE	ADM. DIR.	238,308	32,000	20,804
888 W SIXTH STREET STE 1150 LOS ANGELES, CA 90017	40.00			
DENIA CAMACHO	ADM. ASST.	111,973	15,500	25,505
888 W SIXTH STREET STE 1150 LOS ANGELES, CA 90017	40.00			
<b>Total number of other employees paid over \$50,000. . . . .</b>				<b>0</b>

**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
PATHWAY PRIVATE EQUITY FUND 2211 MICHELSON DRIVE IRVINE, CA 92612	MANAGEMENT ADVISORY FEES	169,055
ANGELES INVESTMENT SERVICES 429 SANTA MONICA BLVD 500 SANTA MONICA, CA 90401	MANAGEMENT ADVISORY FEES	116,687

**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
<b>1</b> THE JOHN RANDOLPH HAYNES AND DORA HAYNES FOUNDATION ACCOMPLISHES ITS CHARITABLE PURPOSE SOLELY THROUGH MAKING GRANTS AND NEITHER CONDUCTS CHARITABLE ACTIVITIES NOR HAS	0
<b>2</b> PROGRAM RELATED INVESTMENTS.	0
<b>3</b>	
<b>4</b>	

**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
<b>1</b> THE JOHN RANDOLPH HAYNES AND DORA HAYNES FOUNDATION ACCOMPLISHES ITS CHARITABLE PURPOSE SOLELY THROUGH MAKING GRANTS AND NEITHER CONDUCTS CHARITABLE ACTIVITIES NOR HAS	0
<b>2</b> PROGRAM RELATED INVESTMENTS.	0
All other program-related investments. See instructions.	
<b>3</b>	
<b>Total.</b> Add lines 1 through 3 . . . . .	<b>0</b>

**Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities. . . . .	<b>1a</b>	57,637,829
<b>b</b>	Average of monthly cash balances. . . . .	<b>1b</b>	789,462
<b>c</b>	Fair market value of all other assets (see instructions). . . . .	<b>1c</b>	10,423
<b>d</b>	<b>Total</b> (add lines 1a, b, and c). . . . .	<b>1d</b>	58,437,714
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). . . . .	<b>1e</b>	0
<b>2</b>	Acquisition indebtedness applicable to line 1 assets. . . . .	<b>2</b>	0
<b>3</b>	Subtract line 2 from line 1d. . . . .	<b>3</b>	58,437,714
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	<b>4</b>	876,566
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	57,561,148
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5. . . . .	<b>6</b>	2,878,057

**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.)

<b>1</b>	Minimum investment return from Part X, line 6. . . . .	<b>1</b>	2,878,057
<b>2a</b>	Tax on investment income for 2018 from Part VI, line 5. . . . .	<b>2a</b>	51,796
<b>b</b>	Income tax for 2018. (This does not include the tax from Part VI.). . . . .	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b. . . . .	<b>2c</b>	51,796
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1. . . . .	<b>3</b>	2,826,261
<b>4</b>	Recoveries of amounts treated as qualifying distributions. . . . .	<b>4</b>	0
<b>5</b>	Add lines 3 and 4. . . . .	<b>5</b>	2,826,261
<b>6</b>	Deduction from distributable amount (see instructions). . . . .	<b>6</b>	0
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1. . . . .	<b>7</b>	2,826,261

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26. . . . .	<b>1a</b>	3,144,690
<b>b</b>	Program-related investments—total from Part IX-B. . . . .	<b>1b</b>	0
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes. . . . .	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required). . . . .	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule). . . . .	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	3,144,690
<b>5</b>	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. . . . .	<b>5</b>	51,796
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4. . . . .	<b>6</b>	3,092,894

**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 2017	(c) 2017	(d) 2018
<b>1</b> Distributable amount for 2018 from Part XI, line 7				2,826,261
<b>2</b> Undistributed income, if any, as of the end of 2018:				
<b>a</b> Enter amount for 2017 only. . . . .			2,837,513	
<b>b</b> Total for prior years: 20____, 20____, 20____		0		
<b>3</b> Excess distributions carryover, if any, to 2018:				
<b>a</b> From 2013. . . . .				
<b>b</b> From 2014. . . . .				
<b>c</b> From 2015. . . . .				
<b>d</b> From 2016. . . . .				
<b>e</b> From 2017. . . . .				
<b>f</b> <b>Total</b> of lines 3a through e. . . . .	0			
<b>4</b> Qualifying distributions for 2018 from Part XII, line 4: ► \$ <u>3,144,690</u>				
<b>a</b> Applied to 2017, but not more than line 2a			2,837,513	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .		0		
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .	0			
<b>d</b> Applied to 2018 distributable amount. . . . .				307,177
<b>e</b> Remaining amount distributed out of corpus	0			
<b>5</b> Excess distributions carryover applied to 2018. (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
<b>6</b> <b>Enter the net total of each column as indicated below:</b>	0			
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b. . . . .		0		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. . . . .		0		
<b>d</b> Subtract line 6c from line 6b. Taxable amount—see instructions. . . . .		0		
<b>e</b> Undistributed income for 2017. Subtract line 4a from line 2a. Taxable amount—see instructions. . . . .			0	
<b>f</b> Undistributed income for 2018. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2019. . . . .				2,519,084
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions). . . . .	0			
<b>8</b> Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions). . . . .	0			
<b>9</b> <b>Excess distributions carryover to 2019.</b> Subtract lines 7 and 8 from line 6a. . . . .	0			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2014. . . . .				
<b>b</b> Excess from 2015. . . . .				
<b>c</b> Excess from 2016. . . . .				
<b>d</b> Excess from 2017. . . . .				
<b>e</b> Excess from 2018. . . . .				

**Part XIV Private 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 2018, 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) 2018	(b) 2017	(c) 2016	(d) 2015	
<b>b</b> 85% of line 2a . . . . .					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c . . . . .					
<b>3</b> Complete 3a, b, or c for the alternative test relied upon:					
<b>a</b> "Assets" alternative test—enter:					
<b>(1)</b> Value of all assets . . . . .					
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)					
<b>b</b> "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . . . .					
<b>c</b> "Support" alternative test—enter:					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . .					
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . . .					
<b>(3)</b> Largest amount of support from an exempt organization					
<b>(4)</b> Gross investment income					

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

**1 Information Regarding Foundation Managers:**

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

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

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

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

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

See Additional Data Table

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

See Additional Data Table

**c** Any submission deadlines:

See Additional Data Table

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

See Additional Data Table

**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)				
<b>a</b> <i>Paid during the year</i> See Additional Data Table				
<b>Total</b> . . . . .			<b>▶ 3a</b>	
<b>b</b> <i>Approved for future payment</i> See Additional Data Table				
<b>Total</b> . . . . .			<b>▶ 3b</b>	

Enter gross amounts unless otherwise indicated.

[illegible]

## Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

		<b>Yes</b>	<b>No</b>
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<b>1a(1)</b>		<b>No</b>
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<b>1a(2)</b>		<b>No</b>
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<b>1b(1)</b>	<b>No</b>
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<b>1b(2)</b>		<b>No</b>
--------------	--	-----------

<b>1b(3)</b>		<b>No</b>
--------------	--	-----------

<b>1b(4)</b>		<b>No</b>
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<b>1b(5)</b>		<b>No</b>
--------------	--	-----------

<b>1b(6)</b>		<b>No</b>
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<b>1c</b>		<b>No</b>
-----------	--	-----------

value  
ue

[illegible]

described in section 501(c) (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.

\* \* \* \* \*

2020-07-10

\*\*\*\*\*

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

Signature of officer or trustee

Date \_\_\_\_\_

Title

**Paid  
Preparer  
Use Only**

Print/Type preparer's name

Preparer's Signature

Date \_\_\_\_\_

Check if self-employed ► ☐

PTIN

P00023618

Firm's name ► WILLIAMS &amp; RIBB LLP CPA'S

Firm's EIN ▶ 33-0102115

Firm's address ► 6615 E PACIFIC COAST HWY STE 150

Phone no. (562) 423-8777

LONG BEACH, CA 90803

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

List and describe the kind(s) of property sold (e.g., real estate, <b>(a)</b> 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	<b>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo., day, yr.)	<b>(d)</b> Date sold (mo., day, yr.)
1 SHORT TERM CAPITAL GAIN/LOSSES	P		
1 LONG TERM CAPITAL GAINS/LOSSES	P		
S/T PARTNERSHIP CAPITAL GAINS/LOSSES	P		
L/T PARTNERSHIP CAPITAL GAINS/LOSSES	P		
PARTNERSHIP CAPITAL GAINS/LOSSES	P		
CAPITAL GAINS DIVIDENDS	P		

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

<b>(e)</b> Gross sales price	<b>(f)</b> Depreciation allowed (or allowable)	<b>(g)</b> Cost or other basis plus expense of sale	<b>(h)</b> Gain or (loss) (e) plus (f) minus (g)
4,167,899		4,264,021	-96,122
15,879,575		13,098,139	2,781,436
23,732		22,399	1,333
1,465,338		1,389,747	75,591
1,845,128			1,845,128
328,676			328,676

**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			<b>(l)</b> Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))
<b>(i)</b> F.M.V. as of 12/31/69	<b>(j)</b> Adjusted basis as of 12/31/69	<b>(k)</b> Excess of col. (i) over col. (j), if any	
			-96,122
			2,781,436
			1,333
			75,591
			1,845,128
			328,676

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation				
(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
GIL GARCETTI	TRUSTEE 4.00	5,040	0	0
888 W SIXTH STREET STE 1150 LOS ANGELES, CA 90017				
PHILIP M HAWLEY	TRUSTEE 12.00	17,540	0	0
888 W SIXTH STREET STE 1150 LOS ANGELES, CA 90017				
DANIEL A MAZMANIAN	TRUSTEE 4.00	5,100	0	0
888 W SIXTH STREET STE 1150 LOS ANGELES, CA 90017				
JANE G PISANO	PRESIDENT/TRUSTEE 12.00	26,540	0	0
888 W SIXTH STREET STE 1150 LOS ANGELES, CA 90017				
GILBERT T RAY	TRUSTEE 4.00	5,040	0	0
888 W SIXTH STREET STE 1150 LOS ANGELES, CA 90017				
ENRIQUE HERNANDEZ JR	TRUSTEE 4.00	10,040	0	0
888 W SIXTH STREET STE 1150 LOS ANGELES, CA 90017				
ROBERTO SURO	TRUSTEE 4.00	5,040	0	0
888 W SIXTH STREET STE 1150 LOS ANGELES, CA 90017				
ROBERT ECKERT	TRUSTEE 4.00	17,580	0	0
888 W SIXTH STREET STE 1150 LOS ANGELES, CA 90017				
ROBIN KRAMER	TRUSTEE 4.00	5,040	0	0
888 W SIXTH STREET STE 1150 LOS ANGELES, CA 90017				

**Form 990PF Part XV Line 2a - 2d - Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

- a** The name, address, and telephone number of the person to whom applications should be addressed:

THE JOHN RANDOLPH HAYNES AND DORA H  
888 W SIXTH STREET STE 1150  
LOS ANGELES, CA 90017  
(213) 623-9151

- b** The form in which applications should be submitted and information and materials they should include:

COVER LETTER FROM THE INSTITUTION SIGNED BY AN ADMINISTRATIVE OFFICER, A STATEMENT OF PURPOSE FOR WHICH THE FUNDS WILL BE USED, A DETAILED BUDGET & TIMELINE, NAMES & QUALIFICATIONS OF THE PERSONNEL INVOLVED WITH PERSONAL RESUMES, COPIES OF INSTITUTION'S EXEMPTION LETTERS FROM IRS & FTB.

- c** Any submission deadlines:

OCTOBER 23, 2019; JANUARY 8, 2020; MARCH 5, 2020; MAY 7, 2020; AUGUST 6, 2020; NOVEMBER 5, 2020

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

NONE



**Form 990PF Part XV Line 2a - 2d - Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

- a** The name, address, and telephone number of the person to whom applications should be addressed:

THE JOHN RANDOLPH HAYNES AND DORA H  
888 W SIXTH STREET STE 1150  
LOS ANGELES, CA 90017  
(213) 623-9151

- b** The form in which applications should be submitted and information and materials they should include:

COVER LETTER FROM THE INSTITUTION SIGNED BY AN ACADEMIC DEAN OR ADMINISTRATIVE OFFICER, A TWO PAGE PROPOSAL STATING THE RESEARCH PROBLEM OR PROJECT GOALS, THE METHODS TO BE USED, AND THE WAY THE GRANT MONEY WILL BE SPENT, A TWO PAGE CONDENSED PERSONAL RESUME.

- c** Any submission deadlines:

DECEMBER 11, 2019; DECEMBER 10, 2020

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

8 AWARDS AVAILABLE @\$12,000 EACH

**Form 990PF Part XV Line 2a - 2d - Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

- a** The name, address, and telephone number of the person to whom applications should be addressed:

THE JOHN RANDOLPH HAYNES AND DORA H  
888 W SIXTH STREET STE 1150  
LOS ANGELES, CA 90017  
(213) 623-9151

- b** The form in which applications should be submitted and information and materials they should include:

LETTER OF RECOMMENDATION SIGNED AND SENT SEPARATELY BY THE APPLICANT'S FACULTY ADVISOR WITH AN ESTIMATION OF THE COMPLETION DATE, ONE PAGE COVER SHEET, SIX PAGE PROPOSAL STATING THE RESEARCH PROJECT, PROJECT GOALS AND METHODS TO BE USED, ONE PAGE BIBLIOGRAPHY LISTING KEY SOURCES OF DIRECT RELEVANCE TO THE DISSERTATION TOPIC, A TWO PAGE CONDENSED PERSONAL RESUME.

- c** Any submission deadlines:

FEBRUARY 12, 2020

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

10 AWARDS AVAILABLE @\$20,000 EACH

**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)				
<b>a</b> <i>Paid during the year</i>				
ALLIANCE COLLEGE READY PUBLIC 601 S FIGUEROA STREET 4TH FLOOR LOS ANGELES, CA 90017			TRUSTEE DISCRETIONARY GIFT	10,000
AMERICAN SOCIETY FOR PUBLIC ADMINISTRATION 1730 RHODE ISLAND AVE NW SUITE 500 WASHINGTON, DC 20036			PRESIDENT DISCREATIONARY FUND	20,000
CALIFORNIA INSTITUTE OF TECHNOLOGY 1300 E CALIFORNIA STREET MC 5-32 PASADENA, CA 91125			TRUSTEE DISCRETIONARY GIFT	2,500
<b>Total . . . . . ▶ 3a</b>				2,577,767

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)				
<b>a</b> <i>Paid during the year</i>				
CALIFORNIA INSTITUTE OF TECHNOLOGY 1300 E CALIFORNIA STREET MC 5-32 PASADENA, CA 91125			RESEARCH	387,009
CALIFORNIA INSTITUTE OF TECHNOLOGY 1300 E CALIFORNIA STREET MC 5-32 PASADENA, CA 91125			INDIRECT COST	20,320
CALIFORNIA SCIENCE CENTER 700 EXPOSITION PARK DRIVE LOS ANGELES, CA 90037			TRUSTEE DISCRETIONARY GIFT	15,000
<b>Total . . . . . ▶ 3a</b>				2,577,767

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)				
<b>a</b> <i>Paid during the year</i>				
CALIFORNIA STATE UNIVERSITY DOMINGUEZ HILLS 100 E VICTORIA STREET CARSON, CA 90747			RESEARCH	47,840
CALIFORNIA STATE UNIVERSITY FULLERTON 2600 E NUTWOOD SUITE 850 FULLERTON, CA 92834			INDIRECT COST	4,231
CALIFORNIA STATE UNIVERSITY LOS ANGELES 5151 STATE UNIVERSITY DRIVE LOS ANGELES, CA 90032			FELLOWSHIP	12,000
<b>Total . . . . . ▶ 3a</b>				2,577,767

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)				
<b>a</b> Paid during the year				
EASTERN SIERRA LAND TRUST 176 HOME STREET BISHOP, CA 93515			TRUSTEE DISCRETIONARY GIFT	5,000
ECONOMIC ROUNDTABLE 315 W 97TH STREET SUITE 502 LOS ANGELES, CA 90015			RESEARCH	28,800
ECONOMIC ROUNDTABLE 315 W 97TH STREET SUITE 502 LOS ANGELES, CA 90015			INDIRECT COST	5,760
<b>Total . . . . . ▶ 3a</b>				2,577,767

**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)				
<b>a</b> <i>Paid during the year</i>				
FRIENDS OF THE INYO 819 N BARLOW LANE BISHOP, CA 93514			TRUSTEE DISCRETIONARY GIFT	5,000
GOOD SHEPHERD MANORPO BOX 260 MOMENCE, IL 60954			EMPLOYEE MATCHING GIFT	1,250
KPCC SOUTHERN CALIFORNIA PUBLIC RADIO 474 S RAYMOND AVENUE PASADENA, CA 91105			INDIRECT COST	3,000
<b>Total . . . . . ▶ 3a</b>				2,577,767

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)				
<b>a</b> <i>Paid during the year</i>				
LEAGUE OF WOMEN VOTERS OF LOS ANGELES 3303 WILSHIRE BLVD SUITE 1200 LOS ANGELES, CA 90010			EDUCATIONAL	10,000
LEO CATHOLIC HIGH SCHOOL 7901 S SANGAMON STREET CHICAGO, IL 60611			EMPLOYEE MATCHING GIFT	250
LOS ANGELES PHILHARMONIC ASSOCIATION 151 S GRAND AVENUE LOS ANGELES, CA 90012			TRUSTEE DISCRETIONARY GIFT	25,000
<b>Total . . . . . ▶ 3a</b>				2,577,767



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)				
<b>a</b> <i>Paid during the year</i>				
MONO LAKE COMMITTEEPO BOX 29 LEE VINING, CA 93541			TRUSTEE DISCRETIONARY GIFT	5,000
NALEO EDUCATION FUND 1122 W WASHINGTON BLVD 3RD FLOOR LOS ANGELES, CA 90015			TRUSTEE DISCRETIONARY GIFT	5,000
NATURAL HISTORY MUSEUM OF LA COUNTY 900 EXPOSITION BLVD LOS ANGELES, CA 90007			PRESIDENT'S DICRETIONARY FUND	10,000
<b>Total . . . . . ▶ 3a</b>				2,577,767

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)				
<b>a</b> <i>Paid during the year</i>				
NORTHWESTERN UNIVERSITY KELLOGG SCHOOL OF MANAGEMENT 1201 DAVIS STREET EVANSTON, IL 60208			TRUSTEE DISCRETIONARY GIFT	25,000
NORTHWESTERN UNIVERSITY SCHOOL OF LAW 375 E CHICAGO AVENUE CHICAGO, IL 60611			EMPLOYEE MATCHING GIFT	750
PADUA VILLAGE AT CASA COLINA REHABILITATION CENTER 255 E BONITA AVENUE POMONA, CA 91769			EMPLOYEE MATCHING GIFT	1,000
<b>Total . . . . .</b> ► <b>3a</b>				2,577,767

**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)				
<b>a</b> <i>Paid during the year</i>				
PARDEE RAND GRADUATE SCHOOL 1776 MAIN STREET SANTA MONICA, CA 90407			INDIRECT COST	2,000
PARTNERSHIP FOR LOS ANGELES SCHOOLS 1055 WILSHIRE BLVD SUITE 1850 LOS ANGELES, CA 90017			TRUSTEE DISCRETIONARY GIFT	10,000
PITZER COLLEGE1050 N MILLS AVENUE CLAREMONT, CA 91711			TRUSTEE DISCRETIONARY GIFT	5,000
<b>Total . . . . . ▶ 3a</b>				2,577,767

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)				
<b>a</b> <i>Paid during the year</i>				
POMONA COLLEGE 550 N COLLEGE AVENUE CLAREMONT, CA 91711			FELLOWSHIP	12,000
POMONA COLLEGE 550 N COLLEGE AVENUE CLAREMONT, CA 91711			RESEARCH	38,550
SAN DIEGO STATE UNIVERSITY 5250 CAMPANILE DRIVE SAN DIEGO, CA 92182			INDIRECT COST	669
<b>Total . . . . . ▶ 3a</b>				2,577,767

**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)				
<b>a</b> <i>Paid during the year</i>				
SEEDS ARTS AND EDUCATION INC PO BOX 4979 LAGUNA BEACH, CA 92652			TRUSTEE DISCRETIONARY GIFT	5,000
SOUTHERN CALIFORNIA GRANTMAKERS 1000 N ALAMEDA STREET SUITE 230 LOS ANGELES, CA 90012			MEMBERSHIP	4,142
THE ACHIEVEMENT TRUST PO BOX 91231 LOS ANGELES, CA 90009			TRUSTEE DISCRETIONARY GIFT	25,000
<b>Total . . . . .</b> ► <b>3a</b>				2,577,767

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)				
<b>a</b> <i>Paid during the year</i>				
THE CITY PROJECT 1000 N ALAMEDA STREET SUITE 240 LOS ANGELES, CA 90012			TRUSTEE DISCRETIONARY GIFT	2,500
THE CITY PROJECT 1000 N ALAMEDA STREET SUITE 240 LOS ANGELES, CA 90012			RESEARCH	5,000
THE CLAREMONT GRADUATE UNIVERSITY 150 E TENTH STREET CLAREMONT, CA 91711			FELLOWSHIP	20,000
<b>Total . . . . . ▶ 3a</b>				2,577,767

**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)				
<b>a</b> <i>Paid during the year</i>				
THE CLAREMONT GRADUATE UNIVERSITY 150 E TENTH STREET CLAREMONT, CA 91711			INDIRECT COST	5,966
POMONA COLLEGE 550 N COLLEGE AVENUE CLAREMONT, CA 91711			INDIRECT COST	1,200
THE FOUNDATION CENTER 79 FIFTH AVENUE NEW YORK, NY 10003			PRESIDENT DISCRETIONARY FUND	2,500
<b>Total . . . . .</b> ► <b>3a</b>				2,577,767

**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)				
<b>a</b> <i>Paid during the year</i>				
THE HUNTINGTON LIBRARY 1511 OXFORD ROAD SAN MARINO, CA 91108			RESEARCH	95,000
THE HUNTINGTON LIBRARY 1511 OXFORD ROAD SAN MARINO, CA 91108			TRUSTEE DISCRETIONARY GIFT	2,500
THE JOHN RANDOLPH HAYNES & DORA HAYNES FOUNDATION 888 W 6TH STREET SUITE 1150 LOS ANGELES, CA 90017			PUBLICATIONS	45,000
<b>Total . . . . .</b> ▶ <b>3a</b>				2,577,767



**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)				
<b>a</b> <i>Paid during the year</i>				
TOWN HALL LOS ANGELES 633 W 5TH STREET SUITE 980 LOS ANGELES, CA 90071			PRESIDENT'S DCRETIONARY FUND	10,000
UNIVERSITY OF CALIFORNIA BERKELEY 2080 ADDISON SUITE 4200 BERKELEY, CA 94720			EMPLOYEE MATCHING GIFT	750
UNIVERSITY OF CALIFORNIA IRVINE 100 THEORY SUITE 250 IRVINE, CA 92697			INDIRECT COST	2,154
<b>Total . . . . . ▶ 3a</b>				2,577,767

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)				
<b>a</b> <i>Paid during the year</i>				
UNIVERSITY OF CALIFORNIA IRVINE 100 THEORY SUITE 250 IRVINE, CA 92697			FELLOWSHIP	40,000
UNIVERSITY OF CALIFORNIA LOS ANGELES 11000 KINROSS AVENUE SUITE 102 LOS ANGELES, CA 90095			FELLOWSHIP	72,000
UNIVERSITY OF CALIFORNIA LOS ANGELES 11000 KINROSS AVENUE SUITE 102 LOS ANGELES, CA 90095			RESEARCH	266,163
<b>Total . . . . . ▶ 3a</b>				2,577,767

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)				
<b>a</b> <i>Paid during the year</i>				
UNIVERSITY OF CALIFORNIA LOS ANGELES 11000 KINROSS AVENUE SUITE 102 LOS ANGELES, CA 90095			INDIRECT COST	17,883
UNIVERSITY OF CALIFORNIA RIVERSIDE 900 UNIVERSITY AVENUE SUITE 200 RIVERSIDE, CA 92521			INDIRECT COST	22,990
UNIVERSITY OF CALIFORNIA RIVERSIDE 900 UNIVERSITY AVENUE SUITE 200 RIVERSIDE, CA 92521			RESEARCH	339,697
<b>Total . . . . . ▶ 3a</b>				2,577,767

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)				
<b>a</b> <i>Paid during the year</i>				
UNIVERSITY OF CALIFORNIA RIVERSIDE 900 UNIVERSITY AVENUE SUITE 200 RIVERSIDE, CA 92521			FELLOWSHIP	24,000
UNIVERSITY OF CALIFORNIA SANTA BARBARA (LIBRARY) 5221 CHEADLE HALL SANTA BARBARA, CA 93106			INDIRECT	720
UNIVERSITY OF NOTRE DAME 405 MAIN BUILDING NOTRE DAME, IN 46556			TRUSTEE DISCRETIONARY GIFT	25,000
<b>Total . . . . .</b>			<b>▶ 3a</b>	2,577,767

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)				
<b>a</b> <i>Paid during the year</i>				
UNIVERSITY OF SOUTHERN CALIFORNIA 3500 S FIGUEROA STREET SUITE 205 LOS ANGELES, CA 90089			FELLOWSHIP	52,000
UNIVERSITY OF SOUTHERN CALIFORNIA 3500 S FIGUEROA STREET SUITE 205 LOS ANGELES, CA 90089			RESEARCH	632,257
UNIVERSITY OF SOUTHERN CALIFORNIA 3500 S FIGUEROA STREET SUITE 205 LOS ANGELES, CA 90089			INDIRECT COST	34,577
<b>Total . . . . . ▶ 3a</b>				2,577,767

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)				
<b>a</b> <i>Paid during the year</i>				
UNIVERSITY OF SOUTHERN CALIFORNIA 3500 S FIGUEROA STREET SUITE 205 LOS ANGELES, CA 90089			TRUSTEE DISCRETIONARY GIFT	2,500
WEST POINT FUND698 MILLS ROAD WEST POINT, NY 10996			EMPLOYEE MATCHING GIFT	6,000
USC SOL PRICE SCHOOL OF PUBLIC POLICY LEWIS HALL ROOM 208 LOS ANGELES, CA 90089			TRUSTEE DISCRETIONARY GIFT	25,000
<b>Total . . . . .</b> ▶ <b>3a</b>				2,577,767

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)				
<b>a</b> <i>Paid during the year</i>				
THE JOHN RANDOLPH HAYNES & DORA HAYNES FOUNDATION 888 W 6TH STREET SUITE 1150 LOS ANGELES, CA 90017			FELLOWSHIP	24,000
THE JOHN RANDOLPH HAYNES & DORA HAYNES FOUNDATION 888 W 6TH STREET SUITE 1150 LOS ANGELES, CA 90017			TRUSTEE DISCRETIONARY GIFT	22,809
THE JOHN RANDOLPH HAYNES & DORA HAYNES FOUNDATION 888 W 6TH STREET SUITE 1150 LOS ANGELES, CA 90017			INDIRECT COST	25,530
<b>Total . . . . . ▶ 3a</b>				2,577,767

**TY 2018 Accounting Fees Schedule**

**Name:** THE JOHN RANDOLPH HAYNES  
AND DORA HAYNES FOUNDATION

**EIN:** 95-1644020

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
WILLIAMS & RIBB LLP	42,000	24,000		18,000



**TY 2018 Investments - Other Schedule**

**Name:** THE JOHN RANDOLPH HAYNES  
AND DORA HAYNES FOUNDATION

**EIN:** 95-1644020

**Investments Other Schedule 2**

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
EQUITY MUTUAL FUNDS	AT COST	10,093,581	11,351,822
FIXED INCOME MUTUAL FUNDS	AT COST	9,234,617	9,758,581
PRIVATE INVESTMENT FUNDS	AT COST	4,464,937	5,701,718
INVESTMENTS IN PARTNERSHIPS	AT COST	28,500,494	32,808,373

## TY 2018 Other Assets Schedule

**Name:** THE JOHN RANDOLPH HAYNES  
AND DORA HAYNES FOUNDATION

**EIN:** 95-1644020

### Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
BOLSA CHICA MINERAL RIGHTS	1,953	1,953	1,953

# TY 2018 Other Expenses Schedule

**Name:** THE JOHN RANDOLPH HAYNES  
AND DORA HAYNES FOUNDATION

**EIN:** 95-1644020

## Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
POSTAGE	299	75		224
SUPPLIES	2,145	537		1,610
TELEPHONE	3,496	874		2,622
INSURANCE	7,890	1,973		5,917
REPAIRS & MAINTENANCE	37,512	9,378		28,134
OFFICE EXPENSES	3,726	931		2,795
FILES STORAGE	1,778	445		1,333
PAYROLL SERVICE	2,590	648		1,942
PARTNERSHIP DEDUCTIONS	206,852	206,852		0
DUES	7,260	1,815		5,445

Other Expenses Schedule				
Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CUSTODIAL FEES	40	10		30

**TY 2018 Other Income Schedule**

**Name:** THE JOHN RANDOLPH HAYNES  
AND DORA HAYNES FOUNDATION

**EIN:** 95-1644020

**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
MINERAL INTEREST ROYALTIES	11,008	11,008	11,008
OTHER INVESTMENT INCOME	36,560	36,560	36,560

**TY 2018 Other Professional Fees Schedule**

**Name:** THE JOHN RANDOLPH HAYNES  
AND DORA HAYNES FOUNDATION

**EIN:** 95-1644020

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
MANAGEMENT ADVISORY FEES - ANGELES INVESTMENT ADVISOR	116,687	116,687		0
WILLIAM DEVERELL	3,000	0		3,000
MANAGEMENT ADVISORY FEES - PATHWAY	169,055	169,055		0
RAPHAEL J. SONENSHEIN	3,000	0		3,000
THOMAS J. SITTON	3,000	0		3,000

**TY 2018 Taxes Schedule**

**Name:** THE JOHN RANDOLPH HAYNES  
AND DORA HAYNES FOUNDATION

**EIN:** 95-1644020

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX	51,796	0		0
PERSONAL PROPERTY TAX	276	69		207
FOREIGN TAXES	824	824		0