

Form **990**

Department of the Treasury  
Internal Revenue Service

# Return of Organization Exempt From Income Tax

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations)

Do not enter social security numbers on this form as it may be made public.

Go to [www.irs.gov/Form990](http://www.irs.gov/Form990) for instructions and the latest information.

OMB No. 1545-0047

**2022**

Open to Public  
Inspection

<b>A</b> For the <b>2022</b> calendar year, or tax year beginning		and ending	
<b>B</b> Check if applicable:  Address change Name change Initial return Final return/terminated Amended return Application pending	<b>C</b> Name of organization  <b>THE BARNES FOUNDATION</b>		<b>D</b> Employer identification number  23-6000149
	Doing business as		<b>E</b> Telephone number  215-278-7000
	Number and street (or P.O. box if mail is not delivered to street address) Room/suite <b>2025 BENJAMIN FRANKLIN PARKWAY</b>		
	City or town, state or province, country, and ZIP or foreign postal code <b>PHILADELPHIA, PA 19130</b>		
	<b>F</b> Name and address of principal officer: <b>THOMAS COLLINS</b> <b>SAME AS C ABOVE</b>		<b>G</b> Gross receipts \$ <b>63,149,240.</b>
<b>I</b> Tax-exempt status: <input checked="" type="checkbox"/> 501(c)(3) 501(c) ( ) (insert no.) 4947(a)(1) or 527		<b>H(a)</b> Is this a group return for subordinates? ..... Yes <input checked="" type="checkbox"/> No	
<b>J</b> Website: <b>WWW.BARNESFOUNDATION.ORG</b>		<b>H(b)</b> Are all subordinates included? Yes No	
<b>K</b> Form of organization: <input checked="" type="checkbox"/> Corporation Trust Association Other		<b>H(c)</b> Group exemption number	
<b>L</b> Year of formation: <b>1922</b>		<b>M</b> State of legal domicile: <b>PA</b>	

<b>Part I Summary</b>			
<b>Activities &amp; Governance</b>	<b>1</b> Briefly describe the organization's mission or most significant activities: <b>TO BE A LEADING FORUM FOR THE EXPLORATION OF THE ARTS, IDEAS, AND HISTORIES REPRESENTED IN ITS</b>		
	<b>2</b> Check this box if the organization discontinued its operations or disposed of more than 25% of its net assets.		
	<b>3</b> Number of voting members of the governing body (Part VI, line 1a)	<b>3</b>	15
	<b>4</b> Number of independent voting members of the governing body (Part VI, line 1b)	<b>4</b>	15
	<b>5</b> Total number of individuals employed in calendar year 2022 (Part V, line 2a)	<b>5</b>	305
	<b>6</b> Total number of volunteers (estimate if necessary)	<b>6</b>	104
	<b>7a</b> Total unrelated business revenue from Part VIII, column (C), line 12	<b>7a</b>	1,566,596.
<b>b</b> Net unrelated business taxable income from Form 990-T, Part I, line 11	<b>7b</b>	0.	
<b>Revenue</b>	<b>8</b> Contributions and grants (Part VIII, line 1h)	18,490,484.	24,907,805.
	<b>9</b> Program service revenue (Part VIII, line 2g)	4,576,014.	6,091,656.
	<b>10</b> Investment income (Part VIII, column (A), lines 3, 4, and 7d)	11,199,349.	4,523,464.
	<b>11</b> Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	521,824.	567,178.
	<b>12</b> Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	34,787,671.	36,090,103.
<b>Expenses</b>	<b>13</b> Grants and similar amounts paid (Part IX, column (A), lines 1-3)	0.	0.
	<b>14</b> Benefits paid to or for members (Part IX, column (A), line 4)	0.	0.
	<b>15</b> Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	12,409,907.	14,709,229.
	<b>16a</b> Professional fundraising fees (Part IX, column (A), line 11e)	302,629.	344,678.
	<b>b</b> Total fundraising expenses (Part IX, column (D), line 25)	3,446,016.	
	<b>17</b> Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	12,895,065.	16,033,176.
	<b>18</b> Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	25,607,601.	31,087,083.
<b>19</b> Revenue less expenses. Subtract line 18 from line 12	9,180,070.	5,003,020.	
<b>Net Assets or Fund Balances</b>	<b>20</b> Total assets (Part X, line 16)	242,934,305.	225,939,673.
	<b>21</b> Total liabilities (Part X, line 26)	4,203,017.	2,415,253.
	<b>22</b> Net assets or fund balances. Subtract line 21 from line 20	238,731,288.	223,524,420.

<b>Part II Signature Block</b>					
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 officer) is based on all information of which preparer has any knowledge.					
<b>Sign Here</b>	Signature of officer				Date
	<b>MARYANNE MURPHY, CHIEF FINANCIAL OFFICER</b>				
	Type or print name and title				
<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's signature	Date	Check if self-employed	PTIN
	<b>MICHELLE O'NEILL</b>	<b>MICHELLE O'NEILL</b>	<b>11/02/23</b>	<input type="checkbox"/>	<b>P01372721</b>
	Firm's name	Firm's EIN			
	<b>RSM US LLP</b>	<b>42-0714325</b>			
	Firm's address	Phone no.			
	<b>30 SOUTH 17TH STREET, SUITE 710</b>	<b>215-765-4600</b>			
	<b>PHILADELPHIA, PA 19103</b>				

May the IRS discuss this return with the preparer shown above? See instructions ☒ Yes ☐ No

**Part III Statement of Program Service Accomplishments**Check if Schedule O contains a response or note to any line in this Part III ☒**1** Briefly describe the organization's mission:

TO PROMOTE THE ADVANCEMENT OF EDUCATION AND THE APPRECIATION OF THE FINE ARTS AND HORTICULTURE. TO MAINTAIN AN ART GALLERY CONTAINING WORKS OF ANCIENT AND MODERN ART.

**2** Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? ☐ Yes ☒ No

If "Yes," describe these new services on Schedule O.

**3** Did the organization cease conducting, or make significant changes in how it conducts, any program services? ☐ Yes ☒ No

If "Yes," describe these changes on Schedule O.

**4** Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.**4a** (Code: ) (Expenses \$ 9,400,347. including grants of \$ ) (Revenue \$ 43,122. )

THE FOUNDATION ENGAGES IN AN ACTIVE PROGRAM OF COLLECTION CARE AND CONSERVATION. THE BARNES ART COLLECTION COMPRISES OVER 8,000 WORKS OF FINE AND DECORATIVE ARTS, INCLUDING PAINTINGS, FRAMES, WORKS ON PAPER, FURNITURE, AND DECORATIVE METALWORK. THE FOUNDATION'S PHILADELPHIA FACILITY INCLUDES A STATE-OF-THE-ART PAINTING CONSERVATION LAB.

THANKS TO A GENEROUS SECOND CENTURY CAMPAIGN GIFT FROM THE PEW CHARITABLE TRUSTS, THE BARNES HAS CONTINUED ITS FIVE-YEAR PROGRAM OF TECHNICAL ANALYSIS AND RELATED COLLECTION RESEARCH ON WORKS BY PAUL CEZANNE, AMEDEO MODIGLIANI, HENRI ROUSSEAU, AND PABLO PICASSO, AND COLLECTION OBJECTS FROM EGYPT, GREECE, ITALY, AND THE NEAR EAST. THE MULTIYEAR INTERNATIONAL RESEARCH PROJECT ON THE ARTISTIC PRACTICE OF

**4b** (Code: ) (Expenses \$ 9,537,937. including grants of \$ ) (Revenue \$ 4,364,910. )

THE FOUNDATION'S PERMANENT COLLECTION GALLERY IN PHILADELPHIA WELCOMED MORE THAN 177,000 GUESTS DURING 2022. THE FOUNDATION IS OPEN TO THE PUBLIC FIVE DAYS PER WEEK (THURSDAY THROUGH MONDAY). A RETAIL STORE SELLS REPRODUCTIONS, PUBLICATIONS AND OTHER ITEMS RELATED TO THE ART COLLECTION. THE FOUNDATION ALSO PROVIDES ENTERTAINING PRIVILEGES TO ITS MEMBERS, HOSTING 89 SPECIAL EVENTS DURING 2022.

THE BARNES PRESENTED A NUMBER OF IN-PERSON PROGRAMS IN 2022, INCLUDING BARNES ON THE BLOCK, FIRST FRIDAYS, PECO FREE FIRST SUNDAY FAMILY DAYS, YOUNG PROFESSIONALS NIGHTS, A SPECIAL EVENING WITH POET LAUREATE JOY HARJO, AND A ONE-NIGHT-ONLY IMMERSIVE PERFORMANCE BY ARTIST JOHN E. DOWELL.

**4c** (Code: ) (Expenses \$ 3,543,546. including grants of \$ ) (Revenue \$ 471,091. )

THE BARNES-DE MAZIA PROGRAM BUILDS ON DR. BARNES'S GROUNDBREAKING APPROACH TO TEACHING VISUAL LITERACY AND THE CURRICULUM HE DEVELOPED WITH VIOLETTE DE MAZIA AND JOHN DEWEY, WHICH EMPHASIZES THE FORMAL ANALYSIS OF ART AND REFLECTS PROGRESSIVE EDUCATION PHILOSOPHIES OF THE 1920S.

THE BARNES-DE MAZIA ADULT EDUCATION PROGRAM CONTINUED TO EXPERIENCE GREAT SUCCESS WITH ONLINE CLASSES IN 2022, ENABLING THE BARNES TO ENGAGE LARGE AND DIVERSE AUDIENCES, WITH CLASS SIZE NO LONGER LIMITED BY BUILDING CAPACITY OR GEOGRAPHICAL DISTANCE. DURING THE ACADEMIC YEAR, 2,309 STUDENTS PARTICIPATED IN 77 CLASSES, 61 OF WHICH WERE ONLINE. THE BARNES ALSO PROVIDED 305 NEED-BASED SCHOLARSHIPS. OVERALL,

**4d** Other program services (Describe on Schedule O.)

(Expenses \$ including grants of \$ ) (Revenue \$ )

**4e** Total program service expenses 22,481,830.

**Part IV Checklist of Required Schedules**

	Yes	No
<b>1</b> Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? <i>If "Yes," complete Schedule A</i>	<b>1</b> X	
<b>2</b> Is the organization required to complete <i>Schedule B, Schedule of Contributors</i> ? See instructions	<b>2</b> X	
<b>3</b> Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? <i>If "Yes," complete Schedule C, Part I</i>	<b>3</b>	X
<b>4</b> <b>Section 501(c)(3) organizations.</b> Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? <i>If "Yes," complete Schedule C, Part II</i>	<b>4</b>	X
<b>5</b> Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Rev. Proc. 98-19? <i>If "Yes," complete Schedule C, Part III</i>	<b>5</b>	X
<b>6</b> Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? <i>If "Yes," complete Schedule D, Part I</i>	<b>6</b>	X
<b>7</b> Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? <i>If "Yes," complete Schedule D, Part II</i>	<b>7</b>	X
<b>8</b> Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III</i>	<b>8</b> X	
<b>9</b> Did the organization report an amount in Part X, line 21, for escrow or custodial account liability, serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? <i>If "Yes," complete Schedule D, Part IV</i>	<b>9</b>	X
<b>10</b> Did the organization, directly or through a related organization, hold assets in donor-restricted endowments or in quasi endowments? <i>If "Yes," complete Schedule D, Part V</i>	<b>10</b> X	
<b>11</b> If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X, as applicable.		
<b>a</b> Did the organization report an amount for land, buildings, and equipment in Part X, line 10? <i>If "Yes," complete Schedule D, Part VI</i>	<b>11a</b> X	
<b>b</b> Did the organization report an amount for investments - other securities in Part X, line 12, that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VII</i>	<b>11b</b> X	
<b>c</b> Did the organization report an amount for investments - program related in Part X, line 13, that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VIII</i>	<b>11c</b>	X
<b>d</b> Did the organization report an amount for other assets in Part X, line 15, that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part IX</i>	<b>11d</b>	X
<b>e</b> Did the organization report an amount for other liabilities in Part X, line 25? <i>If "Yes," complete Schedule D, Part X</i>	<b>11e</b>	X
<b>f</b> Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? <i>If "Yes," complete Schedule D, Part X</i>	<b>11f</b> X	
<b>12a</b> Did the organization obtain separate, independent audited financial statements for the tax year? <i>If "Yes," complete Schedule D, Parts XI and XII</i>	<b>12a</b>	X
<b>b</b> Was the organization included in consolidated, independent audited financial statements for the tax year? <i>If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional</i>	<b>12b</b> X	
<b>13</b> Is the organization a school described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E</i>	<b>13</b> X	
<b>14a</b> Did the organization maintain an office, employees, or agents outside of the United States?	<b>14a</b>	X
<b>b</b> Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? <i>If "Yes," complete Schedule F, Parts I and IV</i>	<b>14b</b>	X
<b>15</b> Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or other assistance to or for any foreign organization? <i>If "Yes," complete Schedule F, Parts II and IV</i>	<b>15</b>	X
<b>16</b> Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or other assistance to or for foreign individuals? <i>If "Yes," complete Schedule F, Parts III and IV</i>	<b>16</b>	X
<b>17</b> Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? <i>If "Yes," complete Schedule G, Part I. See instructions</i>	<b>17</b> X	
<b>18</b> Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? <i>If "Yes," complete Schedule G, Part II</i>	<b>18</b> X	
<b>19</b> Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III</i>	<b>19</b>	X
<b>20a</b> Did the organization operate one or more hospital facilities? <i>If "Yes," complete Schedule H</i>	<b>20a</b>	X
<b>b</b> If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?	<b>20b</b>	
<b>21</b> Did the organization report more than \$5,000 of grants or other assistance to any domestic organization or domestic government on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i>	<b>21</b>	X

**Part IV Checklist of Required Schedules** (continued)

	Yes	No
<b>22</b> Did the organization report more than \$5,000 of grants or other assistance to or for domestic individuals on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III</i> .....	<b>22</b>	X
<b>23</b> Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5, about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J</i> .....	<b>23</b>	X
<b>24a</b> Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25a</i> .....	<b>24a</b>	X
<b>b</b> Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception? .....	<b>24b</b>	
<b>c</b> Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds? .....	<b>24c</b>	
<b>d</b> Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year? .....	<b>24d</b>	
<b>25a</b> <b>Section 501(c)(3), 501(c)(4), and 501(c)(29) organizations.</b> Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i> .....	<b>25a</b>	X
<b>b</b> Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I</i> .....	<b>25b</b>	X
<b>26</b> Did the organization report any amount on Part X, line 5 or 22, for receivables from or payables to any current or former officer, director, trustee, key employee, creator or founder, substantial contributor, or 35% controlled entity or family member of any of these persons? <i>If "Yes," complete Schedule L, Part II</i> .....	<b>26</b>	X
<b>27</b> Did the organization provide a grant or other assistance to any current or former officer, director, trustee, key employee, creator or founder, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity (including an employee thereof) or family member of any of these persons? <i>If "Yes," complete Schedule L, Part III</i> .....	<b>27</b>	X
<b>28</b> Was the organization a party to a business transaction with one of the following parties (see the Schedule L, Part IV, instructions for applicable filing thresholds, conditions, and exceptions):		
<b>a</b> A current or former officer, director, trustee, key employee, creator or founder, or substantial contributor? <i>If "Yes," complete Schedule L, Part IV</i> .....	<b>28a</b>	X
<b>b</b> A family member of any individual described in line 28a? <i>If "Yes," complete Schedule L, Part IV</i> .....	<b>28b</b>	X
<b>c</b> A 35% controlled entity of one or more individuals and/or organizations described in line 28a or 28b? <i>If "Yes," complete Schedule L, Part IV</i> .....	<b>28c</b>	X
<b>29</b> Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i> .....	<b>29</b>	X
<b>30</b> Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i> .....	<b>30</b>	X
<b>31</b> Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i> .....	<b>31</b>	X
<b>32</b> Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i> .....	<b>32</b>	X
<b>33</b> Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i> .....	<b>33</b>	X
<b>34</b> Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1</i> .....	<b>34</b>	X
<b>35a</b> Did the organization have a controlled entity within the meaning of section 512(b)(13)? .....	<b>35a</b>	X
<b>b</b> If "Yes" to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i> .....	<b>35b</b>	X
<b>36</b> <b>Section 501(c)(3) organizations.</b> Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i> .....	<b>36</b>	X
<b>37</b> Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI</i> .....	<b>37</b>	X
<b>38</b> Did the organization complete Schedule O and provide explanations on Schedule O for Part VI, lines 11b and 19? <b>Note:</b> All Form 990 filers are required to complete Schedule O .....	<b>38</b>	X

**Part V Statements Regarding Other IRS Filings and Tax Compliance**Check if Schedule O contains a response or note to any line in this Part V ☐

	Yes	No
<b>1a</b> Enter the number reported in box 3 of Form 1096. Enter -0- if not applicable .....	<b>1a</b>	152
<b>b</b> Enter the number of Forms W-2G included on line 1a. Enter -0- if not applicable .....	<b>1b</b>	0
<b>c</b> Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners? .....	<b>1c</b>	X

**Part V** Statements Regarding Other IRS Filings and Tax Compliance (continued)

		Yes	No
<b>2a</b> Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return	<b>2a</b> 305		
<b>b</b> If at least one is reported on line 2a, did the organization file all required federal employment tax returns?	<b>2b</b>	X	
<b>3a</b> Did the organization have unrelated business gross income of \$1,000 or more during the year?	<b>3a</b>	X	
<b>b</b> If "Yes," has it filed a Form 990-T for this year? <i>If "No" to line 3b, provide an explanation on Schedule O</i>	<b>3b</b>	X	
<b>4a</b> At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?	<b>4a</b>		X
<b>b</b> If "Yes," enter the name of the foreign country See instructions for filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR).			
<b>5a</b> Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?	<b>5a</b>		X
<b>b</b> Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?	<b>5b</b>		X
<b>c</b> If "Yes" to line 5a or 5b, did the organization file Form 8886-T?	<b>5c</b>		
<b>6a</b> Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions?	<b>6a</b>		X
<b>b</b> If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?	<b>6b</b>		
<b>7 Organizations that may receive deductible contributions under section 170(c).</b>			
<b>a</b> Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?	<b>7a</b>	X	
<b>b</b> If "Yes," did the organization notify the donor of the value of the goods or services provided?	<b>7b</b>	X	
<b>c</b> Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?	<b>7c</b>		X
<b>d</b> If "Yes," indicate the number of Forms 8282 filed during the year	<b>7d</b>		
<b>e</b> Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<b>7e</b>		X
<b>f</b> Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	<b>7f</b>		X
<b>g</b> If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?	<b>7g</b>		
<b>h</b> If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?	<b>7h</b>		
<b>8 Sponsoring organizations maintaining donor advised funds.</b> Did a donor advised fund maintained by the sponsoring organization have excess business holdings at any time during the year?	<b>8</b>		
<b>9 Sponsoring organizations maintaining donor advised funds.</b>			
<b>a</b> Did the sponsoring organization make any taxable distributions under section 4966?	<b>9a</b>		
<b>b</b> Did the sponsoring organization make a distribution to a donor, donor advisor, or related person?	<b>9b</b>		
<b>10 Section 501(c)(7) organizations.</b> Enter:			
<b>a</b> Initiation fees and capital contributions included on Part VIII, line 12	<b>10a</b>		
<b>b</b> Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities	<b>10b</b>		
<b>11 Section 501(c)(12) organizations.</b> Enter:			
<b>a</b> Gross income from members or shareholders	<b>11a</b>		
<b>b</b> Gross income from other sources. (Do not net amounts due or paid to other sources against amounts due or received from them.)	<b>11b</b>		
<b>12a Section 4947(a)(1) non-exempt charitable trusts.</b> Is the organization filing Form 990 in lieu of Form 1041?	<b>12a</b>		
<b>b</b> If "Yes," enter the amount of tax-exempt interest received or accrued during the year	<b>12b</b>		
<b>13 Section 501(c)(29) qualified nonprofit health insurance issuers.</b>			
<b>a</b> Is the organization licensed to issue qualified health plans in more than one state? <b>Note:</b> See the instructions for additional information the organization must report on Schedule O.	<b>13a</b>		
<b>b</b> Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans	<b>13b</b>		
<b>c</b> Enter the amount of reserves on hand	<b>13c</b>		
<b>14a</b> Did the organization receive any payments for indoor tanning services during the tax year?	<b>14a</b>		X
<b>b</b> If "Yes," has it filed a Form 720 to report these payments? <i>If "No," provide an explanation on Schedule O</i>	<b>14b</b>		
<b>15</b> Is the organization subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year? If "Yes," see the instructions and file Form 4720, Schedule N.	<b>15</b>		X
<b>16</b> Is the organization an educational institution subject to the section 4968 excise tax on net investment income? If "Yes," complete Form 4720, Schedule O.	<b>16</b>		X
<b>17 Section 501(c)(21) organizations.</b> Did the trust, or any disqualified or other person engage in any activities that would result in the imposition of an excise tax under section 4951, 4952 or 4953? If "Yes," complete Form 6069.	<b>17</b>		

**Part VI Governance, Management, and Disclosure.** For each "Yes" response to lines 2 through 7b below, and for a "No" response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes on Schedule O. See instructions.

Check if Schedule O contains a response or note to any line in this Part VI ☒

**Section A. Governing Body and Management**

	1a	1b	Yes	No
<b>1a</b> Enter the number of voting members of the governing body at the end of the tax year ..... If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain on Schedule O.	15			
<b>b</b> Enter the number of voting members included on line 1a, above, who are independent .....		15		
<b>2</b> Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee? .....			2	X
<b>3</b> Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors, trustees, or key employees to a management company or other person? .....			3	X
<b>4</b> Did the organization make any significant changes to its governing documents since the prior Form 990 was filed? .....			4	X
<b>5</b> Did the organization become aware during the year of a significant diversion of the organization's assets? .....			5	X
<b>6</b> Did the organization have members or stockholders? .....			6	X
<b>7a</b> Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body? .....			7a	X
<b>b</b> Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body? .....			7b	X
<b>8</b> Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:				
<b>a</b> The governing body? .....			8a	X
<b>b</b> Each committee with authority to act on behalf of the governing body? .....			8b	X
<b>9</b> Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses on Schedule O .....			9	X

**Section B. Policies** (This Section B requests information about policies not required by the Internal Revenue Code.)

	Yes	No
<b>10a</b> Did the organization have local chapters, branches, or affiliates? .....	10a	X
<b>b</b> If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes? .....	10b	
<b>11a</b> Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form? .....	11a	X
<b>b</b> Describe on Schedule O the process, if any, used by the organization to review this Form 990. ....		
<b>12a</b> Did the organization have a written conflict of interest policy? If "No," go to line 13 .....	12a	X
<b>b</b> Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts? .....	12b	X
<b>c</b> Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe on Schedule O how this was done .....	12c	X
<b>13</b> Did the organization have a written whistleblower policy? .....	13	X
<b>14</b> Did the organization have a written document retention and destruction policy? .....	14	X
<b>15</b> Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?		
<b>a</b> The organization's CEO, Executive Director, or top management official .....	15a	X
<b>b</b> Other officers or key employees of the organization .....	15b	X
If "Yes" to line 15a or 15b, describe the process on Schedule O. See instructions. ....		
<b>16a</b> Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year? .....	16a	X
<b>b</b> If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements? .....	16b	

**Section C. Disclosure**

**17** List the states with which a copy of this Form 990 is required to be filed CA, CO, CT, DC, DE, FL, GA, IL, MA, MD, MN, NC

**18** Section 6104 requires an organization to make its Forms 1023 (1024 or 1024-A, if applicable), 990, and 990-T (section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.  
☒ Own website ☐ Another's website ☒ Upon request ☐ Other (explain on Schedule O)

**19** Describe on Schedule O whether (and if so, how) the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year.

**20** State the name, address, and telephone number of the person who possesses the organization's books and records  
**MARYANNE MURPHY - 215-278-7000**  
**2025 BENJAMIN FRANKLIN PARKWAY, PHILADELPHIA, PA 19130**

**Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors**Check if Schedule O contains a response or note to any line in this Part VII ☐**Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees****1a** Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.

- List all of the organization's **current** key employees, if any. See the instructions for definition of "key employee."

- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (box 5 of Form W-2, box 6 of Form 1099-MISC, and/or box 1 of Form 1099-NEC) of more than \$100,000 from the organization and any related organizations.

- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.

- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

See the instructions for the order in which to list the persons above.

☐ Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee.

(A) Name and title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC/1099-NEC)	(E) Reportable compensation from related organizations (W-2/1099-MISC/1099-NEC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(1) THOMAS COLLINS EXECUTIVE DIRECTOR & PRESIDENT	40.00 0.00			X				528,817.	0.	32,033.
(2) NINA DIEFENBACH SVP, DEPUTY DIRECTOR FOR ADVANCEMENT	40.00 0.00				X			342,830.	0.	13,282.
(3) SARA GEELAN DEP DIR, GEN COUNSEL, ASST SECRETARY	40.00 0.00			X				279,731.	0.	32,431.
(4) MARGARET B. ZMINDA EXECUTIVE VP, CFO & COO	32.00 0.00			X				234,456.	0.	24,381.
(5) NANCY IRESON DEP DIR, COLLECTIONS & EXHIBITIONS	40.00 0.00				X			224,456.	0.	16,469.
(6) STEVEN BRADY CHIEF TECHNOLOGY OFFICER	40.00 0.00				X			196,769.	0.	37,463.
(7) WILLIAM D. CARY CHIEF OF BUS. STRATEGY & ANALYTICS	40.00 0.00				X			191,777.	0.	35,889.
(8) VINCENT D'ANTONIO SENIOR DIR, OPERATIONS & GROUNDS	40.00 0.00				X			202,219.	0.	8,749.
(9) SHERONDA WHITAKER CHIEF HR & DIVERSITY OFFICER	40.00 0.00					X		184,802.	0.	8,824.
(10) VALERIE GAY DEP DIR, AUDIENCE ENGAGEMENT & CXO	40.00 0.00					X		150,538.	0.	18,917.
(11) MARTHA E. LUCY DEP DIR, EDU, PUB PGRMS, CURATOR	40.00 0.00					X		163,095.	0.	4,345.
(12) NICO HARTZELL DIR, FOUNDATION RELATIONS (THRU 1/22)	40.00 0.00					X		136,744.	0.	26,533.
(13) KATIE ADAMS SENIOR DIRECTOR OF LEADERSHIP GIFTS	40.00 0.00					X		138,202.	0.	14,955.
(14) JOHN J. AGLIALORO TRUSTEE	1.00 0.00	X						0.	0.	0.
(15) ARMANDO I. BENGOCHEA, PHD TRUSTEE	1.00 0.00	X						0.	0.	0.
(16) SHELDON M. BONOVITZ, ESQ. TRUSTEE	1.00 1.00	X						0.	0.	0.
(17) PAMELA D. BUNDY TRUSTEE	1.00 0.00	X						0.	0.	0.

**Part VII** Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

(A) Name and title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC/1099-NEC)	(E) Reportable compensation from related organizations (W-2/1099-MISC/1099-NEC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(18) GREGORY E. DEAVENS TRUSTEE (AS OF 3/22)	1.00 0.00	X						0.	0.	0.
(19) DAVID A. FLEISCHNER TRUSTEE	1.00 0.00	X						0.	0.	0.
(20) JEFFREY A. HONICKMAN TRUSTEE	1.00 0.00	X						0.	0.	0.
(21) CATHERINE HUGHES TRUSTEE	1.00 0.00	X						0.	0.	0.
(22) JOHN H. MCFADDEN, ESQ. TRUSTEE	1.00 0.00	X						0.	0.	0.
(23) JOSEPH NEUBAUER TRUSTEE	1.00 1.00	X						0.	0.	0.
(24) CHRISTINE POGGI, PHD TRUSTEE	1.00 0.00	X						0.	0.	0.
(25) DR. BRENDA T. THOMPSON TRUSTEE (THRU 12/22)	1.00 0.00	X						0.	0.	0.
(26) AILEEN KENNEDY ROBERTS CHAIR, TRUSTEE	1.00 1.00	X		X				0.	0.	0.
<b>1b Subtotal</b> .....								2,974,436.	0.	274,271.
<b>c Total from continuation sheets to Part VII, Section A</b> .....								0.	0.	0.
<b>d Total (add lines 1b and 1c)</b> .....								2,974,436.	0.	274,271.

**2** Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization

23

**3** Did the organization list any **former** officer, director, trustee, key employee, or highest compensated employee on line 1a? If "Yes," complete Schedule J for such individual .....

	Yes	No
<b>3</b>		X
<b>4</b>	X	
<b>5</b>		X

**4** For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If "Yes," complete Schedule J for such individual .....

**5** Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? If "Yes," complete Schedule J for such person .....

**Section B. Independent Contractors**

**1** Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year.

(A) Name and business address	(B) Description of services	(C) Compensation
LAPLACA COHEN 914 3RD AVENUE, BROOKLYN, NY 11232	STRATEGIC PLAN CONSULTING	633,741.
HARMELIN MEDIA, 525 RIGHTERS FERRY ROAD, BALA CYNWYD, PA 19004	PUBLIC RELATIONS	601,619.
ELLIOTT-LEWIS, 2900 BLACK LAKE PLACE, PHILADELPHIA, PA 19154	BUILDING MAINTENANCE	591,440.
JNF FILMS LTD, GROUND FL HUTLEY WHARF, 29 BRANCH PL, LONDON, UNITED KINGDOM	SPECIAL EXHIBITION FILM PRODUCTION	535,938.
MASTERPIECE INTERNATIONAL 39 BROADWAY, SUITE 1410, NEW YORK, NY 10006	ART TRANSPORT	517,215.

**2** Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 of compensation from the organization

24

SEE PART VII, SECTION A CONTINUATION SHEETS

Form 990 (2022)



Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

[illegible]

**Part VIII Statement of Revenue**Check if Schedule O contains a response or note to any line in this Part VIII ☐

				(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512 - 514
<b>Contributions, Gifts, Grants and Other Similar Amounts</b>	<b>1 a</b> Federated campaigns .....	<b>1a</b>					
	<b>b</b> Membership dues .....	<b>1b</b>					
	<b>c</b> Fundraising events .....	<b>1c</b>	780,389.				
	<b>d</b> Related organizations .....	<b>1d</b>					
	<b>e</b> Government grants (contributions) .....	<b>1e</b>	3,748,784.				
	<b>f</b> All other contributions, gifts, grants, and similar amounts not included above ...	<b>1f</b>	20,378,632.				
	<b>g</b> Noncash contributions included in lines 1a-1f	<b>1g</b>	\$ 200.				
	<b>h Total.</b> Add lines 1a-1f .....						
<b>Program Service Revenue</b>	<b>2 a</b> <b>ADMISSIONS</b> .....	<b>Business Code</b>	900099	2,477,300.	2,477,300.		
	<b>b</b> <b>EVENTS AND CATERING</b> .....		900099	1,592,845.		1202631.	390,214.
	<b>c</b> <b>MEMBERSHIP</b> .....		900099	1,507,298.	1,507,298.		
	<b>d</b> <b>EDUCATION</b> .....		611600	471,091.	471,091.		
	<b>e</b> <b>PUBLICATIONS</b> .....		900004	43,122.	43,122.		
	<b>f</b> All other program service revenue .....						
	<b>g Total.</b> Add lines 2a-2f .....			6,091,656.			
	<b>Other Revenue</b>	<b>3</b> Investment income (including dividends, interest, and other similar amounts) .....			3,217,735.		
<b>4</b> Income from investment of tax-exempt bond proceeds .....							
<b>5</b> Royalties .....							
<b>6 a</b> Gross rents .....		<b>6a</b>	(i) Real (ii) Personal				
<b>b</b> Less: rental expenses ...		<b>6b</b>					
<b>c</b> Rental income or (loss) .....		<b>6c</b>					
<b>d</b> Net rental income or (loss) .....							
<b>7 a</b> Gross amount from sales of assets other than inventory .....		<b>7a</b>	(i) Securities (ii) Other				
<b>b</b> Less: cost or other basis and sales expenses .....		<b>7b</b>	26,035,716.				
<b>c</b> Gain or (loss) .....		<b>7c</b>	1,305,729.				
<b>d</b> Net gain or (loss) .....			1,305,729.				
<b>8 a</b> Gross income from fundraising events (not including \$ 780,389. of contributions reported on line 1c). See Part IV, line 18 .....		<b>8a</b>	65,655.				
<b>b</b> Less: direct expenses .....		<b>8b</b>	264,472.				
<b>c</b> Net income or (loss) from fundraising events .....				-198,817.			-198,817.
<b>9 a</b> Gross income from gaming activities. See Part IV, line 19 .....		<b>9a</b>					
<b>b</b> Less: direct expenses .....	<b>9b</b>						
<b>c</b> Net income or (loss) from gaming activities .....							
<b>10 a</b> Gross sales of inventory, less returns and allowances .....	<b>10a</b>	1,501,728.					
<b>b</b> Less: cost of goods sold .....	<b>10b</b>	758,949.					
<b>c</b> Net income or (loss) from sales of inventory .....		742,779.					
<b>Miscellaneous Revenue</b>	<b>11 a</b> <b>LICENSING &amp; MERCHANDISING</b> .....	<b>Business Code</b>	900099	21,718.			21,718.
	<b>b</b> <b>MISCELLANEOUS INCOME</b> .....		900099	1,498.	1,498.		
	<b>c</b> .....						
	<b>d</b> All other revenue .....						
	<b>e Total.</b> Add lines 11a-11d .....			23,216.			
<b>12 Total revenue.</b> See instructions .....				36,090,103.	4,879,123.	1566596.	4736579.

**Part IX Statement of Functional Expenses**

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A).

Check if Schedule O contains a response or note to any line in this Part IX

☒ X

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
<b>1</b> Grants and other assistance to domestic organizations and domestic governments. See Part IV, line 21				
<b>2</b> Grants and other assistance to domestic individuals. See Part IV, line 22				
<b>3</b> Grants and other assistance to foreign organizations, foreign governments, and foreign individuals. See Part IV, lines 15 and 16				
<b>4</b> Benefits paid to or for members				
<b>5</b> Compensation of current officers, directors, trustees, and key employees	2,343,282.	994,672.	977,147.	371,463.
<b>6</b> Compensation not included above to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
<b>7</b> Other salaries and wages	10,002,107.	6,892,321.	1,597,367.	1,512,419.
<b>8</b> Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)	229,049.	160,266.	34,738.	34,045.
<b>9</b> Other employee benefits	1,241,166.	804,953.	252,611.	183,602.
<b>10</b> Payroll taxes	893,625.	572,404.	184,933.	136,288.
<b>11</b> Fees for services (nonemployees):				
<b>a</b> Management				
<b>b</b> Legal	137,497.	7,873.	129,624.	
<b>c</b> Accounting	176,425.		176,425.	
<b>d</b> Lobbying				
<b>e</b> Professional fundraising services. See Part IV, line 17	344,678.			344,678.
<b>f</b> Investment management fees	456,703.		456,703.	
<b>g</b> Other. (If line 11g amount exceeds 10% of line 25, column (A), amount, list line 11g expenses on Sch O.)	3,755,628.	2,950,315.	744,569.	60,744.
<b>12</b> Advertising and promotion	631,026.	627,026.		4,000.
<b>13</b> Office expenses	224,438.	98,511.	82,819.	43,108.
<b>14</b> Information technology	434,848.	336,485.	48,436.	49,927.
<b>15</b> Royalties	24,688.	24,588.		100.
<b>16</b> Occupancy	2,371,392.	2,289,607.	79,323.	2,462.
<b>17</b> Travel	186,008.	143,102.	26,710.	16,196.
<b>18</b> Payments of travel or entertainment expenses for any federal, state, or local public officials				
<b>19</b> Conferences, conventions, and meetings	76,981.	41,970.	21,485.	13,526.
<b>20</b> Interest				
<b>21</b> Payments to affiliates				
<b>22</b> Depreciation, depletion, and amortization	5,320,757.	5,113,654.	204,546.	2,557.
<b>23</b> Insurance	614,536.	547,628.	34,246.	32,662.
<b>24</b> Other expenses. Itemize expenses not covered above. (List miscellaneous expenses on line 24e. If line 24e amount exceeds 10% of line 25, column (A), amount, list line 24e expenses on Schedule O.)				
<b>a</b> EVENTS	352,601.	48,187.	1,578.	302,836.
<b>b</b> CREDIT CARD/BANK FEES	331,240.	227,089.	26,310.	77,841.
<b>c</b> POSTAGE & PRINTING	255,202.	38,691.	1,407.	215,104.
<b>d</b> CONSERVATION & EXHIBITS	131,771.	131,771.		
<b>e</b> All other expenses	551,435.	430,717.	78,260.	42,458.
<b>25</b> Total functional expenses. Add lines 1 through 24e	31,087,083.	22,481,830.	5,159,237.	3,446,016.
<b>26</b> Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here <input type="checkbox"/> if following SOP 98-2 (ASC 958-720)				

**Part X Balance Sheet**Check if Schedule O contains a response or note to any line in this Part X ☐

		(A) Beginning of year		(B) End of year
<b>Assets</b>	<b>1</b> Cash - non-interest-bearing .....		<b>1</b>	
	<b>2</b> Savings and temporary cash investments .....	4,256,945.	<b>2</b>	1,849,074.
	<b>3</b> Pledges and grants receivable, net .....	9,422,927.	<b>3</b>	12,122,503.
	<b>4</b> Accounts receivable, net .....	117,691.	<b>4</b>	82,651.
	<b>5</b> Loans and other receivables from any current or former officer, director, trustee, key employee, creator or founder, substantial contributor, or 35% controlled entity or family member of any of these persons .....		<b>5</b>	
	<b>6</b> Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), and persons described in section 4958(c)(3)(B) .....		<b>6</b>	
	<b>7</b> Notes and loans receivable, net .....		<b>7</b>	
	<b>8</b> Inventories for sale or use .....	1,166,424.	<b>8</b>	1,431,446.
	<b>9</b> Prepaid expenses and deferred charges .....	986,049.	<b>9</b>	1,007,646.
	<b>10a</b> Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D .....	<b>10a</b> 149,697,864.		
	<b>b</b> Less: accumulated depreciation .....	<b>10b</b> 61,626,399.		
	<b>11</b> Investments - publicly traded securities .....	91,586,265.	<b>10c</b>	88,071,465.
	<b>12</b> Investments - other securities. See Part IV, line 11 .....	114,274,286.	<b>11</b>	98,042,336.
	<b>13</b> Investments - program-related. See Part IV, line 11 .....	15,346,857.	<b>12</b>	17,490,276.
	<b>14</b> Intangible assets .....		<b>13</b>	
	<b>15</b> Other assets. See Part IV, line 11 .....	5,776,861.	<b>14</b>	
<b>16</b> <b>Total assets.</b> Add lines 1 through 15 (must equal line 33) .....	242,934,305.	<b>15</b>	5,842,276.	
<b>17</b> Accounts payable and accrued expenses .....	242,934,305.	<b>16</b>	225,939,673.	
<b>18</b> Grants payable .....	1,497,054.	<b>17</b>	1,439,155.	
<b>19</b> Deferred revenue .....		<b>18</b>		
<b>20</b> Tax-exempt bond liabilities .....	887,898.	<b>19</b>	976,098.	
<b>21</b> Escrow or custodial account liability. Complete Part IV of Schedule D .....		<b>20</b>		
<b>22</b> Loans and other payables to any current or former officer, director, trustee, key employee, creator or founder, substantial contributor, or 35% controlled entity or family member of any of these persons .....		<b>21</b>		
<b>23</b> Secured mortgages and notes payable to unrelated third parties .....		<b>22</b>		
<b>24</b> Unsecured notes and loans payable to unrelated third parties .....		<b>23</b>		
<b>25</b> Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D .....	1,818,065.	<b>24</b>		
<b>26</b> <b>Total liabilities.</b> Add lines 17 through 25 .....	4,203,017.	<b>25</b>	0.	
<b>27</b> <b>Organizations that follow FASB ASC 958, check here</b> <input checked="" type="checkbox"/> <b>and complete lines 27, 28, 32, and 33.</b>		<b>26</b>	2,415,253.	
<b>28</b> Net assets without donor restrictions .....	113,223,454.	<b>27</b>	109,038,281.	
<b>29</b> Net assets with donor restrictions .....	125,507,834.	<b>28</b>	114,486,139.	
<b>30</b> <b>Organizations that do not follow FASB ASC 958, check here</b> <input type="checkbox"/> <b>and complete lines 29 through 33.</b>				
<b>31</b> Capital stock or trust principal, or current funds .....		<b>29</b>		
<b>32</b> Paid-in or capital surplus, or land, building, or equipment fund .....		<b>30</b>		
<b>33</b> Retained earnings, endowment, accumulated income, or other funds .....		<b>31</b>		
<b>34</b> Total net assets or fund balances .....	238,731,288.	<b>32</b>	223,524,420.	
<b>35</b> Total liabilities and net assets/fund balances .....	242,934,305.	<b>33</b>	225,939,673.	

**Part XI Reconciliation of Net Assets**Check if Schedule O contains a response or note to any line in this Part XI ☐

<b>1</b>	Total revenue (must equal Part VIII, column (A), line 12)	<b>1</b>	36,090,103.
<b>2</b>	Total expenses (must equal Part IX, column (A), line 25)	<b>2</b>	31,087,083.
<b>3</b>	Revenue less expenses. Subtract line 2 from line 1	<b>3</b>	5,003,020.
<b>4</b>	Net assets or fund balances at beginning of year (must equal Part X, line 32, column (A))	<b>4</b>	238,731,288.
<b>5</b>	Net unrealized gains (losses) on investments	<b>5</b>	-20,209,888.
<b>6</b>	Donated services and use of facilities	<b>6</b>	
<b>7</b>	Investment expenses	<b>7</b>	
<b>8</b>	Prior period adjustments	<b>8</b>	
<b>9</b>	Other changes in net assets or fund balances (explain on Schedule O)	<b>9</b>	0.
<b>10</b>	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 32, column (B))	<b>10</b>	223,524,420.

**Part XII Financial Statements and Reporting**Check if Schedule O contains a response or note to any line in this Part XII ☐

	Yes	No
<b>1</b> Accounting method used to prepare the Form 990: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other _____ If the organization changed its method of accounting from a prior year or checked "Other," explain on Schedule O.		
<b>2a</b> Were the organization's financial statements compiled or reviewed by an independent accountant? _____ If "Yes," check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both: <input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis		X
<b>b</b> Were the organization's financial statements audited by an independent accountant? _____ If "Yes," check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both: <input type="checkbox"/> Separate basis <input checked="" type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis	X	
<b>c</b> If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? _____ If the organization changed either its oversight process or selection process during the tax year, explain on Schedule O.	X	
<b>3a</b> As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Uniform Guidance, 2 C.F.R. Part 200, Subpart F? _____		X
<b>b</b> If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why on Schedule O and describe any steps taken to undergo such audits _____		

Form 990 (2022)

**SCHEDULE A**  
**(Form 990)**

Department of the Treasury  
Internal Revenue Service

**Public Charity Status and Public Support**

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.  
Attach to Form 990 or Form 990-EZ.

Go to [www.irs.gov/Form990](http://www.irs.gov/Form990) for instructions and the latest information.

OMB No. 1545-0047

**2022**

Open to Public  
Inspection

Name of the organization

THE BARNES FOUNDATION

Employer identification number

23-6000149

**Part I Reason for Public Charity Status.** (All organizations must complete this part.) See instructions.

The organization is not a private foundation because it is: (For lines 1 through 12, check only one box.)

- 1 ☐ A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i).**
- 2 ☒ A school described in **section 170(b)(1)(A)(ii).** (Attach Schedule E (Form 990).)
- 3 ☐ A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii).**
- 4 ☐ A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii).** Enter the hospital's name, city, and state: \_\_\_\_\_
- 5 ☐ An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv).** (Complete Part II.)
- 6 ☐ A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v).**
- 7 ☐ An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi).** (Complete Part II.)
- 8 ☐ A community trust described in **section 170(b)(1)(A)(vi).** (Complete Part II.)
- 9 ☐ An agricultural research organization described in **section 170(b)(1)(A)(ix)** operated in conjunction with a land-grant college or university or a non-land-grant college of agriculture (see instructions). Enter the name, city, and state of the college or university: \_\_\_\_\_
- 10 ☐ An organization that normally receives (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions, subject to certain exceptions; and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See **section 509(a)(2).** (Complete Part III.)
- 11 ☐ An organization organized and operated exclusively to test for public safety. See **section 509(a)(4).**
- 12 ☐ An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in **section 509(a)(1)** or **section 509(a)(2).** See **section 509(a)(3).** Check the box on lines 12a through 12d that describes the type of supporting organization and complete lines 12e, 12f, and 12g.
- a ☐ **Type I.** A supporting organization operated, supervised, or controlled by its supported organization(s), typically by giving the supported organization(s) the power to regularly appoint or elect a majority of the directors or trustees of the supporting organization. **You must complete Part IV, Sections A and B.**
- b ☐ **Type II.** A supporting organization supervised or controlled in connection with its supported organization(s), by having control or management of the supporting organization vested in the same persons that control or manage the supported organization(s). **You must complete Part IV, Sections A and C.**
- c ☐ **Type III functionally integrated.** A supporting organization operated in connection with, and functionally integrated with, its supported organization(s) (see instructions). **You must complete Part IV, Sections A, D, and E.**
- d ☐ **Type III non-functionally integrated.** A supporting organization operated in connection with its supported organization(s) that is not functionally integrated. The organization generally must satisfy a distribution requirement and an attentiveness requirement (see instructions). **You must complete Part IV, Sections A and D, and Part V.**
- e ☐ Check this box if the organization received a written determination from the IRS that it is a Type I, Type II, Type III functionally integrated, or Type III non-functionally integrated supporting organization.

f Enter the number of supported organizations \_\_\_\_\_

g Provide the following information about the supported organization(s).

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1-10 above (see instructions))	(iv) Is the organization listed in your governing document?		(v) Amount of monetary support (see instructions)	(vi) Amount of other support (see instructions)
			Yes	No		
<b>Total</b>						

**Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)**

(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

**Section A. Public Support**

Calendar year (or fiscal year beginning in)	(a) 2018	(b) 2019	(c) 2020	(d) 2021	(e) 2022	(f) Total
<b>1</b> Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.") .....						
<b>2</b> Tax revenues levied for the organization's benefit and either paid to or expended on its behalf .....						
<b>3</b> The value of services or facilities furnished by a governmental unit to the organization without charge .....						
<b>4 Total.</b> Add lines 1 through 3 .....						
<b>5</b> The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f) .....						
<b>6 Public support.</b> Subtract line 5 from line 4.						

**Section B. Total Support**

Calendar year (or fiscal year beginning in)	(a) 2018	(b) 2019	(c) 2020	(d) 2021	(e) 2022	(f) Total
<b>7</b> Amounts from line 4 .....						
<b>8</b> Gross income from interest, dividends, payments received on securities loans, rents, royalties, and income from similar sources .....						
<b>9</b> Net income from unrelated business activities, whether or not the business is regularly carried on .....						
<b>10</b> Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.) .....						
<b>11 Total support.</b> Add lines 7 through 10						
<b>12</b> Gross receipts from related activities, etc. (see instructions) .....					12	
<b>13 First 5 years.</b> If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and <b>stop here</b> .....						

**Section C. Computation of Public Support Percentage**

<b>14</b> Public support percentage for 2022 (line 6, column (f), divided by line 11, column (f)) .....	<b>14</b>	%
<b>15</b> Public support percentage from 2021 Schedule A, Part II, line 14 .....	<b>15</b>	%
<b>16a 33 1/3% support test - 2022.</b> If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and <b>stop here.</b> The organization qualifies as a publicly supported organization .....		
<b>b 33 1/3% support test - 2021.</b> If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and <b>stop here.</b> The organization qualifies as a publicly supported organization .....		
<b>17a 10% -facts-and-circumstances test - 2022.</b> If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the facts-and-circumstances test, check this box and <b>stop here.</b> Explain in Part VI how the organization meets the facts-and-circumstances test. The organization qualifies as a publicly supported organization .....		
<b>b 10% -facts-and-circumstances test - 2021.</b> If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the facts-and-circumstances test, check this box and <b>stop here.</b> Explain in Part VI how the organization meets the facts-and-circumstances test. The organization qualifies as a publicly supported organization .....		
<b>18 Private foundation.</b> If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions .....		

**Part III Support Schedule for Organizations Described in Section 509(a)(2)**

(Complete only if you checked the box on line 10 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

**Section A. Public Support**

Calendar year (or fiscal year beginning in)	(a) 2018	(b) 2019	(c) 2020	(d) 2021	(e) 2022	(f) Total
<b>1</b> Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.") .....						
<b>2</b> Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose .....						
<b>3</b> Gross receipts from activities that are not an unrelated trade or business under section 513 .....						
<b>4</b> Tax revenues levied for the organization's benefit and either paid to or expended on its behalf .....						
<b>5</b> The value of services or facilities furnished by a governmental unit to the organization without charge .....						
<b>6 Total.</b> Add lines 1 through 5 .....						
<b>7a</b> Amounts included on lines 1, 2, and 3 received from disqualified persons .....						
<b>b</b> Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year .....						
<b>c</b> Add lines 7a and 7b .....						
<b>8 Public support.</b> (Subtract line 7c from line 6.)						

**Section B. Total Support**

Calendar year (or fiscal year beginning in)	(a) 2018	(b) 2019	(c) 2020	(d) 2021	(e) 2022	(f) Total
<b>9</b> Amounts from line 6 .....						
<b>10a</b> Gross income from interest, dividends, payments received on securities loans, rents, royalties, and income from similar sources .....						
<b>b</b> Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975 .....						
<b>c</b> Add lines 10a and 10b .....						
<b>11</b> Net income from unrelated business activities not included on line 10b, whether or not the business is regularly carried on .....						
<b>12</b> Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.) .....						
<b>13 Total support.</b> (Add lines 9, 10c, 11, and 12.)						

**14 First 5 years.** If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and **stop here** ☐

**Section C. Computation of Public Support Percentage**

<b>15</b> Public support percentage for 2022 (line 8, column (f), divided by line 13, column (f)) .....	<b>15</b>	%
<b>16</b> Public support percentage from 2021 Schedule A, Part III, line 15 .....	<b>16</b>	%

**Section D. Computation of Investment Income Percentage**

<b>17</b> Investment income percentage for 2022 (line 10c, column (f), divided by line 13, column (f)) .....	<b>17</b>	%
<b>18</b> Investment income percentage from 2021 Schedule A, Part III, line 17 .....	<b>18</b>	%

**19a 33 1/3% support tests - 2022.** If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization ☐

**b 33 1/3% support tests - 2021.** If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization ☐

**20 Private foundation.** If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions ☐



**Part IV Supporting Organizations**

(Complete only if you checked a box on line 12 of Part I. If you checked box 12a, Part I, complete Sections A and B. If you checked box 12b, Part I, complete Sections A and C. If you checked box 12c, Part I, complete Sections A, D, and E. If you checked box 12d, Part I, complete Sections A and D, and complete Part V.)

**Section A. All Supporting Organizations**

	Yes	No
<b>1</b> Are all of the organization's supported organizations listed by name in the organization's governing documents? <i>If "No," describe in Part VI how the supported organizations are designated. If designated by class or purpose, describe the designation. If historic and continuing relationship, explain.</i>		
<b>2</b> Did the organization have any supported organization that does not have an IRS determination of status under section 509(a)(1) or (2)? <i>If "Yes," explain in Part VI how the organization determined that the supported organization was described in section 509(a)(1) or (2).</i>		
<b>3a</b> Did the organization have a supported organization described in section 501(c)(4), (5), or (6)? <i>If "Yes," answer lines 3b and 3c below.</i>		
<b>b</b> Did the organization confirm that each supported organization qualified under section 501(c)(4), (5), or (6) and satisfied the public support tests under section 509(a)(2)? <i>If "Yes," describe in Part VI when and how the organization made the determination.</i>		
<b>c</b> Did the organization ensure that all support to such organizations was used exclusively for section 170(c)(2)(B) purposes? <i>If "Yes," explain in Part VI what controls the organization put in place to ensure such use.</i>		
<b>4a</b> Was any supported organization not organized in the United States ("foreign supported organization")? <i>If "Yes," and if you checked box 12a or 12b in Part I, answer lines 4b and 4c below.</i>		
<b>b</b> Did the organization have ultimate control and discretion in deciding whether to make grants to the foreign supported organization? <i>If "Yes," describe in Part VI how the organization had such control and discretion despite being controlled or supervised by or in connection with its supported organizations.</i>		
<b>c</b> Did the organization support any foreign supported organization that does not have an IRS determination under sections 501(c)(3) and 509(a)(1) or (2)? <i>If "Yes," explain in Part VI what controls the organization used to ensure that all support to the foreign supported organization was used exclusively for section 170(c)(2)(B) purposes.</i>		
<b>5a</b> Did the organization add, substitute, or remove any supported organizations during the tax year? <i>If "Yes," answer lines 5b and 5c below (if applicable). Also, provide detail in Part VI, including (i) the names and EIN numbers of the supported organizations added, substituted, or removed; (ii) the reasons for each such action; (iii) the authority under the organization's organizing document authorizing such action; and (iv) how the action was accomplished (such as by amendment to the organizing document).</i>		
<b>b Type I or Type II only.</b> Was any added or substituted supported organization part of a class already designated in the organization's organizing document?		
<b>c Substitutions only.</b> Was the substitution the result of an event beyond the organization's control?		
<b>6</b> Did the organization provide support (whether in the form of grants or the provision of services or facilities) to anyone other than (i) its supported organizations, (ii) individuals that are part of the charitable class benefited by one or more of its supported organizations, or (iii) other supporting organizations that also support or benefit one or more of the filing organization's supported organizations? <i>If "Yes," provide detail in Part VI.</i>		
<b>7</b> Did the organization provide a grant, loan, compensation, or other similar payment to a substantial contributor (as defined in section 4958(c)(3)(C)), a family member of a substantial contributor, or a 35% controlled entity with regard to a substantial contributor? <i>If "Yes," complete Part I of Schedule L (Form 990).</i>		
<b>8</b> Did the organization make a loan to a disqualified person (as defined in section 4958) not described on line 7? <i>If "Yes," complete Part I of Schedule L (Form 990).</i>		
<b>9a</b> Was the organization controlled directly or indirectly at any time during the tax year by one or more disqualified persons, as defined in section 4946 (other than foundation managers and organizations described in section 509(a)(1) or (2))? <i>If "Yes," provide detail in Part VI.</i>		
<b>b</b> Did one or more disqualified persons (as defined on line 9a) hold a controlling interest in any entity in which the supporting organization had an interest? <i>If "Yes," provide detail in Part VI.</i>		
<b>c</b> Did a disqualified person (as defined on line 9a) have an ownership interest in, or derive any personal benefit from, assets in which the supporting organization also had an interest? <i>If "Yes," provide detail in Part VI.</i>		
<b>10a</b> Was the organization subject to the excess business holdings rules of section 4943 because of section 4943(f) (regarding certain Type II supporting organizations, and all Type III non-functionally integrated supporting organizations)? <i>If "Yes," answer line 10b below.</i>		
<b>b</b> Did the organization have any excess business holdings in the tax year? <i>(Use Schedule C, Form 4720, to determine whether the organization had excess business holdings.)</i>		

**Part IV** Supporting Organizations (continued)

	Yes	No
<b>11</b> Has the organization accepted a gift or contribution from any of the following persons?		
<b>a</b> A person who directly or indirectly controls, either alone or together with persons described on lines 11b and 11c below, the governing body of a supported organization?		
<b>11a</b>		
<b>b</b> A family member of a person described on line 11a above?		
<b>11b</b>		
<b>c</b> A 35% controlled entity of a person described on line 11a or 11b above? If "Yes" to line 11a, 11b, or 11c, provide detail in <b>Part VI</b> .		
<b>11c</b>		

**Section B. Type I Supporting Organizations**

	Yes	No
<b>1</b> Did the governing body, members of the governing body, officers acting in their official capacity, or membership of one or more supported organizations have the power to regularly appoint or elect at least a majority of the organization's officers, directors, or trustees at all times during the tax year? If "No," describe in <b>Part VI</b> how the supported organization(s) effectively operated, supervised, or controlled the organization's activities. If the organization had more than one supported organization, describe how the powers to appoint and/or remove officers, directors, or trustees were allocated among the supported organizations and what conditions or restrictions, if any, applied to such powers during the tax year.		
<b>1</b>		
<b>2</b> Did the organization operate for the benefit of any supported organization other than the supported organization(s) that operated, supervised, or controlled the supporting organization? If "Yes," explain in <b>Part VI</b> how providing such benefit carried out the purposes of the supported organization(s) that operated, supervised, or controlled the supporting organization.		
<b>2</b>		

**Section C. Type II Supporting Organizations**

	Yes	No
<b>1</b> Were a majority of the organization's directors or trustees during the tax year also a majority of the directors or trustees of each of the organization's supported organization(s)? If "No," describe in <b>Part VI</b> how control or management of the supporting organization was vested in the same persons that controlled or managed the supported organization(s).		
<b>1</b>		

**Section D. All Type III Supporting Organizations**

	Yes	No
<b>1</b> Did the organization provide to each of its supported organizations, by the last day of the fifth month of the organization's tax year, (i) a written notice describing the type and amount of support provided during the prior tax year, (ii) a copy of the Form 990 that was most recently filed as of the date of notification, and (iii) copies of the organization's governing documents in effect on the date of notification, to the extent not previously provided?		
<b>1</b>		
<b>2</b> Were any of the organization's officers, directors, or trustees either (i) appointed or elected by the supported organization(s) or (ii) serving on the governing body of a supported organization? If "No," explain in <b>Part VI</b> how the organization maintained a close and continuous working relationship with the supported organization(s).		
<b>2</b>		
<b>3</b> By reason of the relationship described on line 2, above, did the organization's supported organizations have a significant voice in the organization's investment policies and in directing the use of the organization's income or assets at all times during the tax year? If "Yes," describe in <b>Part VI</b> the role the organization's supported organizations played in this regard.		
<b>3</b>		

**Section E. Type III Functionally Integrated Supporting Organizations**

	Yes	No
<b>1</b> Check the box next to the method that the organization used to satisfy the Integral Part Test during the year (see instructions).		
<b>a</b> <input type="checkbox"/> The organization satisfied the Activities Test. Complete line 2 below.		
<b>b</b> <input type="checkbox"/> The organization is the parent of each of its supported organizations. Complete line 3 below.		
<b>c</b> <input type="checkbox"/> The organization supported a governmental entity. Describe in <b>Part VI</b> how you supported a governmental entity (see instructions).		
<b>2</b> Activities Test. Answer lines 2a and 2b below.		
<b>a</b> Did substantially all of the organization's activities during the tax year directly further the exempt purposes of the supported organization(s) to which the organization was responsive? If "Yes," then in <b>Part VI</b> identify those supported organizations and explain how these activities directly furthered their exempt purposes, how the organization was responsive to those supported organizations, and how the organization determined that these activities constituted substantially all of its activities.		
<b>2a</b>		
<b>b</b> Did the activities described on line 2a, above, constitute activities that, but for the organization's involvement, one or more of the organization's supported organization(s) would have been engaged in? If "Yes," explain in <b>Part VI</b> the reasons for the organization's position that its supported organization(s) would have engaged in these activities but for the organization's involvement.		
<b>2b</b>		
<b>3</b> Parent of Supported Organizations. Answer lines 3a and 3b below.		
<b>a</b> Did the organization have the power to regularly appoint or elect a majority of the officers, directors, or trustees of each of the supported organizations? If "Yes" or "No" provide details in <b>Part VI</b> .		
<b>3a</b>		
<b>b</b> Did the organization exercise a substantial degree of direction over the policies, programs, and activities of each of its supported organizations? If "Yes," describe in <b>Part VI</b> the role played by the organization in this regard.		
<b>3b</b>		

**Part V Type III Non-Functionally Integrated 509(a)(3) Supporting Organizations**

- 1 ☐ Check here if the organization satisfied the Integral Part Test as a qualifying trust on Nov. 20, 1970 ( *explain in Part VI*). See instructions.  
All other Type III non-functionally integrated supporting organizations must complete Sections A through E.

Section A - Adjusted Net Income		(A) Prior Year	(B) Current Year (optional)
1	Net short-term capital gain	1	
2	Recoveries of prior-year distributions	2	
3	Other gross income (see instructions)	3	
4	Add lines 1 through 3.	4	
5	Depreciation and depletion	5	
6	Portion of operating expenses paid or incurred for production or collection of gross income or for management, conservation, or maintenance of property held for production of income (see instructions)	6	
7	Other expenses (see instructions)	7	
8	<b>Adjusted Net Income</b> (subtract lines 5, 6, and 7 from line 4)	8	

Section B - Minimum Asset Amount		(A) Prior Year	(B) Current Year (optional)
1	Aggregate fair market value of all non-exempt-use assets (see instructions for short tax year or assets held for part of year):		
a	Average monthly value of securities	1a	
b	Average monthly cash balances	1b	
c	Fair market value of other non-exempt-use assets	1c	
d	<b>Total</b> (add lines 1a, 1b, and 1c)	1d	
e	<b>Discount</b> claimed for blockage or other factors ( <i>explain in detail in Part VI</i> ):		
2	Acquisition indebtedness applicable to non-exempt-use assets	2	
3	Subtract line 2 from line 1d.	3	
4	Cash deemed held for exempt use. Enter 0.015 of line 3 (for greater amount, see instructions).	4	
5	Net value of non-exempt-use assets (subtract line 4 from line 3)	5	
6	Multiply line 5 by 0.035.	6	
7	Recoveries of prior-year distributions	7	
8	<b>Minimum Asset Amount</b> (add line 7 to line 6)	8	

Section C - Distributable Amount			Current Year
1	Adjusted net income for prior year (from Section A, line 8, column A)	1	
2	Enter 0.85 of line 1.	2	
3	Minimum asset amount for prior year (from Section B, line 8, column A)	3	
4	Enter greater of line 2 or line 3.	4	
5	Income tax imposed in prior year	5	
6	<b>Distributable Amount.</b> Subtract line 5 from line 4, unless subject to emergency temporary reduction (see instructions).	6	
7	<input type="checkbox"/> Check here if the current year is the organization's first as a non-functionally integrated Type III supporting organization (see instructions).		

**Part V Type III Non-Functionally Integrated 509(a)(3) Supporting Organizations** (continued)**Section D - Distributions**

		Current Year
<b>1</b>	Amounts paid to supported organizations to accomplish exempt purposes	<b>1</b>
<b>2</b>	Amounts paid to perform activity that directly furthers exempt purposes of supported organizations, in excess of income from activity	<b>2</b>
<b>3</b>	Administrative expenses paid to accomplish exempt purposes of supported organizations	<b>3</b>
<b>4</b>	Amounts paid to acquire exempt-use assets	<b>4</b>
<b>5</b>	Qualified set-aside amounts (prior IRS approval required - <i>provide details in Part VI</i> )	<b>5</b>
<b>6</b>	Other distributions ( <i>describe in Part VI</i> ). See instructions.	<b>6</b>
<b>7</b>	<b>Total annual distributions.</b> Add lines 1 through 6.	<b>7</b>
<b>8</b>	Distributions to attentive supported organizations to which the organization is responsive ( <i>provide details in Part VI</i> ). See instructions.	<b>8</b>
<b>9</b>	Distributable amount for 2022 from Section C, line 6	<b>9</b>
<b>10</b>	Line 8 amount divided by line 9 amount	<b>10</b>

<b>Section E - Distribution Allocations</b> (see instructions)	(i) Excess Distributions	(ii) Underdistributions Pre-2022	(iii) Distributable Amount for 2022
<b>1</b> Distributable amount for 2022 from Section C, line 6			
<b>2</b> Underdistributions, if any, for years prior to 2022 (reasonable cause required - <i>explain in Part VI</i> ). See instructions.			
<b>3</b> Excess distributions carryover, if any, to 2022			
<b>a</b> From 2017			
<b>b</b> From 2018			
<b>c</b> From 2019			
<b>d</b> From 2020			
<b>e</b> From 2021			
<b>f</b> <b>Total</b> of lines 3a through 3e			
<b>g</b> Applied to underdistributions of prior years			
<b>h</b> Applied to 2022 distributable amount			
<b>i</b> Carryover from 2017 not applied (see instructions)			
<b>j</b> Remainder. Subtract lines 3g, 3h, and 3i from line 3f.			
<b>4</b> Distributions for 2022 from Section D, line 7: \$			
<b>a</b> Applied to underdistributions of prior years			
<b>b</b> Applied to 2022 distributable amount			
<b>c</b> Remainder. Subtract lines 4a and 4b from line 4.			
<b>5</b> Remaining underdistributions for years prior to 2022, if any. Subtract lines 3g and 4a from line 2. For result greater than zero, <i>explain in Part VI</i> . See instructions.			
<b>6</b> Remaining underdistributions for 2022. Subtract lines 3h and 4b from line 1. For result greater than zero, <i>explain in Part VI</i> . See instructions.			
<b>7</b> <b>Excess distributions carryover to 2023.</b> Add lines 3j and 4c.			
<b>8</b> Breakdown of line 7:			
<b>a</b> Excess from 2018			
<b>b</b> Excess from 2019			
<b>c</b> Excess from 2020			
<b>d</b> Excess from 2021			
<b>e</b> Excess from 2022			

**Supplemental Information.**

**Supplemental Information.** Provide the explanations required by Part II, line 10; Part II, line 17a or 17b; Part III, line 12; Part IV, Section A, lines 1, 2, 3b, 3c, 4b, 4c, 5a, 6, 9a, 9b, 9c, 11a, 11b, and 11c; Part IV, Section B, lines 1 and 2; Part IV, Section C, line 1; Part IV, Section D, lines 2 and 3; Part IV, Section E, lines 1c, 2a, 2b, 3a, and 3b; Part V, line 1; Part V, Section B, line 1e; Part V, Section D, lines 5, 6, and 8; and Part V, Section E, lines 2, 5, and 6. Also complete this part for any additional information. (See instructions.)

**SCHEDULE D**  
**(Form 990)**

Department of the Treasury  
Internal Revenue Service

**Supplemental Financial Statements**

Complete if the organization answered "Yes" on Form 990,  
Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.

Attach to Form 990.

Go to [www.irs.gov/Form990](http://www.irs.gov/Form990) for instructions and the latest information.

OMB No. 1545-0047

**2022**

Open to Public  
Inspection

Name of the organization

THE BARNES FOUNDATION

Employer identification number

23-6000149

**Part I**

**Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts.** Complete if the organization answered "Yes" on Form 990, Part IV, line 6.

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year .....		
2 Aggregate value of contributions to (during year) .....		
3 Aggregate value of grants from (during year) .....		
4 Aggregate value at end of year .....		
5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control? .....	<input type="checkbox"/> Yes	<input type="checkbox"/> No
6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit? .....	<input type="checkbox"/> Yes	<input type="checkbox"/> No

**Part II**

**Conservation Easements.** Complete if the organization answered "Yes" on Form 990, Part IV, line 7.

1 Purpose(s) of conservation easements held by the organization (check all that apply).

☐ Preservation of land for public use (for example, recreation or education) ☐ Preservation of a historically important land area

☐ Protection of natural habitat ☐ Preservation of a certified historic structure

☐ Preservation of open space

2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year.

	Held at the End of the Tax Year
a Total number of conservation easements .....	2a
b Total acreage restricted by conservation easements .....	2b
c Number of conservation easements on a certified historic structure included in (a) .....	2c
d Number of conservation easements included in (c) acquired after July 25, 2006, and not on a historic structure listed in the National Register .....	2d

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year .....

4 Number of states where property subject to conservation easement is located .....

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds? .....

☐ Yes ☐ No

6 Staff and volunteer hours devoted to monitoring, inspecting, handling of violations, and enforcing conservation easements during the year .....

7 Amount of expenses incurred in monitoring, inspecting, handling of violations, and enforcing conservation easements during the year .....

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)? .....

☐ Yes ☐ No

9 In Part XIII, describe how the organization reports conservation easements in its revenue and expense statement and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements.

**Part III**

**Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.**

Complete if the organization answered "Yes" on Form 990, Part IV, line 8.

1a If the organization elected, as permitted under FASB ASC 958, not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide in Part XIII the text of the footnote to its financial statements that describes these items.

b If the organization elected, as permitted under FASB ASC 958, to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items:

(i) Revenue included on Form 990, Part VIII, line 1 ..... \$ .....

(ii) Assets included in Form 990, Part X ..... \$ .....

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under FASB ASC 958 relating to these items:

a Revenue included on Form 990, Part VIII, line 1 ..... \$ .....

b Assets included in Form 990, Part X ..... \$ .....

**Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets** (continued)

3 Using the organization's acquisition, accession, and other records, check any of the following that make significant use of its collection items (check all that apply):

- a ☒ Public exhibition d ☒ Loan or exchange program  
 b ☒ Scholarly research e ☐ Other \_\_\_\_\_  
 c ☒ Preservation for future generations

4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIII.

5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? ☐ Yes ☒ No

**Part IV Escrow and Custodial Arrangements.** Complete if the organization answered "Yes" on Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X? ☐ Yes ☐ No

b If "Yes," explain the arrangement in Part XIII and complete the following table:

	Amount
c Beginning balance	1c
d Additions during the year	1d
e Distributions during the year	1e
f Ending balance	1f

2a Did the organization include an amount on Form 990, Part X, line 21, for escrow or custodial account liability? ☐ Yes ☐ No

b If "Yes," explain the arrangement in Part XIII. Check here if the explanation has been provided on Part XIII ☐

**Part V Endowment Funds.** Complete if the organization answered "Yes" on Form 990, Part IV, line 10.

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance	129,327,745.	108,204,895.	92,782,521.	72,037,281.	69,130,963.
b Contributions	9,015,647.	10,763,474.	9,269,469.	10,587,944.	10,907,504.
c Net investment earnings, gains, and losses	-16,178,004.	15,531,100.	10,841,454.	13,679,829.	-4,634,186.
d Grants or scholarships					
e Other expenditures for facilities and programs	6,779,000.	5,171,724.	4,688,549.	3,522,533.	3,367,000.
f Administrative expenses					
g End of year balance	115,386,388.	129,327,745.	108,204,895.	92,782,521.	72,037,281.

2 Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as:

- a Board designated or quasi-endowment 11.5600 %  
 b Permanent endowment 88.4400 %  
 c Term endowment .0000 %

The percentages on lines 2a, 2b, and 2c should equal 100%.

3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by:

- (i) Unrelated organizations .....  
 (ii) Related organizations .....

	Yes	No
3a(i)	X	
3a(ii)		X
3b		

b If "Yes" on line 3a(ii), are the related organizations listed as required on Schedule R? .....

4 Describe in Part XIII the intended uses of the organization's endowment funds.

**Part VI Land, Buildings, and Equipment.**

Complete if the organization answered "Yes" on Form 990, Part IV, line 11a. See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land		155,589.		155,589.
b Buildings		141,908,246.	56,777,395.	85,130,851.
c Leasehold improvements				
d Equipment		2,056,403.	1,102,202.	954,201.
e Other		5,577,626.	3,746,802.	1,830,824.
<b>Total.</b> Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10c.)				88,071,465.

**Part VII Investments - Other Securities.**

Complete if the organization answered "Yes" on Form 990, Part IV, line 11b. See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1) Financial derivatives .....		
(2) Closely held equity interests .....		
(3) Other .....		
(A) <b>ALTERNATIVE INVESTMENTS</b>	<b>17,490,276.</b>	<b>END-OF-YEAR MARKET VALUE</b>
(B)		
(C)		
(D)		
(E)		
(F)		
(G)		
(H)		
<b>Total.</b> (Col. (b) must equal Form 990, Part X, col. (B) line 12.)	<b>17,490,276.</b>	

**Part VIII Investments - Program Related.**

Complete if the organization answered "Yes" on Form 990, Part IV, line 11c. See Form 990, Part X, line 13.

(a) Description of investment	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
<b>Total.</b> (Col. (b) must equal Form 990, Part X, col. (B) line 13.)		

**Part IX Other Assets.**

Complete if the organization answered "Yes" on Form 990, Part IV, line 11d. See Form 990, Part X, line 15.

(a) Description	(b) Book value
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
<b>Total.</b> (Column (b) must equal Form 990, Part X, col. (B) line 15.)	

**Part X Other Liabilities.**

Complete if the organization answered "Yes" on Form 990, Part IV, line 11e or 11f. See Form 990, Part X, line 25.

(a) Description of liability	(b) Book value
1. (1) Federal income taxes	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
<b>Total.</b> (Column (b) must equal Form 990, Part X, col. (B) line 25.)	

2. Liability for uncertain tax positions. In Part XIII, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FASB ASC 740. Check here if the text of the footnote has been provided in Part XIII ... ☒



**Part XI Reconciliation of Revenue per Audited Financial Statements With Revenue per Return.**

Complete if the organization answered "Yes" on Form 990, Part IV, line 12a.

<b>1</b>	Total revenue, gains, and other support per audited financial statements .....	<b>1</b>	
<b>2</b>	Amounts included on line 1 but not on Form 990, Part VIII, line 12:		
<b>a</b>	Net unrealized gains (losses) on investments .....	<b>2a</b>	
<b>b</b>	Donated services and use of facilities .....	<b>2b</b>	
<b>c</b>	Recoveries of prior year grants .....	<b>2c</b>	
<b>d</b>	Other (Describe in Part XIII.) .....	<b>2d</b>	
<b>e</b>	Add lines <b>2a</b> through <b>2d</b> .....	<b>2e</b>	
<b>3</b>	Subtract line <b>2e</b> from line <b>1</b> .....	<b>3</b>	
<b>4</b>	Amounts included on Form 990, Part VIII, line 12, but not on line 1:		
<b>a</b>	Investment expenses not included on Form 990, Part VIII, line 7b .....	<b>4a</b>	
<b>b</b>	Other (Describe in Part XIII.) .....	<b>4b</b>	
<b>c</b>	Add lines <b>4a</b> and <b>4b</b> .....	<b>4c</b>	
<b>5</b>	Total revenue. Add lines <b>3</b> and <b>4c</b> . (This must equal Form 990, Part I, line 12.) .....	<b>5</b>	

**Part XII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return.**

Complete if the organization answered "Yes" on Form 990, Part IV, line 12a.

<b>1</b>	Total expenses and losses per audited financial statements .....	<b>1</b>	
<b>2</b>	Amounts included on line 1 but not on Form 990, Part IX, line 25:		
<b>a</b>	Donated services and use of facilities .....	<b>2a</b>	
<b>b</b>	Prior year adjustments .....	<b>2b</b>	
<b>c</b>	Other losses .....	<b>2c</b>	
<b>d</b>	Other (Describe in Part XIII.) .....	<b>2d</b>	
<b>e</b>	Add lines <b>2a</b> through <b>2d</b> .....	<b>2e</b>	
<b>3</b>	Subtract line <b>2e</b> from line <b>1</b> .....	<b>3</b>	
<b>4</b>	Amounts included on Form 990, Part IX, line 25, but not on line 1:		
<b>a</b>	Investment expenses not included on Form 990, Part VIII, line 7b .....	<b>4a</b>	
<b>b</b>	Other (Describe in Part XIII.) .....	<b>4b</b>	
<b>c</b>	Add lines <b>4a</b> and <b>4b</b> .....	<b>4c</b>	
<b>5</b>	Total expenses. Add lines <b>3</b> and <b>4c</b> . (This must equal Form 990, Part I, line 18.) .....	<b>5</b>	

**Part XIII Supplemental Information.**

Provide the descriptions required for Part II, lines 3, 5, and 9; Part III, lines 1a and 4; Part IV, lines 1b and 2b; Part V, line 4; Part X, line 2; Part XI, lines 2d and 4b; and Part XII, lines 2d and 4b. Also complete this part to provide any additional information.

**PART III, LINE 1A:**

THE FOUNDATION OWNS A COLLECTION OF PAINTINGS, SCULPTURES, ANTIQUES AND OTHER OBJECTS OF ART. THE FOUNDATION HAS CAPITALIZED COLLECTION ITEMS PURCHASED DIRECTLY BY THE FOUNDATION AT COST, AND THOSE CONTRIBUTED OTHER THAN BY ITS FOUNDER AT THE FAIR MARKET VALUE ON THE DATE OF THE GIFT. SUBSTANTIALLY ALL OF THE COLLECTION OBJECTS WERE DONATED TO THE FOUNDATION BY ITS FOUNDER AND ARE RECORDED AT A \$1 NOMINAL VALUE, IN ACCORDANCE WITH A RESOLUTION OF THE BOARD OF TRUSTEES AT THE TIME OF THE GIFT. THE FOUNDATION HAS DETERMINED THAT IT IS NOT PRACTICAL TO ESTABLISH A FAIR VALUE OF THE FOUNDER'S ORIGINAL CONTRIBUTION AS OF THE DATE OF THE GIFT BECAUSE RECORDS RELATING TO THE FAIR VALUE AT THE DATE OF THE CONTRIBUTION ARE UNRELIABLE OR DO NOT EXIST.

**Part XIII** Supplemental Information (continued)

## PART III, LINE 4:

THE FOUNDATION'S COLLECTIONS INCLUDE WORKS OF ANCIENT AND MODERN ART AND A SIGNIFICANT COLLECTION OF LIVING SPECIMENS OF TREES, PLANTS AND FLOWERS. THE WORKS OF ART THAT ARE DISPLAYED IN THE FOUNDATION'S GALLERY ARE AVAILABLE FOR VISITATION BY THE PUBLIC AND ARE ALSO USED TO CONDUCT EDUCATIONAL ACTIVITIES TO TEACH THE PRINCIPLES OF ART APPRECIATION ESTABLISHED BY ITS FOUNDER. THE LIVING COLLECTIONS ARE USED IN THE PROGRAMS TO TEACH PRINCIPLES OF AESTHETIC APPEAL OF PLANTS COMBINED WITH A BASE IN BOTANY, HORTICULTURE AND LANDSCAPE DESIGN.

## PART V, LINE 4:

THE INCOME FROM THE FOUNDATION'S PERMANENTLY RESTRICTED ENDOWMENT FUNDS IS INTENDED TO SUPPORT THE FOUNDATION'S PROGRAM OF COLLECTION CARE, SCHOLARLY ACTIVITIES, EDUCATION AND UNRESTRICTED OPERATING COSTS.

## PART X, LINE 2:

THE FOUNDATION IS GENERALLY EXEMPT FROM FEDERAL INCOME TAXES UNDER THE PROVISIONS OF SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE. IN ADDITION, THE FOUNDATION QUALIFIES FOR CHARITABLE CONTRIBUTION DEDUCTIONS AND HAS BEEN CLASSIFIED AS AN ORGANIZATION THAT IS NOT A PRIVATE FOUNDATION. INCOME, WHICH IS NOT RELATED TO EXEMPT PURPOSES, LESS APPLICABLE DEDUCTIONS, IS SUBJECT TO FEDERAL AND STATE CORPORATE INCOME TAXES. THE FOUNDATION DID NOT PAY ANY UNRELATED BUSINESS INCOME TAXES IN 2022 OR IN 2021.

MANAGEMENT HAS EVALUATED THE FOUNDATION'S TAX POSITIONS AND CONCLUDED THAT THE FOUNDATION HAD TAKEN NO MATERIAL UNCERTAIN TAX POSITIONS THAT REQUIRE

**Part XIII** Supplemental Information *(continued)*

ADJUSTMENT TO THE FINANCIAL STATEMENTS. CONSEQUENTLY, NO ACCRUAL FOR INTEREST AND PENALTIES WAS DEEMED NECESSARY FOR THE YEARS ENDED DECEMBER 31, 2022 OR 2021. THE FOUNDATION FILES INCOME TAX RETURNS IN THE UNITED STATES FEDERAL JURISDICTION. GENERALLY, THE FOUNDATION IS NO LONGER SUBJECT TO INCOME TAX EXAMINATIONS BY THE UNITED STATES FEDERAL, STATE OR LOCAL TAX AUTHORITIES FOR YEARS BEFORE 2019.

**SCHEDULE E**  
**(Form 990)**

Department of the Treasury  
Internal Revenue Service

**Schools**

Complete if the organization answered "Yes" on Form 990, Part IV, line 13, or  
Form 990-EZ, Part VI, line 48.

Attach to Form 990 or Form 990-EZ.

Go to [www.irs.gov/Form990](http://www.irs.gov/Form990) for the latest information.

OMB No. 1545-0047

**2022**

Open to Public  
Inspection

Name of the organization

**THE BARNES FOUNDATION**

Employer identification number

**23-6000149**

**Part I**

- 1** Does the organization have a racially nondiscriminatory policy toward students by statement in its charter, bylaws, other governing instrument, or in a resolution of its governing body? .....
- 2** Does the organization include a statement of its racially nondiscriminatory policy toward students in all its brochures, catalogues, and other written communications with the public dealing with student admissions, programs, and scholarships? .....
- 3** Has the organization publicized its racially nondiscriminatory policy on its primary publicly accessible Internet homepage at all times during its tax year in a manner reasonably expected to be noticed by visitors to the homepage, or through newspaper or broadcast media during the period of solicitation for students, or during the registration period if it has no solicitation program, in a way that makes the policy known to all parts of the general community it serves? If "Yes," please describe. If "No," please explain. If you need more space, use Part II .....
- SEE PART II**

- 4** Does the organization maintain the following?
- a** Records indicating the racial composition of the student body, faculty, and administrative staff? .....
- b** Records documenting that scholarships and other financial assistance are awarded on a racially nondiscriminatory basis? .....
- c** Copies of all catalogues, brochures, announcements, and other written communications to the public dealing with student admissions, programs, and scholarships? .....
- d** Copies of all material used by the organization or on its behalf to solicit contributions? .....
- If you answered "No" to any of the above, please explain. If you need more space, use Part II.

- 5** Does the organization discriminate by race in any way with respect to:
- a** Students' rights or privileges? .....
- b** Admissions policies? .....
- c** Employment of faculty or administrative staff? .....
- d** Scholarships or other financial assistance? .....
- e** Educational policies? .....
- f** Use of facilities? .....
- g** Athletic programs? .....
- h** Other extracurricular activities? .....
- If you answered "Yes" to any of the above, please explain. If you need more space, use Part II.

- 6a** Does the organization receive any financial aid or assistance from a governmental agency? .....
- b** Has the organization's right to such aid ever been revoked or suspended? .....
- If you answered "Yes" on either line 6a or line 6b, explain on Part II.
- 7** Does the organization certify that it has complied with the applicable requirements of sections 4.01 through 4.05 of Rev. Proc. 75-50, 1975-2 C.B. 587, as modified by Rev. Proc. 2019-22, 2019-22 I.R.B. 1260, covering racial nondiscrimination? If "No," explain on Part II .....

	YES	NO
<b>1</b>	<b>X</b>	
<b>2</b>	<b>X</b>	
<b>3</b>	<b>X</b>	
<b>4a</b>	<b>X</b>	
<b>4b</b>	<b>X</b>	
<b>4c</b>	<b>X</b>	
<b>4d</b>	<b>X</b>	
<b>5a</b>		<b>X</b>
<b>5b</b>		<b>X</b>
<b>5c</b>		<b>X</b>
<b>5d</b>		<b>X</b>
<b>5e</b>		<b>X</b>
<b>5f</b>		<b>X</b>
<b>5g</b>		<b>X</b>
<b>5h</b>		<b>X</b>
<b>6a</b>	<b>X</b>	
<b>6b</b>		<b>X</b>
<b>7</b>	<b>X</b>	

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ.

Schedule E (Form 990) 2022

**Part II** **Supplemental Information.** Provide the explanations required by Part I, lines 3, 4d, 5h, 6b, and 7, as applicable. Also provide any other additional information. See instructions.

LINE 3 - EXPLANATION OF NONDISCRIMINATION POLICY:

ON NOVEMBER 12, 2010, THE EXECUTIVE COMMITTEE OF THE BOARD OF TRUSTEES OF THE BARNES FOUNDATION FORMALLY REAFFIRMED THE FOUNDATION'S COMMITMENT TO PROVIDING EQUAL OPPORTUNITIES AND A POLICY OF NONDISCRIMINATION ON THE BASIS OF RACE, COLOR, SEX, SEXUAL ORIENTATION, GENDER IDENTITY, RELIGION, CREED, NATIONAL OR ETHNIC ORIGIN, CITIZENSHIP STATUS, AGE, DISABILITY, VETERAN STATUS OR ANY OTHER LEGALLY PROTECTED CLASS STATUS IN THE ADMINISTRATION OF ITS EDUCATIONAL PROGRAM ADMISSIONS, FINANCIAL AID, OR ANY OTHER BARNES FOUNDATION-ADMINISTERED EDUCATIONAL ACTIVITY OR RELATED EMPLOYMENT PRACTICES. THIS POLICY IS PUBLICLY DISSEMINATED AND PUBLICIZED ON THE BARNES'S WEBSITE AND IN EDUCATION-RELATED PRINTED MATERIALS, AND IS ANNUALLY PUBLISHED IN A GENERAL DISTRIBUTION NEWSPAPER SERVING THE PHILADELPHIA COMMUNITY.

LINE 6 - EXPLANATION OF GOVERNMENT FINANCIAL AID:

IN 2021, THE ORGANIZATION RECEIVED A PPP LOAN OF \$1,821,002 WHICH WAS FULLY FORGIVEN IN 2022. IN 2022, THE ORGANIZATION RECEIVED TWO GRANTS FROM PA COUNCIL ON THE ARTS (\$16,671), A GRANT FROM THE NATIONAL ENDOWMENT FOR THE ARTS (\$30,000) AND TWO GRANTS FROM THE INSTITUTE OF MUSEUM AND LIBRARY SERVICES (\$180,621).

Department of the Treasury  
Internal Revenue Service

### Supplemental Information Regarding Fundraising or Gaming Activities

**Complete if the organization answered "Yes" on Form 990, Part IV, line 17, 18, or 19, or if the organization entered more than \$15,000 on Form 990-EZ, line 6a.**

**Attach to Form 990 or Form 990-EZ.**

**Go to [www.irs.gov/Form990](http://www.irs.gov/Form990) for instructions and the latest information.**

OMB No. 1545-0047

# 2022

**Open to Public Inspection**

Name of the organization

THE BARNES FOUNDATION

Employer identification number

23-6000149

## Part I

### Fundraising Activities.

**Fundraising Activities.** Complete if the organization answered "Yes" on Form 990, Part IV, line 17. Form 990-EZ filers are not required to complete this part.

**1** Indicate whether the organization raised funds through any of the following activities. Check all that apply.

- a ☒ Mail solicitations
- b ☒ Internet and email solicitations
- c ☒ Phone solicitations
- d ☒ In-person solicitations
- e ☒ Solicitation of non-government grants
- f ☒ Solicitation of government grants
- g ☒ Special fundraising events

**2 a** Did the organization have a written or oral agreement with any individual (including officers, directors, trustees, or key employees listed in Form 990, Part VII) or entity in connection with professional fundraising services?

☒ Yes☐ No

- b** If "Yes," list the 10 highest paid individuals or entities (fundraisers) pursuant to agreements under which the fundraiser is to be compensated at least \$5,000 by the organization.

(i) Name and address of individual or entity (fundraiser)	(ii) Activity	(iii) Did fundraiser have custody or control of contributions?		(iv) Gross receipts from activity	(v) Amount paid to (or retained by) fundraiser listed in col. (i)	(vi) Amount paid to (or retained by) organization
		Yes	No			
DANILLER + COMPANY - 3724 JEFFERSON, ST 302, AUSTIN, TX	CONSULTANT FOR FUNDRAISING ACTIVITIES		X	1,302,804.	344,678.	958,126.
<b>Total</b>				1,302,804.	344,678.	958,126.

- 3** List all states in which the organization is registered or licensed to solicit contributions or has been notified it is exempt from registration or licensing.

CA, CO, CT, DC, DE, FL, GA, IL, MA, MD, MN, NC, NH, NJ, NY, OH, PA, SC, TN, VA, WA, WI

**Part II Fundraising Events.** Complete if the organization answered "Yes" on Form 990, Part IV, line 18, or reported more than \$15,000 of fundraising event contributions and gross income on Form 990-EZ, lines 1 and 6b. List events with gross receipts greater than \$5,000.

		(a) Event #1	(b) Event #2	(c) Other events	(d) Total events (add col. (a) through col. (c))
		COCKTAIL PARTY (event type)	(event type)	NONE (total number)	
Revenue	1 Gross receipts .....	846,044.			846,044.
	2 Less: Contributions .....	780,389.			780,389.
	3 Gross income (line 1 minus line 2) .....	65,655.			65,655.
Direct Expenses	4 Cash prizes .....				
	5 Noncash prizes .....				
	6 Rent/facility costs .....	114,120.			114,120.
	7 Food and beverages .....	100,667.			100,667.
	8 Entertainment .....	12,000.			12,000.
	9 Other direct expenses .....	37,685.			37,685.
	10 Direct expense summary. Add lines 4 through 9 in column (d) .....				264,472.
11 Net income summary. Subtract line 10 from line 3, column (d) .....				-198,817.	

**Part III Gaming.** Complete if the organization answered "Yes" on Form 990, Part IV, line 19, or reported more than \$15,000 on Form 990-EZ, line 6a.

		(a) Bingo	(b) Pull tabs/instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming (add col. (a) through col. (c))
Revenue	1 Gross revenue .....				
Direct Expenses	2 Cash prizes .....				
	3 Noncash prizes .....				
	4 Rent/facility costs .....				
	5 Other direct expenses .....				
	6 Volunteer labor .....	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	
	7 Direct expense summary. Add lines 2 through 5 in column (d) .....				
	8 Net gaming income summary. Subtract line 7 from line 1, column (d) .....				

9 Enter the state(s) in which the organization conducts gaming activities: \_\_\_\_\_

a Is the organization licensed to conduct gaming activities in each of these states? ☐ Yes ☐ No

b If "No," explain: \_\_\_\_\_

10a Were any of the organization's gaming licenses revoked, suspended, or terminated during the tax year? ☐ Yes ☐ No

b If "Yes," explain: \_\_\_\_\_

- 11** Does the organization conduct gaming activities with nonmembers? ☐ Yes ☐ No
- 12** Is the organization a grantor, beneficiary or trustee of a trust, or a member of a partnership or other entity formed to administer charitable gaming? ☐ Yes ☐ No
- 13** Indicate the percentage of gaming activity conducted in:
- |                                      |            |   |
|--------------------------------------|------------|---|
| <b>a</b> The organization's facility | <b>13a</b> | % |
| <b>b</b> An outside facility         | <b>13b</b> | % |
- 14** Enter the name and address of the person who prepares the organization's gaming/special events books and records:

Name \_\_\_\_\_

Address \_\_\_\_\_

- 15a** Does the organization have a contract with a third party from whom the organization receives gaming revenue? ☐ Yes ☐ No

**b** If "Yes," enter the amount of gaming revenue received by the organization \$ \_\_\_\_\_ and the amount of gaming revenue retained by the third party \$ \_\_\_\_\_

**c** If "Yes," enter name and address of the third party:

Name \_\_\_\_\_

Address \_\_\_\_\_

- 16** Gaming manager information:

Name \_\_\_\_\_

Gaming manager compensation \$ \_\_\_\_\_

Description of services provided \_\_\_\_\_

☐ Director/officer ☐ Employee ☐ Independent contractor

- 17** Mandatory distributions:

**a** Is the organization required under state law to make charitable distributions from the gaming proceeds to retain the state gaming license? ☐ Yes ☐ No

**b** Enter the amount of distributions required under state law to be distributed to other exempt organizations or spent in the organization's own exempt activities during the tax year \$ \_\_\_\_\_

**Part IV Supplemental Information.** Provide the explanations required by Part I, line 2b, columns (iii) and (v); and Part III, lines 9, 9b, 10b, 15b, 15c, 16, and 17b, as applicable. Also provide any additional information. See instructions.

**SCHEDULE G, PART I, LINE 2B, LIST OF TEN HIGHEST PAID FUNDRAISERS:**

(I) NAME OF FUNDRAISER: DANILLER + COMPANY

(I) ADDRESS OF FUNDRAISER: 3724 JEFFERSON, ST 302, AUSTIN, TX 78731



<b>Part IV</b>	<b>Supplemental Information</b> <i>(continued)</i>
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[illegible]

**SCHEDULE J  
(Form 990)**

Department of the Treasury  
Internal Revenue Service

**Compensation Information**

For certain Officers, Directors, Trustees, Key Employees, and Highest  
Compensated Employees  
Complete if the organization answered "Yes" on Form 990, Part IV, line 23.  
Attach to Form 990.  
Go to [www.irs.gov/Form990](http://www.irs.gov/Form990) for instructions and the latest information.

OMB No. 1545-0047

**2022**

Open to Public  
Inspection

Name of the organization

THE BARNES FOUNDATION

Employer identification number

23-6000149

**Part I Questions Regarding Compensation**

**1a** Check the appropriate box(es) if the organization provided any of the following to or for a person listed on Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items.

- |  |  |
|--|--|
| <input type="checkbox"/> First-class or charter travel             | <input type="checkbox"/> Housing allowance or residence for personal use   |
| <input type="checkbox"/> Travel for companions                     | <input type="checkbox"/> Payments for business use of personal residence   |
| <input type="checkbox"/> Tax indemnification and gross-up payments | <input type="checkbox"/> Health or social club dues or initiation fees     |
| <input type="checkbox"/> Discretionary spending account            | <input type="checkbox"/> Personal services (such as maid, chauffeur, chef) |

**b** If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain .....

**2** Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all directors, trustees, and officers, including the CEO/Executive Director, regarding the items checked on line 1a? .....

**3** Indicate which, if any, of the following the organization used to establish the compensation of the organization's CEO/Executive Director. Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director, but explain in Part III.

- |  |   |
|--|---|
| <input checked="" type="checkbox"/> Compensation committee   | <input type="checkbox"/> Written employment contract                                |
| <input type="checkbox"/> Independent compensation consultant | <input type="checkbox"/> Compensation survey or study                               |
| <input type="checkbox"/> Form 990 of other organizations     | <input checked="" type="checkbox"/> Approval by the board or compensation committee |

**4** During the year, did any person listed on Form 990, Part VII, Section A, line 1a, with respect to the filing organization or a related organization:

**a** Receive a severance payment or change-of-control payment? .....

**b** Participate in or receive payment from a supplemental nonqualified retirement plan? .....

**c** Participate in or receive payment from an equity-based compensation arrangement? .....

If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III.

**Only section 501(c)(3), 501(c)(4), and 501(c)(29) organizations must complete lines 5-9.**

**5** For persons listed on Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of:

**a** The organization? .....

**b** Any related organization? .....

If "Yes" on line 5a or 5b, describe in Part III.

**6** For persons listed on Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of:

**a** The organization? .....

**b** Any related organization? .....

If "Yes" on line 6a or 6b, describe in Part III.

**7** For persons listed on Form 990, Part VII, Section A, line 1a, did the organization provide any nonfixed payments not described on lines 5 and 6? If "Yes," describe in Part III .....

**8** Were any amounts reported on Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(a)(3)? If "Yes," describe in Part III .....

**9** If "Yes" on line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)? .....

Yes No

<b>1b</b>		
<b>2</b>	X	
<b>4a</b>		X
<b>4b</b>		X
<b>4c</b>		X
<b>5a</b>		X
<b>5b</b>		X
<b>6a</b>		X
<b>6b</b>		X
<b>7</b>	X	
<b>8</b>		X
<b>9</b>		

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule J (Form 990) 2022

**Part II Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees.** Use duplicate copies if additional space is needed.

For each individual whose compensation must be reported on Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions, on row (ii). Do not list any individuals that aren't listed on Form 990, Part VII.

**Note:** The sum of columns (B)(i)-(iii) for each listed individual must equal the total amount of Form 990, Part VII, Section A, line 1a, applicable column (D) and (E) amounts for that individual.

(A) Name and Title		(B) Breakdown of W-2 and/or 1099-MISC and/or 1099-NEC compensation			(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation in column (B) reported as deferred on prior Form 990
		(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
(1) THOMAS COLLINS EXECUTIVE DIRECTOR & PRESIDENT	(i)	475,377.	50,000.	3,440.	8,108.	23,925.	560,850.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(2) NINA DIEFENBACH SVP, DEPUTY DIRECTOR FOR ADVANCEMENT	(i)	338,750.	0.	4,080.	8,940.	4,342.	356,112.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(3) SARA GEELAN DEP DIR, GEN COUNSEL, ASST SECRETARY	(i)	269,099.	10,000.	632.	7,364.	25,067.	312,162.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(4) MARGARET B. ZMINDA EXECUTIVE VP, CFO & COO	(i)	232,963.	0.	1,493.	7,157.	17,224.	258,837.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(5) NANCY IRESON DEP DIR, COLLECTIONS & EXHIBITIONS	(i)	224,245.	0.	211.	6,781.	9,688.	240,925.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(6) STEVEN BRADY CHIEF TECHNOLOGY OFFICER	(i)	196,480.	0.	289.	3,153.	34,310.	234,232.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(7) WILLIAM D. CARY CHIEF OF BUS. STRATEGY & ANALYTICS	(i)	191,612.	0.	165.	5,386.	30,503.	227,666.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(8) VINCENT D'ANTONIO SENIOR DIR, OPERATIONS & GROUNDS	(i)	200,192.	0.	2,027.	5,958.	2,791.	210,968.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(9) SHERONDA WHITAKER CHIEF HR & DIVERSITY OFFICER	(i)	184,563.	0.	239.	5,490.	3,334.	193,626.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(10) VALERIE GAY DEP DIR, AUDIENCE ENGAGEMENT & CXO	(i)	149,996.	0.	542.	4,537.	14,380.	169,455.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(11) MARTHA E. LUCY DEP DIR, EDU, PUB PGRMS, CURATOR	(i)	162,793.	0.	302.	3,186.	1,159.	167,440.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(12) NICO HARTZELL DIR, FOUNDATION RELATIONS (THRU 1/22)	(i)	136,564.	0.	180.	2,945.	23,588.	163,277.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(13) KATIE ADAMS SENIOR DIRECTOR OF LEADERSHIP GIFTS	(i)	138,094.	0.	108.	4,200.	10,755.	153,157.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							

**Part III** Supplemental Information

Provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 3, 4a, 4b, 4c, 5a, 5b, 6a, 6b, 7, and 8, and for Part II. Also complete this part for any additional information.

**PART I, LINE 7:**

THOMAS COLLINS PARTICIPATES IN A BONUS PLAN IN WHICH THE BONUS IS  
DETERMINED BASED ON CERTAIN INDIVIDUAL AND/OR ORGANIZATIONAL METRICS. THE  
BONUS IS AWARDED AT THE DISCRETION OF THE EXECUTIVE COMMITTEE OF THE BOARD.

SARA GEELAN RECEIVED A ONE-TIME BONUS FOR TAKING ON ADDITIONAL  
RESPONSIBILITIES DURING A STAFFING CHANGEOVER.

**SCHEDULE O**  
**(Form 990)**

Department of the Treasury  
Internal Revenue Service

**Supplemental Information to Form 990 or 990-EZ**

Complete to provide information for responses to specific questions on  
Form 990 or 990-EZ or to provide any additional information.  
Attach to Form 990 or Form 990-EZ.  
Go to [www.irs.gov/Form990](http://www.irs.gov/Form990) for the latest information.

OMB No. 1545-0047

**2022**

Open to Public  
Inspection

Name of the organization

THE BARNES FOUNDATION

Employer identification number  
23-6000149

**FORM 990, PART I, LINE 1, DESCRIPTION OF ORGANIZATION MISSION:**

CORE COLLECTIONS. THE BARNES MANIFESTS THIS COMMITMENT BY TEACHING  
VISUAL LITERACY THROUGH THE BARNES-DE-MAZIA METHOD; SUPPORTING ADVANCED  
SCHOLARSHIP ON ITS COLLECTIONS AND RELATED SUBJECTS; SHARING COMPELLING  
INTERPRETIVE STRATEGIES; AND OFFERING INCLUSIVE CULTURAL AND  
EDUCATIONAL EXPERIENCES ON-SITE, ONLINE, AND IN THE COMMUNITIES IT  
SERVES. CENTRAL TO THE BARNES FOUNDATION'S MISSION IS THE ENCOURAGEMENT  
OF EVER-DEEPER UNDERSTANDING AND ENJOYMENT OF ITS COLLECTIONS BY  
DIVERSE LOCAL, NATIONAL, AND INTERNATIONAL AUDIENCES.

**FORM 990, PART III, LINE 4A, PROGRAM SERVICE ACCOMPLISHMENTS:**

AMEDEO MODIGLIANI CONTINUED THROUGH 2022, CULMINATING IN THE EXHIBITION  
MODIGLIANI UP CLOSE AND THE ACCOMPANYING CATALOGUE. FINDINGS OF THIS  
GROUNDBREAKING ANALYSIS AND RESEARCH INFORMED THE FOCUS OF THE  
EXHIBITION, FURTHERING OUR UNDERSTANDING OF MODIGLIANI'S APPROACH TO  
HIS ART, ENHANCING OUR KNOWLEDGE OF THE CHRONOLOGY OF HIS WORKS, AND  
HELPING TO ESTABLISH THE LOCATIONS AND CIRCUMSTANCES OF WHERE HE  
PAINTED. MODERN TECHNIQUES ALLOWED FOR THE COMPARISON OF CANVAS SIZES  
AND THREAD COUNTS, STRETCHERS AND STRAINERS, AND GROUNDS AND PIGMENTS  
OF THE BARNES COLLECTION PAINTINGS WITHIN THE CONTEXT OF THE LARGER  
GROUP OF WORKS STUDIED, SHEDDING NEW LIGHT ON WELL-KNOWN WORKS.  
TECHNICAL EXAMINATION AND ANALYSIS INCLUDED ULTRAVIOLET-VISIBLE  
FLUORESCENCE PHOTOGRAPHY, INFRARED REFLECTOGRAPHY, AND X-RADIOGRAPHY.  
THE TREATMENT OF MODIGLIANI'S PINK NUDE-CARYATID (BF292) REVEALED A  
SECOND CARYATID ON THE VERSO (REVERSE), ALSO WATERCOLOR, GOUACHE,

CRAYON, AND INK. THE TREATMENT WAS COMPLETED IN TIME FOR INCLUSION OF

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ.

Schedule O (Form 990) 2022

Name of the organization	Employer identification number
THE BARNES FOUNDATION	23-6000149

THE IMAGE IN THE CATALOGUE, MARKING THE FIRST DOCUMENTATION OF THIS SIGNIFICANT DISCOVERY.

PROGRESS ALSO CONTINUED ON A COMPREHENSIVE TECHNICAL STUDY OF THE 18 PAINTINGS BY HENRI ROUSSEAU IN THE BARNES COLLECTION, A STUDY THAT COMMENCED IN 2020 AS PART OF THE MULTIYEAR RESEARCH PROJECT FUNDED BY THE PEW CHARITABLE TRUSTS. TECHNICAL IMAGING WAS COMPLETED FOR ALL THE WORKS AND INCLUDED NORMAL LIGHT IMAGES OF THE RECTO (FRONT) AND VERSO (REVERSE), RAKING LIGHT, DIGITAL REFLECTED INFRARED, ULTRAVIOLET-VISIBLE FLUORESCENCE, PHOTOMACROGRAPHS, AND X-RADIOGRAPHY. INFRARED REFLECTOGRAPHY WAS ALSO COMPLETED IN 2022. OVERALL X-RAY FLUORESCENCE SPECTROSCOPY SCANS WITH THE BRUKER M6 JETSTREAM WERE ALSO COMPLETED TO PRODUCE ELEMENTAL DISTRIBUTIONS MAPS.

THE RENOVATION OF THE BARNES OBJECTS CONSERVATION LABORATORY LOCATED IN THE FRANCES M. MAGUIRE ART MUSEUM AT SAINT JOSEPH'S UNIVERSITY IN MERION, PENNSYLVANIA-THE ORIGINAL LOCATION OF THE BARNES COLLECTION-WAS COMPLETED IN MARCH 2022. THE RENOVATION GREATLY IMPROVED LAB OPERATIONS WITH THE INSTALLATION OF NEW LIGHTING AND A STATE-OF-THE-ART FUME HOOD AND FUME EXTRACTION ARMS LOCATED OVER WORK BENCHES, AMONG OTHER UPDATES.

SINCE 1999, THE BARNES HAS ENJOYED A FRUITFUL AND COLLABORATIVE RELATIONSHIP WITH THE CONSERVATION CENTER FOR ART AND HISTORIC ARTIFACTS AS THE ORGANIZATION HAS COMPLETED REHOUSING AND TREATMENT PROJECTS FOR THE BARNES ART AND ARCHIVAL COLLECTIONS. WITH SUPPORT FROM THE SANSOM FOUNDATION, 16 WORKS ON PAPER BY WILLIAM JAMES GLACKENS WERE TREATED AND REHOUSED. TO DATE, WE HAVE COMPLETED THE TREATMENT AND

Name of the organization	Employer identification number
THE BARNES FOUNDATION	23-6000149

REHOUSING OF 172 OF THE 282 WORKS ON PAPER IN THE COLLECTION GALLERY.

THE FOUNDATION PRESENTED THREE TEMPORARY EXHIBITIONS IN 2022. WATER, WIND, BREATH: SOUTHWEST NATIVE ART IN COMMUNITY (ON DISPLAY FROM FEBRUARY 20 THROUGH MAY 15, 2022), ISAAC JULIEN: ONCE AGAIN... (STATUES NEVER DIE) (ON DISPLAY FROM JUNE 19 THROUGH SEPTEMBER 4, 2022), AND MODIGLIANI UP CLOSE (ON DISPLAY FROM OCTOBER 16, 2022 THROUGH JANUARY 20, 2023).

WATER, WIND, BREATH WAS A MAJOR EXHIBITION OF SOUTHWEST NATIVE ART, INCLUDING PUEBLO AND NAVAJO POTTERY, TEXTILES, AND JEWELRY FROM THE BARNES COLLECTION. CO-CURATED BY LUCY FOWLER WILLIAMS, ASSOCIATE CURATOR-IN-CHARGE AND JEREMY A. SABLOFF SENIOR KEEPER OF AMERICAN COLLECTIONS AT THE UNIVERSITY OF PENNSYLVANIA MUSEUM OF ARCHAEOLOGY AND ANTHROPOLOGY, PHILADELPHIA, AND TONY CHAVARRIA (SANTA CLARA PUEBLO), CURATOR OF ETHNOLOGY AT THE MUSEUM OF INDIAN ARTS AND CULTURE, SANTA FE, THIS WAS THE BARNES'S FIRST EXHIBITION DEDICATED TO NATIVE AMERICAN ART. THE EXHIBITION REACHED MORE THAN 23,100 REGIONAL, NATIONAL, AND INTERNATIONAL VISITORS.

FOR ITS CENTENNIAL, THE BARNES COMMISSIONED AND PRESENTED AN IMMERSIVE FILM INSTALLATION BY ARTIST AND FILMMAKER SIR ISAAC JULIEN, CBE RA (B. LONDON, 1960). THE FIVE-SCREEN INSTALLATION EXPLORED THE RELATIONSHIP BETWEEN DR. ALBERT C. BARNES, AN EARLY US COLLECTOR AND EXHIBITOR OF AFRICAN MATERIAL CULTURE, AND THE FAMED PHILOSOPHER AND CULTURAL CRITIC ALAIN LOCKE, KNOWN AS THE FATHER OF THE HARLEM RENAISSANCE. CURATED BY THOM COLLINS, NEUBAUER FAMILY EXECUTIVE DIRECTOR AND PRESIDENT, THE EXHIBITION ALSO EXAMINED THE DISPLAY AND SIGNIFICANCE OF AFRICAN

Name of the organization	Employer identification number
THE BARNES FOUNDATION	23-6000149

MATERIAL CULTURE IN WESTERN ART MUSEUMS. THIS EXHIBITION REACHED MORE THAN 20,000 REGIONAL, NATIONAL, AND INTERNATIONAL VISITORS.

MODIGLIANI UP CLOSE WAS A MAJOR LOAN EXHIBITION THAT SHARED NEW INSIGHTS INTO AMEDEO MODIGLIANI'S WORKING METHODS AND MATERIALS, MODIGLIANI UP CLOSE WAS CURATED BY AN INTERNATIONAL TEAM OF ART HISTORIANS AND CONSERVATORS: BARBARA BUCKLEY, SENIOR DIRECTOR OF CONSERVATION AND CHIEF CONSERVATOR OF PAINTINGS AT THE BARNES; SIMONETTA FRAQUELLI, INDEPENDENT CURATOR AND CONSULTING CURATOR FOR THE BARNES; NANCY IRESON, DEPUTY DIRECTOR FOR COLLECTIONS AND EXHIBITIONS & GUND FAMILY CHIEF CURATOR AT THE BARNES; AND ANNETTE KING, PAINTINGS CONSERVATOR AT TATE, LONDON.

CHANGING DISPLAYS OF MATERIALS FROM THE BARNES ARCHIVES ARE REGULARLY SHOWN ON THE BARNES FOUNDATION'S LOWER LEVEL. THIS YEAR FEATURED TWO EXHIBITIONS: TOOLS OF HER TRADE: HOW VIOLETTE DE MAZIA TAUGHT THE BARNES METHOD (NOVEMBER 2021-NOVEMBER 2022) AND MATISSE, DR. BARNES, AND "THE DANCE" (SEPTEMBER 2022-JUNE 2023).

IN 2022, THE BARNES PRODUCED TWO MAJOR PUBLICATIONS, WATER, WIND, BREATH: SOUTHWEST NATIVE ART IN THE BARNES FOUNDATION AND MODIGLIANI UP CLOSE.

WATER, WIND, BREATH, A 224-PAGE CATALOGUE PUBLISHED BY THE BARNES IN ASSOCIATION WITH YALE UNIVERSITY PRESS, ACCOMPANIED THE EXHIBITION WATER, WIND, BREATH: SOUTHWEST NATIVE ART IN COMMUNITY AND SERVES AS THE COLLECTION CATALOGUE TO THE BARNES SOUTHWEST ART COLLECTION.

DEVELOPED IN CLOSE COLLABORATION WITH NATIVE AND NON-NATIVE SCHOLARS



Name of the organization

THE BARNES FOUNDATION

Employer identification number

23-6000149

AND PRACTITIONERS TO EMPHASIZE THE PERSPECTIVES AND VOICES OF THE COMMUNITIES IN WHICH THE OBJECTS WERE AND CONTINUE TO BE MADE, THIS FULLY ILLUSTRATED CATALOGUE INCLUDES CONTRIBUTIONS BY CO-CURATORS LUCY FOWLER WILLIAMS AND TONY CHAVARRIA; TEXTILE ARTIST TAHNIBAA NAATAANII (NAVAJO); AND SPECIALISTS KENNETH WILLIAMS (ARAPAHO/SENECA), LAURIE D. WEBSTER, AND ROBERT BAUVER.

THE 344-PAGE EXHIBITION CATALOGUE MODIGLIANI UP CLOSE WAS PUBLISHED BY THE BARNES IN ASSOCIATION WITH YALE UNIVERSITY PRESS. EDITED BY BARBARA BUCKLEY, SIMONETTA FRAQUELLI, NANCY IRESON, AND ANNETTE KING, THE CATALOGUE FEATURES 360 IMAGES AND OFFERS A FOCUSED EXPLORATION OF HOW AMEDEO MODIGLIANI CONSTRUCTED AND COMPOSED HIS SIGNATURE PAINTINGS AND SCULPTURES. IT ALSO SHEDS LIGHT ON THE ROLE OF DR. BARNES, AN EARLY COLLECTOR OF MODIGLIANI'S WORK, IN SHAPING THE ARTIST'S CRITICAL RECEPTION IN THE UNITED STATES. THE BARNES IS HOME TO ONE OF THE MOST IMPORTANT GROUPS OF MODIGLIANI WORKS IN THE WORLD, AND THE CATALOGUE BRINGS THESE WORKS TOGETHER WITH SOME 50 OTHER IMPORTANT EXAMPLES FROM PUBLIC AND PRIVATE COLLECTIONS AROUND THE WORLD.

EXPENSES FOR COLLECTIONS CARE INCLUDES A PRO-RATA SHARE OF DEPRECIATION AND OTHER FACILITY COSTS.

FORM 990, PART III, LINE 4B, PROGRAM SERVICE ACCOMPLISHMENTS:

ON JUNE 19, THE BARNES HOSTED THE FIFTH ANNUAL BARNES ON THE BLOCK WITH MURAL ARTS PHILADELPHIA. KICKING OFF THE CENTENNIAL YEAR CELEBRATIONS, THIS SPECIAL EDITION OF THE BARNES'S ANNUAL BLOCK PARTY CELEBRATED THE OPENING OF ISAAC JULIEN: ONCE AGAIN... (STATUES NEVER DIE), PLUS

Name of the organization	Employer identification number
THE BARNES FOUNDATION	23-6000149

JUNETEENTH AND FATHER'S DAY, AND FEATURED FREE ADMISSION TO THE GALLERIES AND OUTDOOR FAMILY-FRIENDLY ART MAKING, LIVE PERFORMANCES, FOOD TRUCKS, AND A BEER GARDEN. THE BARNES WELCOMED OVER 3,000 VISITORS TO THE 2022 BARNES ON THE BLOCK FESTIVITIES.

ON THE OCCASION OF THE WATER, WIND, BREATH: SOUTHWEST NATIVE ART IN COMMUNITY EXHIBITION, THE BARNES HOSTED US POET LAUREATE JOY HARJO FOR A SPECIAL EVENING OF POETRY AND CONVERSATION ON MARCH 25. HARJO, A MEMBER OF THE MUSCOGEE (CREEK) NATION, IS AN INTERNATIONALLY RENOWNED PERFORMER AND AUTHOR OF NINE BOOKS OF POETRY, SEVERAL PLAYS, AND CHILDREN'S BOOKS, AND TWO MEMOIRS-CRAZY BRAVE AND POET WARRIOR. HER MANY HONORS INCLUDE THE POETRY FOUNDATION'S RUTH LILLY PRIZE FOR LIFETIME ACHIEVEMENT, THE ACADEMY OF AMERICAN POETS' WALLACE STEVENS AWARD, TWO NEA FELLOWSHIPS, AND A GUGGENHEIM FELLOWSHIP. AT THE TIME OF THIS PROGRAM, HARJO WAS SERVING HER THIRD TERM AS POET LAUREATE; SHE IS THE FIRST NATIVE AMERICAN TO HAVE HELD THE POSITION. THIS PROGRAM INCLUDED A WELCOME BY PHILADELPHIA POET LAUREATE AIREA D. MATTHEWS AND WAS MODERATED BY CULTURAL HISTORIAN, PERFORMER, AND SCHOLAR BRENDA DIXON GOTTSCHILD.

THE BARNES AND THE CURTIS INSTITUTE OF MUSIC COLLABORATED TO PRESENT JOHN DOWELL: A PUBLIC INTIMATE SPACE, AN IMMERSIVE PERFORMANCE PIECE CREATED BY ARTIST JOHN E. DOWELL, JR., BLENDING PHOTOGRAPHY, MOVEMENT, AND SOUND TO EXPLORE THE SACRED NATURE OF THE PUBLIC SQUARE-IN THIS CASE, PHILADELPHIA'S RITTENHOUSE SQUARE. A PUBLIC INTIMATE SPACE, WHICH TOOK PLACE DECEMBER 8, TRANSFORMED THE WALTER AND LEONORE ANNENBERG COURT WITH DOWELL'S HAUNTING PHOTOGRAPHS OF RITTENHOUSE SQUARE, PRESENTED ON TEN-FOOT-TALL SUSPENDED SCREENS AND ANIMATED BY A NEWLY

Name of the organization

THE BARNES FOUNDATION

Employer identification number

23-6000149

COMPOSED WORK BY MAYA MIRO JOHNSON, AN EMERGING ARTIST FROM THE CURTIS INSTITUTE OF MUSIC. JOHNSON'S COMPOSITION, WHICH WAS RECORDED BY MUSICIANS ALSO FROM THE CURTIS INSTITUTE OF MUSIC, DREW INSPIRATION FROM GREGORIAN CHANTS, THE HISTORY OF RITTENHOUSE SQUARE, AND DOWELL'S REIMAGINING OF URBAN ENVIRONMENTS AND THE ARCHITECTURE OF THE BARNES'S BUILDING AND CAMPUS.

ONCE A MONTH, PECO FREE FIRST SUNDAY FAMILY DAY OFFERS FREE ACCESS TO THE BARNES COLLECTION AND SPECIAL EXHIBITIONS, ALONG WITH A ROBUST PROGRAM OF PERFORMANCES AND ACTIVITIES DESIGNED TO ENGAGE AUDIENCES WHO MIGHT NOT OTHERWISE HAVE THE OPPORTUNITY TO VISIT. ON DECEMBER 4, THE BARNES PRESENTED A SPECIAL PECO FREE FIRST SUNDAY FAMILY DAY CELEBRATING 100 YEARS SINCE THE BARNES WAS ESTABLISHED BY DR. ALBERT C. BARNES. IN ADDITION TO THIS MAJOR MILESTONE, THE BARNES ALSO CELEBRATED TEN YEARS ON THE PARKWAY IN PHILADELPHIA AND TEN YEARS OF PECO BEING THE FOUNDING CORPORATE PARTNER AND SUPPORTER OF THIS POPULAR PROGRAM. IN 2022, THE BARNES WELCOMED OVER 18,400 VISITORS TO PECO FREE FIRST SUNDAY FAMILY DAY AND WORKED WITH 25 COMMUNITY PARTNERS.

THE BARNES IS COMMITTED TO STRENGTHENING ACCESS AND ENGAGEMENT FOR ALL COMMUNITIES, INCLUDING YOUTH AND FAMILIES FROM ACROSS PHILADELPHIA. BY BUILDING NEW RELATIONSHIPS, AND DEEPENING EXISTING ONES, WE ARE WORKING TO REACH DR. BARNES'S VISION THAT ART IS FOR EVERYONE. THIS YEAR, WE CONTINUED TO WORK WITH A VARIETY OF LOCAL AND REGIONAL PUBLIC SERVICE AGENCIES-INCLUDING THE CITY OF PHILADELPHIA DEPARTMENT OF PARKS AND RECREATION, PHILADELPHIA HOUSING AUTHORITY, THE FREE LIBRARY OF PHILADELPHIA, MURAL ARTS PHILADELPHIA, PEOPLE'S EMERGENCY CENTER, PENNSYLVANIA DEPARTMENT OF CORRECTIONS, AND PUENTES DE SALUD-TO HELP

Name of the organization

THE BARNES FOUNDATION

Employer identification number

23-6000149

EXPAND OUR REACH IN PHILADELPHIA'S RICHLY DIVERSE NEIGHBORHOODS AND COMMUNITIES.

THE BARNES LAUNCHED THE ART FOR ALL COMMUNITY PASS PROGRAM IN 2018 WITH THE GOAL OF EXPANDING RELATIONSHIPS WITH PARTICIPANTS IN SPECIFIC BARNES PROGRAMS THAT CULTIVATE DIVERSITY, INCLUSION, AND ACCESS. THESE YEARLONG PASSES FOR FREE BARNES ADMISSION WITH DISCOUNTED BENEFITS ARE EXTENDED TO ACCESS CARDHOLDERS, PARTICIPANTS OF BARNES COMMUNITY PARTNERSHIP PROGRAMS, BARNES-DE MAZIA ADULT EDUCATION PROGRAM, SCHOLARSHIP STUDENTS, PARTICIPANTS IN THE RESTORATIVE JUSTICE PROGRAM, AND PRE-K STUDENTS. ACCESS CARDHOLDERS ALSO CONTINUE TO RECEIVE FREE ADMISSION BY SIMPLY SHOWING THEIR ACCESS CARDS.

FOLLOWING A PAUSE DUE TO THE COVID-19 PANDEMIC, THE PROGRAM WAS RELAUNCHED IN AUGUST 2022. ART FOR ALL COMMUNITY PASS HOLDERS NOW RECEIVE FREE ADMISSION, ONE FREE BARNES ADULT CLASS PER TERM, DISCOUNTS, AND BILINGUAL INFORMATION ABOUT COMMUNITY AND FAMILY OFFERINGS.

IN PARTNERSHIP WITH THE PEOPLE'S EMERGENCY CENTER AND NEIGHBORHOOD COMMUNITY ORGANIZATIONS, BARNES WEST HAS BEEN SERVING WEST PHILADELPHIA WITH MULTIFACETED ARTS PROGRAMMING SINCE 2018. THIS YEAR, BARNES WEST PRESENTED THE SECOND ANNUAL EVERYDAY PLACES ARTIST PARTNERSHIPS INITIATIVE, OFFERING OPPORTUNITIES FOR LOCAL ARTISTS TO CREATE VIBRANT SPACES FOR WEST PHILADELPHIA RESIDENTS TO ENGAGE WITH ART. THE ARTISTS SELECTED FOR 2022 WERE NIKKI BRAKE-SILLA, SHANINA DIONNA, GIGI MCGRAW, ANSSUMANE SILLA, JAIME WIESNER & JOANNA BOOTH, AND YIDAN ZENG. THE 2022 PROJECTS INCORPORATED CREATIVE WRITING, HEALING ARTS, DRUMMING,

Name of the organization

THE BARNES FOUNDATION

Employer identification number

23-6000149

DANCING, AND VISUAL ART, AND HELPED MORE THAN 919 RESIDENTS EXPERIENCE INTERPERSONAL CONNECTIONS THROUGH ART. FOR THE PROGRAM, BARNES WEST RECEIVED THE GREATER PHILADELPHIA CHAMBER OF COMMERCE'S 2022 ARTS & BUSINESS COUNCIL AWARD, WHICH HONORS INNOVATIVE COLLABORATIONS WITH LASTING IMPACT.

IN 2022, THE BARNES CONTINUED A CITYWIDE EFFORT TO ADDRESS GAPS IN EARLY CHILDHOOD DEVELOPMENT PROGRAMS DURING THE PANDEMIC. AT THE INVITATION OF THE WILLIAM PENN FOUNDATION, FOR THE SECOND YEAR THE BARNES LED PEER CULTURAL AGENCIES-THE ACADEMY OF NATURAL SCIENCES AT DREXEL UNIVERSITY, THE CLAY STUDIO, FAIRMOUNT WATER WORKS, FLEISHER ART MEMORIAL, SMITH MEMORIAL PLAYGROUND AND PLAYHOUSE, AND WHYY-IN ALIGNING FREE SUMMER OPPORTUNITIES FOR LOW-INCOME COMMUNITIES ACROSS PHILADELPHIA THROUGH EARLY LEARNER SUMMER PODS. THIS CULTURAL PARTNERS' NETWORK COORDINATES COMMON GOALS FOR EARLY CHILDHOOD AND LITERACY DEVELOPMENT, PRESENTING FAMILIES WITH ACCESS TO A VARIETY OF PROGRAM CHOICES INCLUDING ART, SCIENCE, NATURE, PLAY, LITERACY, AND ENVIRONMENTAL EXPERIENCES.

THE 2021-22 SCHOOL YEAR WAS THE FIFTH YEAR OF PUENTES A LAS ARTES / BRIDGES TO THE ARTS, AN ARTS-BASED BILITERACY PROGRAM FOR ELL/ESL EARLY LEARNERS AGES 3-5 FROM SOUTH PHILADELPHIA'S GROWING LATINX IMMIGRANT COMMUNITY. THE PROGRAM WORKS WITH COMMUNITY HEALTH AND WELLNESS ORGANIZATION PUENTES DE SALUD TO REACH A VULNERABLE POPULATION OF FAMILIES WHO LACK ACCESS TO HIGH-QUALITY LEARNING AND ENRICHMENT OPPORTUNITIES AS THEY EMBARK ON THE PATH TO LITERACY, SOCIAL AND EMOTIONAL WELL-BEING, AND ULTIMATELY A SUCCESSFUL FUTURE. IN 2022, PUENTES A LAS ARTES WAS PRESENTED IN A CASE STUDY DURING A NATIONAL

Name of the organization

THE BARNES FOUNDATION

Employer identification number

23-6000149

COMMUNITY ARTS CONFERENCE HELD AT CRYSTAL BRIDGES MUSEUM OF AMERICAN  
ART IN BENTONVILLE, ARKANSAS.

THE VIRTUAL REALITY PROGRAM SERVES AS AN ENTRYWAY TO THE BARNES FOR  
FIRST-TIME MUSEUMGOERS AND COMMUNITY PARTNERS AND ALLOWS INDIVIDUALS AN  
OPPORTUNITY TO VIRTUALLY EXPLORE THE COLLECTION. AFTER ITS SUCCESSFUL  
LAUNCH IN 2018, THE VR PROGRAM HAS ENABLED THE BARNES TO CONNECT WITH  
COMMUNITIES BEYOND OUR MUSEUM WALLS AND WITHIN THEIR NEIGHBORHOODS,  
CREATING RICH GROUP CONVERSATIONS ACROSS PHILADELPHIA. IT IS STRUCTURED  
AS A TWO-TOUCHPOINT PROGRAM; COMMUNITY VISITS WITH VR HEADSETS AND  
ART-MAKING ACTIVITIES TAKE PLACE AT PARTNER SITES, AND PROGRAM  
PARTICIPANTS ARE INVITED FOR AN IN-PERSON GUIDED TOUR AT THE BARNES.  
THESE TOURS ARE FREE AND FULLY ESCORTED. IN RECOGNITION OF THE  
SOCIOECONOMIC, GEOGRAPHIC, AND LINGUISTIC BARRIERS FACED BY THE  
COMMUNITIES WE SERVE, EACH PARTICIPANT IS GIVEN A TWO-WAY SEPTA PASS  
AND IS ESCORTED BY STAFF FROM THE PARTNER SITE TO THE BARNES, AND  
BILINGUAL STAFFING IS SECURED WHEN NEEDED FOR PROGRAM FACILITATION AND  
GUIDED TOURS.

FORM 990, PART III, LINE 4B, PROGRAM SERVICE ACCOMPLISHMENTS (CONTINUED):  
IN 2022, BARNES PARTNERED WITH 25 SITES, INCLUDING THE FREE LIBRARY OF  
PHILADELPHIA, PHA SENIOR DEVELOPMENTS, NORRIS SQUARE NEIGHBORHOOD  
PROJECT, AND PEOPLE'S EMERGENCY CENTER. THROUGH THE PROGRAM, BARNES  
ENGAGED WITH 296 COMMUNITY MEMBERS; 74% IDENTIFIED AS FIRST-TIME  
MUSEUMGOERS AND 44% NEEDED BILINGUAL SUPPORT.

THE BARNES IS COMMITTED TO WORKING WITH INDIVIDUALS WHO ARE  
INCARCERATED, ON PROBATION, OR ON WORK RELEASE AND PROVIDING

Name of the organization

THE BARNES FOUNDATION

Employer identification number

23-6000149

OPPORTUNITIES FOR THEM TO RECONNECT WITH SOCIETY IN PRODUCTIVE WAYS THROUGH COMMUNITY ENGAGEMENT, SKILL-BUILDING, AND COLLABORATIVE MURAL PROJECTS. THE BARNES HOSTS ART AND LIFE SKILLS CLASSES ON-SITE FOR THE GUILD, MURAL ARTS PHILADELPHIA'S PAID APPRENTICESHIP PROGRAM, WHICH GIVES PREVIOUSLY INCARCERATED INDIVIDUALS AND YOUNG ADULTS ON PROBATION THE CHANCE TO FORGE BONDS WITH THEIR COMMUNITY WHILE DEVELOPING JOB SKILLS. EDUCATORS ALSO TEACH PROGRAMS FOR INMATES AT ONE OF PENNSYLVANIA'S LARGEST MAXIMUM-SECURITY PRISONS, STATE CORRECTIONAL INSTITUTION: PHOENIX, WHERE MURAL ARTS WORKS THROUGHOUT THE YEAR.

THIS YEAR, THE BARNES AND MURAL ARTS PHILADELPHIA PRESENTED FACES OF RESILIENCE, AN EXHIBITION OF ORIGINAL ARTWORK CREATED BY EMERGING ARTISTS FROM MURAL ARTS PHILADELPHIA'S GUILD PROGRAM AND ARTISTS AT SCI: PHOENIX. FREE WITH GENERAL ADMISSION TO THE BARNES, FACES OF RESILIENCE WAS ON VIEW IN THE FIRST-FLOOR GALLERY CLASSROOM FROM JULY 8 THROUGH AUGUST 22, 2022.

PROGRAM EXPENSES FOR VISITATION INCLUDES A PRO-RATA SHARE OF DEPRECIATION AND OTHER FACILITY COSTS FOR ALL LOCATIONS.

FORM 990, PART III, LINE 4C, PROGRAM SERVICE ACCOMPLISHMENTS:  
SINCE THE INTRODUCTION OF ONLINE CLASSES, ENROLLMENT AND RELATED TUITION FOR ADULT EDUCATION HAS NEARLY DOUBLED.

THE BARNES CONTINUES TO PARTNER WITH DREXEL UNIVERSITY, THE PHILADELPHIA COLLEGE OF OSTEOPATHIC MEDICINE, AND THE UNIVERSITY OF PENNSYLVANIA TO ENHANCE MEDICAL STUDENTS' EDUCATION THROUGH ENGAGEMENT

Name of the organization	Employer identification number
THE BARNES FOUNDATION	23-6000149

WITH OUR COLLECTION. EACH ISSUE OF THE RX/MUSEUM NEWSLETTER, LAUNCHED IN 2020 AS AN OFFERING FOR PENN MEDICINE DOCTORS, FEATURES AN ARTWORK (FROM THE BARNES, PHILADELPHIA MUSEUM OF ART, OR SLOUGHT) WITH A REFLECTION WRITTEN BY AN ART HISTORY OR MEDICAL PROFESSOR THAT ENCOURAGES DOCTORS TO EXAMINE HOW HUMAN NATURE AND PHILOSOPHICAL IDEAS RELATE TO MEDICAL PRACTICES. THIS YEAR, THE NEWSLETTER WAS PUBLISHED AS A PRINTED HANDBOOK AND DISTRIBUTED TO PENN MEDICINE FACULTY AND STAFF. GROWING OUT OF THAT PROJECT, "A HANDBOOK FOR HEALING: ART AND REFLECTION FOR PATIENTS AND CAREGIVERS" WAS ALSO PUBLISHED IN 2022 AND IS BEING DISTRIBUTED TO PATIENTS AND CAREGIVERS AT PENN'S NEW PAVILION MEDICAL CENTER.

THE ENTHUSIASTIC RECEPTION OF VIRTUAL EDUCATION PROGRAMS OFFERED BY THE BARNES DURING THE PANDEMIC DEMONSTRATED THAT VAST AND DIVERSE AUDIENCES CAN BE MEANINGFULLY ENGAGED BY CAREFULLY DESIGNED DIGITAL VERSIONS OF IN-GALLERY EDUCATIONAL ACTIVITIES. IT ALSO SHOWED THAT THE EDUCATIONAL SERVICE AT THE HEART OF THE BARNES'S MISSION CAN BE BOTH DEEPENED AND SCALED. IN 2022, THE BARNES CONTINUED ITS WORK ON THE PLANNING, DEVELOPMENT, AND LAUNCH OF A FIRST-OF-ITS-KIND VISUAL EXPERIENCE PLATFORM (VXP) THAT WOULD HOST OTHER MUSEUMS' COURSES AND CONTENT IN ADDITION TO ITS OWN. THIS PLATFORM, EXPECTED TO DEBUT IN 2023, BREAKS FROM THE SCREENSHARE MODEL TO CREATE A MUCH MORE IMMERSIVE, INTERACTIVE EXPERIENCE FOR BOTH PRE-K-12 AND ADULT LEARNERS. OFFERING 360-DEGREE VIEWS OF THE BARNES GALLERY SPACES, SYNCHRONOUS AND ASYNCHRONOUS DELIVERY MODES, AND A SEARCHABLE LIBRARY OF COMPLETED CLASSES, THE PLATFORM WILL AFFORD STUDENTS MORE CONTROL OVER AND FLEXIBILITY WITHIN THEIR LEARNING EXPERIENCE.



Name of the organization

THE BARNES FOUNDATION

Employer identification number

23-6000149

THE BARNES HOSTED 20 LECTURES THIS YEAR-ON-SITE, ONLINE, AND IN A  
HYBRID FORMAT-FOR BARNES MEMBERS AND THE GENERAL PUBLIC.

IN SEPTEMBER, THE BARNES PRESENTED A SPECIAL FOUR-TALK  
PROGRAM-CONVERSATION SERIES: THE BARNES THEN AND NOW-WHICH BROUGHT  
TOGETHER SCHOLARS AND CULTURAL LEADERS TO REFLECT ON THE STATE OF THE  
BARNES 100 YEARS AFTER ITS FOUNDING. "REFLECTIONS ON THE INSTALLATION"  
FEATURED ART HISTORIANS DARIO GAMBONI AND MARTHA LUCY DISCUSSING DR.  
BARNES'S FAMOUSLY QUIRKY ENSEMBLES; "ON OUR RELATIONSHIP WITH LINCOLN  
UNIVERSITY" FEATURED LINCOLN UNIVERSITY PRESIDENT BRENDA ALLEN AND THOM  
COLLINS, NEUBAUER FAMILY EXECUTIVE DIRECTOR AND PRESIDENT OF THE  
BARNES, EXPLORING THE INSTITUTIONS' COMPLICATED HISTORY AND PROMISING  
FUTURE; "CLOSE LOOKING AT THE EDUCATION PROGRAM" FEATURED ART EDUCATORS  
RIKA BURNHAM AND WILLIAM PERTHES, BERNARD C. WATSON DIRECTOR OF ADULT  
EDUCATION AT THE BARNES, DISCUSSING CONTEMPORARY APPLICATIONS OF THE  
"OBJECTIVE METHOD" OF LOOKING AT ART DEVELOPED BY ALBERT BARNES IN THE  
1920S; AND "REFLECTIONS ON ART AND SOCIAL JUSTICE" FEATURED MURAL ARTS  
PHILADELPHIA EXECUTIVE DIRECTOR JANE GOLDEN AND VAL GAY, BARNES DEPUTY  
DIRECTOR FOR AUDIENCE ENGAGEMENT AND CHIEF EXPERIENCE OFFICER,  
EXPLORING THE EGALITARIAN BELIEFS UNDERPINNING THE ESTABLISHMENT OF THE  
BARNES.

FOLLOWING A YEAR OF CLOSURES AND CANCELLATIONS DUE TO THE PANDEMIC,  
IN-PERSON PROGRAMMING FOR K-12 STUDENTS AT THE BARNES BEGAN TO RETURN  
IN 2022, WITH OVER 3,200 STUDENTS EXPLORING THE COLLECTION AND SPECIAL  
EXHIBITIONS. THROUGH THE BARNES'S PARTNERSHIP WITH THE SCHOOL DISTRICT  
OF PHILADELPHIA, STUDENTS IN PRE-K-12 VISITED WATER, WIND, BREATH:  
SOUTHWEST NATIVE ART IN COMMUNITY, WHERE THEY EXPLORED POTTERY,

Name of the organization	Employer identification number
THE BARNES FOUNDATION	23-6000149

TEXTILES, AND JEWELRY MADE BY PUEBLO AND NAVAJO PEOPLES. STUDENT VISITS TO MODIGLIANI UP CLOSE FOCUSED ON MODIGLIANI'S ART-MAKING PROCESS AND ON THE RESEARCH DONE BY CONSERVATORS, ENCOURAGING YOUNG LEARNERS TO THINK ABOUT THE RELATIONSHIP BETWEEN ART AND SCIENCE.

A VIRTUAL LEARNING PLATFORM OFFERING LIVE, INTERACTIVE EPISODES OF INSTRUCTION FROM BARNES EDUCATORS AND GUEST ARTISTS, BARNES ART ADVENTURES LAUNCHED IN SPRING 2020 IN RESPONSE TO PANDEMIC-RELATED CLOSURES OF THE BARNES AND AREA SCHOOLS. DESIGNED TO HELP STUDENTS DEVELOP VISUAL LITERACY AND CRITICAL-THINKING SKILLS, THE PROGRAM INCORPORATES CONTEMPORARY ISSUES TO ENCOURAGE STUDENTS TO FIND RELEVANCE IN ART IN THE REAL WORLD. ONLINE RESOURCES, INCLUDING ACTIVITY SHEETS, CREATIVE WRITING EXERCISES, AND ART-MAKING PROMPTS, ARE PROVIDED AFTER EACH EPISODE.

WHILE BARNES ART ADVENTURES SERVED 16,600 SCHOOL CHILDREN DURING THE PANDEMIC'S FIRST YEAR, THE NUMBER OF PARTICIPANTS HAS SINCE TAPERED OFF, WITH 4,188 STUDENTS PARTICIPATING IN 2022 AS TEACHERS STARTED SEEKING OUT MORE IN-PERSON EXPERIENCES. MANY TEACHERS EXPRESSED A DESIRE FOR ONLINE ART ACTIVITIES THAT COULD BE DONE ON THEIR OWN SCHEDULES, AND THE BARNES IS RESPONDING BY DEVELOPING NEW ASYNCHRONOUS CONTENT THAT WILL MAKE USE OF THE BARNES'S NEW DIGITAL ARTS EDUCATION PLATFORM; BEGINNING IN LATE 2023, THIS CONTENT WILL BE OFFERED IN ADDITION TO THE LIVE PROGRAM.

THE BARNES OFFERS INTERNSHIPS FOR UNDERGRADUATE AND GRADUATE STUDENTS SEEKING JOB EXPERIENCE AND CONTINUED EDUCATION. IN SUMMER 2022, THE BARNES HOSTED 14 INTERNS (TEN UNDERGRADUATE STUDENTS AND FOUR GRADUATE

Name of the organization	THE BARNES FOUNDATION	Employer identification number	23-6000149
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STUDENTS) IN VARIOUS DEPARTMENTS. WE CONTINUED IMPORTANT PARTNERSHIPS WITH LINCOLN UNIVERSITY, HOSTING ONE LINCOLN INTERN, AND WITH THE FRENCH HERITAGE SOCIETY, HOSTING TWO STUDENTS FROM THE ECOLE DU LOUVRE. IN ADDITION, WE HOSTED THREE INTERNS IN SPRING 2022 AND TWO INTERNS IN FALL 2022.

PROGRAM EXPENSES FOR EDUCATION INCLUDES A PRO-RATE SHARE OF DEPRECIATION AND OTHER FACILITY COSTS.

FORM 990, PART VI, SECTION B, LINE 11B:

THE BARNES FOUNDATION 990 IS PREPARED BY AN INDEPENDENT FIRM BASED ON INFORMATION PROVIDED BY MANAGEMENT. A DRAFT IS REVIEWED AND REVISED BY THE EXECUTIVE VICE PRESIDENT, CFO AND COO, THE DIRECTOR OF FINANCE AND THE GENERAL COUNSEL (MEMBERS OF MANAGEMENT). THE 990 IS THEN FINALIZED BY THE INDEPENDENT FIRM AND THE BARNES FOUNDATION SUBMITS THE DRAFT 990 FOR REVIEW TO ALL BOARD MEMBERS PRIOR TO FILING. AFTER A COMMENT PERIOD, FORM 990 IS SUBMITTED TO THE IRS.

FORM 990, PART VI, SECTION B, LINE 12C:

IN ADDITION TO REQUIRING EACH TRUSTEE, OFFICER AND KEY EMPLOYEE TO MAKE A DISCLOSURE OF ANY POSSIBLE PERSONAL, FAMILIAL, OR BUSINESS RELATIONSHIP THAT COULD GIVE RISE TO A CONFLICT OF INTEREST OR THE APPEARANCE OF A CONFLICT OF INTEREST, THE FOUNDATION'S CONFLICT OF INTEREST POLICY ALSO REQUIRES THE DISCLOSURE OF ANY CHANGE OF CIRCUMSTANCE THAT WOULD GIVE RISE TO CONFLICTS CONCERNS.

MOREOVER, THE FOUNDATION HAS ADOPTED A WHISTLEBLOWER POLICY DESIGNED TO ENCOURAGE PROMPT DISCLOSURE BY TRUSTEES, OFFICERS AND EMPLOYEES OF ANY

Name of the organization

THE BARNES FOUNDATION

Employer identification number

23-6000149

UNLAWFUL OR IMPROPER BEHAVIOR OR TRANSACTIONS, INCLUDING THOSE THAT RAISE  
POTENTIAL CONFLICT OF INTEREST CONCERNS.

EACH YEAR ALL DIRECTORS, OFFICERS, TRUSTEES AND KEY EMPLOYEES ARE REMINDED  
OF THEIR OBLIGATIONS TO COMPLY WITH THE CONFLICT ON INTEREST POLICY AT THE  
ORGANIZATION'S ANNUAL MEETING AND PERIODICALLY AT OTHER TIMES DURING THE  
YEAR.

IN ADDITION, THE BARNES TRAINED EMPLOYEES ON ETHICS AND THE PREVISION OF  
WORKPLACE HARASSMENT, AND MAINTAINED A THIRD-PARTY REPORTING SYSTEM TO  
ALLOW EMPLOYEES, CONTRACTORS, AND VOLUNTEERS TO ANONYMOUSLY REPORT  
INSTANCES OF HARASSMENT, SAFETY VIOLATIONS, BIAS, OR ANY OTHER CONCERN. TO  
DATE, NO REPORTS HAVE BEEN MADE IN THIS SYSTEM.

FORM 990, PART VI, SECTION B, LINE 15:

THE BARNES FOUNDATION PERFORMS A REVIEW OF THE COMPENSATION AND BENEFITS  
PACKAGE (INCLUDING FRINGE, RETIREMENT AND SEVERANCE BENEFITS) FOR CERTAIN  
EMPLOYEES AT THE TIME OF HIRE. THIS REVIEW RELIES UPON COMPARABILITY DATA  
TO DETERMINE WHETHER THE COMPENSATION ARRANGEMENT IN ITS ENTIRETY IS  
REASONABLE. FOR THIS PURPOSE, APPROPRIATE AND RELEVANT INFORMATION  
INCLUDES COMPENSATION PAID BY SIMILIARLY SITUATED TAX-EXEMPT AND TAXABLE  
ORGANIZATIONS FOR FUNCTIONALLY COMPARABLE POSITIONS. THIS REVIEW ALSO TAKES  
INTO ACCOUNT THE SIZE, REVENUE, GEOGRAPHIC LOCATION, STRUCTURE AND  
COMPLEXITY OF THE ORGANIZATION.

FORM 990, PART VI, LINE 17, LIST OF STATES RECEIVING COPY OF FORM 990:

CA, CO, CT, DC, DE, FL, GA, IL, MA, MD, MN, NC, NH, NJ, NY, OH, PA, SC, TN, VA, WA, WI

Name of the organization	Employer identification number
THE BARNES FOUNDATION	23-6000149

## FORM 990, PART VI, SECTION C, LINE 19:

THE BARNES FOUNDATION'S BY-LAWS, CHARTER, FINANCIAL STATEMENTS AND CERTAIN OTHER GOVERNING DOCUMENTS (E.G., CONFLICT OF INTEREST POLICY), ARE AVAILABLE FOR REVIEW UPON REQUEST FOR THE SAME PERIOD OF DISCLOSURE AS SET FORTH IN SECTION 6104(D), DIRECTED TO THE FOLLOWING: GENERAL COUNSEL (A MEMBER OF MANAGEMENT), BARNES FOUNDATION, 2025 BENJAMIN FRANKLIN PARKWAY, PHILADELPHIA, PA 19130.

## FORM 990, PART IX, LINE 11G, OTHER FEES:

## SPECIAL EXHIBITIONS SUPPORT:

PROGRAM SERVICE EXPENSES	1,319,384.
MANAGEMENT AND GENERAL EXPENSES	0.
FUNDRAISING EXPENSES	2,950.
TOTAL EXPENSES	1,322,334.

## ART HANDLING &amp; TRANSPORT:

PROGRAM SERVICE EXPENSES	858,699.
MANAGEMENT AND GENERAL EXPENSES	0.
FUNDRAISING EXPENSES	0.
TOTAL EXPENSES	858,699.

## STRATEGIC PLANNING:

PROGRAM SERVICE EXPENSES	0.
MANAGEMENT AND GENERAL EXPENSES	394,285.
FUNDRAISING EXPENSES	16,688.
TOTAL EXPENSES	410,973.

## EDUCATION SUPPORT:

Name of the organization	Employer identification number
THE BARNES FOUNDATION	23-6000149

PROGRAM SERVICE EXPENSES	35,798.
MANAGEMENT AND GENERAL EXPENSES	195,778.
FUNDRAISING EXPENSES	0.
TOTAL EXPENSES	231,576.

CONSERVATION/COLLECTION CARE:

PROGRAM SERVICE EXPENSES	193,887.
MANAGEMENT AND GENERAL EXPENSES	0.
FUNDRAISING EXPENSES	0.
TOTAL EXPENSES	193,887.

PUBLIC PROGRAMS PERFORMERS:

PROGRAM SERVICE EXPENSES	155,535.
MANAGEMENT AND GENERAL EXPENSES	0.
FUNDRAISING EXPENSES	0.
TOTAL EXPENSES	155,535.

EVENT SUPPORT:

PROGRAM SERVICE EXPENSES	109,347.
MANAGEMENT AND GENERAL EXPENSES	4,245.
FUNDRAISING EXPENSES	18,761.
TOTAL EXPENSES	132,353.

PROFESSIONAL DEVELOPMENT:

PROGRAM SERVICE EXPENSES	1,046.
MANAGEMENT AND GENERAL EXPENSES	39,816.
FUNDRAISING EXPENSES	14,775.
TOTAL EXPENSES	55,637.

Name of the organization	Employer identification number
THE BARNES FOUNDATION	23-6000149

## FACILITIES SUPPORT:

PROGRAM SERVICE EXPENSES	32,274.
MANAGEMENT AND GENERAL EXPENSES	2,607.
FUNDRAISING EXPENSES	3.
TOTAL EXPENSES	34,884.

## BENEFITS CONSULTING:

PROGRAM SERVICE EXPENSES	0.
MANAGEMENT AND GENERAL EXPENSES	29,642.
FUNDRAISING EXPENSES	0.
TOTAL EXPENSES	29,642.

## PHOTOGRAPHY:

PROGRAM SERVICE EXPENSES	16,425.
MANAGEMENT AND GENERAL EXPENSES	87.
FUNDRAISING EXPENSES	2,697.
TOTAL EXPENSES	19,209.

## RECRUITMENT:

PROGRAM SERVICE EXPENSES	0.
MANAGEMENT AND GENERAL EXPENSES	15,458.
FUNDRAISING EXPENSES	0.
TOTAL EXPENSES	15,458.

## DESIGN SERVICES:

PROGRAM SERVICE EXPENSES	9,690.
MANAGEMENT AND GENERAL EXPENSES	734.

Name of the organization

THE BARNES FOUNDATION

Employer identification number

23-6000149

FUNDRAISING EXPENSES	2,876.
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TOTAL EXPENSES	13,300.
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## INSURANCE BROKER:

PROGRAM SERVICE EXPENSES	5,215.
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MANAGEMENT AND GENERAL EXPENSES	775.
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FUNDRAISING EXPENSES	740.
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TOTAL EXPENSES	6,730.
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## OTHER SUPPORT:

PROGRAM SERVICE EXPENSES	213,015.
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MANAGEMENT AND GENERAL EXPENSES	61,142.
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FUNDRAISING EXPENSES	1,254.
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TOTAL EXPENSES	275,411.
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TOTAL OTHER FEES ON FORM 990, PART IX, LINE 11G, COL A	3,755,628.
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**SCHEDULE R**  
**(Form 990)**

Department of the Treasury  
Internal Revenue Service

**Related Organizations and Unrelated Partnerships**  
Complete if the organization answered "Yes" on Form 990, Part IV, line 33, 34, 35b, 36, or 37.  
Attach to Form 990.

Go to [www.irs.gov/Form990](http://www.irs.gov/Form990) for instructions and the latest information.

OMB No. 1545-0047

**2022**

**Open to Public  
Inspection**

Name of the organization

**THE BARNES FOUNDATION**

**Employer identification number**  
**23-6000149**

**Part I Identification of Disregarded Entities.** Complete if the organization answered "Yes" on Form 990, Part IV, line 33.

(a) Name, address, and EIN (if applicable) of disregarded entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Total income	(e) End-of-year assets	(f) Direct controlling entity

**Part II Identification of Related Tax-Exempt Organizations.** Complete if the organization answered "Yes" on Form 990, Part IV, line 34, because it had one or more related tax-exempt organizations during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Section 512(b)(13) controlled entity?	
						Yes	No
CP 2023 - 85-2458469 1717 ARCH STREET, SUITE 4050 PHILADELPHIA, PA 19103	MUSEUM PLANNING	PENNSYLVANIA	501(C)(3)	LINE 12A, I	THE BARNES FOUNDATION	X	

For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule R (Form 990) 2022

**Part III Identification of Related Organizations Taxable as a Partnership.** Complete if the organization answered "Yes" on Form 990, Part IV, line 34, because it had one or more related organizations treated as a partnership during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Predominant income (related, unrelated, excluded from tax under sections 512-514)	(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportionate allocations?		(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?		(k) Percentage ownership
							Yes	No		Yes	No	

**Part IV Identification of Related Organizations Taxable as a Corporation or Trust.** Complete if the organization answered "Yes" on Form 990, Part IV, line 34, because it had one or more related organizations treated as a corporation or trust during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Type of entity (C corp, S corp, or trust)	(f) Share of total income	(g) Share of end-of-year assets	(h) Percentage ownership	(i) Section 512(b)(13) controlled entity?	
								Yes	No

**Part V Transactions With Related Organizations.** Complete if the organization answered "Yes" on Form 990, Part IV, line 34, 35b, or 36.**Note:** Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule.**1** During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?

	Yes	No
<b>a</b> Receipt of (i) interest, (ii) annuities, (iii) royalties, or (iv) rent from a controlled entity .....	<b>1a</b>	X
<b>b</b> Gift, grant, or capital contribution to related organization(s) .....	<b>1b</b>	X
<b>c</b> Gift, grant, or capital contribution from related organization(s) .....	<b>1c</b>	X
<b>d</b> Loans or loan guarantees to or for related organization(s) .....	<b>1d</b>	X
<b>e</b> Loans or loan guarantees by related organization(s) .....	<b>1e</b>	X
<b>f</b> Dividends from related organization(s) .....	<b>1f</b>	X
<b>g</b> Sale of assets to related organization(s) .....	<b>1g</b>	X
<b>h</b> Purchase of assets from related organization(s) .....	<b>1h</b>	X
<b>i</b> Exchange of assets with related organization(s) .....	<b>1i</b>	X
<b>j</b> Lease of facilities, equipment, or other assets to related organization(s) .....	<b>1j</b>	X
<b>k</b> Lease of facilities, equipment, or other assets from related organization(s) .....	<b>1k</b>	X
<b>l</b> Performance of services or membership or fundraising solicitations for related organization(s) .....	<b>1l</b>	X
<b>m</b> Performance of services or membership or fundraising solicitations by related organization(s) .....	<b>1m</b>	X
<b>n</b> Sharing of facilities, equipment, mailing lists, or other assets with related organization(s) .....	<b>1n</b>	X
<b>o</b> Sharing of paid employees with related organization(s) .....	<b>1o</b>	X
<b>p</b> Reimbursement paid to related organization(s) for expenses .....	<b>1p</b>	X
<b>q</b> Reimbursement paid by related organization(s) for expenses .....	<b>1q</b>	X
<b>r</b> Other transfer of cash or property to related organization(s) .....	<b>1r</b>	X
<b>s</b> Other transfer of cash or property from related organization(s) .....	<b>1s</b>	X

**2** If the answer to any of the above is "Yes," see the instructions for information on who must complete this line, including covered relationships and transaction thresholds.

(a) Name of related organization	(b) Transaction type (a-s)	(c) Amount involved	(d) Method of determining amount involved
(1)			
(2)			
(3)			
(4)			
(5)			
(6)			

**Part VI Unrelated Organizations Taxable as a Partnership.** Complete if the organization answered "Yes" on Form 990, Part IV, line 37.

Provide the following information for each entity taxed as a partnership through which the organization conducted more than five percent of its activities (measured by total assets or gross revenue) that was not a related organization. See instructions regarding exclusion for certain investment partnerships.

[illegible]

Provide additional information for responses to questions on Schedule R. See instructions.