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Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

2011

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

For calendar year 2011 or tax year beginning JUL 1, 2011, and ending JUN 30, 2012

Name of foundation ALICE TWEED TUOHY FOUNDATION		A Employer identification number 95-6036471
Number and street (or P O box number if mail is not delivered to street address) POST OFFICE BOX 1328	Room/suite	B Telephone number (805) 962-6430
City or town, state, and ZIP code SANTA BARBARA, CA 93102		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 18,476,492.	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		479,797.	479,797.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		343,548.			
b Gross sales price for all assets on line 6a 2,986,796.					
7 Capital gain net income (from Part IV, line 2)			343,548.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		823,345.	823,345.		
13 Compensation of officers, directors, trustees, etc.		158,921.	55,622.		103,299.
14 Other employee salaries and wages		5,884.	2,059.		3,825.
15 Pension plans, employee benefits		54,581.	19,103.		35,478.
16a Legal fees					
b Accounting fees STMT 2		33,650.	11,778.		21,872.
c Other professional fees					
17 Interest					
18 Taxes STMT 3		9,433.	930.		1,726.
19 Depreciation and depletion		978.	342.		
20 Occupancy		16,812.	5,884.		10,928.
21 Travel, conferences, and meetings		2,164.	757.		1,407.
22 Printing and publications					
23 Other expenses STMT 4		140,507.	49,177.		91,330.
24 Total operating and administrative expenses. Add lines 13 through 23		422,930.	145,652.		269,865.
25 Contributions, gifts, grants paid		587,717.			587,717.
26 Total expenses and disbursements. Add lines 24 and 25		1,010,647.	145,652.		857,582.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<187,302.>			
b Net investment income (if negative, enter -0-)			677,693.		
c Adjusted net income (if negative, enter -0-)				N/A	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing		9,812.	15,361.	15,361.
	2	Savings and temporary cash investments		677,413.	394,545.	394,545.
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations STMT 6		577,081.	0.	0.
	b	Investments - corporate stock STMT 7		9,080,871.	8,696,886.	12,065,681.
	c	Investments - corporate bonds STMT 8		3,459,653.	4,306,116.	5,136,355.
11	Investments - land, buildings, and equipment basis ▶					
	Less accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other					
14	Land, buildings, and equipment: basis ▶ 25,531.					
	Less accumulated depreciation STMT 9 ▶ 23,796.		2,713.	1,735.	1,735.	
15	Other assets (describe ▶ STATEMENT 10)		647,104.	862,815.	862,815.	
16	Total assets (to be completed by all filers)		14,454,647.	14,277,458.	18,476,492.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶ STATEMENT 11)		72,343.	97,963.	
23	Total liabilities (add lines 17 through 22)		72,343.	97,963.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds		0.	0.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds		14,382,304.	14,179,495.	
30	Total net assets or fund balances		14,382,304.	14,179,495.		
31	Total liabilities and net assets/fund balances		14,454,647.	14,277,458.		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	14,382,304.
2	Enter amount from Part I, line 27a	2	<187,302.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	14,195,002.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 5	5	15,507.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	14,179,495.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	SECURITIES - SEE SCHEDULE - L/T	P	VARIOUS	VARIOUS
b	SECURITIES - SEE SCHEDULE - S/T	P	VARIOUS	VARIOUS
c	LITIGATION SETTLEMENTS	P	VARIOUS	VARIOUS
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 2,349,855.		1,931,460.	418,395.
b 634,321.		711,788.	<77,467.>
c 2,620.			2,620.
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(j) F.M.V. as of 12/31/69	(k) Adjusted basis as of 12/31/69	(l) Excess of col. (j) over col. (k), if any	
a			418,395.
b			<77,467.>
c			2,620.
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	343,548.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	446,352.	16,393,821.	.027227
2009	685,203.	14,911,998.	.045950
2008	415,367.	12,958,703.	.032053
2007	624,394.	17,409,475.	.035865
2006	685,250.	17,025,790.	.040248

2 Total of line 1, column (d)	2	.181343
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.036269
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	17,137,886.
5 Multiply line 4 by line 3	5	621,574.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	6,777.
7 Add lines 5 and 6	7	628,351.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	1,141,175.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	6,777.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	6,777.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	6,777.
6 Credits/Payments:			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a 15,415.		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	15,415.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached		8	
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	8,638.
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax <input checked="" type="checkbox"/> 8,638. Refunded <input type="checkbox"/>		11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> CA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>BERTI SPECHLER SARMIENTO MCKAY & CO</u> Telephone no. ► <u>(805) 963-0571</u> Located at ► <u>1933 CLIFF DRIVE, SUITE 26, SANTA BARBARA, CA</u> ZIP+4 ► <u>93109-1520</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No
				X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ►		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) <u>N/A</u>	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.) <u>N/A</u>	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b	X

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

Organizations relying on a current notice regarding disaster assistance check here

☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870.

6b

X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 12		158,921.	40,021.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000

0

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 P.R.I. - MENTAL HEALTH ASSOCIATION OF SANTA BARBARA COUNTY	
	283,593.
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	283,593.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	16,671,534.
b	Average of monthly cash balances	1b	585,410.
c	Fair market value of all other assets	1c	141,925.
d	Total (add lines 1a, b, and c)	1d	17,398,869.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	17,398,869.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	260,983.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	17,137,886.
6	Minimum investment return. Enter 5% of line 5	6	856,894.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	856,894.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	6,777.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	6,777.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	850,117.
4	Recoveries of amounts treated as qualifying distributions	4	11,481.
5	Add lines 3 and 4	5	861,598.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	861,598.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	857,582.
b	Program-related investments - total from Part IX-B	1b	283,593.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,141,175.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	6,777.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,134,398.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				861,598.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			437,121.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2011 from Part XII, line 4: ► \$ 1,141,175.				
a Applied to 2010, but not more than line 2a			437,121.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2011 distributable amount				704,054.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				157,544.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

N/A

- ☐ 4942(j)(3) or ☐ 4942(j)(5)

- 3 Complete 3a, b, or c for the alternative test relied upon:
 - a "Assets" alternative test - enter:
 - (1) Value of all assets
 - (2) Value of assets qualifying under section 4942(j)(3)(B)(i)
 - b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed
 - c "Support" alternative test - enter:
 - (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)
 - (2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)
 - (3) Largest amount of support from an exempt organization
 - (4) Gross investment income

2011.04020	ALICE TWEED TUOHY FOUNDATIO	4600	1
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Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
ALZHEIMER'S ASSOCIATION 1528 CHAPALA STREET, SUITE 204 SANTA BARBARA, CA 93101	NONE	PUBLIC	SUPPORT OF FAMILY SERVICES PROGRAM	10,000.
CASA SERENA 1515 BATH STREET SANTA BARBARA, CA 93101	NONE	PUBLIC	REPAIR FOUNDATION, FIX DRAINAGE, & INSTALL WINDOWS	15,000.
COTTAGE HEALTH SYSTEM P.O. BOX 689 SANTA BARBARA, CA 93102	NONE	PUBLIC	FOR COSTS ASSOCIATED WITH THE TRANSITION/MOVE	50,000.
COUNCIL ON ALCOHOLISM & DRUG ABUSE P.O. BOX 28 SANTA BARBARA, CA 93102	NONE	PUBLIC	PURCHASE OF 8-PASSENGER VAN	15,000.
ENSEMBLE THEATRE COMPANY P.O. BOX 2307 SANTA BARBARA, CA 93101	NONE	PUBLIC	CONSTRUCTION COSTS OF TRANSFORMING VICTORIA THEATRE INTO ENSEMBLE'S NEW HOME	30,000.
Total SEE CONTINUATION SHEET(S) ▶ 3a				587,717.
b Approved for future payment				
NONE				
Total ▶ 3b				0.

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

<p>1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?</p> <p>a Transfers from the reporting foundation to a noncharitable exempt organization of:</p> <p>(1) Cash</p> <p>(2) Other assets</p> <p>b Other transactions:</p> <p>(1) Sales of assets to a noncharitable exempt organization</p> <p>(2) Purchases of assets from a noncharitable exempt organization</p> <p>(3) Rental of facilities, equipment, or other assets</p> <p>(4) Reimbursement arrangements</p> <p>(5) Loans or loan guarantees</p> <p>(6) Performance of services or membership or fundraising solicitations</p> <p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p>d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.</p>		Yes	No
	1a(1)		X
	1a(2)		X
	1b(1)		X
	1b(2)		X
	1b(3)		X
	1b(4)		X
	1b(5)		X
	1b(6)		X
	1c		X

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.				May the IRS discuss this return with the preparer shown below (see instr.)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
	Signature of officer or trustee <i>Deanne McKay</i>		Date <i>11/14/12</i>	Title <i>TREASURER</i>		
Paid Preparer Use Only	Print/Type preparer's name JAN A BRADSHAW, CPA		Preparer's signature <i>JAN A BRADSHAW</i>	Date <i>11/13/12</i>	Check <input type="checkbox"/> if self-employed	PTIN P00199624
	Firm's name ▶ BERTI SPECHLER SARMIENTO MCKAY & CO. LL				Firm's EIN ▶ 77-0048636	
	Firm's address ▶ 1933 CLIFF DRIVE, STE. 26 SANTA BARBARA, CA 93109-1520				Phone no. (805) 963-0571	

Form **990-PF** (2011)

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
FAMILY SERVICE AGENCY 123 WEST GUTIERREZ STREET SANTA BARBARA, CA 93101	NONE	PUBLIC	SUPPORT OF I.T. INFRASTRUCTURE	15,000.
FOODBANK OF SANTA BARBARA COUNTY 4554 HOLLISTER AVENUE SANTA BARBARA, CA 93110	NONE	PUBLIC	PROGRAMMATIC SUPPORT	10,000.
FRIENDSHIP CENTER 89 EUCALYPTUS LANE SANTA BARBARA, CA 93108	NONE	PUBLIC	HELP ELDERS AT RISK PROGRAM (HEART)	5,000.
GIRLS INCORPORATED OF CARPINTERIA 5315 FOOTHILL ROAD CARPINTERIA, CA 93013	NONE	PUBLIC	SCHOLARSHIPS	20,000.
GIRLS INCORPORATED OF GREATER SANTA BARBARA P.O. BOX 236 SANTA BARBARA, CA 93102-0236	NONE	PUBLIC	CHILD CARE AND SUMMER CAMP PROGRAMS	40,000.
GOLETA VALLEY HISTORICAL SOCIETY 304 N. LOS CARNEROS ROAD GOLETA, CA 93117	NONE	PUBLIC	CHILDREN'S EDUCATION PROGRAMS	5,000.
THE JUNIOR STATESMEN FOUNDATION 800 S. CLAREMONT STREET, SUITE 202 SAN MATEO, CA 94402-1728	NONE	PUBLIC	SCHOLARSHIPS	30,000.
LOBERO THEATRE FOUNDATION 33 EAST CANON PERDIDO STREET SANTA BARBARA, CA 93101	NONE	PUBLIC	INTERIOR UPGRADES TO THE THEATRE'S AUDITORIUM	20,000.
MENTAL HEALTH ASSOCIATION IN SB COUNTY 617 GARDEN STREET SANTA BARBARA, CA 93101	NONE	PUBLIC	NEW EMPLOYMENT SERVICES PROGRAM	15,000.
UNIVERSITY OF MINNESOTA - TWEED MUSEUM OF ART 515 DARLAND ADMINISTRATION BUILDING, 1049 UNIVERSITY DRIVE DULUTH, MN 55812-3011	NONE	PUBLIC	CARE, ASSESSMENT & PARTIAL REHOUSING OF THE TWEED MUSEUM COLLECTION	50,000.
Total from continuation sheets				467,717.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
PATHPOINT 315 W HALEY STREET, SUITE 102 SANTA BARBARA, CA 93101	NONE	PUBLIC	EXTERIOR MAINTENANCE AND REPAIRS	15,000.
FOUNDATION FOR S.B.C.C. 721 CLIFF DRIVE SANTA BARBARA, CA 93109	NONE	PUBLIC	HELP DISABLED, LOW-INCOME SBCC STUDENTS REQUESTING PORTABLE ASSISTIVE EQUIPMENT	10,000.
SANTA BARBARA ATHLETIC ROUNDTABLE 3427 CHUPAROSA DRIVE SANTA BARBARA, CA 93105	NONE	PUBLIC	EXCLUSIVE TITLE SPONSOR OF ANNUAL HALL OF FAME BANQUET	10,000.
SANTA BARBARA BOWL FOUNDATION 1122 N MILPAS STREET SANTA BARBARA, CA 93103	NONE	PUBLIC	PHASE TWO OF THE OVERLOOK	25,000.
SANTA BARBARA HISTORICAL SOCIETY 136 EAST DE LA GUERRA STREET SANTA BARBARA, CA 93101	NONE	PUBLIC	CREATION OF THE INTERACTIVE HISTORY HANDS-ON EDUCATION CENTER	50,000.
SANTA BARBARA MARITIME MUSEUM 113 HARBOR WAY, SUITE 190 SANTA BARBARA, CA 93109	NONE	PUBLIC	IN SUPPORT OF THE CURATORIAL & YOUTH AND ADULT EDUCATION PROGRAMS	10,000.
SANTA BARBARA MUSEUM OF NATURAL HISTORY 2559 PUESTA DEL SOL SANTA BARBARA, CA 93105	NONE	PUBLIC	PURCHASE OF DIGITAL VIDEO GLOBE	25,000.
SANTA BARBARA ZOOLOGICAL FOUNDATION 500 NINOS DRIVE SANTA BARBARA, CA 93103	NONE	PUBLIC	TOWARDS COST OF THE DISCOVERY PAVILION COMPLEX	25,000.
STORYTELLER CHILDREN'S CENTER 2115 STATE STREET SANTA BARBARA, CA 93105	NONE	PUBLIC	CAPITAL IMPROVEMENTS TO PRESCHOOL	7,717.
WESTMONT COLLEGE 955 LA PAZ ROAD SANTA BARBARA, CA 93108	NONE	PUBLIC	IN SUPPORT OF THE GAEDE INSTITUTE LIBERAL ARTS AMBASSADORS	20,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
WOMEN'S ECONOMIC VENTURES 333 SOUTH SALINAS STREET SANTA BARBARA, CA 93103	NONE	PUBLIC	BUILD ENDOWMENT & ENSURE LONG-TERM SUSTAINABILITY OF ENTITY	10,000.
SCHOLARSHIP FOUNDATION OF SANTA BARBARA P.O. BOX 3620 SANTA BARBARA, CA 93130-3620	NONE	PUBLIC	MILLAR SCHOLARSHIPS	42,000.
BISHOP GARCIA DIEGO HIGH SCHOOL 4400 LA COLINA ROAD SANTA BARBARA, CA 93110	NONE	PUBLIC	SCHOLARSHIPS	1,000.
CARPINTERIA HIGH SCHOOL 4810 FOOTHILL ROAD CARPINTERIA, CA 93013	NONE	PUBLIC	SCHOLARSHIPS	1,000.
DENFELD HIGH SCHOOL 4405 WEST 4TH STREET DULUTH, MN 55807	NONE	PUBLIC	SCHOLARSHIPS	1,000.
DOS PUEBLOS HIGH SCHOOL 7266 ALAMEDA AVENUE GOLETA, CA 93117	NONE	PUBLIC	SCHOLARSHIPS	1,000.
MARSHALL SCHOOL 1215 RICE LAKE ROAD DULUTH, MN 55811	NONE	PUBLIC	SCHOLARSHIPS	1,000.
DULUTH EAST HIGH SCHOOL 2900 EAST 4TH STREET DULUTH, MN 55812-3011	NONE	PUBLIC	SCHOLARSHIPS	1,000.
SAN MARCOS HIGH SCHOOL 4750 HOLLISTER AVENUE SANTA BARBARA, CA 93110	NONE	PUBLIC	SCHOLARSHIPS	1,000.
SANTA BARBARA HIGH SCHOOL 700 EAST ANAPAMU SANTA BARBARA, CA 93103	NONE	PUBLIC	SCHOLARSHIPS	1,000.
Total from continuation sheets				

2011 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	C o n v	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
1	CABINETS	07/29/88	SL	10.00		16	1,300.				1,300.	1,300.		0.	1,300.
2	CABINETS	08/05/88	SL	10.00		16	1,931.				1,931.	1,931.		0.	1,931.
3	CABINETS	08/24/88	SL	10.00		16	966.				966.	966.		0.	966.
4	CABINETS	08/24/88	SL	10.00		16	1,440.				1,440.	1,440.		0.	1,440.
5	DRAPES	11/30/88	SL	10.00		16	1,478.				1,478.	1,478.		0.	1,478.
6	PAINTING	09/30/91	SL	10.00		16	1,560.				1,560.	1,560.		0.	1,560.
7	CARPETS	10/31/91	SL	10.00		16	1,721.				1,721.	1,721.		0.	1,721.
8	TABLE	03/31/92	SL	10.00		16	658.				658.	658.		0.	658.
9	COPIER	04/30/96	SL	7.00		16	5,664.				5,664.	5,664.		0.	5,664.
10	COMPUTER	06/30/98	SL	5.00		16	2,860.				2,860.	2,860.		0.	2,860.
11	COPIER	03/15/07	SL	5.00		16	3,227.				3,227.	2,795.		432.	3,227.
12	COMPUTER	07/06/10	SL	5.00		16	1,723.				1,723.	345.		345.	690.
13	COMPUTER	12/18/10	SL	5.00		16	1,003.				1,003.	100.		201.	301.
* TOTAL 990-PF PG 1 DEPR							25,531.				25,531.	22,818.		978.	23,796.

128111
05-01-11

(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
NORTHERN TRUST, UBS FINANCIAL SERVICES, STW FUNDS, AND FIDELITY	479,797.	0.	479,797.
TOTAL TO FM 990-PF, PART I, LN 4	479,797.	0.	479,797.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	2
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING AND AUDIT FEES	33,650.	11,778.		21,872.
TO FORM 990-PF, PG 1, LN 16B	33,650.	11,778.		21,872.

FORM 990-PF	TAXES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX	6,777.	0.		0.
OTHER TAXES	2,656.	930.		1,726.
TO FORM 990-PF, PG 1, LN 18	9,433.	930.		1,726.

FORM 990-PF	OTHER EXPENSES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DUES	845.	296.		549.
OTHER EXPENSE	750.	262.		488.
INSURANCE	11,824.	4,138.		7,686.
BANK FEES	5,244.	1,835.		3,409.
OFFICE EXPENSE	12,142.	4,250.		7,892.

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95-6036471

INVESTMENT COUNSEL FEES	109,702.	38,396.	71,306.
TO FORM 990-PF, PG 1, LN 23	140,507.	49,177.	91,330.

FORM 990-PF OTHER DECREASES IN NET ASSETS OR FUND BALANCES STATEMENT 5

DESCRIPTION	AMOUNT
ACCRUAL OF DEFERRED FEDERAL EXCISE TAXES	15,507.
TOTAL TO FORM 990-PF, PART III, LINE 5	15,507.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 6

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED LISTING		X	0.	0.
TOTAL U.S. GOVERNMENT OBLIGATIONS				
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			0.	0.

FORM 990-PF CORPORATE STOCK STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED LISTING	8,696,886.	12,065,681.
TOTAL TO FORM 990-PF, PART II, LINE 10B	8,696,886.	12,065,681.

FORM 990-PF	CORPORATE BONDS	STATEMENT	8
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
SEE ATTACHED LISTING	4,306,116.	5,136,355.	
TOTAL TO FORM 990-PF, PART II, LINE 10C	4,306,116.	5,136,355.	

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT	9
DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
CABINETS	1,300.	1,300.	0.
CABINETS	1,931.	1,931.	0.
CABINETS	966.	966.	0.
CABINETS	1,440.	1,440.	0.
DRAPES	1,478.	1,478.	0.
PAINTING	1,560.	1,560.	0.
CARPETS	1,721.	1,721.	0.
TABLE	658.	658.	0.
COPIER	5,664.	5,664.	0.
COMPUTER	2,860.	2,860.	0.
COPIER	3,227.	3,227.	0.
COMPUTER	1,723.	690.	1,033.
COMPUTER	1,003.	301.	702.
TOTAL TO FM 990-PF, PART II, LN 14	25,531.	23,796.	1,735.

FORM 990-PF	OTHER ASSETS	STATEMENT	10
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ACCRUED INTEREST AND DIVIDENDS	65,985.	0.	0.
SURRENDER VALUE - LIFE INSURANCE	113,314.	118,354.	118,354.
RECEIVABLE FOR SECURITIES SOLD	1,841.	0.	0.
PROGRAM RELATED INVESTMENTS	463,711.	735,823.	735,823.
PREPAID FEDERAL EXCISE TAXES	2,253.	8,638.	8,638.
TO FORM 990-PF, PART II, LINE 15	647,104.	862,815.	862,815.

FORM 990-PF	OTHER LIABILITIES	STATEMENT 11
DESCRIPTION	BOY AMOUNT	EOY AMOUNT
PAYABLE FOR UNSETTLED SECURITIES PURCHASED	3,869.	13,982.
DEFERRED EXCISE TAX PAYABLE	68,474.	83,981.
TOTAL TO FORM 990-PF, PART II, LINE 22	72,343.	97,963.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT 12
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
HARRIS W. SEED P.O. BOX 1328 SANTA BARBARA, CA 93102	PRESIDENT, DIRECTOR 30.00	70,434.	17,771.	0.
JEANNE ANN MCKAY P.O. BOX 1328 SANTA BARBARA, CA 93102	TREASURER/SECRETARY 35.00	67,487.	22,250.	0.
PAUL W. HARTLOFF, JR. P.O. BOX 1328 SANTA BARBARA, CA 93102	DIRECTOR 2.00	5,250.	0.	0.
ELEANOR VAN COTT P.O. BOX 1328 SANTA BARBARA, CA 93102	DIRECTOR/ASS'T SEC'Y 2.00	5,250.	0.	0.
JOHN R. MACKALL P.O. BOX 1328 SANTA BARBARA, CA 93102	VICE PRESIDENT, DIRECTOR 2.00	5,250.	0.	0.
JOSEPH COLE P.O. BOX 1328 SANTA BARBARA, CA 93102	DIRECTOR 2.00	5,250.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		158,921.	40,021.	0.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 13

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

JOHN R. MACKALL
P.O. BOX 1328
SANTA BARBARA, CA 93102

TELEPHONE NUMBER

(805) 962-6430

FORM AND CONTENT OF APPLICATIONS

COPIES OF LETTERS OF DETERMINATION, STATEMENT OF PURPOSE AND THREE YEARS
FINANCIAL STATEMENTS.

ANY SUBMISSION DEADLINES

ALL APPLICATIONS MUST BE FILED BY SEPTEMBER 15 OF EACH GRANT YEAR.

RESTRICTIONS AND LIMITATIONS ON AWARDS

APPLICATIONS FOR GRANTS ARE CONSIDERED ONLY FROM ORGANIZATIONS WHICH ARE
TAX EXEMPT UNDER THE INTERNAL REVENUE CODE AND ARE NOT PRIVATE FOUNDATIONS.
APPLICATIONS ARE NOT USUALLY CONSIDERED FROM ORGANIZATIONS OUTSIDE OF THE
SANTA BARBARA AREA. GRANTS ARE NOT USUALLY AWARDED FOR GENERAL OPERATING OR
UNRESTRICTED BUDGETARY PURPOSES.

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STATEMENT 7 - CORPORATE STOCK
FORM 990-PF - JUNE 30, 2012

Number of Shares	EQUITIES	Book Value	Price Per Share	Market Value	Unrealized Gain/(Loss)
9	Berkshire Hathaway	200,456	124,945	1,124,505	924,049
4,000	AFLAC, Inc	27,696	42 590	170,360	142,664
10,000	American Eagle Outfitters Inc	185,953	19 730	197,300	11,347
800	Apple Computer, Inc	58,559	584 000	467,200	408,641
15,578	Bank of America	273,379	8 180	127,428	(145,951)
20,000	Chicos Fas Inc	189,310	14,840	296,800	107,490
3,000	China Mobile Ltd	52,680	54.670	164,010	111,330
6,000	Cisco System, Inc.	169,385	17.170	103,020	(66,365)
3,040	Costco Wholesale Corp	23,995	95 000	288,800	264,805
5,000	CVS Caremark Corp	152,540	46 730	233,650	81,110
15,000	Cypress Semiconductor Corp com	115,617	13 220	198,300	82,683
6,000	eBay Inc	172,494	42 010	252,060	79,566
50	Facebook Inc Com	1,900 000	31 095	1,555	(345)
13,000	Finish Line Inc CL A	212,344	20 910	271,830	59,486
10,000	General Electric Co (GE)	142,900	20,840	208,400	65,500
6,000	Intel Corp Com	156,210	26 650	159,900	3,690
5,000	JP Morgan Chase & Co	193,190	35 730	178,650	(14,540)
6,000	Lincoln National Corp	143,271	21 870	131,220	(12,051)
2,883	Merck & Co Inc New Com	53,739	41 750	120,365	66,626
6,000	Microsoft Corp	166,219	30.590	183,540	17,321
5,000	MGM Resorts International Com	60,041	11 160	55,800	(4,241)
10,000	Newell Rubbermaid Inc	221,060	18 140	181,400	(39,660)
10,000	Perion Network Ltd Shs	68,550	4 270	42,700	(25,850)
4,000	Pfizer Inc	112,740	23 000	92,000	(20,740)
3,000	Qualcomm Inc	110,550	55 680	167,040	56,490
4,000	Texas Instrument	186,930	28 690	114,760	(72,170)
4,000	Teva Pharmaceutical Inds	221,483	39 440	157,760	(63,723)
5,666	Time Warner Inc New	168,400	38.500	218,141	49,741
1,422	Time Warner Cable Inc	59,529	82 100	116,746	57,217
	UBS #09 VNE	1,087,066		1,419,906	332,840
	UBS #10 Blackrock	1,201,349		1,540,620	339,272
	UBS #12 Anderson	1,362,425		1,861,895	499,471
	UBS #28 Invesco REIT	553,096		647,148	94,052
	UBS #36 Hansberger	591,835		570,876	(20,960)
	Total - Equities	<u>\$ 8,696,886</u>		<u>\$ 12,065,681</u>	<u>\$ 3,368,795</u>

ALICE TWEED TUOHY FOUNDATION
STATEMENT 8 - CORPORATE BONDS
FORM 990-PF - JUNE 30, 2012

<u>Shares & Par Value</u>	<u>NOTES, BONDS & DEBENTURES</u>	<u>Book Value</u>	<u>Price</u>	<u>Market Value</u>	<u>Unrealized Gain/(Loss)</u>
486,858 28	STW Lng Drtn Invmnt-Grd Bnd Fd Inst Cl	4,306,116	10 550	5,136,355	830,239
	Total - Notes, Bonds & Debentures	<u>\$ 4,306,116</u>		<u>\$ 5,136,355</u>	<u>\$ 830,239</u>

ALICE TWEED TUOHY FOUNDATION
CAPITAL GAINS AND (LOSSES)
FORM 990-PF AND FORM 199 - JUNE 30, 2012

Number of Shares	EQUITIES	Sale Date	Cost	Proceeds	Long Term Gain/(Loss)	Short Term Gain/(Loss)
	UBS #09 VNE	7/31/2011	17,364	44,873	27,510	-
	UBS #10 Blackrock	7/31/2011	183	182	-	(1)
	UBS #10 Blackrock	7/31/2011	16,840	13,120	(3,720)	-
	UBS #36 Hansberger	7/31/2011	2,063	1,825	-	(238)
	UBS #36 Hansberger	7/31/2011	15,468	14,639	(829)	-
	UBS #28 Invesco REIT	7/31/2011	5,208	6,038	-	831
	UBS #28 Invesco REIT	7/31/2011	5,170	6,902	1,732	-
	Cypress Semiconductor-Capital Gain	7/21/2011	-	1,350	1,350	-
	UBS #09 VNE	8/31/2011	9,927	6,459	-	(3,468)
	UBS #09 VNE	8/31/2011	38,073	33,778	(4,295)	-
	UBS #10 Blackrock	8/31/2011	454	437	-	(18)
	UBS #10 Blackrock	8/31/2011	9,415	9,825	410	-
	UBS #28 Invesco REIT	8/31/2011	4,654	4,989	-	335
	UBS #28 Invesco REIT	8/31/2011	17,933	20,879	2,946	-
	UBS #36 Hansberger	8/31/2011	6,668	3,905	-	(2,763)
	UBS #36 Hansberger	8/31/2011	37,091	30,560	(6,530)	-
	UBS #09 VNE	9/30/2011	115,719	84,885	-	(30,834)
	UBS #09 VNE	9/30/2011	6,451	6,365	(85)	-
	UBS #28 Invesco REIT	9/30/2011	5,923	5,654	-	(269)
	UBS #28 Invesco REIT	9/30/2011	10,510	12,738	2,228	-
	UBS #36 Hansberger	9/30/2011	3,319	1,679	-	(1,639)
	UBS #36 Hansberger	9/30/2011	11,693	7,688	(4,005)	-
	Cypress Semiconductor-Capital Gain	10/20/2011	-	1,350	1,350	-
	UBS #12 Anderson	10/31/2011	25,755	37,756	12,001	-
	UBS #28 Invesco REIT	10/31/2011	6,036	5,648	-	(388)
	UBS #28 Invesco REIT	10/31/2011	8,916	8,896	(20)	-
	UBS #36 Hansberger	10/31/2011	18,382	10,396	(7,986)	-
	UBS #36 Hansberger	10/31/2011	6,413	9,100	-	2,687
	UBS #09 VNE	11/30/2011	11,824	23,862	12,038	-
	UBS #28 Invesco REIT	11/30/2011	3,732	4,252	-	521
	UBS #28 Invesco REIT	11/30/2011	1,728	2,111	383	-
	UBS #36 Hansberger	11/30/2011	31,512	16,223	-	(15,289)
	UBS #36 Hansberger	11/30/2011	15,686	19,290	3,604	-
	UBS #09 VNE	12/31/2011	50,058	29,575	-	(20,482)
	UBS #09 VNE	12/31/2011	26,030	22,513	(3,517)	-
	UBS #28 Invesco REIT	12/31/2011	2,489	2,073	-	(415)
	UBS #28 Invesco REIT	12/31/2011	12,852	13,587	735	-
	UBS #36 Hansberger	12/31/2011	3,551	2,559	-	(992)
	UBS #36 Hansberger	12/31/2011	9,364	9,436	72	-
	STW ST Capital Gain	12/31/2011	-	8,448	-	8,448
	STW Capital Gain	12/31/2011	-	48,977	48,977	-
	Cypress Semiconductor-Capital Gain	1/19/2012	-	1,350	1,350	-
	UBS #09 VNE	1/31/2012	39,157	22,759	-	(16,398)
	UBS #09 VNE	1/31/2012	4,151	7,799	3,648	-
	UBS #12 Anderson	1/31/2012	25,307	57,413	32,106	-
	UBS #28 Invesco REIT	1/31/2012	18,387	18,886	-	499
	UBS #28 Invesco REIT	1/31/2012	18,794	22,435	3,641	-
	UBS #36 Hansberger	1/31/2012	4	4	-	1
	UBS #36 Hansberger	1/31/2012	7,111	7,597	486	-
	UBS #09 VNE	2/29/2012	48,287	37,383	-	(10,904)
	UBS #09 VNE	2/29/2012	28,257	46,935	18,678	-
	UBS #12 Anderson	2/29/2012	22,015	39,254	17,239	-
	UBS #28 Invesco REIT	2/29/2012	31,959	33,263	-	1,304
	UBS #28 Invesco REIT	2/29/2012	32,142	38,802	6,660	-
	UBS #36 Hansberger	2/29/2012	4,776	4,000	-	(777)
	UBS #36 Hansberger	2/29/2012	27,999	31,272	3,273	-
	UBS #09 VNE	3/31/2012	37,241	36,427	(814)	-
	UBS #10 Blackrock	3/31/2012	14,434	18,018	3,584	-
	UBS #12 Anderson	3/31/2012	6,223	16,979	10,756	-
	UBS #28 Invesco REIT	3/31/2012	18,994	20,280	-	1,286
	UBS #28 Invesco REIT	3/31/2012	17,963	19,320	1,357	-
	UBS #36 Hansberger	3/31/2012	12,084	11,873	-	(210)
	UBS #36 Hansberger	3/31/2012	52,564	56,942	4,378	-
	STW	4/30/2012	130,191	153,000	22,809	-
	UBS #09 VNE	4/30/2012	8,690	11,858	-	3,167
	UBS #09 VNE	4/30/2012	58,723	113,428	54,705	-
	UBS #12 Anderson	4/30/2012	29,844	47,385	17,541	-
	UBS #28 Invesco REIT	4/30/2012	10,774	11,378	-	605
	UBS #28 Invesco REIT	4/30/2012	24,316	23,870	(446)	-
	UBS #36 Hansberger	4/30/2012	13,381	13,070	-	(311)
	UBS #36 Hansberger	4/30/2012	83,893	90,112	6,219	-
515	AOL Inc	4/5/2012	12,314	9,666	(2,647)	-
200	Apple Inc	4/12/2012	14,640	126,378	111,738	-
714	Motorola Solutions Inc	4/12/2012	60,122	35,014	(25,108)	-
625	Motorola Mobility	4/12/2012	44,104	24,331	(19,773)	-
1,030	Nortel Networks	4/12/2012	-	19	19	-
2,000	Ruths Hospitality Group Inc	4/12/2012	36,120	14,500	(21,620)	-
1,000	Ruths Hospitality Group Inc	4/12/2012	18,060	7,250	(10,810)	-
400	Ruths Hospitality Group Inc	4/12/2012	7,224	2,912	(4,312)	-
100	Ruths Hospitality Group Inc	4/12/2012	1,806	729	(1,077)	-
2,700	Ruths Hospitality Group Inc	4/16/2012	47,512	19,818	(27,694)	-
1,000	Ruths Hospitality Group Inc	4/16/2012	18,060	7,310	(10,750)	-
300	Ruths Hospitality Group Inc	4/16/2012	5,418	2,203	(3,215)	-

(CONTINUED)

ALICE TWEED TUOHY FOUNDATION
CAPITAL GAINS AND (LOSSES)
FORM 990-PF AND FORM 199 - JUNE 30, 2012

Number of Shares	EQUITIES	Sale Date	Cost	Proceeds	Long Term Gain/(Loss)	Short Term Gain/(Loss)
	UBS #09 VNE	5/31/2012	11,128	27,166	16,038	-
	UBS #10 Blackrock	5/31/2012	0	0	0	-
	UBS #28 Invesco REIT	5/31/2012	13,386	15,363	-	1,978
	UBS #28 Invesco REIT	5/31/2012	21,431	24,937	3,506	-
	UBS #36 Hansberger	5/31/2012	8,982	7,974	-	(1,008)
	UBS #36 Hansberger	5/31/2012	26,922	28,093	1,171	-
	UBS #09 VNE	6/30/2012	11,699	11,980	-	281
	UBS #09 VNE	6/30/2012	50,951	69,066	18,115	-
	UBS #12 Anderson	6/30/2012	31,926	25,572	(6,354)	-
	UBS #28 Invesco REIT	6/30/2012	6,321	6,290	-	(31)
	UBS #28 Invesco REIT	6/30/2012	2,405	3,169	764	-
	UBS #36 Hansberger	6/30/2012	917	1,754	-	837
	UBS #36 Hansberger	6/30/2012	10,160	12,104	1,944	-
Total - Equities					311,452	(83,656)

Par Value	BONDS	Date	Cost	Proceeds	Long Term Gain/(Loss)	Short Term Gain/(Loss)
21,000	Archer Daniels Midland Co	7/15/2011	21,218	23,162	-	1,944
46,000	Wal-Mart Stores 6 5%	7/18/2011	47,051	54,793	7,742	-
65,000	United States Tres 4 75%	7/19/2011	71,194	71,078	-	(116)
55,000	United States Tres 4 25%	7/25/2011	54,444	54,987	-	543
6,000	United States Tres 4 75%	7/26/2011	6,568	6,451	-	(117)
10,000	Los Angeles CA 5 75%	7/27/2011	10,097	10,473	377	-
50,000	Emerson Elec Co 5 25%	7/29/2011	49,870	56,752	6,882	-
15,000	Hewlett Packard Co 5 5%	7/29/2011	14,990	17,171	2,182	-
12,000	Mellife Inc 7 717%	7/29/2011	10,753	14,705	3,952	-
92,000	Wal-Mart Stores 6 5%	8/2/2011	91,930	111,051	19,121	-
15,000	Georgia St 5 0%	8/9/2011	17,030	18,523	-	1,492
15,000	United States Treas Bd Stripped Prin	8/9/2011	4,402	4,581	-	180
3,000	Pepsico Inc 4 875%	8/16/2011	2,994	3,139	-	145
15,000	Aurora Colo Wtr Impt Rev 5 0%	8/19/2011	14,564	15,602	-	1,037
20,000	Nucor Corp 6 4%	8/19/2011	19,923	24,429	4,506	-
78,000	Astrazeneca Plc 6 45%	8/30/2011	77,671	96,825	19,154	-
30,000	Los Angeles CA 5 755%	9/1/2011	30,274	32,591	2,317	-
5,000	San Diego CA Cmnty College 5 0%	9/2/2011	5,094	5,226	133	-
53,000	Nucor Corp 6 4%	9/13/2011	52,351	65,687	13,335	-
5,000	King Cnty Wash Swr Rev 5 0%	9/14/2011	5,039	5,292	253	-
12,000	United States Treas Bd Stripped Prin	9/15/2011	3,537	4,231	695	-
40,000	Philip Morris Intl Inc 6 375%	9/16/2011	39,858	49,063	9,204	-
40,000	Los Angeles CA Uni Sch Dist 5 75%	9/20/2011	40,386	44,154	3,768	-
84,000	Sempra Energy 6 0%	9/20/2011	82,292	96,694	14,402	-
6,000	La Cumbre Country Club 10 00%	1/24/2012	6,000	6,000	-	-
Total - Bonds					108,024	5,108

Total Realized Gains and Losses

340,928

Total LT Gain/(Loss)

1,931,460 2,349,855 418,395

Total ST Gain/(Loss)

711,788 634,321 (77,467)

Total Realized

2,643,248 2,984,176 418,395 (77,467)