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**Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation****2011**Department of the Treasury
Internal Revenue Service

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 9/01, 2011, and ending 8/31, 2012

THE SAMUEL B. & MARGARET C. MOSHER
FOUNDATION
P.O. BOX 1079
SANTA BARBARA, CA 93102**A** Employer identification number
95-6037266**B** Telephone number (see the instructions)
(805) 962-1700**C** If exemption application is pending, check here ☐**D 1** Foreign organizations, check here ☐**2** Foreign organizations meeting the 85% test, check here and attach computation ☐**E** If private foundation status was terminated under section 507(b)(1)(A), check here ☐**F** If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐**G** Check all that apply: ☐ Initial return ☐ Initial Return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name change**H** Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation**I** Fair market value of all assets at end of year (from Part II, column (c), line 16) **J** Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify) _____
Part I, column (d) must be on cash basis.

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc. received (att sch)				
	2 Ck <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	704,837.	704,837.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	131,260.			
	b Gross sales price for all assets on line 6a	2,991,222.			
	7 Capital gain net income (from Part IV, line 2)		131,260.		
	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/(loss) (att sch)					
11 Other income (attach schedule) See Statement 1	-12,949.	-12,949.			
12 Total. Add lines 1 through 11	823,148.	823,148.	0.		
ADMINISTRATIVE AND OPERATING EXPENSES	13 Compensation of officers, directors, trustees, etc	104,200.	10,420.		93,780.
	14 Other employee salaries and wages	69,040.	6,904.		62,136.
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) See St. 2	14,254.	1,425.		12,829.
	b Accounting fees (attach sch) See St. 3	20,116.	2,012.		18,104.
	c Other prof fees (attach sch) See St. 4	28,918.	2,892.		26,026.
	17 Interest				
	18 Taxes (attach schedule)(see instrs) See Stm 5	37,440.	2,520.		22,680.
	19 Depreciation (attach sch) and depletion	2,244.	2,244.		
	20 Occupancy				
	21 Travel, conferences, and meetings	3,119.	312.		2,807.
	22 Printing and publications				
	23 Other expenses (attach schedule) See Statement 6	256,176.	199,325.		56,851.
	24 Total operating and administrative expenses. Add lines 13 through 23	535,507.	228,054.		295,213.
	25 Contributions, gifts, grants paid Part XV.	1,343,910.			1,343,910.
26 Total expenses and disbursements. Add lines 24 and 25	1,879,417.	228,054.	0.	1,639,123.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-1,056,269.				
b Net investment income (if negative, enter -0-)		595,094.			
c Adjusted net income (if negative, enter -0-)			0.		

Part II Balance Sheets		Beginning of year (a) Book Value	End of year	
			(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash — non-interest-bearing	21,550.	56,461.	56,461.
	2 Savings and temporary cash investments	609,239.	1,986,827.	1,986,827.
	3 Accounts receivable			
	Less: allowance for doubtful accounts			
	4 Pledges receivable			
	Less: allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach sch)			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	6,297.	12,120.	12,120.
	10a Investments — U.S. and state government obligations (attach schedule)	553,693.	553,693.	588,936.
	b Investments — corporate stock (attach schedule)	16,236,494.	14,067,219.	19,051,436.
	c Investments — corporate bonds (attach schedule)	11,964,049.	11,744,586.	12,121,357.
LIABILITIES	11 Investments — land, buildings, and equipment: basis			
	Less: accumulated depreciation (attach schedule)			
	12 Investments — mortgage loans			
	13 Investments — other (attach schedule)	165,461.	188,972.	188,972.
	14 Land, buildings, and equipment: basis	38,168.		
	Less: accumulated depreciation (attach schedule) See Stmt 7	31,430.		
	15 Other assets (describe See Statement 8)	49,011.	48,939.	746,778.
	16 Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I)	29,614,776.	28,665,555.	34,759,625.
	17 Accounts payable and accrued expenses	283.	285.	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe)	1.	1.	
	23 Total liabilities (add lines 17 through 22)	284.	286.	
NET ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	29,614,492.	28,665,269.	
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	29,614,492.	28,665,269.	
	31 Total liabilities and net assets/fund balances (see instructions)	29,614,776.	28,665,555.	

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	29,614,492.
2 Enter amount from Part I, line 27a	2	-1,056,269.
3 Other increases not included in line 2 (itemize) See Statement 9	3	108,108.
4 Add lines 1, 2, and 3	4	28,666,331.
5 Decreases not included in line 2 (itemize) See Statement 10	5	1,062.
6 Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	28,665,269.

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 shares MLC Company)

(b) How acquired
P — Purchase
D — Donation(c) Date acquired
(month, day, year)(d) Date sold
(month, day, year)

1a See Statement 11

b

c

d

e

(e) Gross sales price

(f) Depreciation allowed
(or allowable)(g) Cost or other basis
plus expense of sale(h) Gain or (loss)
(e) plus (f) minus (g)

a

b

c

d

e

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) Fair Market Value
as of 12/31/69(j) Adjusted basis
as of 12/31/69(k) Excess of column (i)
over column (j), if any(l) Gains (Column (h)
gain minus column (k), but not less
than -0-) or Losses (from column (h))

a

b

c

d

e

2 Capital gain net income or (net capital loss)

If gain, also enter in Part I, line 7
If (loss), enter -0- in Part I, line 7

2

131,260.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):

If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0-
in Part I, line 8

3

0.

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 the 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 (column (b) divided by column (c))
2010	1,435,790.	34,224,504.	0.041952
2009	1,610,958.	31,508,939.	0.051127
2008	1,564,085.	28,472,336.	0.054933
2007	1,719,588.	35,876,113.	0.047931
2006	1,716,329.	33,407,810.	0.051375

2 Total of line 1, column (d)

2

0.247318

3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years

3

0.049464

4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5

4

32,991,596.

5 Multiply line 4 by line 3

5

1,631,896.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6

5,951.

7 Add lines 5 and 6

7

1,637,847.

8 Enter qualifying distributions from Part XII, line 4

8

1,639,123.

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

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

1 a 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 instrs)			
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	5,951.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	5,951.
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	5,951.
6 Credits/Payments:			
a 2011 estimated tax pmts and 2010 overpayment credited to 2011	6a	12,120.	
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	12,120.	
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	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	6,169.	
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax <input checked="" type="checkbox"/> 6,169. Refunded <input type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?		X
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.		
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
4 a 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?		N/A
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, column (c), and Part XIV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) CA		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? 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

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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>MOSHER FOUNDATION OFFICE</u> Telephone no <u>(805) 962-1700</u> Located at <u>1114 STATE ST. #252, STA. BARBARA, CA</u> ZIP + 4 <u>93101</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <u>N/A</u> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u> <u>N/A</u>			
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?	16	Yes	No
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If 'Yes,' enter the name of the foreign country			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 type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (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)?	1b	N/A
Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>		
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 <u>20__ , 20__ , 20__ , 20__</u>		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see instructions)	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <u>20__ , 20__ , 20__ , 20__</u>		
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)	3b	N/A
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)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

N/A

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? ☐ Yes ☒ No

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
EDWARD BIRCH P.O. BOX 1079 SANTA BARBARA, CA 93102	President & 15.00	104,200.	0.	0.
ROBERT EMMONS P.O. BOX 1079 SANTA BARBARA, CA 93102	Director 2.00	6,300.	0.	0.
R. BRUCE MCFADDEN P.O. BOX 1079 SANTA BARBARA, CA 93102	Director 2.00	6,300.	0.	0.
DAVID WINTER P.O. BOX 1079 SANTA BARBARA, CA 93102	Director 2.00	6,300.	0.	0.

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

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

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

0

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

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

Total number of others receiving over \$50,000 for professional services 0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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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	32,528,266.
b Average of monthly cash balances	1b	965,740.
c Fair market value of all other assets (see instructions)	1c	
d Total (add lines 1a, b, and c)	1d	33,494,006.
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	33,494,006.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	502,410.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	32,991,596.
6 Minimum investment return. Enter 5% of line 5	6	1,649,580.

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	1,649,580.
2a Tax on investment income for 2011 from Part VI, line 5	2a	5,951.
b Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	5,951.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	1,643,629.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	1,643,629.
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,643,629.

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	1,639,123.
b Program-related investments — total from Part IX-B	1b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,639,123.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	5,951.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,633,172.

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				1,643,629.
2 Undistributed income, if any, as of the end of 2011:				
a Enter amount for 2010 only			0.	
b Total for prior years: 20____, 20____, 20____		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007				
c From 2008				
d From 2009				18,080.
e From 2010				
f Total of lines 3a through e	18,080.			
4 Qualifying distributions for 2011 from Part XII, line 4: ► \$ 1,639,123.				
a Applied to 2010, but not more than line 2a			0.	
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				1,639,123.
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).)	4,506.			4,506.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	13,574.			
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 instructions			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	13,574.			
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				13,574.
d Excess from 2010				
e Excess from 2011				

N/A

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

(4) Gross investment income.

[illegible]

1 Information Regarding Foundation Managers:

None

None

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

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

See Statement 12

See Statement for Line 2a

c Any submission deadlines:

See Statement for Line 2a

See Statement for Line 2a

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Statement 13				
Total			3a	1,343,910.
b Approved for future payment				
Total			3b	

Federal Statements
THE SAMUEL B. & MARGARET C. MOSHER
FOUNDATION

Statement 1
Form 990-PF, Part I, Line 11
Other Income

	(a) Revenue per Books	(b) Net Investment Income	(c) Adjusted Net Income
CAPITAL GAIN DISTRIBUTION	\$ 10,908.	\$ 10,908.	
K-1 INCOME TCP PINE, LLC	3,387.	3,387.	
K-1 LOSS - MCMB INVEST	-19,682.	-19,682.	
K-1 LOSS - TCP PROVO, LLC	-7,562.	-7,562.	
Total	<u>\$ -12,949.</u>	<u>\$ -12,949.</u>	<u>0.</u>

Statement 2
Form 990-PF, Part I, Line 16a
Legal Fees

	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
LEGAL FEES	\$ 14,254.	\$ 1,425.		\$ 12,829.
Total	<u>\$ 14,254.</u>	<u>\$ 1,425.</u>	<u>\$ 0.</u>	<u>\$ 12,829.</u>

Statement 3
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
ACCOUNTING	\$ 20,116.	\$ 2,012.		\$ 18,104.
Total	<u>\$ 20,116.</u>	<u>\$ 2,012.</u>	<u>\$ 0.</u>	<u>\$ 18,104.</u>

Statement 4
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
PROFESSIONAL FEES.	\$ 28,918.	\$ 2,892.		\$ 26,026.
Total	<u>\$ 28,918.</u>	<u>\$ 2,892.</u>	<u>\$ 0.</u>	<u>\$ 26,026.</u>

Federal Statements
THE SAMUEL B. & MARGARET C. MOSHER
FOUNDATION

Statement 5
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
FEDERAL EXCISE TAX.....	\$ 12,240.			
FOREIGN TAXES.....	10,671.	\$ 1,067.		\$ 9,604.
PAYROLL TAXES.....	14,114.	1,411.		12,703.
PROPERTY TAXES.....	150.	15.		135.
TAX & LICENSE.....	265.	27.		238.
Total	<u>\$ 37,440.</u>	<u>\$ 2,520.</u>	<u>\$ 0.</u>	<u>\$ 22,680.</u>

Statement 6
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
BANK SERVICE CHARGE.....	\$ 7.	\$ 1.		\$ 6.
BOARD FEE.....	18,900.	1,890.		17,010.
BROKERAGE FEE.....	193,008.	193,008.		
DUES & SUBSCRIPTION.....	6,319.	632.		5,687.
INSURANCE.....	5,576.	558.		5,018.
MEALS & ENTERTAINMENT.....	2,168.	217.		1,951.
OFFICE EXPENSES.....	3,691.	369.		3,322.
OFFICE SUPPLIES.....	1,225.	123.		1,102.
PARKING.....	840.	84.		756.
PAYROLL SERVICE FEE.....	1,955.	195.		1,760.
POSTAGE.....	324.	32.		292.
Rental Expenses.....	18,432.	1,843.		16,589.
SEMINARS/MEETINGS.....	2,090.	209.		1,881.
UTILITIES.....	1,641.	164.		1,477.
Total	<u>\$ 256,176.</u>	<u>\$ 199,325.</u>	<u>\$ 0.</u>	<u>\$ 56,851.</u>

Statement 7
Form 990-PF, Part II, Line 14
Land, Buildings, and Equipment

Category	Basis	Accum. Deprec.	Book Value	Fair Market Value
Furniture and Fixtures	\$ 21,304.	\$ 20,325.	\$ 979.	\$ 6,738.
Machinery and Equipment	3,650.	2,188.	1,462.	0.
Improvements	13,214.	8,917.	4,297.	0.
Total	<u>\$ 38,168.</u>	<u>\$ 31,430.</u>	<u>\$ 6,738.</u>	<u>\$ 6,738.</u>

Statement 8
Form 990-PF, Part II, Line 15
Other Assets

	<u>Book Value</u>	<u>Fair Market Value</u>
DEPOSIT - INSURANCE	\$ 928.	\$ 928.
HISTORICAL COLLECTIONS	48,011.	745,850.
Total	<u>\$ 48,939.</u>	<u>\$ 746,778.</u>

Statement 9
Form 990-PF, Part III, Line 3
Other Increases

K-1 MCMB INVESTMENTS, LLC - ADJ	\$ 108,108.
Total	<u>\$ 108,108.</u>

Statement 10
Form 990-PF, Part III, Line 5
Other Decreases

K-1 TCP PINE, LLC ADJ	\$ 296.
K-1 TCP PROVO, LLC ADJ.	766.
Total	<u>\$ 1,062.</u>

Statement 11
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold
1	4115 SH FAIRHOLME FUND	Purchased	9/27/2007	9/29/2011
2	4115 SH FAIRHOLME FUND	Purchased	9/27/2007	10/14/2011
3	6742 SH FAIRHOLME FUND	Purchased	9/27/2007	11/08/2011
4	11000 SH TELEFONOS DE MEXICO	Purchased	5/19/2003	11/14/2011
5	2000 SH COGNIZANT TECH SOLUTIONS	Purchased	6/05/2008	3/15/2012
6	7000 SH HEWLETT PACKARD	Purchased	6/05/2008	3/15/2012
7	500 SH INTERNATIONAL BUSINESS MACH.	Purchased	2/24/2003	3/15/2012
8	2000 SH ORACLE CORP	Purchased	2/24/2003	3/15/2012
9	9523 SH PIMCO EMERGING MKTS CURR FD	Purchased	9/18/2007	3/15/2012
10	3000 SH POSCO SPONSORED ADR	Purchased	4/15/2003	3/15/2012
11	4000 SH AUTODESK, INC.	Purchased	4/24/2006	4/27/2012
12	.333 SH ENGILITY HOLDINGS INC.	Purchased	1/07/2003	7/31/2012
13	4000 SH AUTODESK, INC.	Purchased	4/24/2006	5/01/2012
14	1333 SH ENGILITY HOLDINGS INC.	Purchased	7/07/2003	8/07/2012
15	20000 SH LITMAN GLORY MASTERS	Purchased	9/12/2007	8/07/2012
16	4000 SH ROYAL DUTCH SHELL PLC	Purchased	4/13/2002	8/07/2012
17	5151 SH VANGUARD INFLATION PRO	Purchased	9/11/2009	8/07/2012
18	4000 SH VANGUARD 500 INDEX FD	Purchased	9/12/2007	8/07/2012

Statement 11 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i) - (j)	(l) Gain (Loss)
1	100,000.		135,473.	-35,473.				\$ -35,473.
2	150,000.		189,486.	-39,486.				-39,486.
3	183,585.		215,929.	-32,344.				-32,344.
4	169,152.		122,445.	46,707.				46,707.
5	152,398.		73,013.	79,385.				79,385.
6	170,168.		338,589.	-168,421.				-168,421.
7	102,812.		39,530.	63,282.				63,282.
8	59,859.		24,086.	35,773.				35,773.
9	100,000.		106,000.	-6,000.				-6,000.
10	254,157.		68,850.	185,307.				185,307.
11	192,846.		211,295.	-18,449.				-18,449.
12	5.		4.	1.				1.
13	204,648.		211,295.	-6,647.				-6,647.
14	22,754.		15,887.	6,867.				6,867.
15	266,800.		450,000.	-183,200.				-183,200.
16	284,598.		82,348.	202,250.				202,250.
17	150,000.		126,099.	23,901.				23,901.
18	427,440.		449,633.	-22,193.				-22,193.
Total								\$ 131,260.

Statement 12
Form 990-PF, Part XV, Line 2a-d
Application Submission Information

Name of Grant Program:

Name:

Care Of:

Street Address:

City, State, Zip Code:

Telephone:

Form and Content:

Submission Deadlines:

Restrictions on Awards:

MOSHER FOUNDATION

EDWARD BIRCH - PRESIDENT/CEO

P.O. BOX 1079

SANTA BARBARA, CA 93102

(805) 962-1700

OUTLINE OF THE SPECIFIC PURPOSE AND AMOUNT OF GRANT
 APPLIED FOR.

APPLICATIONS ARE ACCEPTED ANY TIME DURING BUSINESS HOURS.
 GRANTS TO BE USED SPECIFICALLY FOR ORGANIZATIONS WHICH ARE
 DESCRIBED IN SECTIONS 170(C) 501(C) AND 2522(A) OF THE
 INTERNAL REVENUE CODE AND WHICH ARE ORGANIZED AND OPERATED
 FOR CHARITABLE, EDUCATIONAL, HEALTH CARE, INCLUDING
 PERFORMING ARTS INSTITUTIONS.

Statement 13
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
ALL SAINTS BY -THE-SEA EPISCOPAL CHURCH 83 EUCALYPTUS LANE SANTA BARBARA, CA 93108	NONE	EXEMPT	GENERAL PROGRAM SUPPORT.	\$ 3,000.
ANGELS FOSTER CARE 3905 STATE ST. UNIT 7-115 SANTA BARBARA, CA 93105	NONE	EXEMPT	GENERAL PROGRAM SUPPORT.	100.
CALM 1238 CHAPALA STREET SANTA BARBARA, CA 93101	NONE	EXEMPT	GENERAL PROGRAM SUPPORT.	500.
CANCER CENTER OF SANTA BARBARA 300 WEST PUEBLO SANTA BARBARA, CA 93105	NONE	EXEMPT	GENERAL PROGRAM SUPPORT.	51,000.
COMMUNITY ARTS MUSIC ASSOCIATION 2060 ALAMEDA PADRE SERRA, SUITE 201 SANTA BARBARA, CA 93103	NONE	EXEMPT	GENERAL PROGRAM SUPPORT.	36,000.
FOODBANK OF SANTA BARBARA COUNTY 4554 HOLLISTER AVENUE SANTA BARBARA, CA 93110	NONE	EXEMPT	GENERAL PROGRAM SUPPORT.	100.
FRIENDSHIP PADDLE 920 GARDEN STREET SANTA BARBARA, CA 93101	NONE	EXEMPT	GENERAL PROGRAM SUPPORT.	2,000.
GARDEN CLUB OF SANTA BARBARA 1564 RAMONA LANE SANTA BARBARA, CA 93108	NONE	EXEMPT	GENERAL PROGRAM SUPPORT.	1,300.
GIRLS INC. OF GREATER SANTA BARBARA P.O. BOX 236 SANTA BARBARA, CA 93102	NONE	EXEMPT	GENERAL PROGRAM SUPPORT.	100.
GOLETA VALLEY COTTAGE HOSPITAL FOUNDATIO 351 S. PATTERSON SANTA BARBARA, CA 93111	NONE	EXEMPT	GENERAL PROGRAM SUPPORT.	255,000.
HABITAT FOR HUMANITY FOR SB COUNTY P.O. BOX 176 GOLETA, CA 93117	NONE	EXEMPT	GENERAL PROGRAM SUPPORT.	250.

Statement 13 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
HOLLISTER SCHOOL PTA 4950 ANITA LANE SANTA BARBARA, CA 93111	NONE	EXEMPT	GENERAL PROGRAM SUPPORT.	\$ 1,000.
WILMER EYE INST. - JOHN HOPKINS UNIV. 727 MAUMENEE BUILDING BALTIMORE, MD 21287	NONE	EXEMPT	GENERAL PROGRAM SUPPORT.	25,000.
KAVLI INSTITUTE OF THEORETICAL PHYSICS C/O UC SANTA BARBARA SANTA BARBARA, CA 93106	NONE	EXEMPT	GENERAL PROGRAM SUPPORT.	1,000.
LAGUNA BLANCA SCHOOL 4125 PALOMA DRIVE SANTA BARBARA, CA 93110	NONE	EXEMPT	GENERAL ACADEMIC PROGRAM SUPPORT.	2,500.
LAGUNA COTTAGES FOR SENIORS 803 LAGUNA STREET SANTA BARBARA, CA 93101	NONE	EXEMPT	GENERAL PROGRAM SUPPORT.	1,000.
MARYMOUNT ACADEMY INC. 2130 MISSION RIDGE ROAD SANTA BARBARA, CA 93103	NONE	EXEMPT	GENERAL ACADEMIC PROGRAM SUPPORT.	58,500.
DOS PUEBLOS ENGINEERING ACADEMY P.O. BOX 313 GOLETA, CA 93116	NONE	EXEMPT	GENERAL ACADEMIC PROGRAM SUPPORT.	52,765.
OPERA SANTA BARBARA 133 STATE STREET, SUITE 209 SANTA BARBARA, CA 93101	NONE	EXEMPT	GENERAL PROGRAM SUPPORT.	26,500.
PROVIDENCE HALL 630 E. CANON PERDIDO ST. SANTA BARBARA, CA 93103	NONE	EXEMPT	GENERAL PROGRAM SUPPORT.	26,500.
FAMILY SERVICE AGENCY 123 WEST GUTIERREZ ST. SANTA BARBARA, CA 93101	NONE	EXEMPT	PROGRAM SUPPORT.	100.
FRIENDS OF VADA P.O. BOX 4426 SANTA BARBARA, CA 93140	NONE	EXEMPT	GENERAL PROGRAM SUPPORT.	1,000.
RECORDING FOR THE BLIND & DYSLEXIC 5638 HOLLISTER AVE. SUITE 210 SANTA BARBARA, CA 93117	NONE	EXEMPT	GENERAL PROGRAM SUPPORT.	1,000.

Statement 13 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
SANTA BARBARA COTTAGE HOSP FOUNDATION P.O. BOX 689 SANTA BARBARA, CA 93102	NONE	EXEMPT	GENERAL PROGRAM SUPPORT.	\$ 186,000.
SANTA BARBARA FESTIVAL BALLET P.O. BOX 2327 SANTA BARBARA, CA 93120	NONE	EXEMPT	GENERAL PROGRAM SUPPORT.	5,000.
SANTA BARBARA FOUNDATION 15 E. CARRILLO STREET SANTA BARBARA, CA 93101	NONE	EXEMPT	GENERAL PROGRAM SUPPORT.	20,000.
SANTA BARBARA NEIGHBORHOOD CLINICS 970 EMBARCADERO DEL MAR ISLA VISTA, CA 93117	NONE	EXEMPT	GENERAL PROGRAM SUPPORT.	2,000.
SANTA BARBARA RESCUE MISSION 535 E. YANONALI STREET SANTA BARBARA, CA 93103	NONE	EXEMPT	GENERAL PROGRAM SUPPORT.	200.
SANTA BARBARA SYMPHONY 1330 STATE STREET, SUITE 102 SANTA BARBARA, CA 93101	NONE	EXEMPT	GENERAL PROGRAM SUPPORT.	25,495.
STORYTELLER CHILDREN'S CENTER, INC. 2115 STATE STREET SANTA BARBARA, CA 93105	NONE	EXEMPT	CHILDHOOD EDUCATION AND SUPPORT.	4,000.
TRANSITION HOUSE 425 E. COTA STREET SANTA BARBARA, CA 93101	NONE	EXEMPT	GENERAL PROGRAM SUPPORT.	1,200.
WESTMONT COLLEGE 955 LA PAZ ROAD SANTA BARBARA, CA 93108	NONE	EXEMPT	GENERAL ACADEMIC PROGRAM SUPPORT.	3,500.
WESTMONT COLLEGE FOUNDATION 955 LA PAZ ROAD SANTA BARBARA, CA 93108	NONE	EXEMPT	GENERAL PROGRAM SUPPORT.	3,500.
CARRIAGE MUSEUM 129 CASTILLO STREET SANTA BARBARA, CA 93101	NONE	EXEMPT	GENERAL PROGRAM SUPPORT.	12,000.

Statement 13 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
CHANNEL CITY GLUB - GOLETA P.O. BOX 60602 SANTA BARBARA, CA 93160	NONE	EXEMPT	GENERAL PROGRAM SUPPORT.	\$ 650.
DIRECT RELIEF INTERNATIONAL 27 S. LA PATERA LANE SANTA BARBARA, CA 93117	NONE	EXEMPT	GENERAL PROGRAM SUPPORT.	500.
YOUNG LIFE 123 WEST PADRE ST., SUITE 3 SANTA BARBARA, CA 93105	NONE	EXEMPT	GENERAL PROGRAM SUPPORT.	2,000.
CALIFORNIA ACADEMY FOUNDATION 700 EAST ANAPAMU ST. SANTA BARBARA, CA 93105	NONE	EXEMPT	GENERAL PROGRAM SUPPORT.	50,000.
GANNA WALSKA LOTUSLAND 695 ASHLEY ROAD SANTA BARBARA, CA 93108	NONE	EXEMPT	GENERAL PROGRAM SUPPORT.	500.
MUSIC ACADEMY OF THE WEST 1070 FAIRWAY ROAD SANTA BARBARA, CA 93108	NONE	EXEMPT	GENERAL PROGRAM SUPPORT.	80,000.
SAN MARCOS HIGH SCHOOL 4750 HOLLISTER AVE. SANTA BARBARA, CA 93110	NONE	EXEMPT	GENERAL PROGRAM SUPPORT.	51,000.
SANTA BARBARA BOTANIC GARDENS 1212 MISSION CANYON ROAD SANTA BARBARA, CA 93105	NONE	EXEMPT	GENERAL PROGRAM SUPPORT.	40,000.
SANTA BARBARA CHAMBER ORCHESTRA P.O. BOX 90903 SANTA BARBARA, CA 93109	NONE	EXEMPT	GENERAL PROGRAM SUPPORT.	1,000.
SANTA BARBARA ZOOLOGICAL GARDENS 500 NINOS DRIVE SANTA BARBARA, CA 93103	NONE	EXEMPT	GENERAL PROGRAM SUPPORT.	101,000.
SCHOLARSHIP FOUNDATION OF SANTA BARBARA P.O. BOX 3620 SANTA BARBARA, CA 93105	NONE	EXEMPT	SUPPORT FOR SCHOLARSHIP FUND.	55,000.

Statement 13 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
SYV THERAPEUTIC RIDING PROGRAM P.O.BOX 256 SOLVANG, CA 93464	NONE	EXEMPT	GENERAL PROGRAM SUPPORT.	\$ 100.
UCSB FOUNDATION C/O UC SANTA BARBARA SANTA BARBARA, CA 93106	NONE	EXEMPT	GENERAL PROGRAM SUPPORT.	1,000.
VISITING NURSE & HOSPICE CARE OF STA BAR 222 E. CANON PERDIDO STREET SANTA BARBARA, CA 93101	NONE	EXEMPT	GENERAL PROGRAM SUPPORT.	1,000.
AMERICAN CANCER SOCIETY 250 WILLIAMS ST. NW ATLANTA, GA 30303	NONE	EXEMPT	GENERAL PROGRAM SUPPORT.	500.
ANIMAL RESCUE TEAM 875 CARRIAGE DRIVE SOLVANG, CA 93463	NONE	EXEMPT	GENERAL PROGRAM SUPPORT.	250.
AYENDA FOUNDATION 888 16TH STREET NW SUITE 800 WASHINGTON, DC 20006	NONE	EXEMPT	GENERAL PROGRAM SUPPORT.	600.
CARE 4 PAWS P.O. BOX 60524 SANTA BARBARA, CA 93160	NONE	EXEMPT	GENERAL PROGRAM SUPPORT.	100.
COMMUNITY ENVIRONMENTAL COUNCIL OF SB 26 WEST ANAPAMU STREET SANTA BARBARA, CA 93101	NONE	EXEMPT	GENERAL PROGRAM SUPPORT.	250.
COTTAGE REHABILITATION HOSPITAL FOUND. 2415 DE LA VINA ST. SANTA BARBARA, CA 93105	NONE	EXEMPT	GENERAL PROGRAM SUPPORT.	20,000.
ENSEMBLE THEATRE OF SANTA BARBARA P.O. BOX 2307 SANTA BARBARA, CA 93120	NONE	EXEMPT	GENERAL PROGRAM SUPPORT.	26,000.
GOLETA VALLEY HISTORICAL SOCIETY 304 N. LOS CARNEROS ROAD GOLETA, CA 93117	NONE	EXEMPT	GENERAL PROGRAM SUPPORT.	1,000.

Statement 13 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
HILLSIDE HOUSE 1235 VERONICA SPRINGS ROAD SANTA BARBARA, CA 93105	NONE	EXEMPT	GENERAL PROGRAM SUPPORT.	\$ 1,000.
LOBERO THEATRE FOUNDATION 33 EAST CANON PERDIDO SANTA BARBARA , CA 93101	NONE	EXEMPT	GENERAL PROGRAM SUPPORT.	75,000.
MENTAL WELLNESS CENTER 617 GARDEN STREET SANTA BARBARA, CA 93101	NONE	EXEMPT	GENERAL PROGRAM SUPPORT.	2,100.
NATIONAL CHARITY LEAGUE OF SANTA BARBARA P.O. BOX 3594 SANTA BARBARA, CA 93130	NONE	EXEMPT	GENERAL PROGRAM SUPPORT.	500.
NATURE CONSERVANCY 4245 N. FAIRFAX DR SUITE 100 ARLINGTON , VA 22203	NONE	EXEMPT	GENERAL PROGRAM SUPPORT.	100.
PEABODY CHARTER SHCOOL FOUNDATION 3018 CALLE NOGUERA SANTA BARBARA, CA 93105	NONE	EXEMPT	GENERAL PROGRAM SUPPORT.	1,750.
PHILANTHROPY ROUNDTABLE 1730 M ST. NW SUITE 601 WASHINGTON, DC 20036	NONE	EXEMPT	GENERAL PROGRAM SUPPORT.	2,500.
SANSUM CLINIC P.O. BOX 1200 SANTA BARBARA, CA 93102	NONE	EXEMPT	GENERAL PROGRAM SUPPORT.	1,000.
SANTA BARBARA ATHLETIC ROUNDTABLE P.O. BOX 3813 SANTA BARBARA, CA 93130	NONE	EXEMPT	GENERAL PROGRAM SUPPORT.	1,000.
SANTA BARBARA CHRISTIAN SCHOOL 3723 MODOC ROAD SANTA BARBARA, CA 93105	NONE	EXEMPT	GENERAL PROGRAM SUPPORT.	5,000.
SANTA BARBARA COMMUNITY PRAYER BREAKFAST 2822 PUESTA DEL SOL SANTA BARBARA, CA 93105	NONE	EXEMPT	GENERAL PROGRAM SUPPORT.	500.

Statement 13 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
STA BARBARA COURTHOUSE LEGACY FOUNDATION 1105 SANTA BARBARA STREET SANTA BARBARA, CA 93101	NONE	EXEMPT	GENERAL PROGRAM SUPPORT.	\$ 8,000.
SANTA BARBARA HIGH SCHOOL P.O. BOX 158 SANTA BARBARA, CA 93102	NONE	EXEMPT	GENERAL PROGRAM SUPPORT.	1,200.
SANTA BARBARA HUMANE SOCIETY 5399 OVERPASS ROAD SANTA BARBARA, CA 93111	NONE	EXEMPT	GENERAL PROGRAM SUPPORT.	250.
SB TRUST FOR HISTORIC PRESERVATION 123 E. CANON PERDIDO SANTA BARBARA, CA 93101	NONE	EXEMPT	GENERAL PROGRAM SUPPORT.	100.
UC REGENTS STUDENT AFFAIRS - UC SANTA BARBARA SANTA BARBARA, CA 93106	NONE	EXEMPT	GENERAL PROGRAM SUPPORT.	100.
VIEJA VALLEY SCHOOL PTA 434 NOGAL DRIVE SANTA BARBARA, CA 93110	NONE	EXEMPT	GENERAL PROGRAM SUPPORT.	750.
ZONA SECA 26 WEST FIGUEROA STREET SANTA BARBARA, CA 93101	NONE	EXEMPT	GENERAL PROGRAM SUPPORT.	1,500.
Total				<u>\$ 1,343,910.</u>

The fair market value of the historical collections (\$745,850) were excluded in determining the minimum investment return based on the "Internal Revenue Service Final Reg, 2003 FED Par. 34,042 Sec. 53.4942(a)-2., Computation of undistributed income." These historical collections which are owned by the Foundation are on loan and being used for public display by the Santa Barbara Carriage and Western Art Museum.

PART II, LINE 10a - INVESTMENTS U.S. GOV'T SECURITIES

		BOOK VALUE	FAIR MARKET VALUE
FEDERAL HOME LOAN BANK	6/18/2014	249,615	272,493
US TREASURY NOTES	2/15/2014	304,078	316,443
TOTAL		553,693	588,936

PART II, LINE 10b - INVESTMENTS - CORPORATE STOCK

CORPORATE NAME	NO. OF SHARES	BOOK VALUE	FAIR MARKET VALUE
MCDONALD'S CORP	10,000	158,412	894,900
TOYOTA MOTOR LTD CO	5,000	254,945	398,100
COCA COLA CO.	14,000	300,800	523,600
GENERAL MILLS, INC. COM	12,000	314,640	471,960
HERSHEY & CO.	7,000	323,185	502,740
PROCTER & GAMBLE CO.	5,000	218,100	335,950
ABBOTT LABORATORIES COM	8,000	362,320	524,320
STRYKER CORP	10,000	396,714	532,600
GENERAL ELECTRIC CO.	10,000	325,222	207,100
L3 COMMUNICATIONS HOLDING	8,000	383,813	561,920
3M COMPANY	5,000	376,390	463,000
ROYAL DUTCH SHELL PLC ADR	14,000	288,219	979,580
APPLE, INC.	600	342,562	399,144
COGNIZANT TECHNOLOGY SOLUTIONS CORP.	8,000	292,050	514,240
EMC CORPORATION	25,000	259,100	657,250
INTEL CORP	17,000	351,550	422,110
INTERNATIONAL BUSINESS MACHINES CORP	3,500	281,529	681,975
MICROSOFT CORP	15,000	382,911	462,300
ORACLE CORP	20,000	236,650	633,000
JP MORGAN CHASE CO.	16,000	439,264	594,240
SVB FINANCIAL GROUP	10,000	192,300	579,900
AT & T INC.	17,874	220,469	654,903
VERIZON COMMUNICATIONS, INC.	7,000	217,922	300,580
CONSOLIDATED EDISON, INC.	5,000	219,543	303,100
NISOURCE, INC.	15,000	225,363	365,100
SOUTHERN CO.	7,000	233,654	317,310

PART II, LINE 10b - INVESTMENTS - CORPORATE STOCK (CONTINUATION)

CORPORATE NAME	NO. OF SHARES	BOOK VALUE	FAIR MARKET VALUE
ISHARES TR MSCI EMERGING MKTS	9,500	335,825	373,160
I-SHARES TRUST	14,000	971,739	910,140
ISHARES RUSSELL 2000 VALUE	5,500	434,570	395,505
LITMAN GREGORY MASTERS INTL FD INS	37,831	800,075	505,424
LITMAN GREGORY MASTERS SMALLER CO FD	45,735	710,944	670,027
PRIMECAP ODYSSEY AGGRESSIVE GRT FD	17,846	266,072	341,936
VANGUARD INDEX 500 FD #1340	17,828	2,000,367	1,916,534
VANGUARD TOTAL INTL STOCK	47,119	950,000	657,788
TOTAL		14,067,219	19,051,436

PART II, LINE 10c - CORPORATE BONDS

	BOOK VALUE	FAIR MARKET VALUE
LOOMIS SAYLES INSTITUTIONAL BOND FD	762,786	763,946
PIMCO DEVELOPING LOCAL	1,114,426	1,018,637
THE OSTERWEIS STRATEGIC INCOME FUND	504,480	497,874
TEMPLETON GLOBAL BOND FUND-AD	502,842	473,535
VANGUARD INFLATION-PROTECTED SEC	124,259	147,914
VANGUARD SHORT TERM INVESTMENT GRADE	2,410,168	2,458,389
VANGUARD TOTAL BOND MKT FUND 1351	825,625	915,136
LANX OFFSHORE PARTNERS QP LTD	2,250,000	2,496,239
TERRAPIN OFFSHORE FUND OF FUNDS LTD.	2,250,000	2,198,737
GREENLIGHT MASTERS OFFSHORE I LTD	1,000,000	1,150,950
	11,744,586	12,121,357

PART II, LINE 13 - INVESTMENTS - OTHER

	BOOK VALUE	FAIR MARKET VALUE
INVESTMENT - TCP PROVO, LLC	104,255.00	104,255.00
INVESTMENT - TCP PINE, LLC	160,873.00	160,873.00
INVESTMENT - MCMB INVESTMENT, LLC	(76,156.00)	(76,156.00)
	188,972.00	188,972.00