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

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

2012

Open to public inspection

For calendar year 2012 or tax year beginning JUL 1, 2012, and ending JUN 30, 2013

Name of foundation <b>ALICE TWEED TUOHY FOUNDATION</b>		A Employer identification number <b>95-6036471</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>POST OFFICE BOX 1328</b>	Room/suite	B Telephone number <b>(805) 962-6430</b>
City or town, state, and ZIP code <b>SANTA BARBARA, CA 93102</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <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) <b>\$ 19,521,170.</b> (Part I, column (d) must be on cash basis)	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		520,559.	520,559.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		1,066,368.			
b Gross sales price for all assets on line 6a <b>4,944,337.</b>					
7 Capital gain net income (from Part IV, line 2)			1,066,368.		
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		893.	893.		STATEMENT 2
12 Total. Add lines 1 through 11		1,587,820.	1,587,820.		
13 Compensation of officers, directors, trustees, etc		164,946.	57,731.		107,215.
14 Other employee salaries and wages		1,248.	437.		811.
15 Pension plans, employee benefits		40,111.	14,039.		26,072.
16a Legal fees					
b Accounting fees STMT 3		33,100.	11,585.		21,515.
c Other professional fees					
17 Interest					
18 Taxes STMT 4		17,741.	1,135.		2,109.
19 Depreciation and depletion		546.	546.		
20 Occupancy		17,176.	6,012.		11,164.
21 Travel, conferences, and meetings		4,509.	1,578.		2,931.
22 Printing and publications					
23 Other expenses STMT 5		128,749.	45,063.		83,686.
24 Total operating and administrative expenses. Add lines 13 through 23		408,126.	138,126.		255,503.
25 Contributions, gifts, grants paid		806,354.			806,354.
26 Total expenses and disbursements. Add lines 24 and 25		1,214,480.	138,126.		1,061,857.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		373,340.			
b Net investment income (if negative, enter -0-)			1,449,694.		
c Adjusted net income (if negative, enter -0-)				N/A	

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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			15,361.	63,426.	63,426.
	2 Savings and temporary cash investments			394,545.	2,454,674.	2,454,674.
	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					
	b Investments - corporate stock	STMT 7		8,696,886.	8,566,641.	13,172,424.
	c Investments - corporate bonds	STMT 8		4,306,116.	2,717,082.	2,974,309.
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 ▶	24,342.		1,735.	1,189.	1,189.
15 Other assets (describe ▶)	STATEMENT 10)		862,815.	855,148.	855,148.	
16 Total assets (to be completed by all filers)			14,277,458.	14,658,160.	19,521,170.	
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)		97,963.	118,604.	
23 Total liabilities (add lines 17 through 22)			97,963.	118,604.		
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			14,179,495.	14,539,556.	
30 Total net assets or fund balances			14,179,495.	14,539,556.		
31 Total liabilities and net assets/fund balances			14,277,458.	14,658,160.		

## 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	14,179,495.
2 Enter amount from Part I, line 27a	2	373,340.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	14,552,835.
5 Decreases not included in line 2 (itemize) ▶	5	13,279.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	14,539,556.

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**Part IV Capital Gains and Losses for Tax on Investment Income**

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
<b>a 4,534,856.</b>		<b>3,502,132.</b>	<b>1,032,724.</b>
<b>b 409,481.</b>		<b>375,837.</b>	<b>33,644.</b>
<b>c</b>			
<b>d</b>			
<b>e</b>			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
<b>a</b>			<b>1,032,724.</b>
<b>b</b>			<b>33,644.</b>
<b>c</b>			
<b>d</b>			
<b>e</b>			

<b>2</b> 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 }	<b>2</b>	<b>1,066,368.</b>
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	}	<b>3</b>	<b>N/A</b>

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

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

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

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

☐ Yes ☒ No

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

**1** Enter the appropriate amount in each column for each year; see 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 (col. (b) divided by col. (c))
2011	1,134,398.	17,137,886.	.066192
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

<b>2</b> Total of line 1, column (d)	<b>2</b>	<b>.207287</b>
<b>3</b> 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	<b>3</b>	<b>.041457</b>
<b>4</b> Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	<b>4</b>	<b>18,691,347.</b>
<b>5</b> Multiply line 4 by line 3	<b>5</b>	<b>774,887.</b>
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	<b>14,497.</b>
<b>7</b> Add lines 5 and 6	<b>7</b>	<b>789,384.</b>
<b>8</b> Enter qualifying distributions from Part XII, line 4	<b>8</b>	<b>1,061,857.</b>

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)**

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	14,497.
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	14,497.
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	14,497.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	8,638.	
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	8,638.	
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	5,859.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax <input checked="" type="checkbox"/> Refunded <input type="checkbox"/>	11		

**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
b 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 2012 or the taxable year beginning in 2012 (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?	13	X	
Website address ► N/A				
14	The books are in care of ► BERTI SPECHLER SARMIENTO MCKAY & CO Telephone no. ► (805) 963-0571 Located at ► 1933 CLIFF DRIVE, SUITE 26, SANTA BARBARA, CA ZIP+4 ► 93109-1520			
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 2012, 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 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)?		X
Organizations relying on a current notice regarding disaster assistance check here ►		
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 2012?		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 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?	<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.)	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. ►		
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 2012 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 2012)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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 2012?		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

5b

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?

6b

X

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?

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		164,946.	26,452.	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 X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	17,902,003.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	944,421.
<b>c</b>	Fair market value of all other assets	<b>1c</b>	129,563.
<b>d</b>	Total (add lines 1a, b, and c)	<b>1d</b>	18,975,987.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	18,975,987.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	284,640.
<b>5</b>	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	18,691,347.
<b>6</b>	Minimum investment return. Enter 5% of line 5	<b>6</b>	934,567.

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

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	934,567.
<b>2a</b>	Tax on investment income for 2012 from Part VI, line 5	<b>2a</b>	14,497.
<b>b</b>	Income tax for 2012. (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	14,497.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	920,070.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	10,935.
<b>5</b>	Add lines 3 and 4	<b>5</b>	931,005.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	0.
<b>7</b>	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	931,005.

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	1,061,857.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	1,061,857.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	<b>5</b>	14,497.
<b>6</b>	Adjusted qualifying distributions. Subtract line 5 from line 4	<b>6</b>	1,047,360.

**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.

Form 990-PF (2012)

**Part XIII** Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
<b>1</b> Distributable amount for 2012 from Part XI, line 7				931,005.
<b>2</b> Undistributed income, if any, as of the end of 2012				
<b>a</b> Enter amount for 2011 only			157,544.	
<b>b</b> Total for prior years:		0.		
<b>3</b> Excess distributions carryover, if any, to 2012:				
<b>a</b> From 2007				
<b>b</b> From 2008				
<b>c</b> From 2009				
<b>d</b> From 2010				
<b>e</b> From 2011				
<b>f</b> Total of lines 3a through e	0.			
<b>4</b> Qualifying distributions for 2012 from Part XII, line 4: ▶ \$ 1,061,857.				
<b>a</b> Applied to 2011, but not more than line 2a			157,544.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2012 distributable amount				904,313.
<b>e</b> Remaining amount distributed out of corpus	0.			
<b>5</b> Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		0.		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
<b>f</b> Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				26,692.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
<b>8</b> Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
<b>9</b> Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	0.			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2008				
<b>b</b> Excess from 2009				
<b>c</b> Excess from 2010				
<b>d</b> Excess from 2011				
<b>e</b> Excess from 2012				

Part XIV	Private Operating Foundations (see instructions and Part VII-A, question 9)
----------	---

N/A

- 1 a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling

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

- 2 a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

[illegible]

- b 85% of line 2a
  - c Qualifying distributions from Part XII,  
line 4 for each year listed
  - d Amounts included in line 2c not  
used directly for active conduct of  
exempt activities
  - e Qualifying distributions made directly  
for active conduct of exempt activities.  
Subtract line 2d from line 2c
- 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)(ii)
    - (3) Largest amount of support from  
an exempt organization
    - (4) Gross investment income

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

### 1 Information Regarding Foundation Managers:

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

**NONE**

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

**NONE**

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

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

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

SEE STATEMENT 13

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

- c Any submission deadlines:**

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

**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 TO PROVIDE SUPPORT FOR CAREGIVERS	15,000.
SANSUM CLINIC POST OFFICE BOX 1200 SANTA BARBARA, CA 93102	NONE	PUBLIC	SUPPORT LOVELACE FUND FOR MEDICAL EXCELLENCE FOR THE FACILITY IMPROVEMENT PROGRAM	50,000.
SANTA BARBARA BOTANICAL GARDEN 1212 MISSION CANYON ROAD SANTA BARBARA, CA 93105	NONE	PUBLIC	SUPPORT "SEED THE FUTURE" CAPITAL CAMPAIGN TO RENOVATE AND BUILD GARDENS	25,000.
ENSEMBLE THEATRE COMPANY P.O. BOX 2307 SANTA BARBARA, CA 93120	NONE	PUBLIC	CONSTRUCTION-RELATED COSTS TO TRANSFORM VICTORIA THEATRE INTO NEW HOME FOR ENSEMBLE THEATRE	70,000.
FAMILY SERVICE AGENCY 123 WEST GUTIERREZ STREET SANTA BARBARA, CA 93101	NONE	PUBLIC	REPLACE OUT-OF-DATE FURNITURE IN COUNSELING CLINIC TREATMENT ROOMS	19,054.
Total SEE CONTINUATION SHEET(S) ▶ 3a				806,354.
b Approved for future payment				
NONE				
Total ▶ 3b				0.



<b>Part XVII</b>	<b>Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations</b>
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		Yes	No
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?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash	1a(1)	X
	(2) Other assets	1a(2)	X
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X
	(3) Rental of facilities, equipment, or other assets	1b(3)	X
	(4) Reimbursement arrangements	1b(4)	X
	(5) Loans or loan guarantees	1b(5)	X
	(6) Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

[illegible]

**2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.		
(a) Name of organization	(b) Type of organization	(c) Description of relationship
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.

Signature of officer or trustee: [Signature] Date: 11-12-03 Title: PRESIDENT

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

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature <i>CSA</i> <i>Juan A Bradshaw</i>	Date 11/11/13	Check <input type="checkbox"/> if self-employed	PTIN
	JAN A BRADSHAW, CPA				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	

**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
SANTA BARBARA POLICE ACTIVITIES LEAGUE POST OFFICE BOX 91121 SANTA BARBARA, CA 93190	NONE	PUBLIC	SCHOLARSHIPS	10,000.
REGENTS OF THE UNIVERSITY OF CALIFORNIA (UCSB) 4219 CHEADLE HALL SANTA BARBARA, CA 93106	NONE	PUBLIC	SCHOLARSHIPS	40,000.
GIRLS INCORPORATED OF CARPINTERIA 5315 FOOTHILL ROAD CARPINTERIA, CA 93013	NONE	PUBLIC	SCHOLARSHIPS FOR AFTER SCHOOL ENRICHMENT PROGRAM	30,000.
GIRLS INCORPORATED OF GREATER SANTA BARBARA P.O. BOX 236 SANTA BARBARA, CA 93102-0236	NONE	PUBLIC	SUPPORT FOR AFTER SCHOOL CHILD CARE AND SUMMER ADVENTURE CAMP CAMPERSHIPS	50,000.
GOLETA VALLEY HISTORICAL SOCIETY 304 N. LOS CARNEROS ROAD GOLETA, CA 93117	NONE	PUBLIC	CHILDRENS EDUCATION PROGRAMS	6,500.
DIRECT RELIEF INTERNATIONAL 27 S LA PATERA LANE SANTA BARBARA, CA 93117	NONE	PUBLIC	HURRICANE SANDY RELIEF	25,000.
MENTAL HEALTH ASSOCIATION IN SB COUNTY 617 GARDEN STREET SANTA BARBARA, CA 93101	NONE	PUBLIC	SALARIES FOR RECOVERY LEARNING CENTER AT THE FELLOWSHIP CLUB PROGRAM	10,000.
UNIVERSITY OF MINNESOTA - TWEED MUSEUM OF ART 515 DARLAND ADMINISTRATION BUILDING, 1049 UNIVERSITY DRIVE DULUTH, MN 55812-3011	NONE	PUBLIC	IMPROVE SECURE STORAGE IN ORIGINAL ART VAULT & ONGOING COLLECTIONS CARE	100,000.
PATHPOINT 315 W HALEY STREET, SUITE 102 SANTA BARBARA, CA 93101	NONE	PUBLIC	EXTERIOR MAINTENANCE AND DEFERRED REPAIRS	15,000.
FOUNDATION FOR S.B.C.C. 721 CLIFF DRIVE SANTA BARBARA, CA 93109	NONE	PUBLIC	FOSTER YOUTH GUARDIAN SCHOLARS PROGRAM-FINANCIAL SUPPORT AND EDUCATIONAL ASSISTANCE	15,000.
Total from continuation sheets				627,300.

**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
SANTA BARBARA HISTORICAL SOCIETY 136 EAST DE LA GUERRA STREET SANTA BARBARA, CA 93101	NONE	PUBLIC	COMPLETION OF THE JOHN EDWARD BOREIN GALLERY	60,000.
SANTA BARBARA MARITIME MUSEUM 113 HARBOR WAY, SUITE 190 SANTA BARBARA, CA 93109	NONE	PUBLIC	IN SUPPORT OF THE CURATORIAL AND YOUTH AND EDUCATION PROGRAMS	15,000.
SANTA BARBARA ZOOLOGICAL FOUNDATION 500 NINOS DRIVE SANTA BARBARA, CA 93103	NONE	PUBLIC	TOWARDS COST OF THE DISCOVERY PAVILION COMPLEX	50,000.
WESTMONT COLLEGE 955 LA PAZ ROAD SANTA BARBARA, CA 93108	NONE	PUBLIC	FUNDING FOR CINTIQ ART TABLET LAB	22,000.
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 AND HARRIS SEED SCHOLARSHIPS	142,000.
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.
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
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.
ALPHA RESOURCE CENTER OF SANTA BARBARA 4501 CATHEDRAL OAKS RD SANTA BARBARA, CA 93110	NONE	PUBLIC	PURCHASE PRE-OWNED VEHICLE FOR USE IN COMMUNITY ACCESS	18,800.
Total from continuation sheets				

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, STW & SCHRODER FUNDS, FIDELITY & PRI	520,559.	0.	520,559.
TOTAL TO FM 990-PF, PART I, LN 4	520,559.	0.	520,559.

FORM 990-PF	OTHER INCOME	STATEMENT	2
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME	893.	893.	
TOTAL TO FORM 990-PF, PART I, LINE 11	893.	893.	

FORM 990-PF	ACCOUNTING FEES	STATEMENT	3
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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	33,100.	11,585.		21,515.
TO FORM 990-PF, PG 1, LN 16B	33,100.	11,585.		21,515.

FORM 990-PF	TAXES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX	14,497.	0.		0.
OTHER TAXES	3,244.	1,135.		2,109.
TO FORM 990-PF, PG 1, LN 18	17,741.	1,135.		2,109.

FORM 990-PF	OTHER EXPENSES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DUES	1,770.	620.		1,150.
OTHER EXPENSE	832.	291.		541.
INSURANCE	8,683.	3,039.		5,644.
OFFICE EXPENSE	12,819.	4,487.		8,332.
INVESTMENT COUNSEL FEES	104,645.	36,626.		68,019.
TO FORM 990-PF, PG 1, LN 23	128,749.	45,063.		83,686.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	6
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DESCRIPTION	AMOUNT
ACCRUAL OF DEFERRED FEDERAL EXCISE TAXES	13,279.
TOTAL TO FORM 990-PF, PART III, LINE 5	13,279.

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED LISTING	8,566,641.	13,172,424.
TOTAL TO FORM 990-PF, PART II, LINE 10B	8,566,641.	13,172,424.

FORM 990-PF	CORPORATE BONDS	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED LISTING	2,717,082.	2,974,309.
TOTAL TO FORM 990-PF, PART II, LINE 10C	2,717,082.	2,974,309.

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FORM 990-PF      DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT      STATEMENT      9

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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.	1,035.	688.
COMPUTER	1,003.	502.	501.
TOTAL TO FM 990-PF, PART II, LN 14	25,531.	24,342.	1,189.

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FORM 990-PF      OTHER ASSETS      STATEMENT      10

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DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
SURRENDER VALUE - LIFE INSURANCE	118,354.	123,597.	123,597.
PROGRAM RELATED INVESTMENTS	735,823.	724,888.	724,888.
PREPAID FEDERAL EXCISE TAXES	8,638.	0.	0.
RECEIVABLE FOR UNSETTLED TRANSACTION	0.	6,663.	6,663.
TO FORM 990-PF, PART II, LINE 15	862,815.	855,148.	855,148.

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FORM 990-PF      OTHER LIABILITIES      STATEMENT      11

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DESCRIPTION	BOY AMOUNT	EOY AMOUNT
PAYABLE FOR UNSETTLED SECURITIES PURCHASED	13,982.	15,485.
DEFERRED EXCISE TAX PAYABLE	83,981.	97,260.
FEDERAL EXCISE TAX PAYABLE	0.	5,859.
TOTAL TO FORM 990-PF, PART II, LINE 22	97,963.	118,604.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS  
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 12

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 10.00	14,674.	3,702.	0.
JEANNE ANN MCKAY P.O. BOX 1328 SANTA BARBARA, CA 93102	TREASURER/SECRETARY 35.00	69,897.	22,750.	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	VP & DIRECTOR/PRESIDENT 10.00	64,625.	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		164,946.	26,452.	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.

ALICE TWEED TUOHY FOUNDATION  
STATEMENT 7 - CORPORATE STOCK  
FORM 990-PF - JUNE 30, 2013

Number of Shares	EQUITIES	Book Value	Price Per Share	Market Value	Unrealized Gain/(Loss)
9	Berkshire Hathaway	200,456	168,600	1,517,400	1,316,944
4,000	AFLAC, Inc	27,696	58 120	232,480	204,784
10,000	American Eagle Outfitters Inc	185,953	18.260	182,600	(3,353)
600	Apple Computer, Inc	43,919	396 530	237,918	193,999
15,578	Bank of America	273,379	12 860	200,333	(73,046)
20,000	Chicos Fas Inc	189,310	17 060	341,200	151,890
3,000	China Mobile Ltd	52,680	51 770	155,310	102,630
6,000	Cisco System, Inc	169,385	24 335	146,010	(23,375)
2,500	Costco Wholesale Corp	19,733	110 570	276,425	256,692
5,000	CVS Caremark Corp	152,540	57 180	285,900	133,360
6,000	eBay Inc	172,494	51 720	310,320	137,826
15,000	Finish Line Inc CL A	247,844	21 860	327,900	80,056
10,000	General Electric Co (GE)	142,900	23 190	231,900	89,000
6,000	Intel Corp Com	156,210	24 230	145,380	(10,830)
5,000	JP Morgan Chase & Co	193,190	52 790	263,950	70,760
2,883	Merck & Co Inc New Com	53,739	46 450	133,915	80,176
6,000	Microsoft Corp	166,219	34 545	207,270	41,051
14,000	MGM Resorts International Com	189,854	14 780	206,920	17,066
10,000	Newell Rubbermaid Inc	221,060	26 250	262,500	41,440
15,000	Penon Network Ltd Shs	105,450	11.450	171,750	66,300
4,000	Pfizer Inc	112,740	28 010	112,040	(700)
3,000	Qualcomm Inc	110,550	61 090	183,270	72,720
4,000	Texas Instrument	186,930	34 850	139,400	(47,530)
3,000	Teva Pharmaceutical Inds	162,646	39 200	117,600	(45,046)
5,000	Time Warner Inc New	143,927	57 820	289,100	145,173
1,422	Time Warner Cable Inc	59,529	112 480	159,947	100,418
	UBS #09 VNE	1,124,455		1,389,578	265,123
	UBS #10 Blackrock	1,185,730		1,668,758	483,028
	UBS #12 Anderson	1,462,184		2,138,062	675,878
	UBS #28 Invesco REIT	441,536		479,539	38,003
	UBS #36 Hansberger	612,402		657,749	45,347
	Total - Equities	<u>\$ 8,566,641</u>		<u>\$ 13,172,424</u>	<u>\$ 4,605,783</u>

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Berti Spechler Sarmiento McKay & Co LLP

ALICE TWEED TUOHY FOUNDATION  
STATEMENT 8 - CORPORATE BONDS  
FORM 990-PF - JUNE 30, 2013

<u>Shares</u>	<u>NOTES, BONDS &amp; DEBENTURES</u>	<u>Book Value</u>	<u>Price</u>	<u>Market Value</u>	<u>Unrealized Gain/(Loss)</u>
303,810 91	Schroder - Long Duration Inv Grade Bond	2,717,082	9 790	2,974,309	257,227
	Total - Notes, Bonds & Debentures	<u>\$ 2,717,082</u>		<u>\$ 2,974,309</u>	<u>\$ 257,227</u>



ALICE TWEED TUOHY FOUNDATION  
SCHEDULE OF CAPITAL GAINS AND LOSSES  
FORM 990-PF AND FORM 199 - JUNE 30, 2013

Number of Shares	EQUITIES	Sale Date	Cost	Proceeds	Long Term Gain/(Loss)	Short Term Gain/(Loss)
	UBS #09 VNE	7/31/2012	27,658	21,841	-	(5,816)
	UBS #09 VNE	7/31/2012	4,856	8,306	3,450	-
	UBS #12 Anderson	7/31/2012	44,612	59,048	14,436	-
	UBS #28 Invesco REIT	7/31/2012	6,681	8,642	-	1,960
	UBS #28 Invesco REIT	7/31/2012	16,544	18,778	2,235	-
	UBS #36 Hansberger	7/31/2012	5,724	3,275	-	(2,449)
	UBS #36 Hansberger	7/31/2012	7,458	7,026	(432)	-
	UBS #09 VNE	8/31/2012	13,190	25,459	12,269	-
	UBS #10 Blackrock	8/31/2012	22	17	-	(5)
	UBS #10 Blackrock	8/31/2012	1,331	1,335	4	-
	UBS #12 Anderson	8/31/2012	42,926	42,962	36	-
	UBS #28 Invesco REIT	8/31/2012	3,940	4,553	-	613
	UBS #28 Invesco REIT	8/31/2012	12,140	15,022	2,882	-
	UBS #36 Hansberger	8/31/2012	3,492	2,844	-	(648)
	UBS #36 Hansberger	8/31/2012	25,151	31,035	5,884	-
	UBS #09 VNE	9/30/2012	4,992	4,982	-	(10)
	UBS #09 VNE	9/30/2012	54,561	66,801	12,240	-
	UBS #10 Blackrock	9/30/2012	119	109	-	(10)
	UBS #10 Blackrock	9/30/2012	9,598	9,978	380	-
	UBS #28 Invesco REIT	9/30/2012	8,407	9,877	-	1,470
	UBS #28 Invesco REIT	9/30/2012	21,165	27,268	6,103	-
	UBS #36 Hansberger	9/30/2012	695	532	-	(163)
	UBS #36 Hansberger	9/30/2012	7,295	12,539	5,243	-
	UBS #09 VNE	10/31/2012	56,670	47,085	-	(9,585)
	UBS #09 VNE	10/31/2012	37,755	44,225	6,470	-
	UBS #28 Invesco REIT	10/31/2012	3,948	4,302	-	354
	UBS #28 Invesco REIT	10/31/2012	18,069	23,462	5,393	-
	UBS #36 Hansberger	10/31/2012	5,002	6,535	-	1,534
	UBS #36 Hansberger	10/31/2012	25,795	23,865	(1,930)	-
	UBS #09 VNE	11/30/2012	9,739	10,296	-	557
	UBS #09 VNE	11/30/2012	41,833	48,761	6,928	-
	UBS #12 Anderson	11/30/2012	14,143	22,991	8,848	-
	UBS #28 Invesco REIT	11/30/2012	9,349	9,506	157	-
	UBS #28 Invesco REIT	11/30/2012	7,329	8,349	-	1,020
	UBS #36 Hansberger	11/30/2012	6,618	7,488	871	-
	UBS #09 VNE	12/31/2012	14,752	24,939	10,187	-
	UBS #12 Anderson	12/31/2012	6,408	15,438	9,030	-
	UBS #28 Invesco REIT	12/31/2012	7,466	8,014	-	548
	UBS #28 Invesco REIT	12/31/2012	9,060	11,635	2,575	-
	UBS #36 Hansberger	12/31/2012	21,055	19,560	(1,495)	-
	UBS #09 VNE	1/31/2013	64,557	94,098	29,541	-
	UBS #10 Blackrock	1/31/2013	618	605	-	(13)
	UBS #10 Blackrock	1/31/2013	18,109	25,078	6,969	-
	UBS #12 Anderson	1/31/2013	25,249	27,811	2,562	-
	UBS #28 Invesco REIT	1/31/2013	201	216	-	15
	UBS #28 Invesco REIT	1/31/2013	12,086	14,071	1,985	-
	UBS #36 Hansberger	1/31/2013	5	14	9	-
6,000	Lincoln National Corp	2/27/2013	143,271	177,596	34,325	-
	UBS #09 VNE	2/28/2013	32,401	59,792	27,391	-
	UBS #10 Blackrock	2/28/2013	734	671	-	(63)
	UBS #10 Blackrock	2/28/2013	68,640	82,798	14,157	-
	UBS #12 Anderson	2/28/2013	60,912	111,948	51,036	-
	UBS #28 Invesco REIT	2/28/2013	3,954	3,996	-	43
	UBS #28 Invesco REIT	2/28/2013	50,922	59,809	8,887	-
	UBS #36 Hansberger	2/28/2013	7,218	7,806	-	588
	UBS #36 Hansberger	2/28/2013	40,532	46,530	5,999	-
	UBS #10 Blackrock	3/31/2013	4,364	4,286	-	(78)
	UBS #10 Blackrock	3/31/2013	59,005	85,504	26,498	-
	UBS #28 Invesco REIT	3/31/2013	46,090	48,784	-	2,694
	UBS #28 Invesco REIT	3/31/2013	126,508	161,133	34,625	-
	UBS #36 Hansberger	3/31/2013	5,475	8,308	2,833	-
	UBS #09 VNE	3/31/2013	40,123	47,993	-	7,870
	UBS #09 VNE	3/31/2013	49,452	81,725	32,274	-
	UBS #36 Hansberger	4/30/2013	1,086	2,172	1,086	-
	UBS #28 Invesco REIT	4/30/2013	14,139	15,977	-	1,838
	UBS #28 Invesco REIT	4/30/2013	12,571	16,023	3,452	-
	UBS #12 Anderson	4/30/2013	29,213	55,626	26,413	-
	UBS #10 Blackrock	4/30/2013	31,306	29,396	(1,910)	-
	UBS #09 VNE	4/30/2013	62,869	73,101	10,231	-
666	Time Warner Inc New	4/19/2013	24,473	39,418	14,945	-
200	Apple Inc	4/23/2013	14,640	79,334	64,695	-
540	Costco Wholesale Corp	4/23/2013	4,262	56,529	52,266	-
50	Facebook Inc	4/23/2013	1,900	1,269	-	(631)
	UBS #09 VNE	5/31/2013	40,805	30,015	-	(10,790)
	UBS #09 VNE	5/31/2013	44,902	69,993	25,091	-
	UBS #10 Blackrock	5/31/2013	13,732	23,776	10,044	-
	UBS #36 Hansberger	5/31/2013	10,350	9,087	-	(1,263)
	UBS #36 Hansberger	5/31/2013	52,983	47,954	(5,029)	-

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Bert Spechler Sarmiento McKay & Co. LLP

ALICE TWEED TUOHY FOUNDATION  
SCHEDULE OF CAPITAL GAINS AND LOSSES  
FORM 990-PF AND FORM 199 - JUNE 30, 2013

Number of Shares	EQUITIES	Sale Date	Cost	Proceeds	Long Term Gain/(Loss)	Short Term Gain/(Loss)
	Holcim Ltd Adr - return of capital	5/31/2013	-	168	168	-
	Credit Suisse Group - return of capital	5/31/2013	-	58	58	-
	UBS #28 Invesco REIT	5/31/2013	20,002	21,822	-	1,820
	UBS #28 Invesco REIT	5/31/2013	29,183	38,601	9,419	-
2,700	Cypress Semiconductr Corp	5/8/2013	6,278	27,566	21,288	-
1,700	Cypress Semiconductr Corp	5/8/2013	3,953	17,358	13,405	-
500	Cypress Semiconductr Corp	5/8/2013	1,163	5,102	3,939	-
100	Cypress Semiconductr Corp	5/8/2013	233	1,022	789	-
	UBS #09 VNE	6/30/2013	16,098	19,122	-	3,024
	UBS #09 VNE	6/30/2013	75,022	95,896	20,875	-
	UBS #28 Invesco REIT	6/30/2013	16,668	16,992	-	325
	UBS #28 Invesco REIT	6/30/2013	19,289	23,140	3,852	-
5,000	Cypress Semiconductr Corp	6/7/2013	46,162	55,991	9,829	-
5,000	Cypress Semiconductr Corp	6/12/2013	51,229	54,241	3,013	-
1,000	Teva Pharmaceutical	6/26/2013	58,836	38,991	(19,845)	-
69	Computer Programs & Systems Inc	9/18/1901	2,406	3,350	944	-
48	Duke	6/4/2071	690	735	-	45
37	Ventas Inc	6/28/2013	1,842	2,578	736	-
Total - Equities					660,609	(5,207)

Par Value	BONDS	Date	Cost	Proceeds	Long Term Gain/(Loss)	Short Term Gain/(Loss)
	STW ST Capital Gain	12/31/2012	-	38,851	-	38,851
	STW Capital Gain	12/31/2012	-	63,827	63,827	-
130,475 303	STW	5/21/2013	1,146,878	1,400,000	253,122	-
61,983 471	Schroder - Long Drtn Inv - Grade Bond	6/24/2013	544,835	600,000	55,165	-
					372,115	38,851
Total Realized Gains and Losses						1,066,368

Total Long Term Gain (Loss)	3,502,132	4,534,856	1,032,724
Total Short Term Gain (Loss)	375,837	409,481	33,644
Total Realized	3,877,969	4,944,337	1,066,368

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Beth Spechler Sarmiento McKay & Co. LLP

2012 DEPRECIATION AND AMORTIZATION REPORT

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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.	3,227.		0.	3,227.
12	COMPUTER	07/06/10	SL	5.00		16	1,723.				1,723.	690.	345.	345.	1,035.
13	COMPUTER	12/18/10	SL	5.00		16	1,003.				1,003.	301.		201.	502.
* TOTAL 990-PF PG 1 DEPR							25,531.				25,531.	23,796.		546.	24,342.

228111  
05-01-12

(D) - Asset disposed

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