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

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▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

2013

For calendar year **2013**, or tax year beginning , **2013**, and ending ,

The Tyler Foundation
PO Box 596
Pebble Beach, CA 93953

A Employer identification number
20-8060820

B Telephone number (see the instructions)
831-622-7120

G Check all that apply: Initial return Initial return of a former public charity
 Final return Amended return
 Address change Name change

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

H Check type of organization Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

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

I Fair market value of all assets at end of year (from Part II, column (c), line 16)
▶ \$ 1,830,928.

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	9.	9.	N/A	
	4 Dividends and interest from securities	36,068.	36,068.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	45,671.			
	b Gross sales price for all assets on line 6a	504,765.			
	7 Capital gain net income (from Part IV, line 2)		45,671.		
	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	2,949.	235.		
12 Total. Add lines 1 through 11		84,697.	81,983.	RECEIVED	
ADMINISTRATIVE AND OPERATING EXPENSES	13 Compensation of officers, directors, trustees, etc.	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) See St 2	6,462.			6,462.
	b Accounting fees (attach sch) See St 3	2,340.			2,340.
	c Other prof fees (attach sch) See St 4	20,570.	20,570.		
	17 Interest				
	18 Taxes (attach schedule)(see instrs) See Stm 5	2,799.	993.		
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses (attach schedule)					
	See Statement 6	60.			60.
24 Total operating and administrative expenses. Add lines 13 through 23		32,231.	21,563.		8,862.
25 Contributions, gifts, grants paid Part XV		70,875.			70,875.
26 Total expenses and disbursements. Add lines 24 and 25		103,106.	21,563.		79,737.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-18,409.			
b Net investment income (if negative, enter -0-)			60,420.		
c Adjusted net income (if negative, enter -0-)					

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
ASSETS	1	Cash – non-interest-bearing			
	2	Savings and temporary cash investments	70,550.	32,531.	32,531.
	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			
	10a	Investments – U S and state government obligations (attach schedule)			
	b	Investments – corporate stock (attach schedule) Statement 7	888,549.	935,141.	1,226,351.
	c	Investments – corporate bonds (attach schedule) Statement 8	233,195.	233,195.	238,327.
	11	Investments – land, buildings, and equipment: basis			
	Less: accumulated depreciation (attach schedule)				
12	Investments – mortgage loans				
13	Investments – other (attach schedule) Statement 9	283,039.	280,819.	294,488.	
14	Land, buildings, and equipment: basis				
	Less: accumulated depreciation (attach schedule)				
15	Other assets (describe See Statement 10)	38,996.	39,231.	39,231.	
16	Total assets (to be completed by all filers – see the instructions Also, see page 1, item I)	1,514,329.	1,520,917.	1,830,928.	
LIABILITIES	17	Accounts payable and accrued expenses			
	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)			
	23	Total liabilities (add lines 17 through 22)	0.	0.	
NET ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input checked="" type="checkbox"/>				
	24	Unrestricted	1,514,329.	1,520,917.	
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>				
	27	Capital stock, trust principal, or current funds			
	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)	1,514,329.	1,520,917.		
31	Total liabilities and net assets/fund balances (see instructions)	1,514,329.	1,520,917.		

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	1,514,329.
2	Enter amount from Part I, line 27a	2	-18,409.
3	Other increases not included in line 2 (itemize) See Statement 11	3	24,997.
4	Add lines 1, 2, and 3	4	1,520,917.
5	Decreases not included in line 2 (itemize)	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	1,520,917.

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 Sale of Publicly Traded Securities	P	Various	Various
b Capital Gain Distributions	P	Various	Various
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 498,610.		459,094.	39,516.
b 6,155.			6,155.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(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	
a			39,516.
b			6,155.
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	45,671.
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.

(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))
2012	74,021.	1,587,388.	0.046631
2011	75,609.	1,582,826.	0.047768
2010	66,384.	1,501,189.	0.044221
2009	52,616.	1,414,743.	0.037191
2008	101,470.	1,778,022.	0.057069

2 Total of line 1, column (d)	2	0.232880
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	0.046576
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	1,692,656.
5 Multiply line 4 by line 3	5	78,837.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	604.
7 Add lines 5 and 6	7	79,441.
8 Enter qualifying distributions from Part XII, line 4	8	79,737.

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	604.
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	604.
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	604.
6 Credits/Payments.			
a 2013 estimated tax pmts and 2012 overpayment credited to 2013	6 a	1,608.	
b Exempt foreign organizations – tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments Add lines 6a through 6d	7	1,608.	
8 Enter any penalty for underpayment of estimated tax Check here <input checked="" 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	1,004.	
11 Enter the amount of line 10 to be Credited to 2014 estimated tax <u>1,004.</u> Refunded	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)? <i>If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		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 <u>\$ 0.</u> (2) On foundation managers <u>\$ 0.</u>		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <u>\$ 0.</u>		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i>		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? <i>If 'Yes,' attach a conformed copy of the changes</i>		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? <i>If 'Yes,' attach the statement required by General Instruction T.</i>		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? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>CA</u>		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If 'No,' attach explanation</i>	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 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

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)			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)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address	X		
Telephone no N/A Located at William H Tyler Telephone no 831-622-7120 PO Box 596 Pebble Beach CA ZIP + 4 93953				
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		N/A	
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If 'Yes,' enter the name of the foreign country		Yes	No
				X

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

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

		Yes	No
1 a	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 checked="" type="checkbox"/> Yes <input 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)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1 b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1 c	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 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? If 'Yes,' list the years 20 __, 20 __, 20 __, 20 __ <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
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)	2 b	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 20 __, 20 __, 20 __, 20 __		
3 a	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 2013 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 2013)	3 b	N/A
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	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 2013?	4 b	X

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

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d) See Statement 12

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? N/A

5 b		X
6 b		X
7 b		

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
William H. Tyler PO Box 596 Pebble Beach, CA 93953	Trustee 1.00	0.	0.	0.
Susanne S. Tyler PO Box 596 Pebble Beach, CA 93953	Trustee 1.00	0.	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.

BAA

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	1 a	1,622,304.
b	Average of monthly cash balances	1 b	56,897.
c	Fair market value of all other assets (see instructions)	1 c	39,231.
d	Total (add lines 1a, b, and c)	1 d	1,718,432.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	1,718,432.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	25,776.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,692,656.
6	Minimum investment return. Enter 5% of line 5	6	84,633.

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	84,633.
2a	Tax on investment income for 2013 from Part VI, line 5	2 a	604.
b	Income tax for 2013. (This does not include the tax from Part VI)	2 b	
c	Add lines 2a and 2b	2 c	604.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	84,029.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	84,029.
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	84,029.

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	1 a	79,737.
b	Program-related investments — total from Part IX-B	1 b	
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).	3 a	
b	Cash distribution test (attach the required schedule)	3 b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	79,737.
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	604.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	79,133.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				84,029.
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only			77,431.	
b Total for prior years 20 __, 20 __, 20 __		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2013 from Part XII, line 4. ▶ \$ 79,737.				
a Applied to 2012, but not more than line 2a			77,431.	
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 2013 distributable amount				2,306.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount – see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount – see instructions			0.	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				81,723.
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 2008 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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 2013, 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

	Tax year				(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
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)(iii)					
(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))
See Statement 13

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.

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 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
a <i>Paid during the year</i> See Statement 14				
Total			▶ 3 a	70,875.
b <i>Approved for future payment</i>				
Total			▶ 3 b	

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

	(a) Revenue per Books	(b) Net Investment Income	(c) Adjusted Net Income
Other Investment Income	\$ 2,714.		
PRI Interest Income	235.	\$ 235.	
Total	<u>\$ 2,949.</u>	<u>\$ 235.</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
Total	<u>\$ 6,462.</u>	<u>\$ 0.</u>	<u></u>	<u>\$ 6,462.</u>
	<u>\$ 6,462.</u>	<u>\$ 0.</u>	<u></u>	<u>\$ 6,462.</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
Total	<u>\$ 2,340.</u>	<u>\$ 0.</u>	<u></u>	<u>\$ 2,340.</u>
	<u>\$ 2,340.</u>	<u>\$ 0.</u>	<u></u>	<u>\$ 2,340.</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
WFB-Bank Fees	\$ 20,543.	\$ 20,543.		
WFB-Investment Expense	27.	27.		
Total	<u>\$ 20,570.</u>	<u>\$ 20,570.</u>	<u></u>	<u>\$ 0.</u>

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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
Excise Taxes	\$ 1,806.			
Foreign Taxes	993.	\$ 993.		
Total	\$ 2,799.	\$ 993.		\$ 0.

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
Filing Fees	\$ 60.			\$ 60.
Total	\$ 60.	\$ 0.		\$ 60.

Statement 7
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

Corporate Stocks	Valuation Method	Book Value	Fair Market Value
Nestle S.A. 247 Sh	Cost	\$ 12,673.	\$ 18,177.
Thermo Fisher Scientific 164 Sh	Cost	9,302.	18,261.
Celanese Corp 254 Sh	Cost	12,188.	14,049.
Diageo PLC 136 Sh	Cost	10,524.	18,005.
Comcast Corp 545 Sh	Cost	20,051.	28,321.
Johnson Controls Inc 428 Sh	Cost	11,688.	21,956.
Target Corp 369 Sh	Cost	22,979.	23,347.
TJX Cos Inc New 355 Sh	Cost	15,151.	22,624.
Walt Disney Co 416 Sh	Cost	21,516.	31,782.
CVS/Caremark Corp 350 Sh	Cost	16,166.	25,050.
Monster Beverage Corp 227 Sh	Cost	10,529.	15,384.
Apache Corp 206 Sh	Cost	17,901.	17,704.
Chevron Corp 142 Sh	Cost	16,089.	17,737.
Affiliated Manager Group Inc 107 Sh	Cost	13,218.	23,206.
Aflac Inc 294 Sh	Cost	14,541.	19,639.
Berkshire Hathaway Inc 269 Sh	Cost	23,862.	31,893.
Capital One Financial Corp 265 Sh	Cost	16,038.	20,302.
CME Group Inc 299 Sh	Cost	16,749.	23,460.
Goldman Sachs Group Inc 92 Sh	Cost	11,326.	16,308.
JP Morgan Chase & Co 492 Shs	Cost	20,762.	28,772.
US Bancorp Del New 536 Sh	Cost	18,299.	21,654.
Gilead Sciences Inc 290 Sh	Cost	9,663.	21,779.
McKesson Corp 154 Sh	Cost	14,599.	24,856.
Unitedhealth Group Inc 366 Sh	Cost	20,557.	27,560.
Boeing Co 176 Sh	Cost	12,985.	24,022.
Union Pacific Corp 158 Sh	Cost	15,215.	26,544.
United Parcel Service Cl-B 177 Sh	Cost	12,763.	18,599.

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Statement 7 (continued)
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

Corporate Stocks	Valuation Method	Book Value	Fair Market Value
3M Co 176 Sh	Cost	\$ 16,366.	\$ 24,684.
Apple Inc 72 Sh	Cost	32,987.	40,393.
Cisco Systems Inc 1,120 Sh	Cost	20,255.	25,122.
EMC Corp Mass 527 Sh	Cost	12,890.	13,254.
Google Inc 27 Sh	Cost	14,131.	30,259.
Microsoft Corp 435 Sh	Cost	13,187.	16,273.
Oracle Corp 490 Sh	Cost	15,513.	18,747.
Anheuser-Busch Inbev Spn 208 Sh	Cost	17,772.	22,144.
Bhp Billiton Limited 157 Sh	Cost	11,175.	10,707.
Eaton Corp 261 Sh	Cost	13,484.	19,867.
Schlumberger Ltd 266 Sh	Cost	17,671.	23,969.
Total S.A. ADR 283 Sh	Cost	14,507.	17,339.
Artisan Fds Inc Small Cap Fd 1,566.139Sh	Cost	31,000.	46,389.
Artisan Mid Cap Fund Class Ins 281.042Sh	Cost	11,000.	14,004.
Kalmar Gwth With Value Small 1,884 Sh	Cost	32,000.	42,974.
Acadium Emerging Mtk's Port 1,242.938 Sh	Cost	22,000.	22,795.
Templeton Frontier Mkts Fund 1,026.694Sh	Cost	15,000.	18,768.
Coach Inc, 293 Sh	Cost	14,955.	16,446.
Las Vegas Sands Corp, 25 Sh	Cost	1,855.	1,972.
Mcdonalds Corp, 15 Sh	Cost	1,449.	1,455.
Kimberly Clark Corp 10 Sh	Cost	984.	1,045.
Philip Morris International 30 Sh	Cost	2,653.	2,614.
Procter & Gamble CO 25 Sh	Cost	2,043.	2,035.
Chevron Corp 25	Cost	3,075.	3,123.
Duke Energy Holding Corp 25 Sh	Cost	1,770.	1,725.
National Oilwell Varco Inc 234 Sh	Cost	16,605.	18,610.
Baxter INTL Inc 263 Sh	Cost	18,358.	18,292.
Bristol Myers Squibb Co 50 Sh	Cost	2,156.	2,658.
Eli Lilly & CO 40 Sh	Cost	2,220.	2,040.
Johnson & Johnson 25 Sh	Cost	2,331.	2,290.
Pfizer Inc 100 Sh	Cost	2,929.	3,063.
Cummins Inc 67 Sh	Cost	8,870.	9,445.
Lockheed Martin 20 Sh	Cost	2,485.	2,973.
Harris Corp Del 20 Sh	Cost	1,166.	1,396.
International Business Machs Corp 74 Sh	Cost	15,187.	13,880.
Microsoft Corp 50 Sh	Cost	1,622.	1,871.
Verizon Communications 40 Sh	Cost	1,965.	1,966.
Dominion Res Inc VA 25 Sh	Cost	1,508.	1,617.
PPL Corporation 50 Sh	Cost	1,581.	1,505.
Public SVC Enterprise Group 40 Sh	Cost	1,344.	1,282.
Astrazeneca PLC 40 Sh	Cost	2,058.	2,375.
BAE Systems PLC 45 Sh	Cost	1,258.	1,318.
Banco Bilbao Vizcaya Argent 125 Sh	Cost	1,256.	1,549.
Bank Montreal Que Com 30 Sh	Cost	1,866.	2,000.
Bank N S Halifax Com 30 Sh	Cost	1,697.	1,877.
BASF Aktiengesellschaft 30 Sh	Cost	2,837.	3,234.
BHP Billiton PLC 25 Sh	Cost	1,528.	1,553.
British American Tobacco PLC 25 Sh	Cost	2,688.	2,686.
Deutsche Boerse AG 160 Sh	Cost	1,142.	1,320.
Diageo PLC 10 Sh	Cost	1,301.	1,324.
Eaton corp PLC 35 Sh	Cost	2,354.	2,664.
Eni Spa 45 Sh	Cost	2,065.	2,182.
Glaxosmithkline PLC 35 Sh	Cost	1,820.	1,869.
HSBC 262 Sh	Cost	14,091.	14,444.
HSBC 50 Sh	Cost	2,784.	2,757.

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Statement 7 (continued)
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

<u>Corporate Stocks</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
Itochu Corp 45 Sh	Cost	\$ 1,118.	\$ 1,123.
Keppel LTD 60 Sh	Cost	1,006.	1,067.
Koninklijke Philips N.V. 44 Sh	Cost	1,561.	1,627.
Michelin 60 Sh	Cost	1,211.	1,281.
National Grid PLC 25 Sh	Cost	1,473.	1,633.
Nestle S.A. 40 Sh	Cost	2,696.	2,944.
Nissan Motor CO LTD 50 Sh	Cost	1,076.	840.
Novartis AG 25 Sh	Cost	1,844.	2,010.
Prudential PLC 55 Sh	Cost	2,078.	2,475.
Reckitt Benckiser PLC 150 Sh	Cost	2,121.	2,414.
Roche Holdings LTD 35 Sh	Cost	2,265.	2,457.
Royal Dutch Shell PLC 35 Sh	Cost	2,271.	2,494.
Sanofi-Aventis 20 Sh	Cost	1,047.	1,073.
Siemens AG 12 Sh	Cost	1,535.	1,662.
Singapore Telecommunications LTD 50 Sh	Cost	1,519.	1,455.
Sumitomo Trust & Banking Company 190 Sh	Cost	1,786.	1,993.
Telenor ASA 20 Sh	Cost	1,367.	1,431.
Teliasonera AB 130 Sh	Cost	1,884.	2,168.
Telstra Corporation Limited 56 Sh	Cost	1,312.	1,313.
Total S.A. 35 Sh	Cost	1,890.	2,144.
Unilever N.V. 55 Sh	Cost	2,186.	2,213.
Zurich Insurance Group 65 Sh	Cost	1,767.	1,896.
HSBC Frontier Markets Fund 1600 Sh	Cost	20,000.	21,504.
	Total	\$ 935,141.	\$ 1,226,351.

Statement 8
Form 990-PF, Part II, Line 10c
Investments - Corporate Bonds

<u>Corporate Bonds</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
General Elec 5.9%, 50,000 Sh	Cost	\$ 49,945.	\$ 51,012.
Dodge & Cox Inc Fd Com 3,623.992 Sh	Cost	48,633.	49,032.
Western Asset Intermedia Bd 2,430.634 Sh	Cost	26,617.	26,494.
JP Morgan High Yield Fd 11,842.105 Sh	Cost	90,000.	94,500.
Pimco Emerging Mkts Bond Fd 1,615.799 Sh	Cost	18,000.	17,289.
	Total	\$ 233,195.	\$ 238,327.

Statement 9
Form 990-PF, Part II, Line 13
Investments - Other

<u>Other Investments</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
Merger Fd Sh Ben Int, 2,892.834 Sh	Cost	\$ 44,000.	\$ 46,314.
Eaton Vance Global 2,020.202 Sh	Cost	19,998.	19,030.
JP Morgan Alerian MLP 1,240.000 Sh	Cost	44,040.	57,474.

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Statement 9 (continued)
Form 990-PF, Part II, Line 13
Investments - Other

	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
<u>Other Investments</u>			
AQR Managed Futures 982.318 Sh	Cost	\$ 10,000.	\$ 10,403.
ASG Global Alternatives Fund 1953.819 Sh	Cost	22,000.	22,332.
Rogers International Commodity 3150 Sh	Cost	22,978.	21,893.
Goldman Sachs Commodity Strategy 4456 Sh	Cost	25,000.	25,267.
Morgan Stanley Institutional 2604.805 Sh	Cost	52,874.	52,070.
Vanguard REIT Viper 615 Sh	Cost	39,929.	39,705.
Total		<u>\$ 280,819.</u>	<u>\$ 294,488.</u>

Statement 10
Form 990-PF, Part II, Line 15
Other Assets

	<u>Book Value</u>	<u>Fair Market Value</u>
Program Related Investment	\$ 39,231.	\$ 39,231.
Total	<u>\$ 39,231.</u>	<u>\$ 39,231.</u>

Statement 11
Form 990-PF, Part III, Line 3
Other Increases

Reversed 2012 Unsettled Trade	\$ 24,997.
Total	<u>\$ 24,997.</u>

Statement 12
Form 990-PF, Part VII-B, Line 5c
Expenditure Responsibility

Grantee Name:	Casa Abrego Preservation Foundation
Address:	PO Box 222501
Address:	Carmel, CA 93922
Grant Date:	12/06/2013
Grant Amount:	\$ 1000
Grant Purpose:	General Purpose
Amt. Expended by Grantee:	\$ 1000
Any Diversion by Grantee:	No
Dates of Reports by Grantee:	Report is not due until 12/31/14
Date of Verification:	12/31/2014
Results of Verification:	Report is not due until December 31, 2014

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Statement 13
Form 990-PF, Part XV, Line 1a
Foundation Managers - 2% or More Contributors

William H. Tyler
 Susanne S. Tyler

Statement 14
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>
Monterey Symphony PO Box 3965 Carmel, CA 93921	N/A	PC	General Support	\$ 1,500.
Carmel Public Library Foundation PO Box 2042 Carmel, CA 93921	N/A	PC	General Support	1,000.
Casa Abrego Preservation Foundation PO Box 222501 Carmel, CA 93922	N/A	POF	General Support	1,000.
Church of the Wayfarer PO Box 4231 Carmel, CA 93921	N/A	PC	Tyler Music Endowment	1,000.
Carmel Foundation PO Box 1050 Carmel, CA 93921	N/A	PC	General Support	500.
Carmel Bach Festival PO Box 575 Carmel, CA 93921	N/A	PC	General Support	2,500.
Community Hospital Foundation PO Box HH Monterey, CA 93942	N/A	PC	General Support	500.
The Salvation Army 615 Slaters Ln, PO Box 269 Alexandria, VA 22313	N/A	SO I	Red Kettle Kickoff	1,000.
Community Foundation for Monterey County 2354 Garden Rd Monterey, CA 93940	N/A	PC	General Support	5,000.

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Statement 14 (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>
Johns Hopkins University 3400 North Charles Street Baltimore, MD 21218	N/A	PC	National Advisory Council Contribution	\$ 5,000.
Carmel Bach Festival PO Box 575 Carmel, CA 93921	N/A	PC	Musician Sponsorship	1,000.
Westminster College 501 Westminster Avenue Fulton, MO 65251	N/A	PC	Marvin O. and Sue C. Young Endowment	200.
Westminster College 501 Westminster Avenue Fulton, MO 65251	N/A	PC	Tyler Fellowship Endowment	5,000.
Westminster College 501 Westminster Avenue Fulton, MO 65251	N/A	PC	General Support	800.
Carmel Bach Festival PO Box 575 Carmel, CA 93921	N/A	PC	BOD Tribute Page	250.
Monterey Institute of Internat'l Studies 460 Pierce Street Monterey, CA 93940	N/A	PC	MIIS Bach Festival	250.
Monterey Peninsula College Foundation 1 Lower Ragsdale Rd, Bldg 3, Ste100 Monterey, CA 93940	N/A	PC	General Support	1,000.
Community Hospital Foundation PO Box HH Monterey, CA 93942	N/A	PC	General Support	10,000.
NSCDA, Friend of Dumbarton House 2715 Q St NW Washington, DC 20007	N/A	PC	General Support	500.
Colonial Dames of America 2715 Q St NW Washington, DC 20007	N/A	PC	General Support	500.

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Statement 14 (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>
Naval Postgraduate School Foundation PO Box 8626 Monterey, CA 93943	N/A	PC	General Support	\$ 525.
Del Monte Forest Conservancy 3101 Forest Lake Road Pebble Beach, CA 93953	N/A	PC	General Support	1,000.
KU Endowment Association PO Box 928 Lawrence, KS 66044	N/A	PC	University of Kansas Endowment Scholarship Fund.	15,000.
The Collings Foundation PO Box 248 Stow, MA 01775	N/A	PC	General Support	350.
Johns Hopkins University 3400 North Charles Street Baltimore, MD 21218	N/A	PC	National Advisory Council Contribution	5,000.
Naval Postgraduate School Foundation PO Box 928 Monterey, CA 93943	N/A	PC	General Support	5,000.
Hanford Rotary Community Foundation 1483 Bailey Street Hanford, CA 93230	N/A	PC	Student Desks	500.
Pacific Grove Museum of Natural History 165 Forest Avenue Pacific Grove, CA 93950	N/A	PC	General Support	5,000.
Total \$				<u>70,875.</u>