Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter Social Security numbers on this form as it may be made public.

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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning JUL 1, 2013 **, and ending** JUN 30, 2014

Name of foundation: TOWBES FOUNDATION

A Employer identification number: 95-3519577

Number and street (or P O box number if mail is not delivered to street address): 21 E. VICTORIA STREET

Room/suite: 200

B Telephone number: (805) 962-2121

City or town, state or province, country, and ZIP or foreign postal code: SANTA BARBARA, CA 93101

C If exemption application is pending, check here ▶ ☐

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

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 ▶ ☐

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 1,084,887.

J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify)
(Part I, column (d) must be on cash basis.)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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)
Revenue	1	Contributions, gifts, grants, etc., received	409,089.		N/A	
	2	Check ▶ ☐ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	68.	68.		STATEMENT 1
	4	Dividends and interest from securities	12,035.	12,035.		STATEMENT 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	164,414.			
	b	Gross sales price for all assets on line 6a 998,403.				
	7	Capital gain net income (from Part IV, line 2)		164,414.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss)				
	11	Other income				
	12	**Total.** Add lines 1 through 11	585,606.	176,517.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	6,500.	0.		0.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees				
	b	Accounting fees STMT 3	1,850.	0.		0.
	c	Other professional fees				
	17	Interest				
	18	Taxes STMT 4	160.	0.		0.
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses STMT 5	117,173.	2,494.		1,000.
	24	**Total operating and administrative expenses** Add lines 13 through 23	125,683.	2,494.		1,000.
	25	Contributions, gifts, grants paid	863,300.			863,300.
	26	**Total expenses and disbursements** Add lines 24 and 25	988,983.	2,494.		864,300.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	<403,377.>			
	b	**Net investment income** (if negative, enter -0-)		174,023.		
	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			
	2	Savings and temporary cash investments	12,086.	31,599.	31,599.
	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	501,472.	76,552.	78,288.
	c	Investments - corporate bonds			
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other STMT 8	950,446.	950,446.	975,000.
	14	Land, buildings, and equipment: basis ▶			
		Less accumulated depreciation ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item 1)	1,464,004.	1,058,597.	1,084,887.
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 ▶)			
	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.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31			
	27	Capital stock, trust principal, or current funds	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	1,464,004.	1,058,597.	
	30	**Total net assets or fund balances**	1,464,004.	1,058,597.	
	31	**Total liabilities and net assets/fund balances**	1,464,004.	1,058,597.	

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	1,464,004.
2	Enter amount from Part I, line 27a	2	<403,377.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	1,060,627.
5	Decreases not included in line 2 (itemize) ▶ FEDERAL INCOME TAXES	5	2,030.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,058,597.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	STOCK SALES - ST	D	VARIOUS	VARIOUS
b	STOCK SALES - LT	D	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	633,936.		555,011.	78,925.
b	364,467.		278,978.	85,489.
c				
d				
e				

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

	(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				78,925.
b				85,489.
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	164,414.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year; see 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))
2012	933,900.	1,611,161.	.579644
2011	937,191.	1,461,748.	.641144
2010	934,500.	1,397,085.	.668893
2009	896,511.	1,202,127.	.745771
2008	865,350.	1,135,954.	.761783

2	**Total** of line 1, column (d)	2	3.397235
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	.679447
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	1,392,912.
5	Multiply line 4 by line 3	5	946,410.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,740.
7	Add lines 5 and 6	7	948,150.
8	Enter qualifying distributions from Part XII, line 4	8	864,300.

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 ▶ ☐ 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 ▶ ☐ and enter 1% of Part I, line 27b			1	3,480.
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	3,480.
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	3,480.
6	Credits/Payments:				
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	1,760.		
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	1,760.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☒ 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	1,720.
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 2014 estimated tax** ▶	**Refunded** ▶		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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 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*	2		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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		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?	6	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*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	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)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
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 ▶ TOWBES FOUNDATION Telephone no. ▶ (805) 962-2121

Located at ▶ 21 E. VICTORIA STREET, SUITE #200, SANTA BARBARA, ZIP+4 ▶ 93101

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

			Yes	No
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?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ 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)? ☐ Yes ☒ 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.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		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 2013?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☒ 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	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ 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.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		X

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

			Yes	No
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 9		6,500.	0.	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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

Form **990-PF** (2013)

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities		1a	400,730.
b	Average of monthly cash balances		1b	38,394.
c	Fair market value of all other assets		1c	975,000.
d	**Total** (add lines 1a, b, and c)		1d	1,414,124.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.		
2	Acquisition indebtedness applicable to line 1 assets		2	0.
3	Subtract line 2 from line 1d		3	1,414,124.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	21,212.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	1,392,912.
6	**Minimum investment return.** Enter 5% of line 5		6	69,646.

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	69,646.
2a	Tax on investment income for 2013 from Part VI, line 5	2a 3,480.		
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	3,480.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	66,166.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	66,166.
6	Deduction from distributable amount (see instructions)		6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	66,166.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	864,300.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	864,300.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	864,300.

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					66,166.
2 Undistributed income, if any, as of the end of 2013					
a Enter amount for 2012 only				0.	
b Total for prior years: ______ , ______ , ______			0.		
3 Excess distributions carryover, if any, to 2013:					
a From 2008	808,760.				
b From 2009	836,451.				
c From 2010	865,006.				
d From 2011	865,556.				
e From 2012	855,092.				
f **Total** of lines 3a through e		4,230,865.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ $ 864,300.					
a Applied to 2012, but not more than line 2a				0.	
b Applied to undistributed income of prior years (Election required - see instructions)			0.		
c Treated as distributions out of corpus (Election required - see instructions)		0.			
d Applied to 2013 distributable amount					66,166.
e Remaining amount distributed out of corpus		798,134.			
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		5,028,999.			
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 instr.				0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014					0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)		0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7		808,760.			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a		4,220,239.			
10 Analysis of line 9:					
a Excess from 2009	836,451.				
b Excess from 2010	865,006.				
c Excess from 2011	865,556.				
d Excess from 2012	855,092.				
e Excess from 2013	798,134.				

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)

	Tax year	Prior 3 years			
	(a) 2013	**(b)** 2012	**(c)** 2011	**(d)** 2010	**(e) Total**
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					
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).)

MICHAEL TOWBES

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 address of the person to whom applications should be addressed:

THE TOWBES FOUNDATION, (805) 962-2121
21 E. VICTORIA STREET, SUITE #200, SANTA BARBARA, CA 93101

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

SEE STATEMENT ATTACHED - SCHEDULE #2

c Any submission deadlines:

SEE STATEMENT ATTACHED - SCHEDULE #2

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

SEE STATEMENT ATTACHED - SCHEDULE #2

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 *Paid during the year*				
SEE SCHEDULE #1				863,300.
Total			▶ 3a	863,300.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

Form **990-PF** (2013)

323611
10-10-13

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	68.	
4 Dividends and interest from securities			14	12,035.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	164,414.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		176,517.	0.

13 Total Add line 12, columns (b), (d), and (e) 13 176,517.

(See worksheet in line 13 instructions to verify calculations.)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

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

		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.

(a) Line no	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements
		N/A	

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 — Date 11/10/14 — Title ▶ CFO

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	Date	Check ☐ if self-employed	PTIN
CHRISLEY N. REED, CPA		11-10-14		P00025230

Firm's name ▶ MCGOWAN GUNTERMANN

Firm's EIN ▶ 95-3680171

Firm's address ▶ 111 E. VICTORIA ST., 2ND FLOOR
SANTA BARBARA, CA 93101-2018

Phone no. (805) 962-9175

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at *www.irs.gov/form990*.

OMB No 1545-0047

2013

Name of the organization	Employer identification number
TOWBES FOUNDATION	95-3519577

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions.

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor Complete Parts I and II

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not total to more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc , contributions of $5,000 or more during the year ▶ $ ____________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization	Employer identification number
TOWBES FOUNDATION	95-3519577

Part I **Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	MICHAEL TOWBES 21 E. VICTORIA STREET, SUITE #200 SANTA BARBARA, CA 93101	$ 7,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
2	MICHAEL TOWBES 21 E. VICTORIA STREET, SUITE #200 SANTA BARBARA, CA 93101	$ 402,089.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization	Employer identification number
TOWBES FOUNDATION	95-3519577

Part II **Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	APPRECIATED SECURITIES	$ 402,089.	05/31/14

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization	**Employer identification number**
TOWBES FOUNDATION	95-3519577

Part III *Exclusively* religious, charitable, etc , individual contributions to section 501(c)(7), (8), or (10) organizations that total more than $1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **$1,000 or less** for the year. (Enter this information once) ▶ $

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
MONTECITO BANK & TRUST	68.	68.	
TOTAL TO PART I, LINE 3	68.	68.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
MONTECITO BANK & TRUST	12,035.	0.	12,035.	12,035.	
TO PART I, LINE 4	12,035.	0.	12,035.	12,035.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	1,850.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	1,850.	0.		0.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAXES	160.	0.		0.
TO FORM 990-PF, PG 1, LN 18	160.	0.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT CUSTODY FEES	2,494.	2,494.		0.
MEETINGS	982.	0.		0.
MEMBERSHIP DUES	1,000.	0.		1,000.
SECRETARIAL SERVICES	8,142.	0.		0.
ADMINISTRATION OF FRANK LLOYD WRIGHT LANDMARK BUILDING AND OTHER PROJECTS	98,000.	0.		0.
OFFICE	328.	0.		0.
CONSULTING	6,063.	0.		0.
AUTO	164.	0.		0.
TO FORM 990-PF, PG 1, LN 23	117,173.	2,494.		1,000.

FOOTNOTES STATEMENT 6

SECRETARIAL SERVICES OF $8,142 WERE PROVIDED BY THE TOWBES GROUP. MICHAEL TOWBES IS AN OWNER AND THE CHAIRMAN OF THE BOARD OF THE TOWBES GROUP.

FORM 990-PF CORPORATE STOCK STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
FIDELITY CONTRAFUND	0.	0.
ISHARES RUSSELL 1000 GROWTH	0.	0.
SPDR S&P 500 EFT TRUST	76,552.	78,288.
TOTAL TO FORM 990-PF, PART II, LINE 10B	76,552.	78,288.

FORM 990-PF OTHER INVESTMENTS STATEMENT 8

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
FRANK LLOYD WRIGHT LANDMARK BUILDING	COST	950,446.	975,000.
TOTAL TO FORM 990-PF, PART II, LINE 13		950,446.	975,000.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 9

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
SHERIDAH GERARD 21 E. VICTORIA STREET, SUITE #200 SANTA BARBARA, CA 93101	PRESIDENT 1.00	1,750.	0.	0.
MICHAEL TOWBES 21 E. VICTORIA STREET, SUITE #200 SANTA BARBARA, CA 93101	CFO 1.00	0.	0.	0.
LYNN C. TOWBES 21 E. VICTORIA STREET, SUITE #200 SANTA BARBARA, CA 93101	DIRECTOR 0.50	1,750.	0.	0.
ROBERT L. SKINNER 21 E. VICTORIA STREET, SUITE #200 SANTA BARBARA, CA 93101	DIRECTOR 0.50	1,250.	0.	0.
CRAIG A. ZIMMERMAN 21 E. VICTORIA STREET, SUITE #200 SANTA BARBARA, CA 93101	DIRECTOR 0.50	1,750.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		6,500.	0.	0.

The Towbes Foundation
EIN #95-3519577
Schedule of Grants and Grant Purpose
For the Year Ending 06/30/14

#	Check Date	Payee Name	Amount	Grant Purpose
1	03/11/14	Academy of Healing Arts for Teens	10,000	General operating support to assist with facilitator salaries
2	06/17/14	Academy of Healing Arts for Teens	7,500	Support research by external evaluator to evaluate in-school program
3	03/11/14	Adventures in Caring	5,000	Support the Compassion in Action Patient Care Program
4	06/17/14	Afghan Women's Fund	1,000	Ensure the human rights of Afghan women
5	03/11/14	Alexander House Foundation	5,000	General operating support for financial assistance for low-income seniors
6	03/11/14	Alzheimer's Association - Central Coast	7,500	Support Family Services Program
7	11/12/13	American Dream Foundation	7,500	Provide vouchers to financially at risk children in selected high schools
8	11/12/13	Angels Foster Care of Santa Barbara	7,500	General operating support
9	03/11/14	Anti-Defamation League - Santa Barbara	10,000	Support the Miller Early Childhood Initiative
10	06/17/14	Art Without Limits	1,500	Support Girls Rock SB - scholarships for summer camp
11	11/12/13	Arts Fund	7,500	Support the expansion of the Teens Arts Mentorships
12	06/17/14	Boys & Girls Clubs of Santa Barbara	10,000	Support Teen Center and the five core programs
13	11/12/13	Boys & Girls Clubs of Santa Maria Valley	5,000	Help fund the art and education experience at the Guadalupe Boys & Girls Club
14	06/17/14	Broadway Education Alliance	1,000	Support theatre arts education for K-12 schools
15	06/17/14	Carpinteria Valley Arts Center	4,500	Support Belles Arts art education outreach program
16	06/17/14	Casa Serena	10,000	General operating funds to support women seeking recovery from alcoholism and/or drug addition
17	03/11/14	Center for Successful Aging	3,500	Support community outreach programs
18	11/12/13	Central Coast Future Leaders, Inc	2,500	Support the youth and parent activities in North Santa Barbara County
19	11/12/13	Channel Islands YMCA	5,000	Support the Youth and Government Program
20	11/12/13	Channel Islands YMCA - Isla Vista Teen Center	5,000	Support the after-school programs
21	03/11/14	Child Abuse Listening Mediation	10,000	Support the Juvenile Offender Treatment Program
22	12/11/13	Coastal Housing Coalition	7,500	General operating support
23	06/17/14	Community Action Commission	12,500	Support Healthy Senior Lunch Program
24	03/11/14	Community School, Inc	5,000	Support Arts for Humanity! Community arts program
25	06/17/14	Conflict Resolutions Center	5,000	Support Conflict Resolutions and Mediation Training
26	06/17/14	Cornerstone House of Santa Barbara	5,000	Support Happy Adventure Summer Camp
27	06/17/14	Cottage Hospital Foundation	2,500	Support Children's Miracle Network
28	11/12/13	Council on Alcoholism and Drug Abuse	7,500	Support the Fighting Back Mentor Program
29	03/11/14	Court Appointed Special Advocates	12,500	Support the Foster Youth Advocacy program
30	11/12/13	Cranbrook Educational Community	10,000	Support the Smith House into the tour program
31	06/17/14	Domestic Violence Solutions	10,000	Support Teen Services program
32	11/12/13	Dream Foundation	2,500	Help fund the final wishes of terminally ill Santa Barbara residents
33	11/12/13	Easy Lift Transportation	5,000	Support the Dial-A-Ride service
34	11/12/13	Explore Ecology	5,000	Support the Ecology Explorers Environmental Education Program
35	03/11/14	Family Services Agency	12,500	Support the Child and Family Counseling Center
36	11/12/13	Food from the Heart	7,500	General operating support
37	07/19/13	Foodbank of Santa Barbara	2,500	Support the Empty Bowls event
38	06/17/14	Foodbank of Santa Barbara	12,500	General operating support for additional food purchases in light of current drought conditions
39	03/11/14	Foundation for Santa Barbara City College	10,000	Support the SPARC Program
40	06/17/14	Foundation for Santa Barbara City College	10,000	2013/2014 Towbes Department Internship Scholarship program

SCHEDULE #1 (1/4)

The Towbes Foundation
EIN #95-3519577
Schedule of Grants and Grant Purpose
For the Year Ending 06/30/14

#	Check Date	Payee Name	Amount	Grant Purpose
41	06/17/14	Foundation for Santa Barbara High School	2,500	General support to prepare creatively minded studies for college and career futures
42	06/17/14	Foundation for Teaching Economics	5,000	Support professional development programs for high school teachers
43	06/17/14	Friendship Adult Day Care Center	5,000	Support the H E A R T Program
44	11/12/13	Future Leaders of America	7,500	General support for the continuation of the Equality in Education for Underserved Youth program
45	11/12/13	Ganna Walska Lotusland	7,500	Help underwrite costs for the participants in the SBCC Sustainable Horticulture Student Work Experience
46	11/12/13	Girls Incorporated of Greater Santa Barbara	10,000	Help fund year-round scholarships for girls from families with low and poverty level incomes
47	03/11/14	Goleta Valley Historical Society	7,500	General operating support for Rancho La Patera and Stow House
48	06/17/14	Guadalupe-Nipomo Dunes Center	5,000	Support the Children's Art in Nature Program
49	11/12/13	Hillside House	3,500	General operating support
50	06/17/14	Home Instruction for Parents of Preschool Youngsters	12,500	Support the HIPPY program
51	03/11/14	Hospice of Santa Barbara	10,000	Support the Clinical Services Program
52	06/17/14	International Federation of MS Society	1,000	Renew membership - Benefactor Patron
53	06/17/14	Isla Vista Elementary School PTA	10,000	Support Science Camp for 4th, 5th and 6th graders
54	06/17/14	Jewish Federation of Greater Santa Barbara	7,500	Support Portraits of Survivors and Upstanders program
55	06/17/14	Jodi House	7,500	General operating support
56	03/11/14	Just Communities Central Coast	7,500	Support the Educational Equity program
57	06/17/14	KCET	2,500	Support educational and cultural programming
58	03/11/14	Legal Aid Foundation of Santa Barbara County	10,000	Support the Legal Resource Center Consumer Debt Program
59	06/17/14	Mending the Sacred Hoop	1,000	Support efforts for ending domestic violence against Native American women
60	11/12/13	Mental Health Association of Santa Barbara	10,000	General operating support
61	06/17/14	National Council on Economic Education	2,500	Support the Council's Economic America Program
62	06/17/14	National MS Society - Southern California Chapter	5,000	Fund a portion of the salary costs of the Director of the Channel Islands Regional Office
63	06/17/14	Network for Teaching Entrepreneurship	10,000	Support Greater Los Angeles Schools Entrepreneurship Initiative
64	11/12/13	New Beginnings Counseling Center	7,500	Support the Community Counseling Clinic Program
65	06/17/14	New House Santa Barbara	2,500	General operating support of providing safe, sober living environment and vocational support
66	03/11/14	Notes for Notes	2,500	Support Santa Barbara MusicBox Studios
67	11/12/13	Orcutt Area Seniors in Service	5,000	General operating support for the Oasis Senior Center
68	06/17/14	Pacific Pride Foundation	10,000	Support HIV/AIDS Service program
69	03/11/14	Page Youth Center	10,000	Support the PYC Scholarship Program
70	11/12/13	PathPoint	10,000	General operating support for the Mental Health Division
71	11/12/13	People's Self-Help Housing Corporation	7,500	Support the after-school education for low income youth
72	06/17/14	Philanthropy Roundtable	1,000	Support mission to foster excellence in philanthropy
73	11/12/13	Planned Parenthood of Santa Barbara, Ventura and San Luis Obispo Counties	12,500	Support the salaries of two community health educators to implement CSES and PS programs
74	03/11/14	Regents of the University of California - UCSB	12,500	Early Academic Outreach Program - scholarships for the 2014 Research Mentorship Program
75	03/11/14	Sansum Clinic	10,000	Healthy Living education program
76	11/12/13	Sansum Diabetes Research Institute	10,000	Support the bilingual diabetes education program for women
77	11/12/13	Santa Barbara Botanic Gardens	5,000	General operating support for the Education Department
78	03/11/14	Santa Barbara Contemporary Arts Forum	5,000	Support the On Edge Festival
79	11/12/13	Santa Barbara County Education Office	2,000	Support the Curriculum Project and Strategy Team Coaching grants

SCHEDULE #1 (2/4)

The Towbes Foundation
EIN #95-3519577
Schedule of Grants and Grant Purpose
For the Year Ending 06/30/14

#	Check Date	Payee Name	Amount	Grant Purpose
80	03/11/14	Santa Barbara Education Foundation	10,000	Support the San Marcos High School Health Careers Academy
81	06/17/14	Santa Barbara Education Foundation	10,000	General operating expenses
82	11/12/13	Santa Barbara Family Care Center	10,000	Support the Family Child Care Steps to Quality Program and Network
83	11/12/13	Santa Barbara Foundation	10,000	Knight Challenge Grant
84	11/12/13	Santa Barbara Foundation	2,500	Help sponsor the 2014 Partnership for Excellence Conference
85	06/17/14	Santa Barbara Foundation	1,000	General support
86	03/11/14	Santa Barbara Historical Museum	10,000	General operating support
87	06/17/14	Santa Barbara Maritime Museum	7,500	Support the Dana Point Tall Ship Overnight Education Program
88	06/17/14	Santa Barbara Museum of Art	10,000	Support the Homework/Artwork After School program
89	11/12/13	Santa Barbara Museum of Natural History	10,000	Support the Outdoor Education Initiative programming and the Backyard and Nature Club House
90	11/12/13	Santa Barbara Neighborhood Clinics	22,500	Support the Care of Every Family program
91	11/12/13	Santa Barbara Police Activities League	5,000	Support the Twelve 35 PAL Teen Center Mentoring Initiative
92	03/11/14	Santa Barbara Rape Crisis Center	10,000	Support the Community Education and Rape Prevention Program
93	06/17/14	Santa Barbara School of Squash	2,500	Help fund Academic Director position and expansion of Academic Programming Growth project
94	06/17/14	Santa Maria Valley Discovery Museum	10,000	Support the Museum Education Program
95	11/12/13	Santa Ynez Senior Advisory Council	5,000	General operating support for the Solving Senior Center
96	06/17/14	Santa Ynez Valley Historical Society	2,500	Support exhibition costs of *Kitchen Memories the Kathleen Thompson Hill Culinary Collection*
97	11/12/13	Santa Ynez Valley Therapeutic Riding Program	2,500	Support the School program for special education classes to participate in horseback riding
98	06/17/14	Sarah House Santa Barbara	10,000	General operating support for resident assistant caregivers
99	06/17/14	Scholarship Foundation of Santa Barbara	40,000	Support four scholarships at $7,500 each and an unrestricted gift
100	06/17/14	SEE International	10,000	Support the Vision Care Program
101	03/11/14	Segue Career Guidance Program	5,000	Support the Segue Career Mentors program in Santa Barbara
102	06/17/14	Solvang Elementary School District Foundation	7,000	Support the Music and Art Education program
103	06/17/14	St Vincent's	10,000	Support St Vincent's Early Childhood Education Center
104	06/17/14	Storyteller Children's Center	12,500	Support Early Education Childhood Education Program
105	06/17/14	Students Active for Ending Rape	1,000	Support programs to build a movement for university campuses free of sexual violence
106	09/09/13	Taubman Foundation at UCSB	8,000	Support the Taubman Symposia in Jewish Studies at UCSB
107	03/11/14	Teddy Bear Cancer Foundation	7,500	General operating support
108	06/17/14	The Anne Frank Center	1,000	General support
109	06/17/14	The List Project	1,000	Support efforts to resettle Iraqi allies left behind after the war
110	03/11/14	The Phoenix of Santa Barbara	7,500	General operating support
111	06/17/14	The Public Theatre	1,300	Support efforts to bring Shakespeare to all parts of New York City
112	06/17/14	The Reason Foundation	1,000	General support
113	06/17/14	The Trevor Project	1,000	Support efforts to provide crisis intervention and suicide prevention for LGBTQ youths
114	06/17/14	Transition House	15,000	Support Homeless Children's Programs
115	06/17/14	UCSB Foundation	1,000	Membership in the Chancellor's Council
116	06/17/14	United Boys & Girls Club of Santa Barbara County	12,500	Support after school education program - *Power Hour Making Minutes Count*
117	11/12/13	Unity Shoppe	10,000	Assist in providing basic human services for low income families and individuals
118	06/17/14	Ventura County Community Foundation	2,500	Support Center for Nonprofit Leadership
119	11/12/13	Wilderness Youth Project	5,000	Help support the summer camp scholarships

SCHEDULE #1 (3/4)

The Towbes Foundation
EIN #95-3519577
Schedule of Grants and Grant Purpose
For the Year Ending 06/30/14

#	Check Date		Payee Name		Amount		Grant Purpose
120	03/11/14		Wilding Museum		7,500		Support the 2014 exhibitions
121	03/11/14		Women's Economic Ventures		10,000		General operating support
			Total		**863,300**		

SCHEDULE # 1 (4/4)

EIN # 95-3519577

TOWBES FOUNDATION

Grant Policies

The Towbes Foundation was organized in August of 1980 as a California non-operating private foundation. It has received determination letters confirming its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code and under Section 23701d of the California Revenue and Taxation Code.

PRESENT AREAS OF PRIMARY INTEREST TO THE FOUNDATION ARE:

a. Education, including educational scholarships;

b. Medical research, especially in the area of neurological disease;

c. Promotion of the performing arts; and

d. Promotion and preservation of the free enterprise system.

POLICIES AND PROCEDURES RE GRANT REQUESTS:

The Towbes Foundation prefers to award grants to organizations whose objective(s) parallel the areas of primary interest set forth above.

In establishing grant-making priorities, the Towbes Foundation prefers to initiate grant requests and relies heavily upon its Board of Directors, consultants, and advisers to provide the necessary input to identify those philanthropic needs which most relate to these areas of primary interest to the Foundation.

To be considered, applicants must provide evidence of current state and IRS 501(c)(3) tax-exempt status. Proposals must be submitted in writing (six copies) prior to April 1 of the year for which funding is sought and should set forth:

EIN: 95-3519577

SCHEDULE #2

[illegible]NBES FOUNDATION
GRANT POLICIES (CON'T.) EIN # 95-3519577

1. Full name, address and business telephone number of applicant

2. Statement of applicant's general charitable purposes, operating history, and experience of applicant's management

3. Names and addresses of applicant's Board of Directors, officers, and executive director:

4. Specific description of project for which grant is requested, including:

   (a) amount requested
   (b) purpose of expenditure
   (c) administrator of expenditures
   (d) purpose and results expected
   (e) duration of project
   (f) other funding (amounts and sources)

5. Last three years' financial statements

6. Names of past major donors

7. Identity of other grantors contacted or to be contacted (including amounts requested from each) for this project.

EIN: 95-3519577

SCHEDULE #2