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Return of Private Foundation

2013

Department of the Treasury
Internal Revenue Service

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.

Open to Public Inspection

For calendar year 2013 or tax year beginning

07/01, 2013, and ending

06/30, 2014

Name of foundation
THE B & B FOUNDATION

Number and street (or P O box number if mail is not delivered to street address) Room/suite
P.O. BOX 50802

City or town, state or province, country, and ZIP or foreign postal code
SANTA BARBARA, CA 93150

A Employer identification number
95-4419555

B Telephone number (see instructions)
(805) 969-8577

C If exemption application is pending check here

D 1 Foreign organizations check here
2 Foreign organizations meeting the 85% test check here and attach computation

E If private foundation status was terminated under section 507(b)(1)(A) check here

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

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) **\$ 2,554,584.**
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 (attach schedule)				
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	48.	48.		ATCH 1
	4 Dividends and interest from securities	71,871.	71,871.		ATCH 2
	5a Gross rents				
	b Net rental income or (loss)	111,330.			
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a	841,430.			
	7 Capital gain net income (from Part IV, line 2)		111,330.		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule) ATCH 3	-2,059.	-2,059.			
12 Total. Add lines 1 through 11	181,190.	181,190.			
13 Compensation of officers, directors, trustees etc	0				
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees (attach schedule)					
b Accounting fees (attach schedule) ATCH 4	2,100.	2,100.			
c Other professional fees (attach schedule) *	12,161.	12,161.			
17 Interest					
18 Taxes (attach schedule) (see instructions) ATCH 6	610.	10.			
19 Depreciation (attach schedule) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses (attach schedule) ATCH 7	562.	562.			
24 Total operating and administrative expenses. Add lines 13 through 23	15,433.	14,833.			
25 Contributions, gifts, grants paid	120,000.			120,000.	
26 Total expenses and disbursements. Add lines 24 and 25	135,433.	14,833.	0	120,000.	
27 Subtract line 26 from line 12	45,757.				
a Excess of revenue over expenses and disbursements			166,357.		
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)					

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SCANNED MAY 13 2015
Operating and Administrative Expenses

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	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	237,476.	153,377.	153,377.
	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 schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S and state government obligations (attach schedule)	153,970.	101,134.	102,516.
	b Investments - corporate stock (attach schedule) ATCH 9	1,355,202.	1,371,649.	1,733,448.
	c Investments - corporate bonds (attach schedule) ATCH 10	348,622.	511,409.	529,468.
	11 Investments - land, buildings, and equipment basis ▶			
Less accumulated depreciation (attach schedule) ▶				
12 Investments - mortgage loans				
13 Investments - other (attach schedule) ATCH 11	18,124.	21,787.	35,231.	
14 Land, buildings, and equipment basis ▶				
Less accumulated depreciation (attach schedule) ▶				
15 Other assets (describe ▶ ATCH 12)	749.	544.	544.	
16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	2,114,143.	2,159,900.	2,554,584.	
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 (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 ▶ <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, . . . ▶ <input checked="" type="checkbox"/>			
	check here and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
28 Paid-in or capital surplus, or land, bldg, and equipment fund				
29 Retained earnings accumulated income endowment, or other funds	2,114,143.	2,159,900.		
30 Total net assets or fund balances (see instructions)	2,114,143.	2,159,900.		
31 Total liabilities and net assets/fund balances (see instructions)	2,114,143.	2,159,900.		

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	2,114,143.
2 Enter amount from Part I, line 27a	2	45,757.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	2,159,900.
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	2,159,900.

*ATCH 8

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 SEE PART IV SCHEDULE			
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e			

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

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	111,330.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	0

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	118,908.	2,365,800.	0.050261
2011	115,120.	2,310,055.	0.049834
2010	115,730.	2,349,120.	0.049265
2009	110,005.	2,271,977.	0.048418
2008	103,147.	2,106,221.	0.048973

2 Total of line 1, column (d)	2	0.246751
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	0.049350
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	2,477,114.
5 Multiply line 4 by line 3	5	122,246.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,664.
7 Add lines 5 and 6	7	123,910.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions	8	120,000.

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

Table with 11 rows for excise tax calculations. Includes categories like 'Exempt operating foundations', 'Domestic foundations that meet the section 4940(e) requirements', and 'Total credits and payments'. Total amount owed is 3,396.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, unrelated business gross income, and substantial contributors. Includes a 'Yes/No' column.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions). 11 X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) 12 X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? 13 X
Website address NONE
14 The books are in care of GEIGER FAMILY OFFICE Telephone no 805-969-8577
Located at P.O. BOX 50802 SANTA BARBARA, CA ZIP+4 93150
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here 15
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 Yes No X
See the instructions for exceptions and filing requirements for Form TD F 90-221 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.
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 X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes X 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 X 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 X 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
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 X 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) 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 X 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) 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)

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)? Yes No

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)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

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
ATCH 13		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

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		0

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

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 NONE	
2	
All other program-related investments See instructions	
3 NONE	

Total. Add lines 1 through 3 ▶

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	2,344,942.
b	Average of monthly cash balances	1b	169,895.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	2,514,837.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	2,514,837.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	37,723.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,477,114.
6	Minimum investment return. Enter 5% of line 5	6	123,856.

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	123,856.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	3,327.
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	3,327.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	120,529.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	120,529.
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	120,529.

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	120,000.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	120,000.
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	120,000.

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				120,529.
2 Undistributed income if any as of the end of 2013				
a Enter amount for 2012 only				
b Total for prior years 20 11, 20 10, 20 09				
3 Excess distributions carryover, if any, to 2013				
a From 2008				
b From 2009				
c From 2010			420.	
d From 2011			2,457.	
e From 2012			2,882.	
f Total of lines 3a through e	5,759.			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 120,000.				
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2013 distributable amount				120,000.
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	529.			529.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	5,230.			
b Prior years' undistributed income Subtract line 4b from line 2b				
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				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2012. Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	5,230.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011			2,348.	
d Excess from 2012			2,882.	
e Excess from 2013				

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

NOT APPLICABLE

1a 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)

2a 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	Prior 3 years			(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))

ATTACHMENT 14

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

N/A

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

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

N/A

c Any submission deadlines

N/A

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

N/A

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 ATTACHMENT 17				120,000.
Total				120,000.
b Approved for future payment				
Total				

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

- 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... a Transfers from the reporting foundation to a noncharitable exempt organization of (1) Cash (2) Other assets b Other transactions (1) Sales of assets to a noncharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Reimbursement arrangements (5) Loans or loan guarantees (6) Performance of services or membership or fundraising solicitations c Sharing of facilities, equipment, mailing lists, other assets, or paid employees d If the answer to any of the above is "Yes," complete the following schedule

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Row 1 contains 'N/A' for both (b) and (d).

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

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. All cells are empty.

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

Sign Here

Signature of officer or trustee: [Signature] Date: 4/5/15 Title: V.P.

May the IRS discuss this return with the preparer shown below (see instructions)? Yes No

Paid Preparer Use Only section containing fields for Preparer's name (GARY POLICH), Signature, Date (4/30/15), Firm's name (MARCUM LLP), Firm's address (1920 MAIN STREET, SUITE 950 IRVINE, CA), Firm's EIN (11-1986323), and Phone no (949-236-5600).

**FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					19,237.	
38,643.		350 VANGUARD INDEX FDS SMALL C PROPERTY TYPE: SECURITIES 37,553.				P	02/10/2014	05/05/2014 1,090.
12,896.		604.869 ROYCE PREMIER FUND INV PROPERTY TYPE: SECURITIES 12,817.				P	12/05/2013	02/11/2014 79.
5,134.		462.107 TURNER SPECTRUN FUND I PROPERTY TYPE: SECURITIES 5,000.				P	08/23/2012	07/10/2013 134.
19.		0.4 VERIZON COMMUNICATIONS INC PROPERTY TYPE: SECURITIES 19.				P	02/24/2014	03/10/2014
36,344.		300 SPDR GOLD SHARES PROPERTY TYPE: SECURITIES 46,588.				P	03/25/2013	02/05/2014 -10,244.
24,669.		2066.116 PIMCO ALL ASSET PROPERTY TYPE: SECURITIES 25,000.				P	07/13/2012	07/10/2013 -331.
11,490.		962.31 PIMCO ALL ASSET PROPERTY TYPE: SECURITIES 12,000.				P	08/23/2012	07/10/2013 -510.
3,097.		92.745 TEMPLETON CHINA WORLD PROPERTY TYPE: SECURITIES 3,273.				P	12/24/2013	02/11/2014 -176.
8,080.		PROPERTY TYPE: SECURITIES 5,518.				P	04/12/2012	09/27/2013 2,562.
744.		18 MALLINCKRODT PUB LTD CO PROPERTY TYPE: SECURITIES 677.				P	05/17/2012	07/19/2013 67.
31.		.75 MALLINCKRODT PUB LTD CO PROPERTY TYPE: SECURITIES. 28.				P	05/17/2012	07/08/2013 3.
		855.681 FAIRHOLME FUND				P	06/10/2009	09/30/2013

**FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
33,996.		PROPERTY TYPE: SECURITIES 21,666.					12,330.	
		2278.943 TURNER SPECTRUM FUND PROPERTY TYPE: SECURITIES				P	05/30/2012	07/10/2013
25,319.		25,000.					319.	
		3968.254 ROYCE PREMIER FUND IN PROPERTY TYPE: SECURITIES				P	05/30/2012	02/11/2014
84,603.		75,000.					9,603.	
		1083.424 ROYCE PREMIER FUND IN PROPERTY TYPE: SECURITIES				P	06/11/2012	02/11/2014
23,099.		20,000.					3,099.	
		265.957 ROYCE PREMIER FUND INV PROPERTY TYPE: SECURITIES				P	07/13/2012	02/11/2014
5,670.		5,000.					670.	
		8.472 ROYCE PREMIER FUND INVES PROPERTY TYPE: SECURITIES				P	12/06/2012	02/11/2014
181.		160.					21.	
		332.444 ROYCE PREMIER FUND INV PROPERTY TYPE: SECURITIES				P	12/06/2012	02/11/2014
7,088.		6,260.					828.	
		600 SANOFI SPONSORED ADR PROPERTY TYPE: SECURITIES				P	03/19/2010	02/10/2014
28,823.		23,174.					5,649.	
		530 CISCO SYSTEMS PROPERTY TYPE: SECURITIES				P	08/11/2011	02/10/2014
12,063.		8,450.					3,613.	
		250 WELLS FARGO & CO NEW COM PROPERTY TYPE: SECURITIES				P	11/22/2011	02/10/2014
11,353.		6,067.					5,286.	
		PROPERTY TYPE: SECURITIES				P	04/12/2012	02/10/2014
9,723.		7,659.					2,064.	
		250 COLGATE PALMOLIVE CO COM PROPERTY TYPE: SECURITIES				P	06/11/2012	02/10/2014
15,353.		12,552.					2,801.	

**FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
25,000.		3457.815 T ROWE PRICE HIGH YLD PROPERTY TYPE: SECURITIES 23,479.				P	05/07/2012	03/14/2014
							1,521.	
9,297.		100 JOHNSON & JOHNSON INC PROPERTY TYPE: SECURITIES 6,101.				P	03/22/2007	03/14/2014
							3,196.	
13,670.		120 CHEVRONTEXACO CORP PROPERTY TYPE: SECURITIES 8,510.				P	12/04/2008	03/14/2014
							5,160.	
53,316.		1390 ISHARES MSCI EMERGING MAR PROPERTY TYPE: SECURITIES 30,979.				P	03/10/2009	03/14/2014
							22,337.	
8,913.		250 SELECT SECTOR SPDR TR TECH PROPERTY TYPE: SECURITIES 4,622.				P	06/09/2009	03/14/2014
							4,291.	
18,106.		850 CISCO SYSTEMS PROPERTY TYPE: SECURITIES 13,551.				P	08/11/2011	03/14/2014
							4,555.	
13,052.		275 WELLS FARGO & CO NEW COM PROPERTY TYPE: SECURITIES 6,673.				P	11/22/2011	03/14/2014
							6,379.	
12,827.		200 AFLAC INC INCORPORATED PROPERTY TYPE: SECURITIES 8,844.				P	04/12/2012	03/14/2014
							3,983.	
4,054.		50 PEPSICO INC PROPERTY TYPE: SECURITIES 3,448.				P	05/17/2012	03/14/2014
							606.	
31,901.		650 LOWES COMPANIES PROPERTY TYPE: SECURITIES 17,533.				P	05/24/2012	03/14/2014
							14,368.	
50,000.		50000 US TREASURY NOTES 4.75% PROPERTY TYPE: SECURITIES 50,000.				P	02/16/2010	05/15/2014
							.	
12,427.		50 METTLER TOLEDO INTERNATIONAL PROPERTY TYPE: SECURITIES 8,137.				P	05/24/2012	06/05/2014
							4,290.	

**FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
39,750.		3577.818				P	05/07/2012	07/10/2013
		TURNER SPECTRUM FUNDS PROPERTY TYPE: SECURITIES						
		40,000.					-250.	
3,841.		321.658				P	05/07/2012	07/10/2013
		PIMPCO ALL ASSET PROPERTY TYPE: SECURITIES						
		3,918.					-77.	
40,953.		1226.492				P	05/10/2012	02/11/2014
		TEMPLETON CHINA WORLD PROPERTY TYPE: SECURITIES						
		45,000.					-4,047.	
25,606.		766.871				P	12/10/2012	02/11/2014
		TEMPLETON CHINA WORLD PROPERTY TYPE: SECURITIES						
		30,000.					-4,394.	
311.		9.31				P	12/24/2012	02/11/2014
		TEMPLETON CHINA WORLD FUN PROPERTY TYPE: SECURITIES						
		361.					-50.	
17,701.		100				P	11/22/2011	02/10/2014
		INTERNATIONAL BUSINESS MAC PROPERTY TYPE: SECURITIES						
		18,173.					-472.	
8,809.		300				P	05/10/2012	02/10/2014
		EXELON PROPERTY TYPE: SECURITIES						
		11,700.					-2,891.	
7,782.		500				P	05/17/2012	02/10/2014
		WESTERN UNION CO COM PROPERTY TYPE: SECURITIES						
		8,474.					-692.	
4,404.		150				P	05/24/2012	02/10/2014
		EXELON PROPERTY TYPE: SECURITIES						
		5,499.					-1,095.	
3,891.		250				P	05/24/2012	02/10/2014
		WESTERN UNION CO COM PROPERTY TYPE: SECURITIES						
		4,235.					-344.	
2,936.		100				P	06/11/2012	02/10/2014
		EXELON PROPERTY TYPE: SECURITIES						
		3,764.					-828.	
2,936.		100				P	07/12/2012	02/10/2014
		EXELON PROPERTY TYPE: SECURITIES						
		3,759.					-823.	

**FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold	
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)		
15.		0.364 VODAFONE GROUP PLC ADR PROPERTY TYPE: SECURITIES 19.				P	05/10/2012 -4.	02/24/2014	
5,370.		140 ISHARES MSCI EMERGING MARK PROPERTY TYPE: SECURITIES 5,536.				P	02/17/2010 -166.	03/14/2014	
6,825.		175 EXPEDITORS INTL WASH INC C PROPERTY TYPE: SECURITIES 8,245.				P	04/12/2012 -1,420.	03/14/2014	
82.		SPDR GOLD - CASH IN LIEU PROPERTY TYPE: SECURITIES				P	82.	06/30/2014	
		ADJUSTMENT PROPERTY TYPE: SECURITIES 79.				P	-79.	06/30/2014	
TOTAL GAIN (LOSS)								<u>111,330.</u>	

ATTACHMENT 1

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FIRST REPUBLIC BANK	48.	48.
TOTAL	<u>48.</u>	<u>48.</u>

ATTACHMENT 2

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
DIVIDENDS	64,935.	64,935.
ST CAP GAIN DIVIDENDS FROM MUTUAL FUNDS	923.	923.
INTEREST ON U.S. OBLIGATIONS	6,562.	6,562.
LESS: BOND PREMIUM AMORTIZATION	-2,837.	-2,837.
CORPORATE BOND INTEREST	2,380.	2,380.
LESS: CORP. BOND PREMIUM AMORTIZATION	-92.	-92.
TOTAL	<u>71,871.</u>	<u>71,871.</u>

ATTACHMENT 3

FORM 990PF, PART I - OTHER INCOME

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
PARTNERSHIP INCOME-ENERGY TRANSFER PARTNERS, L.P.	-2,059.	-2,059.
TOTALS	<u>-2,059.</u>	<u>-2,059.</u>

ATTACHMENT 4

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ACCOUNTING FEES	2,100.	2,100.		
TOTALS	<u>2,100.</u>	<u>2,100.</u>		

ATTACHMENT 5

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
INVESTMENT MGMT FEES - MT EDEN	11,199.	11,199.	
INVESTMENT MGMT FEES - FDC	962.	962.	
TOTALS	<u>12,161.</u>	<u>12,161.</u>	

ATTACHMENT 6

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FOREIGN TAXES WITHHELD	10.	10.
NET INVESTMENT INC. TAX	600.	
TOTALS	<u>610.</u>	<u>10.</u>

ATTACHMENT 7

THE B & B FOUNDATION

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
STATE FILING FEES	10.	10.	
REGISTRY OF CHARITABLE TRUSTS	50.	50.	
INSURANCE	502.	502.	
TOTALS	562.	562.	

THE B & B FOUNDATION

95-4419555

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

ATTACHMENT 8

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
SEE ATTACHMENT 16	101,134.	102,516.
US OBLIGATIONS TOTAL	<u>101,134.</u>	<u>102,516.</u>

ATTACHMENT 9

FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
SEE ATTACHMENT 16	1,371,649.	1,733,448.
TOTALS	<u>1,371,649.</u>	<u>1,733,448.</u>

ATTACHMENT 10

FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
SEE ATTACHMENT 16	511,409.	529,468.
TOTALS	<u>511,409.</u>	<u>529,468.</u>

ATTACHMENT 11

FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
SEE ATTACHMENT 16	21,787.	35,231.
TOTALS	<u>21,787.</u>	<u>35,231.</u>

ATTACHMENT 12

FORM 990PF, PART II - OTHER ASSETS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
ACCRUED DIVIDEND	544.	544.
TOTALS	<u>544.</u>	<u>544.</u>

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 13

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
BETSY H. GEIGER P.O. BOX 50802 SANTA BARBARA, CA 93150	VICE PRESIDENT 1.00	0	0	0
WILLIAM D. GEIGER, III P.O. BOX 50802 SANTA BARBARA, CA 93150	VICE PRESIDENT 1.00	0	0	0
DEBRA P. GEIGER P.O. BOX 50802 SANTA BARBARA, CA 93150	VICE PRESIDENT 1.00	0	0	0
DEVON G. NIELSEN P.O. BOX 50802 SANTA BARBARA, CA 93150	CHAIRMAN 1.00	0	0	0
ELIZABETH GEIGER P.O. BOX 50802 SANTA BARBARA, CA 93150	PRESIDENT 1.00	0	0	0
ELIOT CROWLEY P.O. BOX 50802 SANTA BARBARA, CA 93150	VICE PRESIDENT 1.00	0	0	0

THE B & B FOUNDATION

95-4419555

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 13 (CONT'D)

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
MELANIE ALLEN P.O. BOX 50802 SANTA BARBARA, CA 93150	CHIEF FINANCIAL OFFICER 1.00	0	0	0
BARBARA HODGSON P.O. BOX 50802 SANTA BARBARA, CA 93150	SECRETARY 1.00	0	0	0
<u>GRAND TOTALS</u>		<u>0</u>	<u>0</u>	<u>0</u>

FORM 990PF, PART XV - INFORMATION REGARDING FOUNDATION MANAGERS

BETTY H. GEIGER
WILLIAM GEIGER, III & ELIZABETH GEIGER
DEBRA P. GEIGER & ELIOT CROWLEY
DEVON G. NIELSEN

THE B & B FOUNDATION

95-4419555

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 15

<u>DESCRIPTION</u>	<u>BUSINESS CODE</u>	<u>AMOUNT</u>	<u>EXCLUSION CODE</u>	<u>AMOUNT</u>	<u>RELATED OR EXEMPT FUNCTION INCOME</u>
PARTNERSHIP INCOME (LOSS)			01	-2,059.	
TOTALS				<u>-2,059.</u>	

FORM 990PF, PART II - INVESTMENTS

ATTACHMENT 16

<u>US OBLIGATIONS</u>	<u>Book Value</u>	<u>Fair Market Value</u>
50,000.00 US TREASURY NOTE	50,327.08	50,773.50
50,000.00 US TREASURY NOTE	50,806.49	51,742.00
TOTALS	<u>101,133.57</u>	<u>102,515.50</u>

CORPORATE STOCKS

420 AT&T INC	11,518.50	14,851.20
250 ABBOTT LABORATORIES	5,610.96	10,225.00
250 ABBVIE INC	6,084.61	14,110.00
525 APPLE INC	44,890.54	48,788.25
200 ADP INC COMMON	15,503.40	15,856.00
775.00 BERKSHIRE HATHAWAY INC DEL	43,076.84	98,084.00
350 CHEVRONTXACO CORP	24,822.00	45,692.50
1150 CISCO SYSTEMS	18,334.10	28,577.50
600 COCA COLA ENTERPRISE NEW	16,309.18	28,668.00
300.00 CONOCO PHILLIPS	6,005.24	25,719.00
90.00 COSTCO WHOLESALE CORP	10,239.93	10,364.40
200.00 DISNEY WALT CO COM	16,063.40	17,148.00
250.00 DIGITAL RLTY T INC COM	15,755.78	14,580.00
800.00 EMC CORP MASS	20,025.40	21,072.00
300.00 EMERSON ELEC CO	14,282.06	19,908.00
300 EXXON MOBIL CORP	11,316.00	30,204.00
225 FASTENAL	10,943.33	11,135.25
750.00 GENERAL ELEC CO	14,341.35	19,710.00
300.00 HOME DEPOT INC	23,821.20	24,288.00
200.00 JACOBS ENGR GRP INC	8,740.78	10,656.00
525.00 JOHNSON & JOHNSON	25,929.25	44,463.50
400.00 LINEAR TECHNOLOGY CORP	12,616.20	18,828.00
200.00 MASTERCARD INC CLASS A	15,257.45	14,694.00
250.00 MCDONALDS CORP COM	22,966.70	25,185.00
850.00 MICROSOFT CORP	21,405.45	35,445.00
150.00 NIKE INC CL B	10,895.63	11,632.50
550.00 ORACLE CORP COM	18,641.34	22,291.50
250.00 PEPSICO INC	17,181.39	22,335.00
200.00 PROCTOR & GAMBLE	11,987.36	15,718.00
300.00 QUALCOMM	17,131.84	23,760.00
200.00 SCHLUMBERGER LTD	13,109.54	23,590.00
350.00 STATE STREET CORP	14,998.80	23,541.00
250.00 TJX COS INC NEW COM	15,386.00	13,287.50
275.00 UNITED PARCEL SERVICE	20,727.16	28,231.50

FORM 990PF, PART II - INVESTMENTS

ATTACHMENT 16

CORPORATE STOCKS, CONTINUED

150.00 UNITED TECHNOLOGIES CORP	16,709.10	17,317.50
200.00 UNITED HEALTH GROUP INC	13,951.00	16,350.00
210.00 VERIZON COMMUNICATIONS INC	10,104.15	10,275.30
6,250.00 WELLS FARGO & CO	15,166.75	32,850.00
675.00 WYERHAEUSER CO COM	20,231.23	22,335.75
200.00 DIAGEO PLC SPON ADR NEW	24,977.68	25,454.00
436.00 VODAFONE GRP	21,818.07	14,558.04
200.00 ACCENTURE PLC IRELAND SHS CLASS A	14,662.36	16,168.00
150.00 COVIDIEN PLC	7,355.99	13,527.00
500.00 SELECT SECTOR SPDR SPDR TR	9,244.90	19,175.00
700.00 VANGUARD INDEX FDS SMALL CP ETF	75,106.15	81,984.00
6,952.84 AQR DIVERIFIED ARBITRAGE CLASS ALT CL I	70,812.73	67,790.16
2,510.22 THIRD AVENUE TR REALES VL INST	75,000.00	79,925.28
1,285.53 HARBOR INTERNATIONAL FUND	90,000.00	95,334.98
2,606.342 GATEWAY FUND CLASS Y	70,000.00	76,808.90
2,465.21 MATTHEWS ASIA PACIFIC EQUITY	34,217.98	40,158.27
2,856.73 MATTHEWS PACIFIC TIGER FUND	70,000.00	78,874.23
9,607.486 PIMCO ALL ASSET	116,082.21	122,495.45
2,490.18 TWEEDY BROWNE	40,290.06	69,426.19
TOTALS	<u>1,371,649.07</u>	<u>1,733,447.65</u>

CORPORATE BONDS

450.00 ISHARES AGENCY BONDS ETF	50,044.41	50,701.50
5,145.798 AVENUE MUT FDS CRED STRAT INV	60,000.00	61,183.54
4,018.919 PIMCO FDS	45,171.11	45,453.97
9,126.021 T ROWE PRICE HIGH YIELD BOND	61,647.10	66,893.73
6,662.983 RIDGEWORTH FLOATING RATE INC FD	60,000.00	60,433.26
6,903.542 VANGUARD INTERMED TRM INVST GR	59,689.69	68,621.21
9,617.481 VANGUARD SHORT TERM INVT	102,915.04	103,580.27
70,000.000 BERKSHIRE HATHAWAY INC	71,941.31	72,600.50
TOTALS	<u>511,408.66</u>	<u>529,467.98</u>

INVESTMENTS OTHER

450 ENTERPRISE PRODUCTS PARTNERS	21,786.37	35,230.50
TOTALS	<u>21,786.37</u>	<u>35,230.50</u>

ATTACHMENT 17

FROM 990 PF, PART XV - GRANTS & CONTRIBUTIONS PAID DURING THE YEAR

	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
Alzheimer Association-Central Coast	N/A	PUBLIC	CHARITABLE	1,000
American Red Cross-SB County	N/A	PUBLIC	MEDICAL	2,000
Boys & Girls Clubs of Santa Barbara, Inc.	N/A	PUBLIC	CHARITABLE	1,000
CALM	N/A	PUBLIC	CHARITABLE	1,500
Cancer Center of Santa Barbara	N/A	PUBLIC	MEDICAL	3,000
CARMA	N/A	PUBLIC	CHARITABLE	500
Casa Serena	N/A	PUBLIC	EDUCATIONAL	750
Cate School	N/A	PUBLIC	EDUCATIONAL	7,000
Center for Study of Macular Degenerator	N/A	PUBLIC	CHARITABLE	1,000
Colorado College	N/A	PUBLIC	EDUCATIONAL	500
Community Environmental Council, Inc.	N/A	PUBLIC	CHARITABLE	1,850
Concern America	N/A	PUBLIC	CHARITABLE	500
Crane Country Day School	N/A	PUBLIC	EDUCATIONAL	1,000
Dan's Foundation	N/A	PUBLIC	MEDICAL	1,000
Devereux House	N/A	PUBLIC	CHARITABLE	5,000
Diana Basehart Foundation	N/A	PUBLIC	CHARITABLE	550
Direct Relief International	N/A	PUBLIC	CHARITABLE	5,500
Disabled American Veterans	N/A	PUBLIC	CHARITABLE	1,250
Doheny Eye Institute	N/A	PUBLIC	MEDICAL	1,000
Domestic Violence Solutions	N/A	PUBLIC	CHARITABLE	750
Dream Foundation	N/A	PUBLIC	CHARITABLE	1,000
Eagle Mount	N/A	PUBLIC	CHARITABLE	6,060
Family Service Agency of Santa Barbara	N/A	PUBLIC	CHARITABLE	250
Fisher House Foundation	N/A	PUBLIC	CHARITABLE	750
Food From The Heart	N/A	PUBLIC	CHARITABLE	2,000
Foodbank of Santa Barbara County	N/A	PUBLIC	CHARITABLE	2,000
Foundation for Santa Barbara High Schoc	N/A	PUBLIC	CHARITABLE	1,000
Friends of CASA	N/A	PUBLIC	CHARITABLE	500
Girls Incorporated of Carpinteria	N/A	PUBLIC	CHARITABLE	1,500
Habitat for Humanity-SB County	N/A	PUBLIC	CHARITABLE	500
Heal the Ocean	N/A	PUBLIC	CHARITABLE	750
Hearts Adaptive Riding Program	N/A	PUBLIC	CHARITABLE	250
Hospice of Santa Barbara, Inc.	N/A	PUBLIC	CHARITABLE	1,000
Legal Aid Foundation	N/A	PUBLIC	CHARITABLE	500
Lobero Theatre Foundation	N/A	PUBLIC	CHARITABLE	500
Lou Grant Parent Child Workshop	N/A	PUBLIC	CHARITABLE	500
Majorie Luke Theatre	N/A	PUBLIC	CHARITABLE	1,000
Make-A-Wish Tri-Counties	N/A	PUBLIC	CHARITABLE	1,000
Montecito Family YMCA	N/A	PUBLIC	CHARITABLE	1,000
Noah's Anchorage	N/A	PUBLIC	CHARITABLE	500
Ocean Conservancy	N/A	PUBLIC	CHARITABLE	500
Pasadena Guild of Children's Hospital	N/A	PUBLIC	CHARITABLE	1,000
Pasadena Planned Parenthood	N/A	PUBLIC	MEDICAL	500
RIHM	N/A	PUBLIC	CHARITABLE	1,500
S.B. Neighborhood Clinics	N/A	PUBLIC	MEDICAL	12,000
Salvation Army-SB	N/A	PUBLIC	CHARITABLE	500
Santa Barbara Bowl Foundation	N/A	PUBLIC	CHARITABLE	500
Santa Barbara Museum of Art	N/A	PUBLIC	CHARITABLE	250
Santa Barbara Museum of Natural History	N/A	PUBLIC	CHARITABLE	250
Santa Barbara Planned Parenthood	N/A	PUBLIC	CHARITABLE	500
Santa Barbara Rape Crisis Center	N/A	PUBLIC	CHARITABLE	1,500
Sarah House	N/A	PUBLIC	CHARITABLE	5,250
Save the Children	N/A	PUBLIC	CHARITABLE	240
SB Cottage Hospital Foundation	N/A	PUBLIC	MEDICAL	5,000
SB Equine Assistance & Evacuation Team	N/A	PUBLIC	CHARITABLE	1,000
SB Marine Mammal Center	N/A	PUBLIC	CHARITABLE	500
Scholarship Foundation of Santa Barbara	N/A	PUBLIC	CHARITABLE	5,000

ATTACHMENT 17FROM 990 PF, PART XV - GRANTS & CONTRIBUTIONS PAID DURING THE YEAR

	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
Search Dog Foundation	N/A	PUBLIC	CHARITABLE	1,500
Solvang Friendship House	N/A	PUBLIC	CHARITABLE	500
Special Love Inc.	N/A	PUBLIC	CHARITABLE	500
Special Olympics	N/A	PUBLIC	CHARITABLE	250
Storytellers Children's Center	N/A	PUBLIC	CHARITABLE	1,000
SusanLove MD Breast Cancer Research F	N/A	PUBLIC	MEDICAL	500
Teddy Bear Cancer Foundation	N/A	PUBLIC	MEDICAL	3,200
The Painted Turtle	N/A	PUBLIC	CHARITABLE	500
Thrive (formerly Prevent Child Abuse)	N/A	PUBLIC	CHARITABLE	500
UCSB Arts & Lecture	N/A	PUBLIC	EDUCATIONAL	500
United Way of Santa Barbara	N/A	PUBLIC	CHARITABLE	1,500
Unity Shop	N/A	PUBLIC	CHARITABLE	1,500
Visiting Nurse and Hospice Care of S.B.	N/A	PUBLIC	MEDICAL	7,000
Water for People	N/A	PUBLIC	CHARITABLE	1,000
Westridge School for Girls	N/A	PUBLIC	CHARITABLE	1,400
Whole Child of LA	N/A	PUBLIC	CHARITABLE	1,000
Wings of Rescue	N/A	PUBLIC	CHARITABLE	500
Women for Women International	N/A	PUBLIC	CHARITABLE	500
World Dance for Humanity	N/A	PUBLIC	CHARITABLE	450
World Wildlife Fund	N/A	PUBLIC	CHARITABLE	1,000
			TOTAL	<u>120,000</u>

**SCHEDULE D
(Form 1041)**

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041, Form 5227, or Form 990-T.
▶ Use Form 8949 to list your transactions for lines 1b, 2, 3, 8b, 9 and 10.
▶ Information about Schedule D and its separate instructions is at www.irs.gov/form1041.

OMB No 1545-0092

2013

Name of estate or trust

THE B & B FOUNDATION

Employer identification number

95-4419555

Note: Form 5227 filers need to complete only Parts I and II

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

See instructions for how to figure the amounts to enter on the lines below

This form may be easier to complete if you round off cents to whole dollars

	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part I, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
1a Totals for all short-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions) However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 1b				
1b Totals for all transactions reported on Form(s) 8949 with Box A checked	132,374.	142,329.		-9,955.
2 Totals for all transactions reported on Form(s) 8949 with Box B checked				
3 Totals for all transactions reported on Form(s) 8949 with Box C checked				
4 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824				4
5 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts				5
6 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2012 Capital Loss Carryover Worksheet				6 ()
7 Net short-term capital gain or (loss). Combine lines 1a through 6 in column (h). Enter here and on line 17, column (3) on the back ▶				7 -9,955.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

See instructions for how to figure the amounts to enter on the lines below

This form may be easier to complete if you round off cents to whole dollars

	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part II, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
8a Totals for all long-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions) However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 8b				
8b Totals for all transactions reported on Form(s) 8949 with Box D checked	689,819.	587,771.		102,048.
9 Totals for all transactions reported on Form(s) 8949 with Box E checked				
10 Totals for all transactions reported on Form(s) 8949 with Box F checked				
11 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824				11
12 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts				12
13 Capital gain distributions				13 19,237.
14 Gain from Form 4797, Part I				14
15 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2012 Capital Loss Carryover Worksheet				15 ()
16 Net long-term capital gain or (loss). Combine lines 8a through 15 in column (h) Enter here and on line 18a, column (3) on the back ▶				16 121,285.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2013

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part				
17	Net short-term gain or (loss)	17		-9,955.
18	Net long-term gain or (loss):			
a	Total for year	18a		121,285.
b	Unrecaptured section 1250 gain (see line 18 of the wrksh)	18b		
c	28% rate gain	18c		
19	Total net gain or (loss) Combine lines 17 and 18a	19		111,330.

Note: If line 19, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a) If lines 18a and 19, column (2), are net gains, go to Part V, and do not complete Part IV If line 19, column (3), is a net loss, complete Part IV and the Capital Loss Carryover Worksheet, as necessary

Part IV Capital Loss Limitation

20	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of	20	()
a	The loss on line 19, column (3) or b \$3,000		

Note: If the loss on line 19, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the Capital Loss Carryover Worksheet in the instructions to figure your capital loss carryover

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part only if both lines 18a and 19 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero

Caution: Skip this part and complete the Schedule D Tax Worksheet in the instructions if

- Either line 18b, col (2) or line 18c, col (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero

Form 990-T trusts. Complete this part only if both lines 18a and 19 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero Skip this part and complete the Schedule D Tax Worksheet in the instructions if either line 18b, col (2) or line 18c, col (2) is more than zero

21	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	21		
22	Enter the smaller of line 18a or 19 in column (2) but not less than zero	22		
23	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	23		
24	Add lines 22 and 23	24		
25	If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0-	25		
26	Subtract line 25 from line 24 If zero or less, enter -0-	26		
27	Subtract line 26 from line 21 If zero or less, enter -0-	27		
28	Enter the smaller of the amount on line 21 or \$2,450	28		
29	Enter the smaller of the amount on line 27 or line 28	29		
30	Subtract line 29 from line 28 If zero or less, enter -0- This amount is taxed at 0%	30		
31	Enter the smaller of line 21 or line 26	31		
32	Subtract line 30 from line 26	32		
33	Enter the smaller of line 21 or \$11,950	33		
34	Add lines 27 and 30	34		
35	Subtract line 34 from line 33 If zero or less, enter -0-	35		
36	Enter the smaller of line 32 or line 35	36		
37	Multiply line 36 by 15%	37		
38	Enter the amount from line 31	38		
39	Add lines 30 and 36	39		
40	Subtract line 39 from line 38 If zero or less, enter -0-	40		
41	Multiply line 40 by 20%	41		
42	Figure the tax on the amount on line 27 Use the 2013 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	42		
43	Add lines 37, 41, and 42	43		
44	Figure the tax on the amount on line 21 Use the 2013 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	44		
45	Tax on all taxable income. Enter the smaller of line 43 or line 44 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	45		

Name(s) shown on return (Name and SSN or taxpayer identification no. not required if shown on other side)

THE B & B FOUNDATION

Social security number or taxpayer identification number

95-4419555

Most brokers issue their own substitute statement instead of using Form 1099-B. They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS. Before you check Box D, E, or F below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS. Brokers are required to report basis to the IRS for most stock you bought in 2011 or later.

Part II Long-Term. Transactions involving capital assets you held more than one year are long term. For short-term transactions, see page 1.

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a, you are not required to report these transactions on Form 8949 (see instructions).

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- (D) Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)
- (E) Long-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS
- (F) Long-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example 100 sh XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	200 COCA COLA ENTERPRISE NEW	04/12/2012	09/27/2013	8,080.	5,518.			2,562.
	18 MALLINCKRODT PUB LT CO	05/17/2012	07/19/2013	744.	677.			67.
	.75 MALLINCKRODT PUB LTD CO	05/17/2012	07/08/2013	31.	28.			3.
	855.681 FAIRHOLME FUND	06/10/2009	09/30/2013	33,996.	21,666.			12,330.
	2278.943 TURNER SPECTRUM FUND	05/30/2012	07/10/2013	25,319.	25,000.			319.
	3968.254 ROYCE PREMIER FUND IN	05/30/2012	02/11/2014	84,603.	75,000.			9,603.
	1083.424 ROYCE PREMIER FUND IN	06/11/2012	02/11/2014	23,099.	20,000.			3,099.
	265.957 ROYCE PREMIER FUND INV	07/13/2012	02/11/2014	5,670.	5,000.			670.
	8.472 ROYCE PREMIER FUND INVES	12/06/2012	02/11/2014	181.	160.			21.
	332.444 ROYCE PREMIER FUND INV	12/06/2012	02/11/2014	7,088.	6,260.			828.
	600 SANOFI SPONSORED ADR	03/19/2010	02/10/2014	28,823.	23,174.			5,649.
	530 CISCO SYSTEMS	08/11/2011	02/10/2014	12,063.	8,450.			3,613.
	250 WELLS FARGO & CO NEW COM	11/22/2011	02/10/2014	11,353.	6,067.			5,286.
	150 EMERSON ELEC CO CO	04/12/2012	02/10/2014	9,723.	7,659.			2,064.
	2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶			689,819.	587,771.			102,048.

Note. If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See Column (g) in the separate instructions for how to figure the amount of the adjustment.

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1	(a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo day, yr)	(c) Date sold or disposed (Mo day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	250 COLGATE PALMOLIVE CO COM	06/11/2012	02/10/2014	15,353.	12,552.			2,801.
	3457.815 T ROWE PRICE HIGH YLD	05/07/2012	03/14/2014	25,000.	23,479.			1,521.
	100 JOHNSON & JOHNSON INC	03/22/2007	03/14/2014	9,297.	6,101.			3,196.
	120 CHEVRONTEXACO CORP	12/04/2008	03/14/2014	13,670.	8,510.			5,160.
	1390 ISHARES MSCI EMERGING MAR	03/10/2009	03/14/2014	53,316.	30,979.			22,337.
	250 SELECT SECTOR SPDR TR TECH	06/09/2009	03/14/2014	8,913.	4,622.			4,291.
	850 CISCO SYSTEMS	08/11/2011	03/14/2014	18,106.	13,551.			4,555.
	275 WELLS FARGO & CO NEW COM	11/22/2011	03/14/2014	13,052.	6,673.			6,379.
	200 AFLAC INC INCORPORATED	04/12/2012	03/14/2014	12,827.	8,844.			3,983.
	50 PEPSICO INC	05/17/2012	03/14/2014	4,054.	3,448.			606.
	650 LOWES COMPANIES	05/24/2012	03/14/2014	31,901.	17,533.			14,368.
	50000 US TREASURY NOTE 4.75%	02/16/2010	05/15/2014	50,000.	50,000.			
	50 METTLER TOLEDO INTERNATIONA	05/24/2012	06/05/2014	12,427.	8,137.			4,290.
	3577.818 TURNER SPECTRUM FUNDS	05/07/2012	07/10/2013	39,750.	40,000.			-250.
<p>2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶</p>								

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						(f) Code(s) from instructions	(g) Amount of adjustment	
	321.658 PIMPCO ALL ASSET	05/07/2012	07/10/2013	3,841.	3,918.			-77.
	1226.492 TEMPLETON CHINA WORLD	05/10/2012	02/11/2014	40,953.	45,000.			-4,047.
	766.871 TEMPLETON CHIN WORLD	12/10/2012	02/11/2014	25,606.	30,000.			-4,394.
	9.31 TEMPLETON CHINA WORLD FUN	12/24/2012	02/11/2014	311.	361.			-50.
	100 INTERNATIONAL BUSINESS MAC	11/22/2011	02/10/2014	17,701.	18,173.			-472.
	300 EXELON	05/10/2012	02/10/2014	8,809.	11,700.			-2,891.
	500 WESTERN UNION CO COM	05/17/2012	02/10/2014	7,782.	8,474.			-692.
	150 EXELON	05/24/2012	02/10/2014	4,404.	5,499.			-1,095.
	250 WESTERN UNION CO COM	05/24/2012	02/10/2014	3,891.	4,235.			-344.
	100 EXELON	06/11/2012	02/10/2014	2,936.	3,764.			-828.
	100 EXELON	07/12/2012	02/10/2014	2,936.	3,759.			-823.
	0.364 VODAFONE GROUP PLC ADR	05/10/2012	02/24/2014	15.	19.			-4.
	140 ISHARES MSCI EMERGING MARK	02/17/2010	03/14/2014	5,370.	5,536.			-166.
	175 EXPEDITORS INTL WASH INC C	04/12/2012	03/14/2014	6,825.	8,245.			-1,420.
	2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶							

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