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Form 990-PF

Return of Private Foundation

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

OMB No 1545-0052

2013

Open to Public Inspection

Department of the Treasury
Internal Revenue ServiceDo 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.

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

Name of foundation
THATCHER FOUNDATION
C/O PHILLIP M. BARDACK, CPA

Number and street (or P O box number if mail is not delivered to street address) Room/suite
5501 KEOKUK AVENUE

City or town, state or province, country, and ZIP or foreign postal code
WOODLAND HILLS, CA 91367-5521

A Employer identification number
95-4697063

B Telephone number
818-990-1125

C If exemption application is pending, check here ☐

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

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16)
\$ 13,383,412. (Part I, column (d) must be on cash basis)

J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) _____

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check ☒ if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		3,768.	3,768.		STATEMENT 1
4 Dividends and interest from securities		38,089.	38,089.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		4,045.			
b Gross sales price for all assets on line 6a		11,645.			
7 Capital gain net income (from Part IV, line 2)			4,045.		
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		131,598.	0.		STATEMENT 3
12 Total Add lines 1 through 11		177,500.	45,902.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees		2,725.	1,363.		1,362.
b Accounting fees		34,414.	16,421.		15,493.
c Other professional fees					
17 Interest					
18 Taxes		24,654.	0.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses		4,622.	239.		4,383.
24 Total operating and administrative expenses Add lines 13 through 23		66,415.	18,023.		21,238.
25 Contributions, gifts, grants paid		825,000.			800,000.
26 Total expenses and disbursements Add lines 24 and 25		891,415.	18,023.		821,238.
27 Subtract line 26 from line 12		<713,915.>			
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)			27,879.		
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	96,124.	92,482.	92,482.
	2	Savings and temporary cash investments	12,549,208.	11,871,302.	11,871,302.
	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 8	965,511.	1,257,908.	1,165,812.
	c	Investments - corporate bonds STMT 9	499,030.	199,033.	253,816.
	11	Investments - land, buildings and equipment basis ▶			
Liabilities		Less: accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other			
	14	Land, buildings, and equipment: basis ▶			
		Less: accumulated depreciation ▶			
	15	Other assets (describe ▶ STATEMENT 10)	24,767.	0.	0.
	16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)	14,134,640.	13,420,725.	13,383,412.
	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
Net Assets or Fund Balances	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶ STATEMENT 11)	750.	750.	
	23	Total liabilities (add lines 17 through 22)	750.	750.	
		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	14,133,890.	13,419,975.	
	30	Total net assets or fund balances	14,133,890.	13,419,975.	
	31	Total liabilities and net assets/fund balances	14,134,640.	13,420,725.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	14,133,890.
2	Enter amount from Part I, line 27a	2	<713,915.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	13,419,975.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	13,419,975.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	200 SHARES FACEBOOK	P	05/17/12	04/10/14
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 11,645.		7,600.	4,045.
b			
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			4,045.
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	4,045.
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	826,701.	14,396,392.	.057424
2011	532,657.	8,795,515.	.060560
2010	465,562.	8,969,778.	.051903
2009	262,624.	9,101,199.	.028856
2008	87,918.	5,092,137.	.017265

2 Total of line 1, column (d)	2	.216008
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	.043202
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	13,526,338.
5 Multiply line 4 by line 3	5	584,365.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	279.
7 Add lines 5 and 6	7	584,644.
8 Enter qualifying distributions from Part XII, line 4	8	821,238.

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.

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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	279.
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	279.
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	279.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	239.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	500.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	739.	
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		
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	460.	
11 Enter the amount of line 10 to be Credited to 2014 estimated tax	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 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		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>CA, MI, WI</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► PHILLIP M. BARDACK, CPA Located at ► 5501 KEOKUK AVENUE, WOODLAND HILLS, CA	Telephone no	► 818-990-1125	
		ZIP+4	► 91367-5521	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No
				X

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

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

		Yes	No
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)? Organizations relying on a current notice regarding disaster assistance check here	N/A	
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	
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	
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

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

5a During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
PHILLIP M. BARDACK 5501 KEOKUK AVE. WOODLAND HILLS, CA 91367-5521	PRESIDENT & DIRECTOR 1.00	0.	0.	0.
WILLIAM HERZOG 5501 KEOKUK AVE. WOODLAND HILLS, CA 91367-5521	CFO & DIRECTOR 0.00	0.	0.	0.
DIANE THATCHER 5501 KEOKUK AVE. WOODLAND HILLS, CA 91367-5521	DIRECTOR 0.00	0.	0.	0.
NANCY J. THATCHER 5501 KEOKUK AVE. WOODLAND HILLS, CA 91367-5521	SECRETARY & DIRECTOR 0.50	0.	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

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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
PHILLIP M. BARDACK, CPA - 5501 KEOKUK AVE., WOODLAND HILLS, CA 91367-5521	ADMINISTRATION & ACCOUNTING	23,786.
DIEM & COMPANY 3355 COCHRAN ST, SIMI VALLEY, CA 93063	AUDIT	7,250.
JONATHAN DAVIDSON, CPA - 5501 KEOKUK AVE., WOODLAND HILLS, CA 91367-5521	TAX RETURNS	2,835.
LOEB & LOEB LP - 10100 SANTA MONICA BLVD, LOS ANGELES, CA 90067	LEGAL CONSULTATION	2,725.

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.

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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	1,427,765.
b	Average of monthly cash balances	1b	12,304,558.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	13,732,323.
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	13,732,323.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	205,985.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	13,526,338.
6	Minimum investment return. Enter 5% of line 5	6	676,317.

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	676,317.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	279.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	22,458.
c	Add lines 2a and 2b	2c	22,737.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	653,580.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	653,580.
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	653,580.

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	821,238.
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	821,238.
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	279.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	820,959.

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

Form 990-PF (2013)

THATCHER FOUNDATION

Form 990-PF (2013)

C/O PHILLIP M. BARDACK, CPA

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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				653,580.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			95,278.	
b Total for prior years.		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 821,238.				
a Applied to 2012, but not more than line 2a			95,278.	
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				653,580.
e Remaining amount distributed out of corpus	72,380.			
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	72,380.			
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	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	72,380.			
10 Analysis of line 9				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013	72,380.			

THATCHER FOUNDATION

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
AMERICAN RED CROSS - LOS ANGELES REGION 11355 OHIO AVE. LOS ANGELES, CA 90025	NONE	PUBLIC CHARITY	TO FURTHER GOALS OF FOUNDATION	25,000.
AMYOTROPHIC LATERAL SCIERSOSIS ASSOCIATION 2700 AROURA RD, #250 CALABASAS, CA 91301	NONE	PUBLIC CHARITY	TO FURTHER GOALS OF FOUNDATION	25,000.
BET TZEDEK LEGAL SERVICES 3250 WILSHIRE BLVD. 13TH FLOOR LOS ANGELES, CA 90010	NONE	PUBLIC CHARITY	TO FURTHER GOALS OF FOUNDATION	5,000.
CEDER-SINAI MEDICAL CENTER 8700 BEVERLY BOULEVARD LOS ANGELES, CA 90048	NONE	PUBLIC CHARITY	TO FURTHER GOALS OF FOUNDATION	50,000.
CHILD ABUSE LISTENING MEDIATION 1236 CHAPALA STREET SANTA BARBARA, CA 93101	NONE	PUBLIC CHARITY	TO FURTHER GOALS OF FOUNDATION	10,000.
Total			SEE CONTINUATION SHEET(S)	825,000.
b Approved for future payment				
NONE				
Total				0.

Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
		14	3,768.	
		14	38,089.	
531390	131,598.			
		18	4,045.	
	131,598.		45,902.	0.

13
177,500.

[illegible]

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CHILDREN'S HOME SOCIETY OF CALIFORNIA 1300 WEST 4TH STREET LOS ANGELES, CA 90017	NONE	PUBLIC CHARITY	TO FURTHER GOALS OF FOUNDATION	10,000.
CITY OF HOPE 1055 WILSHIRE BLVD., STE 1200 LOS ANGELES, CA 90017	NONE	PUBLIC CHARITY	TO FURTHER GOALS OF FOUNDATION	35,000.
COLLEGE OF THE DESERT FOUNDATION 43-500 MONTEREY AVE PALM DESERT, CA 92260	NONE	PUBLIC CHARITY	TO FURTHER GOALS OF FOUNDATION	25,000.
DR SUSAN LOVE RESEARCH FOUNDATION 2811 WILSHIRE BLVD, #500 SANTA MONICA, CA 90403	NONE	PUBLIC CHARITY	TO FURTHER GOALS OF FOUNDATION	10,000.
EISENHOWER MEDICAL CENTER FOUNDATION 39000 BOB HOPE DR RANCHO MIRAGE, CA 62270	NONE	PUBLIC CHARITY	TO FURTHER GOALS OF FOUNDATION	50,000.
FAMILY YMCA OF THE DESERT 43-930 SAN PABLO AVE PALM DESERT, CA 92260	NONE	PUBLIC CHARITY	TO FURTHER GOALS OF FOUNDATION	15,000.
FOOD BANK OF SANTA BARBARA COUNTY 4554 HOLLISTER AVE. SANTA BARBARA, CA 93110	NONE	PUBLIC CHARITY	TO FURTHER GOALS OF FOUNDATION	20,000.
FOUNDATION FOR SANTA BARBARA CITY COLLEGE 721 CLIFF DRIVE SANTA BARBARA, CA 93109	NONE	PUBLIC CHARITY	TO FURTHER GOALS OF FOUNDATION	30,000.
FRIENDSHIP ADULT DAY CARE CENTER, INC. 89 EUCALYPTUS LANE SANTA BARBARA, CA 93108	NONE	PUBLIC CHARITY	TO FURTHER GOALS OF FOUNDATION	10,000.
HOSPICE OF SANTA BARBARA 2050 ALAMEDA PADRE SERRA SANTA BARBARA, CA 93103	NONE	PUBLIC CHARITY	TO FURTHER GOALS OF FOUNDATION	40,000.
Total from continuation sheets				710,000.

Part XV **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
JUNIOR BLIND OF AMERICA 5300 ANGELES VISTA BLVD LOS ANGELES, CA 90043	NONE	PUBLIC CHARITY	TO FURTHER GOALS OF FOUNDATION	10,000.
KCET PUBLIC TELEVISION 2900 W. ALAMEDA AVE. #600 BURBANK, CA 91505	NONE	PUBLIC CHARITY	TO FURTHER GOALS OF FOUNDATION	15,000.
KOCE TV FOUNDATION 3080 BRISTOL ST COSTA MESA, CA 92626	NONE	PUBLIC CHARITY	TO FURTHER GOALS OF FOUNDATION	15,000.
KPCC SOUTHERN CALIFORNIA PUBLIC RADIO 474 SO.. RAYMOND AVE PASADENA, CA 91105	NONE	PUBLIC CHARITY	TO FURTHER GOALS OF FOUNDATION	10,000.
LACMA 5905 WILSHIRE BLVD. LOS ANGELES, CA 90036	NONE	PUBLIC CHARITY	TO FURTHER GOALS OF FOUNDATION	20,000.
MELANOMA RESEARCH FOUNDATION 1411 K. STREET NW, STE 400 WASHINGTON, DC 20005	NONE	PUBLIC CHARITY	TO FURTHER GOALS OF FOUNDATION	10,000.
MUSIC ADEDEMY OF THE WEST 1070 FAIRWAY RD SANTA MONICA, CA 93108	NONE	PUBLIC CHARITY	TO FURTHER GOALS OF FOUNDATION	5,000.
NU OF TAU KAPPA EPSILON, INC - SCHOLARSHIP FUND 1021 A. TIMOTHY LANE LAFAYETTE, CA 94549	NONE	PUBLIC CHARITY	TO FURTHER GOALS OF FOUNDATION	15,000.
PEPPERDINE UNIVERSITY GSBM 24255 PACIFIC COAST HWY MALIBU, CA 90263	NONE	PUBLIC CHARITY	TO FURTHER GOALS OF FOUNDATION	50,000.
PLANNED PARENTHOOD OF SANTA BARBARA 518 GARDEN ST. SANTA BARBARA, CA 93101	NONE	PUBLIC CHARITY	TO FURTHER GOALS OF FOUNDATION	5,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
SANSUM DIABETES RESEARCH INSTITUTE 2219 BETH ST SANTA BARBARA, CA 93105	NONE	PUBLIC CHARITY	TO FURTHER GOALS OF FOUNDATION	10,000.
SANSUM SANTA BARBARA MEDICAL FOUNDATION 470 SO PATTERSON AVE SANTA BARBARA, CA 93111	NONE	PUBLIC CHARITY	TO FURTHER GOALS OF FOUNDATION	50,000.
SANTA BARBARA COTTAGE HOSPITAL FOUNDATION PUEBLO AT BATH STREET SANTA BARBARA, CA 931020689	NONE	PUBLIC CHARITY	TO FURTHER GOALS OF FOUNDATION	50,000.
SANTA BARBARA FOUNDATION 1111 CHAPALA STREET, STE 200 SANTA BARBARA, CA 93101	NONE	PUBLIC CHARITY	TO FURTHER GOALS OF FOUNDATION	5,000.
SANTA BARBARA RAPE AND CRISIS CENTER 433 EAST CANON PERDIDO ST SANTA BARBARA, CA 93101	NONE	PUBLIC CHARITY	TO FURTHER GOALS OF FOUNDATION	20,000.
SCHOLARSHIP FOUNDATION OF SANTA BARBARA P.O. BOX 3620 SANTA BARBARA, CA 93130	NONE	PUBLIC CHARITY	TO FURTHER GOALS OF FOUNDATION	25,000.
SCTC MARINE BIOLOGY EDUCATION SCHOLARSHIP FOUNDATION P.O. BOX 87 LONG BEACH, CA 90801	NONE	PUBLIC CHARITY	TO FURTHER GOALS OF FOUNDATION	10,000.
SOS MENTOR AKA SOCRATES OPPORTUNITY SCHOLARSHIP FOUNDATION 24241 PARK GRANADA CALABASAS, CA 91302	NONE	PUBLIC CHARITY	TO FURTHER GOALS OF FOUNDATION	50,000.
THE MR. HOLLAND'S OPUS FOUNDATION 4370 TUJUNGA AVE., STE 330 STUDIO CITY, CA 91604	NONE	PUBLIC CHARITY	TO FURTHER GOALS OF FOUNDATION	5,000.
THE SIMON WIESENTHAL CENTER 1399 S. ROXBURY DR. LOS ANGELES, CA 90035	NONE	PUBLIC CHARITY	TO FURTHER GOALS OF FOUNDATION	10,000.
Total from continuation sheets				

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3 Grants and Contributions Paid During the Year (Continuation)

Total from continuation sheets

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
MORGAN STANLEY MONEY MARKET	433.	433.	
UNION BANK	2,695.	2,695.	
WELLS FARGO ADVISORS	640.	640.	
TOTAL TO PART I, LINE 3	3,768.	3,768.	

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
MORGAN STANLEY	29,116.	0.	29,116.	29,116.	
WELLS FARGO ADVISORS	8,973.	0.	8,973.	8,973.	
TO PART I, LINE 4	38,089.	0.	38,089.	38,089.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OCCIDENTAL PROPERTIES INC	131,598.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	131,598.	0.	

FORM 990-PF	LEGAL FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
LEGAL	2,725.	1,363.		1,362.	
TO FM 990-PF, PG 1, LN 16A	2,725.	1,363.		1,362.	

FORM 990-PF	ACCOUNTING FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING & MANAGEMENT	26,621.	13,311.		13,310.	
AUDIT & TAX	7,793.	3,110.		2,183.	
TO FORM 990-PF, PG 1, LN 16B	34,414.	16,421.		15,493.	

FORM 990-PF	TAXES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FILING FEES	60.	0.		0.	
FEDERAL INCOME TAXES	8,200.	0.		0.	
STATE FTB - CA	7,743.	0.		0.	
STATE - MI	8,029.	0.		0.	
STATE - WI	622.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	24,654.	0.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
MISC	478.	239.		239.	
D&O INSURANCE	3,319.	0.		3,319.	
DUES & SUBSCRIPTIONS	825.	0.		825.	
TO FORM 990-PF, PG 1, LN 23	4,622.	239.		4,383.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	8
DESCRIPTION	BOOK VALUE		FAIR MARKET VALUE	
WELLS FARGO ADVISORS & OCCIDENTAL PROPERTIES	1,257,908.		1,165,812.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,257,908.		1,165,812.	

FORM 990-PF	CORPORATE BONDS		STATEMENT	9
DESCRIPTION	BOOK VALUE		FAIR MARKET VALUE	
WELLS FARGO ADVISORS	199,033.		253,816.	
TOTAL TO FORM 990-PF, PART II, LINE 10C	199,033.		253,816.	

FORM 990-PF	OTHER ASSETS			STATEMENT	10
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE		
DUE FROM OCCIDENTAL PROPERTIES	24,767.	0.	0.		
TO FORM 990-PF, PART II, LINE 15	24,767.	0.	0.		

FORM 990-PF	OTHER LIABILITIES	STATEMENT	11
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DESCRIPTION	BOY AMOUNT	EOY AMOUNT
CREDIT CARD PAYABLE	750.	750.
TOTAL TO FORM 990-PF, PART II, LINE 22	750.	750.