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Return of Private Foundation

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

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Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.**2013**

Open to Public Inspection

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

Name of foundation ALICE TWEED TUOHY FOUNDATION		A Employer identification number 95-6036471
Number and street (or P.O. box number if mail is not delivered to street address) POST OFFICE BOX 1328		B Telephone number (805) 962-6430
City or town, state or province, country, and ZIP or foreign postal code SANTA BARBARA, CA 93102		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 21,506,778.	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check <input checked="" type="checkbox"/> If the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	429,474.	429,474.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,021,800.			
	b Gross sales price for all assets on line 6a	4,715,663.			
	7 Capital gain net income (from Part IV, line 2)		1,021,800.		
	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	142.	142.		STATEMENT 2	
12 Total. Add lines 1 through 11	1,451,416.	1,451,416.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	167,015.	58,455.		108,560.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits	36,280.	12,698.		23,582.
	16a Legal fees				
	b Accounting fees	STMT 3	34,745.	12,161.	22,584.
	c Other professional fees				
	17 Interest				
	18 Taxes	STMT 4	17,859.	1,680.	3,119.
	19 Depreciation and depletion		546.	546.	
	20 Occupancy		17,552.	6,143.	11,409.
	21 Travel, conferences, and meetings		541.	189.	352.
	22 Printing and publications				
23 Other expenses	STMT 5	152,853.	53,498.	99,355.	
24 Total operating and administrative expenses. Add lines 13 through 23		427,391.	145,370.	268,961.	
25 Contributions, gifts, grants paid		738,800.		738,800.	
26 Total expenses and disbursements. Add lines 24 and 25.		1,166,191.	145,370.	1,007,761.	
27 Subtract line 26 from line 12		285,225.			
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)		1,306,046.			
c Adjusted net income (if negative, enter -0-)			N/A		

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		63,426.	19,993.	19,993.
	2	Savings and temporary cash investments		2,454,674.	825,637.	825,637.
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations				
	b	Investments - corporate stock	STMT 7	8,566,641.	10,673,915.	16,843,593.
	c	Investments - corporate bonds	STMT 8	2,717,082.	2,565,461.	2,956,453.
	11	Investments - land, buildings, and equipment basis ▶				
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other					
14	Land, buildings, and equipment basis ▶	25,531.				
	Less: accumulated depreciation STMT 9 ▶	24,888.	1,189.	643.	643.	
15	Other assets (describe ▶)	STATEMENT 10)	855,148.	860,459.	860,459.	
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)		14,658,160.	14,946,108.	21,506,778.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)	STATEMENT 11)	118,604.	155,280.	
23	Total liabilities (add lines 17 through 22)		118,604.	155,280.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>					
	and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>					
	and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds		0.	0.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund		0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds		14,539,556.	14,790,828.	
30	Total net assets or fund balances		14,539,556.	14,790,828.		
31	Total liabilities and net assets/fund balances		14,658,160.	14,946,108.		

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	14,539,556.
2	Enter amount from Part I, line 27a	2	285,225.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	14,824,781.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 6	5	33,953.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	14,790,828.

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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 SECURITIES-SEE SCHEDULE - S/T		P	VARIOUS	VARIOUS
b SECURITIES-SEE SCHEDULE - L/T		P	VARIOUS	VARIOUS
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 969,143.		890,692.	78,451.
b 3,746,520.		2,803,171.	943,349.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) 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			78,451.
b			943,349.
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	1,021,800.
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	1,047,360.	18,691,347.	.056034
2011	1,134,398.	17,137,886.	.066192
2010	446,352.	16,393,821.	.027227
2009	685,203.	14,911,998.	.045950
2008	415,367.	12,958,703.	.032053

2 Total of line 1, column (d)	2	.227456
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	.045491
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	19,970,532.
5 Multiply line 4 by line 3	5	908,479.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	13,060.
7 Add lines 5 and 6	7	921,539.
8 Enter qualifying distributions from Part XII, line 4	8	1,007,761.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)		1	13,060.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
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	13,060.
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	13,060.
6 Credits/Payments			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	14,520.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d	7	14,520.	
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,460.	
11 Enter the amount of line 10 to be Credited to 2014 estimated tax <input checked="" type="checkbox"/> 1,460. Refunded <input type="checkbox"/>	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. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> CA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 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 ► BERTI SPECHLER SARMIENTO MCKAY & CO Telephone no ► (805) 963-0571 Located at ► 1933 CLIFF DRIVE, SUITE 26, SANTA BARBARA, CA ZIP+4 ► 93109-1520			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	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? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a
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

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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

6b

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

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

7b

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

N/A

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 12		167,015.	23,000.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000



0

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

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	18,654,975.
b	Average of monthly cash balances	1b	1,486,460.
c	Fair market value of all other assets	1c	133,217.
d	Total (add lines 1a, b, and c)	1d	20,274,652.
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	20,274,652.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	304,120.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	19,970,532.
6	Minimum investment return. Enter 5% of line 5	6	998,527.

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	998,527.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	13,060.
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	13,060.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	985,467.
4	Recoveries of amounts treated as qualifying distributions	4	11,460.
5	Add lines 3 and 4	5	996,927.
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	996,927.

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	1,007,761.
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	1,007,761.
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	13,060.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	994,701.

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.

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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				996,927.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			26,692.	
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 ▶ \$ 1,007,761.				
a Applied to 2012, but not more than line 2a			26,692.	
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				981,069.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2012 Subtract line 4a from line 2a. Taxable amount - see instr			0.	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				15,858.
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	0.			
10 Analysis of line 9				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

Part 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				
UNIVERSITY OF MINNESOTA - TWEED MUSEUM OF ART 515 DARLAND ADMINISTRATION BUILDING, 1049 UNIVERSITY DRIVE DULUTH, MN 55812	NONE	PUBLIC	RENOVATION & EXPANSION OF MUSEUM & ONGOING COLLECTIONS CARE	100,000.
FRIENDS OF SANTA BARBARA PUBLIC LIBRARY P.O. BOX 1019 SANTA BARBARA, CA 93102	NONE	PUBLIC	CHILDREN'S LIBRARY PROJECT & FAMILY SPACE	50,000.
GIRLS INCORPORATED OF GREATER SANTA BARBARA P.O. BOX 236 SANTA BARBARA, CA 93102	NONE	PUBLIC	SUPPORT FOR AFTER SCHOOL CHILD CARE AND SUMMER ADVENTURE CAMP CAMPERSHIPS	50,000.
SANTA BARBARA NEIGHBORHOOD CLINICS 1111 CHAPALA ST., SUITE 200 SANTA BARBARA, CA 93101	NONE	PUBLIC	SUPPORT OF NEIGHBORHOOD CLINICS	50,000.
SANTA BARBARA ZOOLOGICAL FOUNDATION 500 NINOS DRIVE SANTA BARBARA, CA 93103	NONE	PUBLIC	DISCOVERY PAVILION COMPLEX	50,000.
Total	SEE CONTINUATION SHEET(S) ▶ 3a			738,800.
b Approved for future payment				
NONE				
Total	▶ 3b			0.

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

		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of		
	(1) Cash		X
	(2) Other assets		X
b	Other transactions		
	(1) Sales of assets to a noncharitable exempt organization		X
	(2) Purchases of assets from a noncharitable exempt organization		X
	(3) Rental of facilities, equipment, or other assets		X
	(4) Reimbursement arrangements		X
	(5) Loans or loan guarantees		X
	(6) Performance of services or membership or fundraising solicitations		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees		X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received		

[illegible]

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

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

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge				May the IRS discuss this return with the preparer shown below (see Instr)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
	Signature of officer or trustee <i>Jeanne McKay</i>		Date <i>11/14/14</i>	Title <i>TREASURER</i>		
Paid Preparer Use Only	Print/Type preparer's name JAN A BRADSHAW, CPA		Preparer's signature <i>JAN A BRADSHAW</i>	Date <i>11/13/14</i>	Check <input type="checkbox"/> if self-employed	PTIN P00199624
	Firm's name ▶ BERTI SPECHLER SARMIENTO MCKAY & CO. LL				Firm's EIN ▶ 77-0048636	
	Firm's address ▶ 1933 CLIFF DRIVE, STE. 26 SANTA BARBARA, CA 93109-1520				Phone no. (805) 963-0571	

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
SCHOLARSHIP FOUNDATION OF SANTA BARBARA P.O. BOX 3620 SANTA BARBARA, CA 93130-3620	NONE	PUBLIC	MILLAR SCHOLARSHIPS	42,000.
COTTAGE REHABILITATION HOSPITAL FOUNDATION 2415 DE LA VINA STREET SANTA BARBARA, CA 93105	NONE	PUBLIC	PATIENT TRANSPORT VAN	40,000.
ALPHA RESOURCE CENTER OF SANTA BARBARA 4501 CATHEDRAL OAKS RD SANTA BARBARA, CA 93110	NONE	PUBLIC	PURCHASE OF PRE-OWNED VEHICLE AND CONVERSION FOR WHEELCHAIR ACCESSIBILITY	30,000.
GIRLS INCORPORATED OF CARPINTERIA 5315 FOOTHILL ROAD CARPINTERIA, CA 93013	NONE	PUBLIC	SCHOLARSHIPS FOR AFTER SCHOOL ENRICHMENT PROGRAM	30,000.
JUNIOR STATESMAN FOUNDATION 800 SO. CLAREMONT ST., SUITE 202 SAN MATEO, CA 94402	NONE	PUBLIC	SUMMER SCHOOL PROGRAM SCHOLARSHIPS	30,000.
C.A.L.M./CHILD ABUSE LISTENING MEDIATION 1236 CHAPALA STREET SANTA BARBARA, CA 93101	NONE	PUBLIC	IMPROVE ACCESSIBILITY FOR DISABLED CLIENTS	25,000.
DOS PUEBLOS ENGINEERING ACADEMY FOUNDATION P.O. BOX 313 GOLETA, CA 93116	NONE	PUBLIC	KINETIC SCULPTURE INSTALLATION	25,000.
WESTMONT COLLEGE 955 LA PAZ ROAD SANTA BARBARA, CA 93108	NONE	PUBLIC	SUMMER SCIENCE CHALLENGE GRANT FOR CHEMISTRY RESEARCH	25,000.
CASA SERENA 1515 BATH STREET SANTA BARBARA, CA 93101	NONE	PUBLIC	CAPITAL IMPROVEMENTS TO GRAD HOUSE	22,000.
ALZHEIMER'S ASSOCIATION 1528 CHAPALA STREET, SUITE 204 SANTA BARBARA, CA 93101	NONE	PUBLIC	SUPPORT OF FAMILY SERVICES PROGRAM TO PROVIDE SUPPORT FOR CAREGIVERS	20,000.
Total from continuation sheets				438,800.

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
FOUNDATION FOR S.B.C.C. 721 CLIFF DRIVE SANTA BARBARA, CA 93109	NONE	PUBLIC	SUMMER SCHOOL RUNNING START PROGRAM	20,000.
WILDERNESS YOUTH PROJECT 5386 HOLLISTER AVENUE, SUITE D SANTA BARBARA, CA 93111	NONE	PUBLIC	SCHOOL DAY PROGRAMS	20,000.
WOMEN'S ECONOMIC VENTURES 333 SOUTH SALINAS STREET SANTA BARBARA, CA 93103	NONE	PUBLIC	BUILD ENDOWMENT AND ENSURE LONG-TERM SUSTAINABILITY OF ENTITY	20,000.
FAMILY SERVICE AGENCY 123 WEST GUTIERREZ STREET SANTA BARBARA, CA 93101	NONE	PUBLIC	EXPANSION OF CLIENT ELECTRONIC DATA SYSTEM	18,000.
MENTAL WELLNESS CENTER 617 GARDEN STREET SANTA BARBARA, CA 93101	NONE	PUBLIC	SALARIES FOR JOB TRAINING OF CLIENTS	15,000.
SANTA BARBARA MARITIME MUSEUM 113 HARBOR WAY, SUITE 190 SANTA BARBARA, CA 93109	NONE	PUBLIC	SUPPORT OF THE CURATORIAL AND YOUTH AND ADULT EDUCATION PROGRAMS	15,000.
FOODBANK OF SANTA BARBARA COUNTY 4554 HOLLISTER AVENUE SANTA BARBARA, CA 93110	NONE	PUBLIC	HEALTHY SCHOOL FOOD PANTRY	10,000.
NEW BEGINNINGS COUNSELING CENTER 324 EAST CARRILLO STREET SANTA BARBARA, CA 93101	NONE	PUBLIC	COMMUNITY COUNSELING CLINIC PROGRAM	7,500.
GOLETA VALLEY HISTORICAL SOCIETY 304 N. LOS CARNEROS ROAD GOLETA, CA 93117	NONE	PUBLIC	CHILDRENS EDUCATION PROGRAMS	6,500.
THE COUNCIL ON ALCOHOLISM AND DRUG ABUSE P.O. BOX 28 SANTA BARBARA, CA 93102	NONE	PUBLIC	HEATING & COOLING SYSTEMS FOR PROJECT RECOVERY FACILITY	6,300.
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
THE FOUNDATION ROUNDTABLE P.O. BOX 60157 SANTA BARBARA, CA 93160	NONE	PUBLIC	PARTNERSHIP FOR EXCELLENCE CONFERENCE	3,500.
BISHOP GARCIA DIEGO HIGH SCHOOL 4400 LA COLINA ROAD SANTA BARBARA, CA 93110	NONE	PUBLIC	SCHOLARSHIPS	1,000.
CARPINTERIA HIGH SCHOOL 4810 FOOTHILL ROAD CARPINTERIA, CA 93013	NONE	PUBLIC	SCHOLARSHIPS	1,000.
DENFELD HIGH SCHOOL 4405 WEST 4TH STREET DULUTH, MN 55807	NONE	PUBLIC	SCHOLARSHIPS	1,000.
DOS PUEBLOS HIGH SCHOOL 7266 ALAMEDA AVENUE GOLETA, CA 93117	NONE	PUBLIC	SCHOLARSHIPS	1,000.
MARSHALL SCHOOL 1215 RICE LAKE ROAD DULUTH, MN 55811	NONE	PUBLIC	SCHOLARSHIPS	1,000.
DULUTH EAST HIGH SCHOOL 2900 EAST 4TH STREET DULUTH, MN 55812-3011	NONE	PUBLIC	SCHOLARSHIPS	1,000.
SAN MARCOS HIGH SCHOOL 4750 HOLLISTER AVENUE SANTA BARBARA, CA 93110	NONE	PUBLIC	SCHOLARSHIPS	1,000.
SANTA BARBARA HIGH SCHOOL 700 EAST ANAPAMU SANTA BARBARA, CA 93103	NONE	PUBLIC	SCHOLARSHIPS	1,000.
Total from continuation sheets				

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
NORTHERN TRUST, UBS, SCHRODER FIDELITY & PRI	429,474.	0.	429,474.	429,474.	
TO PART I, LINE 4	429,474.	0.	429,474.	429,474.	

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME	142.	142.	
TOTAL TO FORM 990-PF, PART I, LINE 11	142.	142.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING AND AUDIT FEES	34,745.	12,161.		22,584.
TO FORM 990-PF, PG 1, LN 16B	34,745.	12,161.		22,584.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX	13,060.	0.		0.
OTHER TAXES	4,799.	1,680.		3,119.
TO FORM 990-PF, PG 1, LN 18	17,859.	1,680.		3,119.

FORM 990-PF	OTHER EXPENSES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OTHER EXPENSE	965.	337.		628.
INSURANCE	10,973.	3,841.		7,132.
OFFICE EXPENSE	13,849.	4,847.		9,002.
INVESTMENT COUNSEL FEES	126,066.	44,123.		81,943.
DUES	1,000.	350.		650.
TO FORM 990-PF, PG 1, LN 23	152,853.	53,498.		99,355.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	6
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DESCRIPTION	AMOUNT
ACCRUAL OF DEFERRED FEDERAL EXCISE TAXES	33,953.
TOTAL TO FORM 990-PF, PART III, LINE 5	33,953.

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED LISTING	10,673,915.	16,843,593.
TOTAL TO FORM 990-PF, PART II, LINE 10B	10,673,915.	16,843,593.

FORM 990-PF	CORPORATE BONDS	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED LISTING	2,565,461.	2,956,453.
TOTAL TO FORM 990-PF, PART II, LINE 10C	2,565,461.	2,956,453.

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

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
CABINETS	1,300.	1,300.	0.
CABINETS	1,931.	1,931.	0.
CABINETS	966.	966.	0.
CABINETS	1,440.	1,440.	0.
DRAPES	1,478.	1,478.	0.
PAINTING	1,560.	1,560.	0.
CARPETS	1,721.	1,721.	0.
TABLE	658.	658.	0.
COPIER	5,664.	5,664.	0.
COMPUTER	2,860.	2,860.	0.
COPIER	3,227.	3,227.	0.
COMPUTER	1,723.	1,380.	343.
COMPUTER	1,003.	703.	300.
TOTAL TO FM 990-PF, PART II, LN 14	25,531.	24,888.	643.

FORM 990-PF OTHER ASSETS STATEMENT 10

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
SURRENDER VALUE - LIFE INSURANCE	123,597.	128,114.	128,114.
PROGRAM RELATED INVESTMENTS	724,888.	713,428.	713,428.
RECEIVABLE FOR UNSETTLED TRANSACTION	6,663.	17,457.	17,457.
PREPAID FEDERAL EXCISE TAXES	0.	1,460.	1,460.
TO FORM 990-PF, PART II, LINE 15	855,148.	860,459.	860,459.

FORM 990-PF OTHER LIABILITIES STATEMENT 11

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
PAYABLE FOR UNSETTLED SECURITIES PURCHASED	15,485.	24,067.
DEFERRED EXCISE TAX PAYABLE	97,260.	131,213.
FEDERAL EXCISE TAX PAYABLE	5,859.	0.
TOTAL TO FORM 990-PF, PART II, LINE 22	118,604.	155,280.

FORM 990-PF

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

STATEMENT 12

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JEANNE ANN MCKAY P.O. BOX 1328 SANTA BARBARA, CA 93102	TREASURER/SECRETARY 35.00	71,015.	23,000.	0.
PAUL W. HARTLOFF, JR. P.O. BOX 1328 SANTA BARBARA, CA 93102	DIRECTOR 2.00	5,250.	0.	0.
ELEANOR VAN COTT P.O. BOX 1328 SANTA BARBARA, CA 93102	DIRECTOR/ASS'T SEC'Y 2.00	5,250.	0.	0.
JOHN R. MACKALL P.O. BOX 1328 SANTA BARBARA, CA 93102	PRESIDENT 10.00	75,000.	0.	0.
JOSEPH COLE P.O. BOX 1328 SANTA BARBARA, CA 93102	DIRECTOR 2.00	5,250.	0.	0.
HARRIS SEED P.O. BOX 1328 SANTA BARBARA, CA 93102	DIRECTOR 2.00	5,250.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		167,015.	23,000.	0.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 13

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

JOHN R. MACKALL
P.O. BOX 1328
SANTA BARBARA, CA 93102

TELEPHONE NUMBER

(805) 962-6430

FORM AND CONTENT OF APPLICATIONS

COPIES OF LETTERS OF DETERMINATION, STATEMENT OF PURPOSE AND THREE YEARS
FINANCIAL STATEMENTS.

ANY SUBMISSION DEADLINES

ALL APPLICATIONS MUST BE FILED BY SEPTEMBER 15 OF EACH GRANT YEAR.

RESTRICTIONS AND LIMITATIONS ON AWARDS

APPLICATIONS FOR GRANTS ARE CONSIDERED ONLY FROM ORGANIZATIONS WHICH ARE
TAX EXEMPT UNDER THE INTERNAL REVENUE CODE AND ARE NOT PRIVATE FOUNDATIONS.
APPLICATIONS ARE NOT USUALLY CONSIDERED FROM ORGANIZATIONS OUTSIDE OF THE
SANTA BARBARA AREA. GRANTS ARE NOT USUALLY AWARDED FOR GENERAL OPERATING OR
UNRESTRICTED BUDGETARY PURPOSES.

DEPRECIATION AND AMORTIZATION REPORT

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ALICE TWEED TUOHY FOUNDATION
STATEMENT 7 - CORPORATE STOCK
FORM 990-PF - JUNE 30, 2014

Number of Shares	EQUITIES	Book Value	Price Per Share	Market Value	Unrealized Gain/(Loss)
9	Berkshire Hathaway	200,456	189,900	1,709,100	1,508,644
4,000	AFLAC, Inc	27,696	62.250	249,000	221,304
20,000	American Eagle Outfitters Inc	318,818	11.220	224,400	(94,418)
4,200	Apple Computer, Inc	43,919	92.930	390,306	346,387
19,500	Bank of America	262,942	15.370	299,715	36,773
3,000	Bon-Ton Stores Inc	30,908	10.310	30,930	22
20,000	Chicos Fas Inc	189,310	16.960	339,200	149,890
3,000	China Mobile Ltd	52,680	48.610	145,830	93,150
2,500	Costco Wholesale Corp.	19,733	115.160	287,900	268,167
4,000	CVS Caremark Corp	121,920	75.370	301,480	179,560
6,000	eBay Inc	172,494	50.060	300,360	127,866
12,000	Finish Line Inc CL A	195,632	29.740	356,880	161,248
12,000	General Electric Co (GE)	195,938	26.280	315,360	119,422
5,000	General Motors Co	170,778	36.300	181,500	10,722
10,000	Intel Corp Com	258,146	30.900	309,000	50,854
5,000	JP Morgan Chase & Co	193,190	57.620	288,100	94,910
2,883	Merck & Co Inc New Com	53,739	57.850	166,782	113,042
6,000	Microsoft Corp	166,219	41.700	250,200	83,981
11,000	MGM Resorts International Com	153,829	26.400	290,400	136,571
10,000	Newell Rubbermaid Inc	221,060	30.990	309,900	88,840
15,000	Perion Network Ltd Shs	105,450	10.100	151,500	46,050
5,000	Pfizer Inc	142,648	29.680	148,400	5,752
3,000	Qualcomm Inc	110,550	79.200	237,600	127,050
4,000	Texas Instrument	186,930	47.790	191,160	4,230
625	Time Inc	5,830	24.220	15,138	9,308
5,000	Time Warner Inc New	138,097	70.250	351,250	213,153
	UBS #08	500,148		535,717	35,569
	UBS #09 VNE	1,025,387		1,415,660	390,273
	UBS #10 Blackrock	1,441,611		2,177,186	735,575
	UBS #11 Wedgewood	800,175		876,252	76,078
	UBS #12 Anderson	1,559,787		2,167,822	608,035
	UBS #28 Invesco REIT	426,978		502,234	75,256
	UBS #36 Hansberger	1,180,917		1,327,332	146,415
Total - Equities		<u>\$ 10,673,915</u>		<u>\$ 16,843,593</u>	<u>\$ 6,169,678</u>

ALICE TWEED TUOHY FOUNDATION
STATEMENT 8 - CORPORATE BONDS
FORM 990-PF - JUNE 30, 2014

<u>Shares & Par Value</u>	<u>NOTES, BONDS & DEBENTURES</u>	<u>Book Value</u>	<u>Price</u>	<u>Market Value</u>	<u>Unrealized Gain/(Loss)</u>
285,647 68	Schroder Mutual Funds	2,565,461	10 350	2,956,453	390,993
	Total - Notes, Bonds & Debentures	<u>\$ 2,565,461</u>		<u>\$ 2,956,453</u>	<u>\$ 390,993</u>
	Total - Securities	<u><u>\$ 2,565,461</u></u>		<u><u>\$ 2,956,453</u></u>	<u><u>\$ 390,993</u></u>

ALICE TWEED TUOHY FOUNDATION
SCHEDULE OF CAPITAL GAINS AND LOSSES
FORM 990-PF AND FORM 199 - JUNE 30, 2014

Number of Shares	EQUITIES AND BONDS	Sale Date	Cost	Proceeds	Long Term Gain/(Loss)	Short Term Gain/(Loss)
	UBS #09 VNE	7/31/2013	53,812	52,032	(1,781)	-
	UBS #10 Blackrock	7/31/2013	16,349	18,403	2,054	-
	UBS #12 Anderson	7/31/2013	5,823	7,931	2,108	-
	UBS #28 Invesco REIT	7/31/2013	4,488	4,642	-	154
	UBS #28 Invesco REIT	7/31/2013	7,246	9,915	2,669	-
	UBS #36 Hansberger	7/31/2013	1,633	1,038	-	(596)
	UBS #36 Hansberger	7/31/2013	7,996	4,722	(3,273)	-
	UBS #09 VNE	8/31/2013	17,012	18,403	-	1,391
	UBS #09 VNE	8/31/2013	16,430	23,307	6,876	-
	UBS #28 Invesco REIT	8/31/2013	6,822	6,726	-	(96)
	UBS #28 Invesco REIT	8/31/2013	11,149	12,750	1,601	-
	UBS #28 Invesco REIT-Wash Sale Adjust	8/31/2013	-	412	-	-
	UBS #36 Hansberger	8/31/2013	20,187	23,049	-	2,862
	UBS #36 Hansberger	8/31/2013	42,077	42,752	675	-
	UBS #09 VNE	9/30/2013	118,998	139,767	-	20,769
	UBS #09 VNE	9/30/2013	109,309	192,887	83,578	-
	UBS #09 VNE-Wash Sale Adjust	9/30/2013	-	(337)	-	(337)
	UBS #10 Blackrock	9/30/2013	11,299	17,615	6,315	-
	UBS #12 Anderson	9/30/2013	25,038	30,166	-	5,128
	UBS #12 Anderson	9/30/2013	136,273	270,730	134,457	-
	UBS #28 Invesco REIT	9/30/2013	11,548	11,415	-	(133)
	UBS #28 Invesco REIT	9/30/2013	28,803	33,511	4,708	-
	UBS #28 Invesco REIT-Wash Sale Adjust	9/30/2013	-	(412)	(145)	(267)
	UBS #36 Hansberger	9/30/2013	409	673	-	264
	UBS #36 Hansberger	9/30/2013	657	1,875	1,219	-
	1,000 shs Teva	10/10/2013	58,836	38,591	(20,245)	-
	2,000 shs Teva	10/16/2013	103,810	80,471	(23,339)	-
	UBS #09 VNE	10/31/2013	19,350	21,042	-	1,692
	UBS #09 VNE	10/31/2013	28,503	38,077	9,574	-
	UBS #09 VNE-Wash Sale Adjust	10/31/2013	(337)	-	-	337
	UBS #11 Wedgewood	10/31/2013	2,899	2,980	-	81
	UBS #12 Anderson	10/31/2013	12,657	18,929	-	6,272
	UBS #12 Anderson	10/31/2013	61,031	103,450	42,419	-
	UBS #28 Invesco REIT	10/31/2013	11,894	11,017	-	(877)
	UBS #28 Invesco REIT	10/31/2013	12,949	13,768	819	-
	UBS #36 Hansberger	10/31/2013	3,130	5,229	-	2,100
	UBS #09 VNE	11/30/2013	39,924	33,980	-	(5,944)
	UBS #09 VNE	11/30/2013	22,731	24,587	1,856	-
	UBS #10 Blackrock	11/30/2013	6,412	9,058	2,646	-
	UBS #11 Wedgewood	11/30/2013	19,903	20,893	-	990
	UBS #12 Anderson	11/30/2013	6,463	26,112	19,649	-
	UBS #28 Invesco REIT	11/30/2013	5,666	4,458	-	(1,207)
	UBS #28 Invesco REIT	11/30/2013	3,823	4,041	218	-
	UBS #36 Hansberger	11/30/2013	9,649	7,265	-	(2,384)
	UBS #36 Hansberger	11/30/2013	45,913	56,297	10,384	-
	1,000 shs CVS Caremark Corp	11/15/2013	30,620	63,841	33,221	-
	3,000 shs Finish Line Inc	11/22/2013	52,212	79,341	27,129	-
	UBS #09 VNE	12/31/2013	7,288	10,504	3,216	-
	UBS #11 Wedgewood	12/31/2013	29,470	35,466	-	5,996
	UBS #12 Anderson	12/31/2013	12,384	31,011	18,626	-
	UBS #28 Invesco REIT	12/31/2013	637	622	-	(15)
	UBS #28 Invesco REIT	12/31/2013	4,291	4,258	(35)	-
	UBS #36 Hansberger	12/31/2013	11,824	11,898	-	75
	UBS #36 Hansberger	12/31/2013	3,066	5,847	2,780	-
	Schroders ST Capital Gain	12/11/2013	-	5,377	-	5,377
	Schroders LT Capital Gain	12/11/2013	-	122,345	122,345	-
	5,000 shs Ciena Corp	1/13/2014	106,258	120,490	-	14,232
	2,000 shs MGM Resorts	1/14/2014	24,016	49,191	25,175	-
	UBS #09 VNE	1/31/2014	3,536	4,628	-	1,091
	UBS #09 VNE	1/31/2014	45,368	83,138	37,770	-
	UBS #10 Blackrock	1/31/2014	17,056	11,365	-	(5,691)
	UBS #10 Blackrock	1/31/2014	46,037	71,427	25,390	-
	UBS #11 Wedgewood	1/31/2014	35,657	42,407	-	6,750
	UBS #11 Wedgewood - Prior Period Adj	1/31/2014	-	-	-	730
	UBS #12 Anderson	1/31/2014	7,073	6,880	-	(193)
	UBS #12 Anderson	1/31/2014	65,068	111,513	46,445	-
	UBS #28 Invesco REIT	1/31/2014	7,428	6,476	-	(953)
	UBS #28 Invesco REIT	1/31/2014	13,443	14,193	751	-
	UBS #28 Invesco REIT - Prior Period Adj	1/31/2014	-	-	(1,607)	-
	Schroders LT Capital Gain	1/6/2014	279,343	300,000	20,657	-
	UBS #36 Hansberger	1/31/2014	8,065	11,553	3,488	-
	1,000 shs MGM Resorts	2/27/2014	12,008	27,832	15,823	-
	UBS #09 VNE	2/28/2014	35,789	47,098	11,309	-
	UBS #10 Blackrock	2/28/2014	6,174	5,919	-	(255)
	UBS #10 Blackrock	2/28/2014	33,884	47,951	14,067	-
	UBS #12 Anderson	2/28/2014	53,064	65,567	12,503	-
	UBS #12 Anderson - Prior Period Adj	2/28/2014	-	-	(418)	-
	UBS #28 Invesco REIT	2/28/2014	2,583	2,442	-	(141)
	UBS #28 Invesco REIT	2/28/2014	1,270	1,328	57	-
	UBS #28 Invesco REIT - Prior Period Adj	2/28/2014	-	-	(106)	-
	UBS #36 Hansberger	2/28/2014	9,441	14,233	-	4,793
	UBS #36 Hansberger	2/28/2014	22,043	41,789	19,746	-
	UBS #36 Hansberger - Prior Period Adj	2/28/2014	-	-	58	-

ALICE TWEED TUOHY FOUNDATION
SCHEDULE OF CAPITAL GAINS AND LOSSES
FORM 990-PF AND FORM 199 - JUNE 30, 2014

6,000 shs Cisco Sys Inc	3/18/2014	169,385	129,589	(39,796)	
UBS #09 VNE	3/31/2014	12,217	12,084		(133)
UBS #09 VNE	3/31/2014	20,830	31,673	10,843	
UBS #10 Blackrock	3/31/2014	5,049	7,489	2,439	
UBS #11 Wedgewood	3/31/2014	19,903	25,811		5,907
UBS #12 Anderson	3/31/2014	20,597	30,765		10,169
UBS #12 Anderson	3/31/2014	32,273	60,454	28,181	
UBS #28 Invesco REIT	3/31/2014	212	266		54
UBS #28 Invesco REIT	3/31/2014	8,150	8,141	(9)	
UBS #36 Hansberger	3/31/2014	26,170	26,583		413
UBS #36 Hansberger	3/31/2014	25,124	28,104	2,980	
1,422 shs Time Warner Cable	4/9/2014	59,529	199,921	140,392	
UBS #09 VNE	4/30/2014	41,420	40,635		(785)
UBS #09 VNE	4/30/2014	41,945	60,369	18,425	
UBS #11 Wedgewood	4/30/2014	19,524	20,190		667
UBS #36 Hansberger	4/30/2014	14,199	20,651	6,452	
UBS #10 Blackrock	5/31/2014	1,404	1,412		8
UBS #10 Blackrock	5/31/2014	12,521	10,871	(1,651)	
UBS #11 Wedgewood	5/31/2014	33,386	37,857		4,471
UBS #12 Anderson	5/31/2014	22,275	29,537	7,262	
UBS #28 Invesco REIT	5/31/2014	785	1,149	364	
UBS #36 Hansberger	5/31/2014	3,194	3,302		108
UBS #36 Hansberger	5/31/2014	6,662	9,549	2,887	
2,578 Bank of America Corp	6/17/2014	111,608	40,002	(71,606)	
UBS #08	6/30/2014	500,000	500,000		-
UBS #09 VNE	6/30/2014	7,251	12,340	5,089	
UBS #11 Wedgewood	6/30/2014	23	26		3
UBS #12 Anderson	6/30/2014	116,450	108,740		(7,710)
UBS #12 Anderson	6/30/2014	138,583	235,391	96,808	
UBS #28 Invesco REIT	6/30/2014	3,997	4,568		571
UBS #28 Invesco REIT	6/30/2014	14,647	17,958	3,311	
UBS #36 Hansberger	6/30/2014	24,169	26,883		2,715
UBS #36 Hansberger	6/30/2014	63,323	70,458	7,135	
Total - Equities and Bonds				<u>943,349</u>	<u>78,451</u>
		<u>Cost</u>	<u>Proceeds</u>		<u>Gain (Loss)</u>
Total Short Term Gain (Loss)		890,692	969,143		78,451
Total Long Term Gain (Loss)		<u>2,803,171</u>	<u>3,746,520</u>		<u>943,349</u>
Total Realized Gains and Losses		<u>3,693,863</u>	<u>4,715,663</u>		<u>1,021,800</u>