INTERNAL REVENUE SERVICE 2949132002207 9

Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.

▶ Go to www.irs.gov/Form990PF for instructions and the latest information.

OMB No 1545-0052

2018

Open to Public Inspection

For calendar year 2018 or tax year beginning , 2018, and ending , 20

Name of foundation: WALTER J & HOLLY O THOMSON CHARITABLE FOUNDATION

A Employer identification number: 30-6268353

Number and street (or P O box number if mail is not delivered to street address): BANK OF AMERICA, N.A. P.O. BOX 831041

Room/suite:

B Telephone number (see instructions): 800-357-7094

City or town, state or province, country, and ZIP or foreign postal code: DALLAS, TX 75283-1041

C If exemption application is pending, check here ▶ [ ]

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 43,271,310.

J Accounting method: [X] Cash [ ] Accrual [ ] Other (specify) (Part I, column (d) must be on cash basis)

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

Part I **Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (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 ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	604,582.	604,582.		STMT 1
	5a Gross rents	416,287.	416,287.		
	b Net rental income or (loss) 362,717.				
	6a Net gain or (loss) from sale of assets not on line 10	1,775,510.			
	b Gross sales price for all assets on line 6a 14,466,347.				
	7 Capital gain net income (from Part IV, line 2)		1,775,510.		
	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) (attach schedule)				
	11 Other income (attach schedule)	99,512.	99,512.		STMT 2
	12 **Total.** Add lines 1 through 11	2,895,891.	2,895,891.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	403,001.	241,801.		161,200.
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule) STMT 3	1,050.	1,050.	NONE	NONE
	b Accounting fees (attach schedule) STMT 4	17,595.	2,096.	NONE	15,499.
	c Other professional fees (attach schedule) STMT 5	92,049.	5,895.		86,154.
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 6	32,313.	22,813.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings		NONE	NONE	
	22 Printing and publications		NONE	NONE	
	23 Other expenses (attach schedule) STMT 7	55,626.	53,966.		1,660.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	601,634.	327,621.	NONE	264,513.
	25 Contributions, gifts, grants paid	2,167,788.			2,167,788.
	26 **Total expenses and disbursements** Add lines 24 and 25	2,769,422.	327,621.	NONE	2,432,301.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	126,469.			
	b **Net investment income** (if negative, enter -0-)		2,568,270.		
	c **Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Beginning of year	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	1,908,845.	4,617,385.	4,617,385.
	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 ▶ NONE			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule)	28,917,414.	26,382,614.	26,866,791.
	c Investments - corporate bonds (attach schedule)			
	11 Investments - land, buildings, and equipment basis ▶ 4,921,880.			
	Less accumulated depreciation (attach schedule) ▶	4,921,880.	4,921,880.	11,290,000.
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule)			
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)	1.	1.	497,134.
	16 **Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	35,748,140.	35,921,880.	43,271,310.
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)		NONE	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26, and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds	35,748,140.	35,921,880.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 **Total net assets or fund balances** (see instructions)	35,748,140.	35,921,880.	
	31 **Total liabilities and net assets/fund balances** (see instructions)	35,748,140.	35,921,880.	

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	35,748,140.
2	Enter amount from Part I, line 27a	2	126,469.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 8	3	47,271.
4	Add lines 1, 2, and 3	4	35,921,880.
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	35,921,880.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (for example, 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)
1 a	PUBLICLY TRADED SECURITIES			
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	14,466,347.		12,690,837.	1,775,510.
b				
c				
d				
e				

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

	(i) FMV 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				1,775,510.
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 1,775,510.

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

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 doesn't 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))
2017	1,956,045.	46,145,046.	0.042389
2016	1,909,984.	41,846,699.	0.045642
2015	1,842,712.	39,154,014.	0.047063
2014	1,764,852.	38,407,137.	0.045951
2013	1,096,952.	34,929,787.	0.031404

2	**Total** of line 1, column (d) . . .	2	0.212449
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years . . .	3	0.042490
4	Enter the net value of noncharitable-use assets for 2018 from Part X, line 5 . . .	4	46,918,963.
5	Multiply line 4 by line 3 . . .	5	1,993,587.
6	Enter 1% of net investment income (1% of Part I, line 27b) . . .	6	25,683.
7	Add lines 5 and 6 . . .	7	2,019,270.
8	Enter qualifying distributions from Part XII, line 4 . . .	8	2,432,301.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination letter ____ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b	1	25,683.
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	NONE
3	Add lines 1 and 2	3	25,683.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)	4	NONE
5	**Tax based on investment income** Subtract line 4 from line 3 If zero or less, enter -0-	5	25,683.
6	Credits/Payments		
a	2018 estimated tax payments and 2017 overpayment credited to 2018 — 6a — 37,016.		
b	Exempt foreign organizations - tax withheld at source — 6b — NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c — NONE		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	37,016.
8	Enter any **penalty** for underpayment of estimated tax Check here [X] 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	11,333.
11	Enter the amount of line 10 to be **Credited to 2019 estimated tax** ▶ 11,333. **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition	1b		X
	If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ ____ (2) On foundation managers ▶ $ ____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by *General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	X	
8a	Enter the states to which the foundation reports or with which it is registered See instructions ▶ CA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G*? If "No," attach explanation	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2018 or the tax year beginning in 2018? See the instructions for Part XIV If "Yes," complete Part XIV	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions . . . STMT 9	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 ▶ BANK OF AMERICA Telephone no ▶ (213)861-5183

Located at ▶ 500 S FLOWER ST, FL 27, LOS ANGELES, CA ZIP+4 ▶ 90071-2201

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

			Yes	No
16	At any time during calendar year 2018, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ▶			

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

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

				Yes	No
1a	During the year, did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance? See instructions		1b		X
	Organizations relying on a current notice regarding disaster assistance, check here ▶ ☐				
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2018?		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 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018?	☐ 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)		2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ____ , ____ , ____ , ____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2018 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 2018)		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 2018?		4b		X

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

			Yes	No
5a	During the year, did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No			
	(4) Provide a grant to an organization other than a charitable, etc, organization described in section 4945(d)(4)(A)? 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	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? ☐ 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?	7b		
8	Is the foundation subject to the section 4960 tax on payment(s) of more than $1,000,000 in remuneration or excess parachute payment(s) during the year? ☐ Yes ☒ No			

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

1 List all officers, directors, trustees, and 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
BANK OF AMERICA, N A 500 S FLOWER ST, FL 27, LOS ANGELES, CA 90071-2201	CO-TRUSTEE 1	331,001.	-0-	-0-
PHILIP MARKING 222 E CARRILLO ST, SUITE 400, SANTA BARBARA, CA 93101	CO-TRUSTEE 1	36,000.	-0-	-0-
DAVID ANDERSON P.O BOX 5917, KETCHUM, ID 83340-5917	CO-TRUSTEE 1	36,000	-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		NONE	NONE	NONE

Total number of other employees paid over $50,000 ▶ NONE

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		NONE
Total number of others receiving over $50,000 for professional services ▶		NONE

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 NONE	
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	33,736,116.
b	Average of monthly cash balances	1b	2,095,500.
c	Fair market value of all other assets (see instructions)	1c	11,801,849.
d	**Total** (add lines 1a, b, and c)	1d	47,633,465.
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	NONE
3	Subtract line 2 from line 1d	3	47,633,465.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	714,502.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	46,918,963.
6	**Minimum investment return.** Enter 5% of line 5	6	2,345,948.

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	2,345,948.
2a	Tax on investment income for 2018 from Part VI, line 5	2a	25,683.		
b	Income tax for 2018 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	25,683.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	2,320,265.
4	Recoveries of amounts treated as qualifying distributions			4	25,000.
5	Add lines 3 and 4			5	2,345,265.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	2,345,265.

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	2,432,301.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	2,432,301.
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	25,683.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	2,406,618.

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 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7					2,345,265.
2 Undistributed income, if any, as of the end of 2018					
a Enter amount for 2017 only				2,135,762.	
b Total for prior years 20____,20____,20____			NONE		
3 Excess distributions carryover, if any, to 2018					
a From 2013	NONE				
b From 2014	NONE				
c From 2015	NONE				
d From 2016	NONE				
e From 2017	NONE				
f **Total** of lines 3a through e		NONE			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ $ 2,432,301.					
a Applied to 2017, but not more than line 2a				2,135,762.	
b Applied to undistributed income of prior years (Election required - see instructions)			NONE		
c Treated as distributions out of corpus (Election required - see instructions)		NONE			
d Applied to 2018 distributable amount					296,539.
e Remaining amount distributed out of corpus		NONE			
5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a).)		NONE			NONE
6 **Enter the net total of each column as indicated below:**					
a Corpus. Add lines 3f, 4c, and 4e Subtract line 5		NONE			
b Prior years' undistributed income Subtract line 4b from line 2b			NONE		
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			NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions			NONE		
e Undistributed income for 2017 Subtract line 4a from line 2a Taxable amount - see instructions					
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019					2,048,726.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)		NONE			
8 Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions)		NONE			
9 **Excess distributions carryover to 2019.** Subtract lines 7 and 8 from line 6a		NONE			
10 Analysis of line 9					
a Excess from 2014	NONE				
b Excess from 2015	NONE				
c Excess from 2016	NONE				
d Excess from 2017	NONE				
e Excess from 2018	NONE				

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 2018, enter the date of the ruling . . . . ▶

b Check box to indicate whether the foundation is a private operating foundation described in section [ ] 4942(j)(3) or [ ] 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test-enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year - see instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000) (See section 507(d)(2))

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ▶ [ ] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc, to individuals or organizations under other conditions, complete items 2a, b, c, and d See instructions.

a The name, address, and telephone number or email address of the person to whom applications should be addressed.

SEE STATEMENT 10

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines.

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

Part XV Supplementary Information *(continued)*

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 30				2,167,788.
Total . . . . ▶ 3a				2,167,788.
b *Approved for future payment*				
Total . . . . ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue·					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	604,582.	
5 Net rental income or (loss) from real estate·					
a Debt-financed property					
b Not debt-financed property			16	362,717.	
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	1,775,510.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b O&G ROYALTY INCOME			15	99,512.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				2,842,321.	

13 Total Add line 12, columns (b), (d), and (e) . . . 13 2,842,321.

(See worksheet in line 13 instructions to verify calculations)

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

Line No ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
	NOT APPLICABLE

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) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of.			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (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

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

Karen J Kiser | 11/08/2019 | MANAGING DIR

Signature of officer or trustee | Date | Title

BANK OF AMERICA, N.A.

May the IRS discuss this return with the preparer shown below? See instructions ☐ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
USGI REPORTED AS NONQUALIFIED DIVIDENDS	11,609.	11,609.
FOREIGN DIVIDENDS	169,878.	169,878.
DOMESTIC DIVIDENDS	240,449.	240,449.
OTHER INTEREST	56,611.	56,611.
FOREIGN INTEREST	3,591.	3,591.
FEDERALLY TAXABLE MUNICIPAL INTEREST	33,701.	33,701.
NONQUALIFIED FOREIGN DIVIDENDS	27,132.	27,132.
NONQUALIFIED DOMESTIC DIVIDENDS	61,611.	61,611.
TOTAL	604,582.	604,582.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
GROSS O&G ROYALTY INCOME	99,512.	99,512.
TOTALS	99,512.	99,512.

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
KULIK GOTTESMAN SIEGEL & WARE	1,050.	1,050.		
TOTALS	1,050.	1,050.	NONE	NONE

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE - BOA	2,660.	1,596.		1,064.
BARTLETT PRINGLE & WOLF LLP * AUDITED FINANCIALS	14,435.			14,435.
SCHWARTZ KALES ACCOUNTANCY COR * CA LLC RETURN PREPARATION	500.	500.		
TOTALS	17,595.	2,096.	NONE	15,499.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
GRANTMAKING FEES - BOA	86,154.		86,154.
INVESTMENT ADVISORY FEES	5,895.	5,895.	
TOTALS	92,049.	5,895.	86,154.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	2,680.	2,680.
EXCISE TAX ESTIMATES	9,500.	
FOREIGN TAXES - QUALIFIED	13,644.	13,644.
FOREIGN TAXES - NQ	3,189.	3,189.
LLC TAXES / FEE	3,300.	3,300.
TOTALS	32,313.	22,813.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
RENT AND ROYALTY EXPENSES	53,570.	53,570.	
STATE FILING FEE	160.		160.
LLC RENEWAL FEE	309.	309.	
ASSOCIATION MEMBERSHIP DUES	1,500.		1,500.
O&G ROYALTY EXPENSES	87.	87.	
TOTALS	55,626.	53,966.	1,660.

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION		AMOUNT
NET INCOME ADJUSTMENT		11,330.
NET TIMING ADJUSTMENT		4,139.
Y/E SALES ADJSUTMENT		6,802.
GRANT RECOVERY		25,000.
	TOTAL	47,271.

FORM 990PF, PART VII-A, LINE 11 - TRANSFERS TO CONTROLLED ENTITIES
==

NAME:
THOMSON FOUNDATION PROPERTIES, LLC
ADDRESS:
515 S FLOWER ST,F27
LOS ANGELES, CA 90071-2201
EIN: 80-0716288

RECIPIENT NAME:
JOHN OSTLER - BANK OF AMERICA, N.A.
ADDRESS:
515 S FLOWER ST, FL 27; MC: CA9-512-27-01
LOS ANGELES, CA 90071-2201
RECIPIENT'S PHONE NUMBER: 213-861-5183
E-MAIL ADDRESS: N/A
FORM, INFORMATION AND MATERIALS:
THE WALTER J & HOLLY O. THOMSON FOUNDATION GRANT APPLICATION AND COVERSHEET
SUBMISSION DEADLINES:
OCTOBER 31
RESTRICTIONS OR LIMITATIONS ON AWARDS:
CALIFORNIA-BASED QUALIFIED PUBLIC CHARITIES FOR PURPOSES TO BE CARRIED OUT WITHIN SANTA BARBARA COUNTY AND CENTRAL LOS ANGELES; ONE REQUEST PER ORGANIZATION WITHIN A 12-MONTH PERIOD; NO UNSOLICITED REQUESTS

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
MUSIC ACADEMY OF THE WEST
ADDRESS:
1070 FAIRWAY RD
SANTA BARBARA, CA 93108-2865
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 75,000.

RECIPIENT NAME:
SANTA BARBARA MUSEUM OF NATURAL
HISTORY
ADDRESS:
2559 PUESTA DEL SOL
SANTA BARBARA, CA 93105-2936
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 175,000.

RECIPIENT NAME:
DOCTORS WITHOUT BORDERS - SANTA BARBARA
STREET MEDICINE
ADDRESS:
19 E MICHELRORENA ST
SANTA BARBARA, CA 93101
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SUPPORT WRAP AROUND CARE / HOMELESS CLINIC
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 15,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
BOYS AND GIRLS CLUB OF
SANTA BARBARA, INC.
ADDRESS:
632 E CANON PERDIDO ST
SANTA BARBARA, CA 93103-3005
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 50,000.

RECIPIENT NAME:
LOS ANGELES CONSERVANCY
ADDRESS:
523 W 6TH ST, SUITE 826
LOS ANGELES, CA 90014-1248
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
LAST REMAINING SEATS FILM SERIES
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
MENTAL HEALTH ASSOCIATION IN SANTA
BARBARA COUNTY
ADDRESS:
617 GARDEN ST
SANTA BARBARA, CA 93101-1664
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 80,000.

RECIPIENT NAME:
MIDNIGHT MISSION
ADDRESS:
601 S SAN PEDRO ST
LOS ANGELES, CA 90014-2415
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
HOMELESS SERVICE PRGRM, UNRESTRICTED SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 75,000.

RECIPIENT NAME:
SANTA YNEZ VALLEY HUMANE SOCIETY
ADDRESS:
P.O. BOX 335
BUELLTON, CA 93427-0335
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 22,788.

RECIPIENT NAME:
SANTA BARBARA RESCUE MISSION
ADDRESS:
535 E YANONALI ST
SANTA BARBARA, CA 93103-3254
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
PLANNED PARENTHOOD OF CALIFORNIA
CENTRAL COAST
ADDRESS:
518 GARDEN ST
SANTA BARBARA, CA 93101
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SUPPORT SEX ED IN SANTA BARBARA COUNTY
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
UNITY SHOPPE, INC.
ADDRESS:
110 W SOLA ST
SANTA BARBARA, CA 93101
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
TRANSITION HOUSE
ADDRESS:
425 E COTA ST
SANTA BARBARA, CA 93101-1662
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SUPPORT FAMILY EMERGENCY SHELTER PROGRAMS
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 105,000.

RECIPIENT NAME:
FOOD BANK OF SANTA BARBARA COUNTY
ADDRESS:
4554 HOLLISTER AVE
SANTA BARBARA, CA 93110-1710
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 90,000.

RECIPIENT NAME:
BRAILLE INSTITUTE OF AMERICA INC.
ADDRESS:
741 N VERMONT AVE
LOS ANGELES, CA 90029
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SUPPORT DAILY LIVING SKILLS TRAINING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
CALIFORNIA POLYTECHNIC STATE
UNIVERSITY FOUNDATION
ADDRESS:
1 GRAND AVE, SUITE 01 413
SAN LUIS OBISPO, CA 93407-9000
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SUPPORT EQUINE CENTER IMPROVEMENTS
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 30,000.

RECIPIENT NAME:
COMMUNITY ARTS MUSIC ASSOCIATION
OF SANTA BARBARA
ADDRESS:
2060 ALAMEDA PADRE SERRA,
SANTA BARBARA, CA 93103-1713
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
MUSIC EDU PROGRAM & CENTENNIAL YOUTH EVENT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
LOBERO THEATRE FOUNDATION
ADDRESS:
33 E CANON PERDIDO ST
SANTA BARBARA, CA 93101-2213
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SUPPORT HERITAGE CAMPAIGN & CAPACITY BUILDING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
SANTA BARBARA WILDLIFE CARE NETWORK
ADDRESS:
P.O. BOX 6594
SANTA BARBARA, CA 93160-6594
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
GIRLS, INC. OF GREATER SANTA BARBARA
ADDRESS:
P.O. BOX 236
SANTA BARBARA, CA 93102-0236
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 75,000.

RECIPIENT NAME:
WILDLIFE WAYSTATION, INC.
ADDRESS:
14831 LITTLE TUJUNGA CANYON RD
SYLMAR, CA 91342-5906
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
SANTA BARBARA BOTANIC GARDEN, INC.
ADDRESS:
1212 MISSION ST
SANTA BARBARA, CA 93101
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SUPPORT PLANT LAB
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 15,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
SCHOLARSHIP FOUNDATION OF
SANTA BARBARA
ADDRESS:
P.O. BOX 3620
SANTA BARBARA, CA 93130-3620
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
FOR THOMSOM SCHOLARSHIP FUND
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
THE LAND TRUST FOR SANTA BARBARA
COUNTY
ADDRESS:
P.O. BOX 91830
SANTA BARBARA, CA 93190-1830
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
PROTECTION FUND FOR FARMERS & RANCHERS
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
CHANNEL ISLAND YMCA
ADDRESS:
55 HITCHCOCK WAY, SUITE 101
SANTA BARBARA, CA 93105-3149
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SUPPORT ANNUAL CAMPAIGN
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 20,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
SANTA BARBARA FOUNDATION
ADDRESS:
1111 CHAPALA ST, SUITE 200
SANTA BARBARA, CA 93101
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
COMMUNITY DISASTER RELIEF FUND
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
CHRYSALIS
ADDRESS:
522 S MAIN ST
LOS ANGELES, CA 90013
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SUPPORT EMPLOYMENT PROGRAMS
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
PARA LOS NINOS
ADDRESS:
500 LUCAS AVE
LOS ANGELES, CA 90017
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
K-8 EDUCATION / UNRESTRICTED GENERAL SUPPOR
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
UNITED BOYS & GIRLS CLUBS OF SANTA BARBARA COUNTY
ADDRESS:
P.O. BOX 1485
SANTA BARBARA, CA 93102
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 50,000.

RECIPIENT NAME:
HOMEBOY INDUSTRIES
ADDRESS:
130 BRUNO ST
LOS ANGELES, CA 90012
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SUPPORT CURRICULUM & EDUCATION PROGRAM
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
SANTA BARBARA EDUCATION FOUNDATION
ADDRESS:
1330 STATE ST, SUITE 203
SANTA BARBARA, CA 93101
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SUPPORT READ TO SUCCEED PROGRAM
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
SPARK PROGRAM, INC.
ADDRESS:
315 W. 9TH ST
LOS ANGELES, CA 90015
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
LA CAREER EXPLORATION/DISCOVERY, MENT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 50,000.

RECIPIENT NAME:
SANTA BARBARA CENTER FOR THE
PERFORMING ARTS
ADDRESS:
1214 STATE ST, SUITE 201
SANTA BARBARA, CA 93101
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SUPPORT COMMUNITY ACCESS TICKETING PROGRAMS
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
CALIFORNIA HOSPITAL MEDICAL CENTER
FOUNDATION
ADDRESS:
1401 S GRAND AVE
LOS ANGELES, CA 90015
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
CHMC PATIENT TOWER EXPANSION PROJECT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
INNER CITY ARTS
ADDRESS:
720 KOHLER ST
LOS ANGELES, CA 90021
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SUPPORT 'LATA' PROGRAM
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
LOS ANGELES CHAMBER ORCHESTRA
ADDRESS:
350 S FIGUEROA ST, SUITE 183
LOS ANGELES, CA 90071
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SUPPORT MEET THE MUSIC PROGRAM
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
LOS ANGELES CONSERVATION CORPS
ADDRESS:
1400 N SPRING ST
LOS ANGELES, CA 90012
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
CENTRAL CITY SOUTH TREE PLANTING SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
UNITED WAY OF SANTA BARBARA COUNTY
ADDRESS:
320 E GUIERREZ ST
SANTA BARBARA, CA 93101
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
FUN IN THE SUN PROGRAM
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
PATH - BEYOND SHELTER
ADDRESS:
340 N MADISON AVE
LOS ANGELES, CA 90004
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 30,000.

RECIPIENT NAME:
HOSPICE OF SANTA BARBARA
ADDRESS:
2050 ALAMEDA PADRE SERRA
SANTA BARBARA, CA 93101
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
PATIENT CARE SERVICE PROGRAM
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
COURT APPOINTED SPECIAL ADVOCATES
CASA OF SANTA BARBARA COUNTY
ADDRESS:
118 EAST FIGUEROA STREET
SANTA BARBARA, CA 93101
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
CALIFORNIA 4-H FOUNDATION
ADDRESS:
2801 SECOND STREET
DAVIS, CA 95618
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SANTA BARBARA 4-H YOUTH DEVELOPMENT PROGRAMS
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
SANTA BARBARA SYMPHONY ORCHESTRA
ADDRESS:
1330 STATE STREET, STE 102
SANTA BARBARA, CA 93101
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
MUSIC EDUCATION PROGRAMS
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 35,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
DIRECT RELIEF
ADDRESS:
6100 WALLACE BECKNELL RD
SANTA BARBARA, CA 93117
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 100,000.

RECIPIENT NAME:
COMMUNITY ACTION COMMISSION
ADDRESS:
5638 HOLLISTER AVE, SUITE 230
GOLETA, CA 93117
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
HEALTHY SENIOR LUNCH PROGRAM
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
DOG ADOPTION & WELFARE GROUP
ADDRESS:
5480 OVERPASS RD
SANTA BARBARA, CA 93111
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
HEART OF LOS ANGELES YOUTH INC.
ADDRESS:
2701 WILSHIRE AVE, SUITE 100
LOS ANGELES, CA 90057
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SUPPORT BRIDGES MIDDLE SCHOOL ED PROGRAM
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
LIBRARY FOUNDATION OF LOS ANGELES
ADDRESS:
630 W 5TH ST
LOS ANGELES, CA 90071
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SUPPORT 'SUMMER AT THE LIBRARY' PROGRAMS
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
LOS ANGELES MASTER CHORALE
ADDRESS:
135 N GRAND AVE
LOS ANGELES, CA 90012
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SUPPORT 'VOICES WITHIN'
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
LOS ANGELES TRADE-TECH
ADDRESS:
400 W WASHINGTON BLVD
LOS ANGELES, CA 90015
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SCHOLARSHIPS & TOOLS OF THE TRADE PROGRAMS
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
WILDERNESS YOUTH PROJECT INC.
ADDRESS:
5386 HOLLISTER AVE, SUITE D
SANTA BARBARA, CA 93111
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
BRIDGE TO NATURE PROGRAM
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
YOUNG MUSICIANS FOUNDATION
ADDRESS:
244 S SAN PEDRO ST # 506
LOS ANGELES, CA 90012
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SUPPORT TEACHING ARTIST PROGRAM
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
SANTA BARBARA CITY COLLEGE FOUNDATION
ADDRESS:
721 CLIFF DR
SANTA BARBARA, CA 93109
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SUPPORT RUNNING START PROGRAM
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
SANTA BARBARA CHORAL SOCIETY
ADDRESS:
1339 STATE ST # 202
SANTA BARBARA, CA 93101
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 20,000.

RECIPIENT NAME:
SANTA MARIA VALLEY HUMANE SOCIETY
ADDRESS:
1687 W STOVALL RD
SANTA MARIA, CA 93458
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
GOODWILL OF GREATER LOS ANGELES
ADDRESS:
342 SAN FERNANDO RD
LOS ANGELES, CA 90031
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SUPPORT SKID ROW EMPLOYMENT SERVICES PROJECT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
SANTA BARBARA MUSEUM OF ART
ADDRESS:
1330 STATE ST
SANTA BARBARA, CA 93101
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SUPPORT IMAGINE MORE CAPITAL CAMPAIGN
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 50,000.

RECIPIENT NAME:
FAMILY SERVICE AGENCY
ADDRESS:
123 W GUTIERREZ ST
SANTA BARBARA, CA 93101
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 15,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
BOY SCOUTS OF AMERICA -
LOS PADRES COUNCIL
ADDRESS:
4000 MODOC RD
SANTA BARBARA, CA 93110
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
CAMP RANCHO ALEGREA RECONSTRUCTION
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 200,000.

RECIPIENT NAME:
SINGLE ROOM OCCUPANCY HOUSING CORP
ADDRESS:
1055 W 7TH ST, SUITE 3250
LOS ANGELES, CA 90017
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
CARILLO COUNSELING SERVICES INC.
ADDRESS:
324 E CARILLOW ST, SUITE C
SANTA BARBARA, CA 93101
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
COMMUNITY COUNSELING PROGRAM
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 15,000.

TOTAL GRANTS PAID: 2,167,788.

RENT AND ROYALTY SUMMARY

PROPERTY	TOTAL INCOME	DEPLETION/ DEPRECIATION	OTHER EXPENSES	ALLOWABLE NET INCOME
617 S. SPRING ST. LO	186,000.		11,491.	174,509.
WAHL-HOWELL 240AC IM	51,543.		15,688.	35,855.
BIXBY-WIGGINS 480 AC	178,744.		26,391.	152,353.
TOTALS	416,287.		53,570.	362,717.

FEDERAL FOOTNOTES

THE COMPENSATION SHOWN ON THE RETURN THAT IS PAID TO BANK OF AMERICA, N.A. AS CORPORATE TRUSTEE IS NOT CALCULATED BASED UPON AN HOURLY RATE FOR TIME SPENT BY THE TRUSTEE; RATHER, BANK OF AMERICA'S COMPENSATION AS CORPORATE TRUSTEE IS CALCULATED USING A MARKET VALUE FEE SCHEDULE. THE TRUST OFFICER'S TIME SPENT PERFORMING ADMINISTRATIVE RESPONSIBILITIES FOR THIS FOUNDATION AVERAGES ONE HOUR PER WEEK. IN ADDITION, TIME IS SPENT BY OTHER STAFF MEMBERS FOR RECORDKEEPING, INVESTMENT MANAGEMENT, INCOME COLLECTION, RENDERING STATEMENTS AND ACCOUNTINGS, REGULATORY REPORTING, REGULATORY COMPLIANCE, AND TAX SERVICES.

FEDERAL FOOTNOTES

PART VII-A # 11 SCHEDULE INFORMATION - THIS FOUNDATION HAS A 100% OWNERSHIP INTEREST IN THE LLC WHICH IS A DISREGARDED ENTITY FOR FEDERAL TAX PURPOSES. // THOMSON FOUNDATION PROPERTIES, LLC 515 S FLOWER ST, FL 27 LOS ANGELES, CA 90071-2201, EIN: 80-0716288 // THERE WERE NO TRANSFERS TO OR FROM THE CONTROLLED ENTITY.