

THE TECH MUSEUM OF INNOVATION  
EXEMPT ORGANIZATION  
INFORMATION RETURNS AND  
INCOME TAX RETURNS

June 30, 2013

COPY

# Frank, Rimerman + Co. LLP

May 8, 2014

Mr. Harvard Sung  
The Tech Museum of Innovation  
201 South Market Street  
San Jose, California 95113

Certified  
Public  
Accountants

Dear Harvard:

We are enclosing a copy of your federal and State of California exempt and business organization income tax returns for The Tech Museum of Innovation for the year ended June 30, 2013.

Palo Alto  
San Francisco  
San Jose  
St. Helena  
New York

The originals should be signed by an officer and filed in accordance with the instructions following this letter. Preaddressed envelopes are enclosed for your convenience.

We did not audit the data submitted in preparing the returns. Therefore, before signing, please review them to make sure there are no misstatements or omissions. The attached copies are for your files.

Should the Internal Revenue Service or state taxing authorities contact you for any reason with regard to the returns, please advise us immediately. We will then be able to assist you in answering their inquiry.

Should you have any questions regarding these returns, please do not hesitate to call.

Very truly yours,

FRANK, RIMERMAN + CO. LLP



Michael J. Yates

MJY/btf  
Enclosures

## Filing Instructions

**Prepared for:**

THE TECH MUSEUM OF INNOVATION  
201 SOUTH MARKET STREET  
SAN JOSE, CA 95113

**Prepared by:**

FRANK, RIMERMAN & CO. LLP  
1801 PAGE MILL ROAD  
PALO ALTO, CA 94304

2012 FORM 990

**ELECTRONIC FILING:**

THIS RETURN HAS BEEN PREPARED FOR ELECTRONIC FILING. IF YOU WISH TO HAVE IT TRANSMITTED ELECTRONICALLY TO THE IRS, PLEASE SIGN, DATE, AND RETURN FORM 8879-EO TO OUR OFFICE. WE WILL THEN SUBMIT THE ELECTRONIC RETURN TO THE IRS. DO NOT MAIL A PAPER COPY OF THE RETURN TO THE IRS.

2012 FORM 990-T

PLEASE SIGN AND MAIL ON OR BEFORE MAY 15, 2014.

NO AMOUNT IS DUE ON FORM 990-T.

MAIL TO - DEPARTMENT OF THE TREASURY  
INTERNAL REVENUE SERVICE CENTER  
OGDEN, UT 84201-0027

COPY

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**Prepared for:**

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201 SOUTH MARKET STREET  
SAN JOSE, CA 95113

**Prepared by:**

FRANK, RIMERMAN & CO. LLP  
1801 PAGE MILL ROAD  
PALO ALTO, CA 94304

2012 CALIFORNIA FORM 199

NO PAYMENT IS REQUIRED.

THE FORM 199 RETURN HAS BEEN PREPARED FOR ELECTRONIC FILING. IF YOU WISH TO HAVE IT TRANSMITTED ELECTRONICALLY TO THE FTB, PLEASE CONTACT OUR OFFICE. WE WILL THEN SUBMIT THE ELECTRONIC RETURN TO THE FTB. DO NOT MAIL A PAPER COPY OF THE RETURN TO THE FTB.

COPY

2012 CALIFORNIA FORM 109

NO PAYMENT IS REQUIRED.

THE RETURN SHOULD BE SIGNED AND DATED BY AN AUTHORIZED INDIVIDUAL.

PLEASE MAIL ON OR BEFORE MAY 15, 2014.

MAIL TO - FRANCHISE TAX BOARD  
P.O. BOX 942857  
SACRAMENTO, CA 94257-0700



## Filing Instructions

**Prepared for:**

THE TECH MUSEUM OF INNOVATION  
201 SOUTH MARKET STREET  
SAN JOSE, CA 95113

**Prepared by:**

FRANK, RIMERMAN & CO. LLP  
1801 PAGE MILL ROAD  
PALO ALTO, CA 94304

2012 CALIFORNIA FORM RRF-1

CALIFORNIA FORM RRF-1 SHOULD BE SIGNED AND DATED BY AN AUTHORIZED OFFICER.

PLEASE SIGN AND MAIL ON OR BEFORE MAY 15, 2014.

MAIL TO - REGISTRY OF CHARITABLE TRUSTS  
P.O. BOX 903447  
SACRAMENTO, CA 94203-4470

ENCLOSE A CHECK FOR \$225 MADE PAYABLE TO ATTORNEY GENERAL'S REGISTRY OF CHARITABLE TRUSTS. INCLUDE "FORM RRF-1," THE REPORT YEAR AND THE ORGANIZATION'S STATE CHARITY REGISTRATION NUMBER AND/OR ORGANIZATION NUMBER ON THE REMITTANCE.

COPY

**IRS e-file Signature Authorization  
for an Exempt Organization**

For calendar year 2012, or fiscal year beginning JUL 1, 2012, and ending JUN 30, 2013

**2012**

Department of the Treasury  
Internal Revenue Service

▶ **Do not send to the IRS. Keep for your records.**

Name of exempt organization

Employer identification number

**THE TECH MUSEUM OF INNOVATION**

**94-2864660**

Name and title of officer  
**TIM RITCHIE**  
**PRESIDENT**

**Part I Type of Return and Return Information** (Whole Dollars Only)

Check the box for the return for which you are using this Form 8879-EO and enter the applicable amount, if any, from the return. If you check the box on line 1a, 2a, 3a, 4a, or 5a, below, and the amount on that line for the return being filed with this form was blank, then leave line 1b, 2b, 3b, 4b, or 5b, whichever is applicable, blank (do not enter -0-). But, if you entered -0- on the return, then enter -0- on the applicable line below. **Do not** complete more than 1 line in Part I.

1a	Form 990 check here	▶ <input checked="" type="checkbox"/>	b	Total revenue, if any (Form 990, Part VIII, column (A), line 12)	1b	<u>14831548</u>
2a	Form 990-EZ check here	▶ <input type="checkbox"/>	b	Total revenue, if any (Form 990-EZ, line 9)	2b	
3a	Form 1120-POL check here	▶ <input type="checkbox"/>	b	Total tax (Form 1120-POL, line 22)	3b	
4a	Form 990-PF check here	▶ <input type="checkbox"/>	b	Tax based on investment income (Form 990-PF, Part VI, line 5)	4b	
5a	Form 8868 check here	▶ <input type="checkbox"/>	b	Balance Due (Form 8868, Part I, line 3c or Part II, line 8c)	5b	

**Part II Declaration and Signature Authorization of Officer**

Under penalties of perjury, I declare that I am an officer of the above organization and that I have examined a copy of the organization's 2012 electronic return and accompanying schedules and statements and to the best of my knowledge and belief, they are true, correct, and complete. I further declare that the amount in Part I above is the amount shown on the copy of the organization's electronic return. I consent to allow my intermediate service provider, transmitter, or electronic return originator (ERO) to send the organization's return to the IRS and to receive from the IRS (a) an acknowledgement of receipt or reason for rejection of the transmission, (b) the reason for any delay in processing the return or refund, and (c) the date of any refund. If applicable, I authorize the U.S. Treasury and its designated Financial Agent to initiate an electronic funds withdrawal (direct debit) entry to the financial institution account indicated in the tax preparation software for payment of the organization's federal taxes owed on this return, and the financial institution to debit the entry to this account. To revoke a payment, I must contact the U.S. Treasury Financial Agent at 1-888-353-4537 no later than 2 business days prior to the payment (settlement) date. I also authorize the financial institutions involved in the processing of the electronic payment of taxes to receive confidential information necessary to answer inquiries and resolve issues related to the payment. I have selected a personal identification number (PIN) as my signature for the organization's electronic return and, if applicable, the organization's consent to electronic funds withdrawal.

Officer's PIN: check one box only

I authorize FRANK, RIMERMAN & CO. LLP to enter my PIN 64660  
ERO firm name Enter five numbers, but do not enter all zeros

as my signature on the organization's tax year 2012 electronically filed return. If I have indicated within this return that a copy of the return is being filed with a state agency(ies) regulating charities as part of the IRS Fed/State program, I also authorize the aforementioned ERO to enter my PIN on the return's disclosure consent screen.

As an officer of the organization, I will enter my PIN as my signature on the organization's tax year 2012 electronically filed return. If I have indicated within this return that a copy of the return is being filed with a state agency(ies) regulating charities as part of the IRS Fed/State program, I will enter my PIN on the return's disclosure consent screen.

Officer's signature ▶ \_\_\_\_\_ Date ▶ \_\_\_\_\_

**Part III Certification and Authentication**

ERO's EFIN/PIN. Enter your six-digit electronic filing identification number (EFIN) followed by your five-digit self-selected PIN.

94109398014

do not enter all zeros

I certify that the above numeric entry is my PIN, which is my signature on the 2012 electronically filed return for the organization indicated above. I confirm that I am submitting this return in accordance with the requirements of Pub. 4163, Modernized e-File (MeF) Information for Authorized IRS e-file Providers for Business Returns.

ERO's signature ▶ *Tim Ritchie* Date ▶ 5/10/12

**ERO Must Retain This Form - See Instructions  
Do Not Submit This Form To the IRS Unless Requested To Do So**

Form **8868**  
(Rev. January 2013)  
Department of the Treasury  
Internal Revenue Service

## Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

▶ **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only Part I and check this box  **X**
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II (on page 2 of this form).

*Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.*  
**Electronic filing (e-file).** You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit [www.irs.gov/efile](http://www.irs.gov/efile) and click on e-file for Charities & Nonprofits.

**Part I Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only

*All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.*

<b>Type or print</b>	Name of exempt organization or other filer, see instructions. <b>THE TECH MUSEUM OF INNOVATION</b>	Employer identification number (EIN) or <b>94-2864660</b>
File by the due date for filing your return. See instructions.	Number, street, and room or suite no. If a P.O. box, see instructions. <b>201 SOUTH MARKET STREET</b>	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. <b>SAN JOSE, CA 95113</b>	

Enter the Return code for the return that this application is for (file a separate application for each return) 01

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- THE ORGANIZATION**  
**201 SOUTH MARKET STREET - SAN JOSE, CA 95113**
- The books are in the care of ▶ **201 SOUTH MARKET STREET - SAN JOSE, CA 95113**  
 Telephone No. ▶ **(408) 795-6116** FAX No. ▶ \_\_\_\_\_
  - If the organization does not have an office or place of business in the United States, check this box
  - If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) \_\_\_\_\_. If this is for the whole group, check this box . If it is for part of the group, check this box  and attach a list with the names and EINs of all members the extension is for.

**1** I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **FEBRUARY 15, 2014**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:  
 ▶  calendar year \_\_\_\_\_ or  
 ▶  tax year beginning **JUL 1, 2012**, and ending **JUN 30, 2013**

**2** If the tax year entered in line 1 is for less than 12 months, check reason:  Initial return  Final return  
 Change in accounting period

<b>3a</b> If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	<b>3a</b>	\$	0.
<b>b</b> If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	<b>3b</b>	\$	0.
<b>c</b> Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	<b>3c</b>	\$	0.

**Caution.** If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.  
 LHA For Privacy Act and Paperwork Reduction Act Notice, see instructions. Form 8868 (Rev. 1-2013)

Form **8868**  
(Rev. January 2013)  
Department of the Treasury  
Internal Revenue Service

## Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

▶ File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

*Do not complete Part II unless* you have already been granted an automatic 3-month extension on a previously filed Form 8868.  
**Electronic filing (e-file)** - You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit [www.irs.gov/efile](http://www.irs.gov/efile) and click on *e-file for Charities & Nonprofits*.

**Part I Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

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Part I only

*All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.*

<b>Type or print</b>	Name of exempt organization or other filer, see instructions. <b>THE TECH MUSEUM OF INNOVATION</b>	Employer identification number (EIN) or <b>94-2864660</b>
File by the due date for filing your return. See instructions.	Number, street, and room or suite no. If a P.O. box, see instructions. <b>201 SOUTH MARKET STREET</b>	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. <b>SAN JOSE, CA 95113</b>	

Enter the Return code for the return that this application is for (file a separate application for each return) 07

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

**THE ORGANIZATION**

• The books are in the care of ▶ **201 SOUTH MARKET STREET - SAN JOSE, CA 95113**  
 Telephone No. ▶ **(408) 795-6116** FAX No. ▶ \_\_\_\_\_

- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) \_\_\_\_\_. If this is for the whole group, check this box . If it is for part of the group, check this box  and attach a list with the names and EINs of all members the extension is for.

**1** I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **MAY 15, 2014**, to file the exempt organization return for the organization named above. The extension

is for the organization's return for:

- ▶  calendar year \_\_\_\_\_ or
- ▶  tax year beginning **JUL 1, 2012**, and ending **JUN 30, 2013**.

**2** If the tax year entered in line 1 is for less than 12 months, check reason:  Initial return  Final return  Change in accounting period

<b>3a</b> If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	<b>3a</b>	\$	0.
<b>b</b> If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	<b>3b</b>	\$	0.
<b>c</b> Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	<b>3c</b>	\$	0.

**Caution.** If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

LHA For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Form 8868 (Rev. 1-2013)

Form **990**

**Return of Organization Exempt From Income Tax**

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

OMB No. 1545-0047

**2012**

Open to Public Inspection

Department of the Treasury  
Internal Revenue Service

▶ The organization may have to use a copy of this return to satisfy state reporting requirements.

**A For the 2012 calendar year, or tax year beginning JUL 1, 2012 and ending JUN 30, 2013**

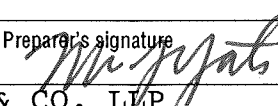
<b>B</b> Check if applicable:  <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	<b>C Name of organization</b> THE TECH MUSEUM OF INNOVATION Doing Business As Number and street (or P.O. box if mail is not delivered to street address) Room/suite 201 SOUTH MARKET STREET City, town, or post office, state, and ZIP code SAN JOSE, CA 95113 <b>F Name and address of principal officer:</b> TIM RITCHIE SAME AS C ABOVE	<b>D Employer identification number</b> 94-2864660 <b>E Telephone number</b> (408) 795-6116 <b>G Gross receipts \$</b> 16,686,832. <b>H(a) Is this a group return for affiliates?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <b>H(b) Are all affiliates included?</b> <input type="checkbox"/> Yes <input type="checkbox"/> No If "No," attach a list. (see instructions) <b>H(c) Group exemption number</b> ▶
<b>I Tax-exempt status:</b> <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c)( ) ◀ (insert no.) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527		
<b>J Website:</b> ▶ WWW.THETECH.ORG		
<b>K Form of organization:</b> <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ▶		
		<b>L Year of formation:</b> 1983 <b>M State of legal domicile:</b> CA

**Part I Summary**

	<b>1</b> Briefly describe the organization's mission or most significant activities: <u>TO OPERATE A WORLD CLASS SCIENCE MUSEUM.</u>																									
Activities & Governance	<b>2</b> Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets. <b>3</b> Number of voting members of the governing body (Part VI, line 1a) ..... <b>3</b> 42 <b>4</b> Number of independent voting members of the governing body (Part VI, line 1b) ..... <b>4</b> 41 <b>5</b> Total number of individuals employed in calendar year 2012 (Part V, line 2a) ..... <b>5</b> 122 <b>6</b> Total number of volunteers (estimate if necessary) ..... <b>6</b> 317 <b>7a</b> Total unrelated business revenue from Part VIII, column (C), line 12 ..... <b>7a</b> 219,079. <b>7b</b> Net unrelated business taxable income from Form 990-T, line 34 ..... <b>7b</b> -167,696.																									
Revenue	<table border="1" style="width:100%; border-collapse: collapse;"> <thead> <tr> <th></th> <th style="text-align: center;">Prior Year</th> <th style="text-align: center;">Current Year</th> </tr> </thead> <tbody> <tr> <td><b>8</b> Contributions and grants (Part VIII, line 1h) .....</td> <td style="text-align: right;">21,690,550.</td> <td style="text-align: right;">11,124,299.</td> </tr> <tr> <td><b>9</b> Program service revenue (Part VIII, line 2g) .....</td> <td style="text-align: right;">2,734,253.</td> <td style="text-align: right;">3,769,831.</td> </tr> <tr> <td><b>10</b> Investment income (Part VIII, column (A), lines 3, 4, and 7d) .....</td> <td style="text-align: right;">277,593.</td> <td style="text-align: right;">220,720.</td> </tr> <tr> <td><b>11</b> Other revenue (Part VIII, column (A), lines 5, 6c, 8c, 9c, 10c, and 11e) .....</td> <td style="text-align: right;">-459,836.</td> <td style="text-align: right;">-283,302.</td> </tr> <tr> <td><b>12</b> Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12) .....</td> <td style="text-align: right;">24,242,560.</td> <td style="text-align: right;">14,831,548.</td> </tr> </tbody> </table>		Prior Year	Current Year	<b>8</b> Contributions and grants (Part VIII, line 1h) .....	21,690,550.	11,124,299.	<b>9</b> Program service revenue (Part VIII, line 2g) .....	2,734,253.	3,769,831.	<b>10</b> Investment income (Part VIII, column (A), lines 3, 4, and 7d) .....	277,593.	220,720.	<b>11</b> Other revenue (Part VIII, column (A), lines 5, 6c, 8c, 9c, 10c, and 11e) .....	-459,836.	-283,302.	<b>12</b> Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12) .....	24,242,560.	14,831,548.							
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Expenses	<table border="1" style="width:100%; border-collapse: collapse;"> <tbody> <tr> <td><b>13</b> Grants and similar amounts paid (Part IX, column (A), lines 1-3) .....</td> <td style="text-align: right;">0.</td> <td style="text-align: right;">0.</td> </tr> <tr> <td><b>14</b> Benefits paid to or for members (Part IX, column (A), line 4) .....</td> <td style="text-align: right;">0.</td> <td style="text-align: right;">0.</td> </tr> <tr> <td><b>15</b> Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10) .....</td> <td style="text-align: right;">4,700,279.</td> <td style="text-align: right;">5,818,076.</td> </tr> <tr> <td><b>16a</b> Professional fundraising fees (Part IX, column (A), line 11e) .....</td> <td style="text-align: right;">0.</td> <td style="text-align: right;">0.</td> </tr> <tr> <td><b>b</b> Total fundraising expenses (Part IX, column (D), line 25) ▶ 1,095,690.</td> <td></td> <td></td> </tr> <tr> <td><b>17</b> Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e) .....</td> <td style="text-align: right;">7,058,675.</td> <td style="text-align: right;">8,451,064.</td> </tr> <tr> <td><b>18</b> Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25) .....</td> <td style="text-align: right;">11,758,954.</td> <td style="text-align: right;">14,269,140.</td> </tr> <tr> <td><b>19</b> Revenue less expenses. Subtract line 18 from line 12 .....</td> <td style="text-align: right;">12,483,606.</td> <td style="text-align: right;">562,408.</td> </tr> </tbody> </table>	<b>13</b> Grants and similar amounts paid (Part IX, column (A), lines 1-3) .....	0.	0.	<b>14</b> Benefits paid to or for members (Part IX, column (A), line 4) .....	0.	0.	<b>15</b> Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10) .....	4,700,279.	5,818,076.	<b>16a</b> Professional fundraising fees (Part IX, column (A), line 11e) .....	0.	0.	<b>b</b> Total fundraising expenses (Part IX, column (D), line 25) ▶ 1,095,690.			<b>17</b> Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e) .....	7,058,675.	8,451,064.	<b>18</b> Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25) .....	11,758,954.	14,269,140.	<b>19</b> Revenue less expenses. Subtract line 18 from line 12 .....	12,483,606.	562,408.	
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<b>b</b> Total fundraising expenses (Part IX, column (D), line 25) ▶ 1,095,690.																										
<b>17</b> Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e) .....	7,058,675.	8,451,064.																								
<b>18</b> Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25) .....	11,758,954.	14,269,140.																								
<b>19</b> Revenue less expenses. Subtract line 18 from line 12 .....	12,483,606.	562,408.																								
Net Assets or Fund Balances	<table border="1" style="width:100%; border-collapse: collapse;"> <thead> <tr> <th></th> <th style="text-align: center;">Beginning of Current Year</th> <th style="text-align: center;">End of Year</th> </tr> </thead> <tbody> <tr> <td><b>20</b> Total assets (Part X, line 16) .....</td> <td style="text-align: right;">58,528,107.</td> <td style="text-align: right;">61,175,490.</td> </tr> <tr> <td><b>21</b> Total liabilities (Part X, line 26) .....</td> <td style="text-align: right;">1,041,683.</td> <td style="text-align: right;">1,574,168.</td> </tr> <tr> <td><b>22</b> Net assets or fund balances. Subtract line 21 from line 20 .....</td> <td style="text-align: right;">57,486,424.</td> <td style="text-align: right;">59,601,322.</td> </tr> </tbody> </table>		Beginning of Current Year	End of Year	<b>20</b> Total assets (Part X, line 16) .....	58,528,107.	61,175,490.	<b>21</b> Total liabilities (Part X, line 26) .....	1,041,683.	1,574,168.	<b>22</b> Net assets or fund balances. Subtract line 21 from line 20 .....	57,486,424.	59,601,322.													
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**Part II Signature Block**

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 officer) is based on all information of which preparer has any knowledge.

<b>Sign Here</b>	Signature of officer TIM RITCHIE, PRESIDENT Type or print name and title	Date
<b>Paid Preparer Use Only</b>	Print/Type preparer's name MICHAEL J. YATES Firm's name ▶ FRANK, RIMERMAN & CO. LLP Firm's address ▶ 1801 PAGE MILL ROAD PALO ALTO, CA 94304	Preparer's signature  Date 5/18/14 Check if self-employed <input type="checkbox"/> PTIN P00701936 Firm's EIN ▶ 94-1341042 Phone no. (650) 845-8100

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

Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response to any question in this Part III [X]

1 Briefly describe the organization's mission: TO INSPIRE THE INNOVATOR IN EVERYONE. THE TECH MUSEUM OF INNOVATION IS A NON-PROFIT, EXPERIENTIAL LEARNING RESOURCE ESTABLISHED TO ENGAGE PEOPLE IN EXPLORING AND EXPERIENCING APPLIED TECHNOLOGIES AFFECTING THEIR LIVES. THE TECH MUSEUM DOES THIS WITH EXHIBITS AND PROGRAMS THAT

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? [ ] Yes [X] No If "Yes," describe these new services on Schedule O.

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? [ ] Yes [X] No If "Yes," describe these changes on Schedule O.

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.

4a (Code: ) (Expenses \$ 8,517,943. including grants of \$ ) (Revenue \$ 2,361,984.) THE TECH MUSEUM OF INNOVATION ASPIRES TO BRING TOGETHER, IN ITS 132,000 SQUARE FOOT EXHIBITION FACILITY, THE TECHNOLOGICAL BREAKTHROUGHS THAT ARE TRANSFORMING OUR LIVES. WITH OVER 100 INTERACTIVE EXHIBITS, AND STANDARDS-BASED EDUCATIONAL IMAX FILMS, THIS SPACE WELCOMES ON AVERAGE OVER 400,000 VISITORS ANNUALLY, INCLUDING OVER 120,000 FROM LOCAL K-12 SCHOOLS, TO ENGAGE IN SCIENCE AND TECHNOLOGY EXPERIENCES. ADDITIONALLY, THE TECH MUSEUM OF INNOVATION HOSTS TWO ANNUAL SIGNATURE PROGRAMS:

(1) THE TECH CHALLENGE - A TEAM ENGINEERING DESIGN COMPETITION THAT INSPIRES OVER 1900+ STUDENTS IN GRADES 5-12 TO DESIGN, BUILD, DOCUMENT, AND TEST DEVICES THAT SOLVE A REAL WORLD PROBLEM, AND

(2) THE TECH AWARDS - AN INTERNATIONAL PROGRAM THAT HONORS INNOVATORS

4b (Code: ) (Expenses \$ 1,222,419. including grants of \$ ) (Revenue \$ 111,230.) THE TECH MUSEUM OF INNOVATION OFFERS AN ARRAY OF STANDARDS-BASED SCIENCE, TECHNOLOGY, ENGINEERING, AND MATH (STEM) EDUCATION PROGRAMS, WHICH INCLUDES 8 HANDS-ON SCIENCE LABS, SUMMER CAMPS, BILINGUAL WEEKEND WORKSHOPS, AFTER-SCHOOL PROGRAMS, EDUCATIONAL FILMS, AND THE TECH CHALLENGE PROGRAM. ALL OF THESE PROGRAMS ALIGN WITH NEXT GENERATION SCIENCE STANDARDS AND COMMON CORE. APPROXIMATELY 120,000 CALIFORNIA STUDENTS K-12 VISITED THE REGULAR MUSEUM GALLERIES THROUGH OUR FREE FIELD TRIP PROGRAM. MORE THAN HALF OF THOSE STUDENTS WERE FROM TITLE 1 SCHOOLS. MANY OF THESE TITLE 1 STUDENTS ACCESSED OUR FEE-WAIVED SUPPORT FROM DONORS THAT ALLOWED DEEPER ENGAGEMENT WITH SCIENCE AND TECHNOLOGY: NEARLY 50,000 SAW AN EDUCATIONAL IMAX FILM AND 20,100 STUDENTS PARTICIPATED IN 90-MINUTE LABS LED BY TRAINED INSTRUCTORS. THE TECH

4c (Code: ) (Expenses \$ 1,402,797. including grants of \$ ) (Revenue \$ 356,179.) MORE THAN 7,000 MEMBERS HELP SUPPORT THE MUSEUM, INCLUDING MORE THAN 2,128 LOCAL EDUCATORS WHO ARE GRANTED COMPLIMENTARY MEMBERSHIPS. THE TECH MUSEUM OF INNOVATION HOSTS A NUMBER OF COMMUNITY CELEBRATIONS AND MORE THAN 200 RECEPTIONS, EVENTS AND PARTIES. THE TECH MUSEUM OF INNOVATION'S STAFF AND OVER 300 VOLUNTEERS PROVIDE INTERPRETATION SERVICES FOR THE PERMANENT GALLERIES AND TRAVELING EXHIBITS. THEY ALSO ASSIST VISITORS WITH TICKETING, CHOOSING PROGRAMS, AND ASSESSING EDUCATIONAL OPPORTUNITIES SUCH AS IMAX FILM PRESENTATIONS.

4d Other program services (Describe in Schedule O.) (Expenses \$ including grants of \$ ) (Revenue \$ )

4e Total program service expenses 11,143,159.

**Part IV Checklist of Required Schedules**

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? <i>If "Yes," complete Schedule A</i> .....	X	
2 Is the organization required to complete <i>Schedule B, Schedule of Contributors?</i> .....	X	
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? <i>If "Yes," complete Schedule C, Part I</i> .....		X
4 <b>Section 501(c)(3) organizations.</b> Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? <i>If "Yes," complete Schedule C, Part II</i> .....		X
5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? <i>If "Yes," complete Schedule C, Part III</i> .....		X
6 Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? <i>If "Yes," complete Schedule D, Part I</i> .....		X
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? <i>If "Yes," complete Schedule D, Part II</i> .....		X
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III</i> .....		X
9 Did the organization report an amount in Part X, line 21, for escrow or custodial account liability; serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? <i>If "Yes," complete Schedule D, Part IV</i> .....		X
10 Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? <i>If "Yes," complete Schedule D, Part V</i> .....	X	
11 If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.		
a Did the organization report an amount for land, buildings, and equipment in Part X, line 10? <i>If "Yes," complete Schedule D, Part VI</i> .....	X	
b Did the organization report an amount for investments - other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VII</i> .....	X	
c Did the organization report an amount for investments - program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VIII</i> .....		X
d Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part IX</i> .....	X	
e Did the organization report an amount for other liabilities in Part X, line 25? <i>If "Yes," complete Schedule D, Part X</i> .....		X
f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? <i>If "Yes," complete Schedule D, Part X</i> .....	X	
12a Did the organization obtain separate, independent audited financial statements for the tax year? <i>If "Yes," complete Schedule D, Parts XI and XII</i> .....	X	
b Was the organization included in consolidated, independent audited financial statements for the tax year? <i>If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional</i> .....		X
13 Is the organization a school described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E</i> .....		X
14a Did the organization maintain an office, employees, or agents outside of the United States? .....		X
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? <i>If "Yes," complete Schedule F, Parts I and IV</i> .....		X
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the United States? <i>If "Yes," complete Schedule F, Parts II and IV</i> .....	X	
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the United States? <i>If "Yes," complete Schedule F, Parts III and IV</i> .....		X
17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? <i>If "Yes," complete Schedule G, Part I</i> .....	X	
18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? <i>If "Yes," complete Schedule G, Part II</i> .....	X	
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III</i> .....		X
20a Did the organization operate one or more hospital facilities? <i>If "Yes," complete Schedule H</i> .....		X
b If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return? .....		

**Part IV Checklist of Required Schedules** (continued)

	Yes	No
21 Did the organization report more than \$5,000 of grants and other assistance to any government or organization in the United States on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i> .....	X	
22 Did the organization report more than \$5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III</i> .....	X	
23 Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J</i> .....	X	
24a Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25</i> .....		X
b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception? .....		
c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds? .....		
d Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year? .....		
25a <b>Section 501(c)(3) and 501(c)(4) organizations.</b> Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i> .....		X
b Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I</i> .....		X
26 Was a loan to or by a current or former officer, director, trustee, key employee, highest compensated employee, or disqualified person outstanding as of the end of the organization's tax year? <i>If "Yes," complete Schedule L, Part II</i> .....		X
27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? <i>If "Yes," complete Schedule L, Part III</i> .....		X
28 Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):		
a A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i> .....		X
b A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i> .....		X
c An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? <i>If "Yes," complete Schedule L, Part IV</i> .....		X
29 Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i> .....	X	
30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i> .....		X
31 Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i> .....		X
32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i> .....		X
33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i> .....		X
34 Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1</i> .....		X
35a Did the organization have a controlled entity within the meaning of section 512(b)(13)? .....		X
b If "Yes" to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i> .....		
36 <b>Section 501(c)(3) organizations.</b> Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i> .....		X
37 Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI</i> .....		X
38 Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19? <b>Note.</b> All Form 990 filers are required to complete Schedule O .....	X	



Part V Statements Regarding Other IRS Filings and Tax Compliance

Check if Schedule O contains a response to any question in this Part V

Form 990 questions and answers including: 1a Enter the number reported in Box 3 of Form 1096... 1b Enter the number of Forms W-2G included... 2a Enter the number of employees reported on Form W-3... 3a Did the organization have unrelated business gross income... 4a At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country... 5a Was the organization a party to a prohibited tax shelter transaction... 6a Does the organization have annual gross receipts that are normally greater than \$100,000... 7 Organizations that may receive deductible contributions under section 170(c)... 8 Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations... 9 Sponsoring organizations maintaining donor advised funds... 10 Section 501(c)(7) organizations... 11 Section 501(c)(12) organizations... 12a Section 4947(a)(1) non-exempt charitable trusts... 13 Section 501(c)(29) qualified nonprofit health insurance issuers... 14a Did the organization receive any payments for indoor tanning services during the tax year?

Part VI Governance, Management, and Disclosure For each "Yes" response to lines 2 through 7b below, and for a "No" response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

Check if Schedule O contains a response to any question in this Part VI [X]

Section A. Governing Body and Management

Table with columns for question number, description, and Yes/No checkboxes. Includes questions 1a through 9 regarding governing body members, family relationships, and documentation.

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code.)

Table with columns for question number, description, and Yes/No checkboxes. Includes questions 10a through 16b regarding local chapters, policies, conflict of interest, whistleblower, and compensation.

Section C. Disclosure

- 17 List the states with which a copy of this Form 990 is required to be filed CA
18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection.
19 Describe in Schedule O whether (and if so, how), the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year.
20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization: THE ORGANIZATION - (408) 795-6116 201 SOUTH MARKET STREET, SAN JOSE, CA 95113

**Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors**

Check if Schedule O contains a response to any question in this Part VII

**Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees**

1a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
- List all of the organization's **current** key employees, if any. See instructions for definition of "key employee."
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.
- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.
- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees; highest compensated employees; and former such persons.

Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee.

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(1) TIM RITCHIE PRESIDENT	40.00	X		X			272,395.	0.	0.	
(2) ANN BOWERS DIRECTOR	0.50	X					0.	0.	0.	
(3) EDWARD CANNIZZARO BOARD TREASURER	2.00	X		X			0.	0.	0.	
(4) DANIEL WARMENHOVEN BOARD VICE CHAIR	2.00	X		X			0.	0.	0.	
(5) ROGER QUINLAN BOARD SECRETARY	1.00	X		X			0.	0.	0.	
(6) MANNY BARBARA DIRECTOR	0.50	X					0.	0.	0.	
(7) JAMES BARRESE DIRECTOR	1.00	X					0.	0.	0.	
(8) HARRY BLOUNT DIRECTOR	1.00	X					0.	0.	0.	
(9) SALLY BOURGOIN DIRECTOR	2.00	X					0.	0.	0.	
(10) CHRIS BOYD DIRECTOR	1.00	X					0.	0.	0.	
(11) CHUCK BOYNTON DIRECTOR	0.40	X					0.	0.	0.	
(12) TERESA BRIGGS DIRECTOR	0.50	X					0.	0.	0.	
(13) BLAIR CHRISTIE DIRECTOR	0.50	X					0.	0.	0.	
(14) DAVID CORTESE DIRECTOR	0.50	X					0.	0.	0.	
(15) DAVID CRAWFORD DIRECTOR	2.50	X					0.	0.	0.	
(16) JAMES DEICHEN DIRECTOR	4.00	X					0.	0.	0.	
(17) CHRISTOPHER DIGIORGIO BOARD CHAIR	4.00	X		X			0.	0.	0.	

**Part VII** Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

(A) Name and title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(18) JOSEPH FABRIS DIRECTOR	1.00	X						0.	0.	0.
(19) JEFF FERRIER DIRECTOR	1.00	X						0.	0.	0.
(20) ROBERT GRIMM DIRECTOR	3.40	X						0.	0.	0.
(21) WILLIAM HEIL DIRECTOR	0.50	X						0.	0.	0.
(22) GERALD HELD DIRECTOR	2.00	X						0.	0.	0.
(23) DAVE HOUSE DIRECTOR	0.30	X						0.	0.	0.
(24) JOE KAVA DIRECTOR	1.00	X						0.	0.	0.
(25) CATHY KIMBALL DIRECTOR	0.50	X						0.	0.	0.
(26) RANDY KREZIN DIRECTOR	0.50	X						0.	0.	0.
<b>1b Sub-total</b>								272,395.	0.	0.
<b>c Total from continuation sheets to Part VII, Section A</b>								658,437.	0.	49,655.
<b>d Total (add lines 1b and 1c)</b>								930,832.	0.	49,655.

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization **6**

	Yes	No
3 Did the organization list any former officer, director, or trustee, key employee, or highest compensated employee on line 1a? If "Yes," complete Schedule J for such individual	X	
4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If "Yes," complete Schedule J for such individual	X	
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? If "Yes," complete Schedule J for such person		X

**Section B. Independent Contractors**

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year.

(A) Name and business address	(B) Description of services	(C) Compensation
RICHARD KING 201 S. MARKET STREET, SAN JOSE, CA 95113	FUNDRAISING-THE TECH AWARDS	251,223.

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 of compensation from the organization **1**

SEE PART VII, SECTION A CONTINUATION SHEETS

**Part VII** Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

(A) Name and title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (check all that apply)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(27) DAN'L LEWIN DIRECTOR	1.00	X						0.	0.	0.
(28) BILL MAY DIRECTOR	1.00	X						0.	0.	0.
(29) SMITH MCKEITHEN DIRECTOR	1.00	X						0.	0.	0.
(30) JAMI NACHTSHEIM DIRECTOR	1.20	X						0.	0.	0.
(31) OMKARAM NALAMASU DIRECTOR	1.00	X						0.	0.	0.
(32) STUART PANN DIRECTOR	1.00	X						0.	0.	0.
(33) DANIEL PEREZ DIRECTOR	2.00	X						0.	0.	0.
(34) FRANK QUATRONE DIRECTOR	1.00	X						0.	0.	0.
(35) PETER RELAN DIRECTOR	0.50	X						0.	0.	0.
(36) ARCHANA SATHAYE DIRECTOR	0.50	X						0.	0.	0.
(37) JUDY SWANSON DIRECTOR	0.30	X						0.	0.	0.
(38) JIM VANIDES DIRECTOR	0.50	X						0.	0.	0.
(39) JOHN VITALIE DIRECTOR	0.50	X						0.	0.	0.
(40) KENNETH WASHINGTON DIRECTOR	0.50	X						0.	0.	0.
(41) STEVE YOUNG DIRECTOR	0.50	X						0.	0.	0.
(42) HARVARD SUNG CFO	40.00	X	X					0.	0.	0.
(43) BILL BAILOR VP OPERATIONS	40.00					X		138,360.	0.	4,400.
(44) ELIZABETH WILLIAMS VP MARKETING	40.00					X		117,981.	0.	12,000.
(45) DAVID WHITMAN VP TECH AWARDS	40.00					X		129,080.	0.	10,620.
(46) LATH CARLSON VP EXHIBITS	40.00					X		146,098.	0.	0.
Total to Part VII, Section A, line 1c .....										

**Part VII** Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

(A) Name and title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (check all that apply)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(47) NARESH KAPAHI FORMER CFO	40.00						X	126,918.	0.	22,635.
Total to Part VII, Section A, line 1c								658,437.		49,655.

COPY

**Part VIII Statement of Revenue**

Check if Schedule O contains a response to any question in this Part VIII

				(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514	
<b>Contributions, Gifts, Grants and Other Similar Amounts</b>	<b>1 a</b> Federated campaigns	<b>1a</b>						
	<b>b</b> Membership dues	<b>1b</b>						
	<b>c</b> Fundraising events	<b>1c</b>	2,439,458.					
	<b>d</b> Related organizations	<b>1d</b>						
	<b>e</b> Government grants (contributions)	<b>1e</b>	1,049,750.					
	<b>f</b> All other contributions, gifts, grants, and similar amounts not included above	<b>1f</b>	7,635,091.					
	<b>g</b> Noncash contributions included in lines 1a-1f: \$		517,940.					
	<b>h Total.</b> Add lines 1a-1f			11,124,299.				
	<b>Program Service Revenue</b>	<b>2 a</b> <u>ADMISSIONS AND FEES</u>	Business Code	611710	1,807,024.	1,807,024.		
<b>b</b> <u>IMAX TICKET SALES</u>			900099	940,438.	721,359.	219,079.		
<b>c</b> <u>FACILITY RENTAL</u>			900099	461,293.	461,293.			
<b>d</b> <u>VISITORS SERVICES</u>			900099	356,179.	356,179.			
<b>e</b> <u>STORE REVENUE</u>			453220	204,897.	204,897.			
<b>f</b> All other program service revenue								
<b>g Total.</b> Add lines 2a-2f				3,769,831.				
<b>Other Revenue</b>		<b>3</b> Investment income (including dividends, interest, and other similar amounts)			261,599.			261,599.
	<b>4</b> Income from investment of tax-exempt bond proceeds							
	<b>5</b> Royalties							
	<b>6 a</b> Gross rents	(i) Real	(ii) Personal					
		<b>d</b> Net rental income or (loss)						
	<b>7 a</b> Gross amount from sales of assets other than inventory	(i) Securities	(ii) Other					
		<b>d</b> Net gain or (loss)			-40,879.			-40,879.
	<b>8 a</b> Gross income from fundraising events (not including \$ 2,439,458. of contributions reported on line 1c). See Part IV, line 18	<b>a</b>		416,103.				
		<b>b</b> Less: direct expenses	<b>b</b>	699,405.				
		<b>c</b> Net income or (loss) from fundraising events			-283,302.			-283,302.
<b>9 a</b> Gross income from gaming activities. See Part IV, line 19	<b>a</b>							
	<b>b</b> Less: direct expenses	<b>b</b>						
	<b>c</b> Net income or (loss) from gaming activities							
<b>10 a</b> Gross sales of inventory, less returns and allowances	<b>a</b>							
	<b>b</b> Less: cost of goods sold	<b>b</b>						
	<b>c</b> Net income or (loss) from sales of inventory							
<b>11</b> Miscellaneous Revenue			Business Code					
<b>a</b>								
<b>b</b>								
<b>c</b>								
<b>d</b> All other revenue								
<b>e Total.</b> Add lines 11a-11d								
<b>12 Total revenue.</b> See instructions.				14,831,548.	3,550,752.	219,079.	-62,582.	

**Part IX Statement of Functional Expenses**

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A).

Check if Schedule O contains a response to any question in this Part IX

<i>Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.</i>	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the United States. See Part IV, line 21				
2 Grants and other assistance to individuals in the United States. See Part IV, line 22				
3 Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	307,888.	30,789.	277,099.	
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages	4,804,351.	3,536,978.	685,164.	582,209.
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)				
9 Other employee benefits	373,451.	273,611.	58,713.	41,127.
10 Payroll taxes	332,386.	228,921.	62,667.	40,798.
11 Fees for services (non-employees):				
a Management				
b Legal	371.		371.	
c Accounting	120,975.		120,975.	
d Lobbying				
e Professional fundraising services. See Part IV, line 17				
f Investment management fees	61,127.		61,127.	
g Other. (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Sch O.)	548,977.	279,981.	22,885.	246,111.
12 Advertising and promotion	633,109.	342,076.	290,943.	90.
13 Office expenses	597,914.	462,280.	84,188.	51,446.
14 Information technology				
15 Royalties	461,953.	459,367.		2,586.
16 Occupancy	1,640,657.	1,476,094.	124,534.	40,029.
17 Travel	124,159.	97,163.	21,773.	5,223.
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings				
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	1,208,279.	1,122,535.	53,116.	32,628.
23 Insurance				
24 Other expenses. Itemize expenses not covered above. (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a <b>TECH AWARDS</b>	1,643,580.	1,643,580.		
b <b>FEES AND SERVICES</b>	694,050.	577,592.	116,458.	
c <b>OTHER EXPENSES</b>	415,078.	313,435.	48,200.	53,443.
d <b>BUILDING AND EQUIPMENT</b>	220,506.	218,428.	2,078.	
e All other expenses	80,329.	80,329.		
25 Total functional expenses. Add lines 1 through 24e	14,269,140.	11,143,159.	2,030,291.	1,095,690.
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation.				

Check here  if following SOP 98-2 (ASC 958-720)



**Part X Balance Sheet**

Check if Schedule O contains a response to any question in this Part X

		(A) Beginning of year		(B) End of year
<b>Assets</b>	<b>1</b> Cash - non-interest-bearing .....	51,376.	<b>1</b>	49,685.
	<b>2</b> Savings and temporary cash investments .....	1,646,648.	<b>2</b>	2,221,472.
	<b>3</b> Pledges and grants receivable, net .....	12,864,356.	<b>3</b>	12,100,086.
	<b>4</b> Accounts receivable, net .....	2,051,971.	<b>4</b>	1,314,857.
	<b>5</b> Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L .....		<b>5</b>	
	<b>6</b> Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instr). Complete Part II of Sch L .....		<b>6</b>	
	<b>7</b> Notes and loans receivable, net .....		<b>7</b>	
	<b>8</b> Inventories for sale or use .....		<b>8</b>	
	<b>9</b> Prepaid expenses and deferred charges .....	303,250.	<b>9</b>	208,857.
	<b>10a</b> Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D .....	<b>10a</b> 27,531,945.		
	<b>b</b> Less: accumulated depreciation .....	<b>10b</b> 21,066,757.	5,353,498.	<b>10c</b> 6,465,188.
	<b>11</b> Investments - publicly traded securities .....		<b>11</b>	
	<b>12</b> Investments - other securities. See Part IV, line 11 .....	14,942,491.	<b>12</b>	17,625,957.
	<b>13</b> Investments - program-related. See Part IV, line 11 .....		<b>13</b>	
	<b>14</b> Intangible assets .....		<b>14</b>	
	<b>15</b> Other assets. See Part IV, line 11 .....	21,314,517.	<b>15</b>	21,189,388.
<b>16 Total assets.</b> Add lines 1 through 15 (must equal line 34) .....	58,528,107.	<b>16</b>	61,175,490.	
<b>Liabilities</b>	<b>17</b> Accounts payable and accrued expenses .....	708,842.	<b>17</b>	1,189,071.
	<b>18</b> Grants payable .....		<b>18</b>	
	<b>19</b> Deferred revenue .....	332,841.	<b>19</b>	385,097.
	<b>20</b> Tax-exempt bond liabilities .....		<b>20</b>	
	<b>21</b> Escrow or custodial account liability. Complete Part IV of Schedule D .....		<b>21</b>	
	<b>22</b> Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L .....		<b>22</b>	
	<b>23</b> Secured mortgages and notes payable to unrelated third parties .....		<b>23</b>	
	<b>24</b> Unsecured notes and loans payable to unrelated third parties .....		<b>24</b>	
	<b>25</b> Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D .....		<b>25</b>	
	<b>26 Total liabilities.</b> Add lines 17 through 25 .....	1,041,683.	<b>26</b>	1,574,168.
<b>Net Assets or Fund Balances</b>	<b>Organizations that follow SFAS 117 (ASC 958), check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.</b>			
	<b>27</b> Unrestricted net assets .....	4,701,977.	<b>27</b>	5,799,794.
	<b>28</b> Temporarily restricted net assets .....	40,068,741.	<b>28</b>	41,085,822.
	<b>29</b> Permanently restricted net assets .....	12,715,706.	<b>29</b>	12,715,706.
	<b>Organizations that do not follow SFAS 117 (ASC 958), check here <input type="checkbox"/> and complete lines 30 through 34.</b>			
	<b>30</b> Capital stock or trust principal, or current funds .....		<b>30</b>	
	<b>31</b> Paid-in or capital surplus, or land, building, or equipment fund .....		<b>31</b>	
	<b>32</b> Retained earnings, endowment, accumulated income, or other funds .....		<b>32</b>	
<b>33</b> Total net assets or fund balances .....	57,486,424.	<b>33</b>	59,601,322.	
<b>34</b> Total liabilities and net assets/fund balances .....	58,528,107.	<b>34</b>	61,175,490.	

**Part XI Reconciliation of Net Assets**

Check if Schedule O contains a response to any question in this Part XI

1	Total revenue (must equal Part VIII, column (A), line 12)	1	14,831,548.
2	Total expenses (must equal Part IX, column (A), line 25)	2	14,269,140.
3	Revenue less expenses. Subtract line 2 from line 1	3	562,408.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	57,486,424.
5	Net unrealized gains (losses) on investments	5	1,677,619.
6	Donated services and use of facilities	6	-125,129.
7	Investment expenses	7	
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain in Schedule O)	9	0.
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B)).	10	59,601,322.

**Part XII Financial Statements and Reporting**

Check if Schedule O contains a response to any question in this Part XII

	Yes	No
1 Accounting method used to prepare the Form 990: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other _____ If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O.		
2a Were the organization's financial statements compiled or reviewed by an independent accountant? _____ If "Yes," check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both: <input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis		X
b Were the organization's financial statements audited by an independent accountant? _____ If "Yes," check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both: <input checked="" type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis	X	
c If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? _____ If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.	X	
3a As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133? _____		X
b If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits _____		

Form 990 (2012)

**SCHEDULE A**  
**(Form 990 or 990-EZ)**

**Public Charity Status and Public Support**

OMB No. 1545-0047

**2012**

Open to Public Inspection

Department of the Treasury  
Internal Revenue Service

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.

Name of the organization **THE TECH MUSEUM OF INNOVATION** Employer identification number **94-2864660**

**Part I Reason for Public Charity Status** (All organizations must complete this part.) See instructions.

The organization is not a private foundation because it is: (For lines 1 through 11, check only one box.)

- 1  A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i)**.
- 2  A school described in **section 170(b)(1)(A)(ii)**. (Attach Schedule E.)
- 3  A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii)**.
- 4  A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii)**. Enter the hospital's name, city, and state: \_\_\_\_\_
- 5  An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv)**. (Complete Part II.)
- 6  A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v)**.
- 7  An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi)**. (Complete Part II.)
- 8  A community trust described in **section 170(b)(1)(A)(vi)**. (Complete Part II.)
- 9  An organization that normally receives: (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions - subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See **section 509(a)(2)**. (Complete Part III.)
- 10  An organization organized and operated exclusively to test for public safety. See **section 509(a)(4)**.
- 11  An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2). See **section 509(a)(3)**. Check the box that describes the type of supporting organization and complete lines 11e through 11h.
  - a  Type I
  - b  Type II
  - c  Type III - Functionally integrated
  - d  Type III - Non-functionally integrated
- e  By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2).
- f If the organization received a written determination from the IRS that it is a Type I, Type II, or Type III supporting organization, check this box
- g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?
 

	Yes	No
(i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization? .....		
(ii) A family member of a person described in (i) above? .....		
(iii) A 35% controlled entity of a person described in (i) or (ii) above? .....		
- h Provide the following information about the supported organization(s).

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1-9 above or IRC section (see instructions))	(iv) Is the organization in col. (i) listed in your governing document?		(v) Did you notify the organization in col. (i) of your support?		(vi) Is the organization in col. (i) organized in the U.S.?		(vii) Amount of monetary support
			Yes	No	Yes	No	Yes	No	
<b>Total</b>									

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ. Schedule A (Form 990 or 990-EZ) 2012

**Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)**

(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

**Section A. Public Support**

Calendar year (or fiscal year beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.") .....	11,117,707.	8,983,577.	6,996,214.	21,690,550.	11,124,299.	59,912,347.
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf .....						
3 The value of services or facilities furnished by a governmental unit to the organization without charge ...	1,304,886.	1,298,939.	1,292,636.	1,285,955.	1,278,871.	6,461,287.
4 <b>Total.</b> Add lines 1 through 3 .....	12,422,593.	10,282,516.	8,288,850.	22,976,505.	12,403,170.	66,373,634.
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f) .....						20,881,490.
6 <b>Public support.</b> Subtract line 5 from line 4.						45,492,144.

**Section B. Total Support**

Calendar year (or fiscal year beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
7 Amounts from line 4 .....	12,422,593.	10,282,516.	8,288,850.	22,976,505.	12,403,170.	66,373,634.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources ...	381,718.	318,803.	297,488.	277,593.	261,599.	1,537,201.
9 Net income from unrelated business activities, whether or not the business is regularly carried on ...						
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.) .....						
11 <b>Total support.</b> Add lines 7 through 10						67,910,835.
12 Gross receipts from related activities, etc. (see instructions) .....					12	18,966,606.
13 <b>First five years.</b> If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and <b>stop here</b> .....						<input type="checkbox"/>

**Section C. Computation of Public Support Percentage**

14 Public support percentage for 2012 (line 6, column (f) divided by line 11, column (f)) .....	14	66.99 %
15 Public support percentage from 2011 Schedule A, Part II, line 14 .....	15	73.61 %
16a <b>33 1/3% support test - 2012.</b> If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and <b>stop here.</b> The organization qualifies as a publicly supported organization .....		<input checked="" type="checkbox"/>
b <b>33 1/3% support test - 2011.</b> If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and <b>stop here.</b> The organization qualifies as a publicly supported organization .....		<input type="checkbox"/>
17a <b>10% -facts-and-circumstances test - 2012.</b> If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and <b>stop here.</b> Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization .....		<input type="checkbox"/>
b <b>10% -facts-and-circumstances test - 2011.</b> If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and <b>stop here.</b> Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization .....		<input type="checkbox"/>
18 <b>Private foundation.</b> If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions .....		<input type="checkbox"/>

Schedule A (Form 990 or 990-EZ) 2012

**Part III Support Schedule for Organizations Described in Section 509(a)(2)**

(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

**Section A. Public Support**

Calendar year (or fiscal year beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
<b>1</b> Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.") .....						
<b>2</b> Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose .....						
<b>3</b> Gross receipts from activities that are not an unrelated trade or business under section 513 .....						
<b>4</b> Tax revenues levied for the organization's benefit and either paid to or expended on its behalf .....						
<b>5</b> The value of services or facilities furnished by a governmental unit to the organization without charge .....						
<b>6 Total.</b> Add lines 1 through 5 .....						
<b>7a</b> Amounts included on lines 1, 2, and 3 received from disqualified persons .....						
<b>b</b> Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year .....						
<b>c</b> Add lines 7a and 7b .....						
<b>8 Public support.</b> (Subtract line 7c from line 6.)						

**Section B. Total Support**

Calendar year (or fiscal year beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
<b>9</b> Amounts from line 6 .....						
<b>10a</b> Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources .....						
<b>b</b> Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975 .....						
<b>c</b> Add lines 10a and 10b .....						
<b>11</b> Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on .....						
<b>12</b> Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.) .....						
<b>13 Total support.</b> (Add lines 9, 10c, 11, and 12.)						

**14 First five years.** If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and **stop here**

**Section C. Computation of Public Support Percentage**

<b>15</b> Public support percentage for 2012 (line 8, column (f) divided by line 13, column (f)) .....	<b>15</b>	%
<b>16</b> Public support percentage from 2011 Schedule A, Part III, line 15 .....	<b>16</b>	%

**Section D. Computation of Investment Income Percentage**

<b>17</b> Investment income percentage for 2012 (line 10c, column (f) divided by line 13, column (f)) .....	<b>17</b>	%
<b>18</b> Investment income percentage from 2011 Schedule A, Part III, line 17 .....	<b>18</b>	%

**19a 33 1/3% support tests - 2012.** If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization

**b 33 1/3% support tests - 2011.** If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization

**20 Private foundation.** If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions

**Schedule B**

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury  
Internal Revenue Service

**Schedule of Contributors**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

OMB No. 1545-0047

**2012**

Name of the organization

THE TECH MUSEUM OF INNOVATION

Employer identification number

94-2864660

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

501(c)( 3 ) (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

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

**General Rule**

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

**Special Rules**

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

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

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

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

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

**SCHEDULE D**  
**(Form 990)**

Department of the Treasury  
Internal Revenue Service

**Supplemental Financial Statements**

▶ Complete if the organization answered "Yes," to Form 990, Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.  
▶ Attach to Form 990. ▶ See separate instructions.

OMB No. 1545-0047

**2012**

Open to Public Inspection

Name of the organization **THE TECH MUSEUM OF INNOVATION** Employer identification number **94-2864660**

**Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts.** Complete if the organization answered "Yes" to Form 990, Part IV, line 6.

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year .....		
2 Aggregate contributions to (during year) .....		
3 Aggregate grants from (during year) .....		
4 Aggregate value at end of year .....		
5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control? .....		<input type="checkbox"/> Yes <input type="checkbox"/> No
6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit? .....		<input type="checkbox"/> Yes <input type="checkbox"/> No

**Part II Conservation Easements.** Complete if the organization answered "Yes" to Form 990, Part IV, line 7.

1 Purpose(s) of conservation easements held by the organization (check all that apply).

Preservation of land for public use (e.g., recreation or education)  Preservation of an historically important land area

Protection of natural habitat  Preservation of a certified historic structure

Preservation of open space

2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year.

	Held at the End of the Tax Year
a Total number of conservation easements .....	2a
b Total acreage restricted by conservation easements .....	2b
c Number of conservation easements on a certified historic structure included in (a) .....	2c
d Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register .....	2d

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ▶ \_\_\_\_\_

4 Number of states where property subject to conservation easement is located ▶ \_\_\_\_\_

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds? .....

Yes  No

6 Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year ▶ \_\_\_\_\_

7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ▶ \$ \_\_\_\_\_

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)? .....

Yes  No

9 In Part XIII, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements.

**Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.**

Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

1a If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIII, the text of the footnote to its financial statements that describes these items.

b If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items:

(i) Revenues included in Form 990, Part VIII, line 1 .....

▶ \$ \_\_\_\_\_

(ii) Assets included in Form 990, Part X .....

▶ \$ \_\_\_\_\_

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items:

a Revenues included in Form 990, Part VIII, line 1 .....

▶ \$ \_\_\_\_\_

b Assets included in Form 990, Part X .....

▶ \$ \_\_\_\_\_

**Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets** (continued)

3 Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply):

- a  Public exhibition
- b  Scholarly research
- c  Preservation for future generations
- d  Loan or exchange programs
- e  Other \_\_\_\_\_

4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIII.

5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection?  Yes  No

**Part IV Escrow and Custodial Arrangements.** Complete if the organization answered "Yes" to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X?  Yes  No

b If "Yes," explain the arrangement in Part XIII and complete the following table:

	Amount
c Beginning balance	1c
d Additions during the year	1d
e Distributions during the year	1e
f Ending balance	1f

2a Did the organization include an amount on Form 990, Part X, line 21?  Yes  No

b If "Yes," explain the arrangement in Part XIII. Check here if the explanation has been provided in Part XIII

**Part V Endowment Funds.** Complete if the organization answered "Yes" to Form 990, Part IV, line 10.

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance	12,715,706.	12,715,706.	12,685,706.	12,675,167.	
b Contributions			30,000.	10,539.	
c Net investment earnings, gains, and losses	1,042,967.				
d Grants or scholarships					
e Other expenditures for facilities and programs					
f Administrative expenses					
g End of year balance	13,758,673.	12,715,706.	12,715,706.	12,685,706.	

2 Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as:

- a Board designated or quasi-endowment  .00 %
- b Permanent endowment  92.00 %
- c Temporarily restricted endowment  8.00 %

The percentages in lines 2a, 2b, and 2c should equal 100%.

3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by:

- (i) unrelated organizations
- (ii) related organizations

	Yes	No
3a(i)		X
3a(ii)		X
3b		

b If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R?

4 Describe in Part XIII the intended uses of the organization's endowment funds.

**Part VI Land, Buildings, and Equipment.** See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land				
b Buildings				
c Leasehold improvements		10,029,642.	8,213,145.	1,816,497.
d Equipment		4,433,931.	3,434,921.	999,010.
e Other		13,068,372.	9,418,691.	3,649,681.
<b>Total.</b> Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10(c).)				6,465,188.



**Part VII Investments - Other Securities.** See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1) Financial derivatives .....		
(2) Closely-held equity interests .....		
(3) Other		
(A) EQUITY FUNDS	12,133,483.	END-OF-YEAR MARKET VALUE
(B) VENTURE CAPITAL FUNDS &		
(C) PARTNERSHIPS	932,595.	END-OF-YEAR MARKET VALUE
(D) CERTIFICATES OF DEPOSIT	4,559,879.	END-OF-YEAR MARKET VALUE
(E)		
(F)		
(G)		
(H)		
(I)		
<b>Total.</b> (Col. (b) must equal Form 990, Part X, col. (B) line 12.) ▶	17,625,957.	

**Part VIII Investments - Program Related.** See Form 990, Part X, line 13.

(a) Description of investment type	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
(10)		
<b>Total.</b> (Col. (b) must equal Form 990, Part X, col. (B) line 13.) ▶		

**Part IX Other Assets.** See Form 990, Part X, line 15.

(a) Description	(b) Book value
(1) CITY OF SAN JOSE LEASE	21,189,388.
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
<b>Total.</b> (Column (b) must equal Form 990, Part X, col. (B) line 15.) ▶	21,189,388.

**Part X Other Liabilities.** See Form 990, Part X, line 25.

1. (a) Description of liability	(b) Book value
(1) Federal income taxes	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
(11)	
<b>Total.</b> (Column (b) must equal Form 990, Part X, col. (B) line 25.) ▶	

2. FIN 48 (ASC 740) Footnote. In Part XIII, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740). Check here if the text of the footnote has been provided in Part XIII

**Part XI Reconciliation of Revenue per Audited Financial Statements With Revenue per Return**

1	Total revenue, gains, and other support per audited financial statements		1	19,381,317.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:			
a	Net unrealized gains on investments	2a	1,677,619.	
b	Donated services and use of facilities	2b	2,419,910.	
c	Recoveries of prior year grants	2c		
d	Other (Describe in Part XIII.)	2d	7,084.	
e	Add lines 2a through 2d	2e		4,104,613.
3	Subtract line 2e from line 1		3	15,276,704.
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1:			
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	61,127.	
b	Other (Describe in Part XIII.)	4b	-506,283.	
c	Add lines 4a and 4b	4c		-445,156.
5	Total revenue. Add lines 3 and 4c. (This must equal Form 990, Part I, line 12.)		5	14,831,548.

**Part XII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return**

1	Total expenses and losses per audited financial statements		1	17,266,419.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:			
a	Donated services and use of facilities	2a	2,545,039.	
b	Prior year adjustments	2b		
c	Other losses	2c		
d	Other (Describe in Part XIII.)	2d	7,084.	
e	Add lines 2a through 2d	2e		2,552,123.
3	Subtract line 2e from line 1		3	14,714,296.
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:			
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	61,127.	
b	Other (Describe in Part XIII.)	4b	-506,283.	
c	Add lines 4a and 4b	4c		-445,156.
5	Total expenses. Add lines 3 and 4c. (This must equal Form 990, Part I, line 18.)		5	14,269,140.

**Part XIII Supplemental Information**

Complete this part to provide the descriptions required for Part I, lines 3, 5, and 9; Part III, lines 1a and 4; Part IV, lines 1b and 2b; Part V, line 4; Part X, line 2; Part XI, lines 2d and 4b; and Part XII, lines 2d and 4b. Also complete this part to provide any additional information.

**PART V, LINE 4: THE ORGANIZATION MAY REDEEM 5% OF THE THREE-YEAR ROLLING AVERAGE OF THE ENDOWMENT PORTFOLIO VALUE. THIS AMOUNT CAN ONLY BE RELEASED IF AND WHEN THE ENDOWMENT VALUATION EXCEEDS PAR BY AN EQUAL OR GREATER AMOUNT. CFO PROVIDES THE CALCULATION OF FUNDS TO BE REDEEMED AND THE INVESTMENT COMMITTEE CHAIR AUTHORIZES THE INVESTMENT HOLDING TO WIRE QUALIFIED FUNDS TO THE TECH MUSEUM BANK ACCOUNT.**

**PART X, LINE 2: THE ORGANIZATION APPLIES THE PROVISIONS SET FORTH IN**

Part XIII Supplemental Information (continued)

FINANCIAL ACCOUNTING STANDARDS BOARD (FASB) ACCOUNTING STANDARDS CODIFICATION TOPIC 740 TO ACCOUNT FOR UNCERTAINTY IN INCOME TAXES. THE ORGANIZATION ASSESSED ALL INCOME TAX POSITIONS TAKEN WHERE THE STATUTE OF LIMITATION REMAINED OPEN. THE ORGANIZATION BELIEVES THAT ITS TAX FILING POSITIONS WILL BE SUSTAINED UPON TAX EXAMINATIONS; THEREFORE, NO LIABILITY FOR UNRECOGNIZED INCOME TAX BENEFITS HAS BEEN RECORDED AT JUNE 30, 2013. THE ORGANIZATION DOES NOT ANTICIPATE ANY SIGNIFICANT INCREASES OR DECREASES TO UNRECOGNIZED INCOME TAX BENEFITS DURING THE NEXT 12 MONTHS.

PART XI, LINE 2D - OTHER ADJUSTMENTS:

RECLASS OF DEPRECIATION EXPENSE 7,084.

PART XI, LINE 4B - OTHER ADJUSTMENTS:

RECLASS OF TECH AWARD EXPENSES -465,404.

RECLASS OF RETIREMENT OF EXHIBITS -40,879.

TOTAL TO SCHEDULE D, PART XI, LINE 4B -506,283.

PART XII, LINE 2D - OTHER ADJUSTMENTS:

RECLASS OF DEPRECIATION EXPENSE 7,084.

PART XII, LINE 4B - OTHER ADJUSTMENTS:

RECLASS OF TECH AWARD EXPENSES -465,404.

RECLASS OF RETIREMENT OF EXHIBITS -40,879.

TOTAL TO SCHEDULE D, PART XII, LINE 4B -506,283.

**SCHEDULE F  
(Form 990)**

Department of the Treasury  
Internal Revenue Service

**Statement of Activities Outside the United States**

▶ Complete if the organization answered "Yes" to Form 990,  
Part IV, line 14b, 15, or 16.  
▶ Attach to Form 990. ▶ See separate instructions.

OMB No. 1545-0047

**2012**

Open to Public Inspection

Name of the organization <b>THE TECH MUSEUM OF INNOVATION</b>	Employer identification number <b>94-2864660</b>
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**Part I** General Information on Activities Outside the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 14b.

- For grantmakers.** Does the organization maintain records to substantiate the amount of its grants and other assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? .....  **Yes**  **No**
- For grantmakers.** Describe in Part V the organization's procedures for monitoring the use of its grants and other assistance outside the United States.
- Activities per Region.** (The following Part I, line 3 table can be duplicated if additional space is needed.)

(a) Region	(b) Number of offices in the region	(c) Number of employees, agents, and independent contractors in region	(d) Activities conducted in region (by type) (e.g., fundraising, program services, investments, grants to recipients located in the region)	(e) If activity listed in (d) is a program service, describe specific type of service(s) in region	(f) Total expenditures for and investments in region
<b>3 a</b> Sub-total .....	0	0			0.
<b>b</b> Total from continuation sheets to Part I .....	0	0			0.
<b>c Totals</b> (add lines 3a and 3b) .....	0	0			0.

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232071  
12-10-12

**Part I** Grants and Other Assistance to Organizations or Entities Outside the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 15, for any recipient who received more than \$5,000. Part II can be duplicated if additional space is needed.

1 (a) Name of organization	(b) IRS code section and EIN (if applicable)	(c) Region	(d) Purpose of grant	(e) Amount of cash grant	(f) Manner of cash disbursement	(g) Amount of non-cash assistance	(h) Description of non-cash assistance	(i) Method of valuation (book, FMV, appraisal, other)
		UGANDA	PRIZE FOR THE TECH AWARDS	45,000	WIRE	0.		FMV

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2 Enter total number of recipient organizations listed above that are recognized as charities by the foreign country, recognized as tax-exempt by the IRS, or for which the grantee or counsel has provided a section 501(c)(3) equivalency letter ▲ 0

3 Enter total number of other organizations or entities ▲ 1

**Part II** Grants and Other Assistance to Individuals Outside the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 16.

Part III can be duplicated if additional space is needed.

(a) Type of grant or assistance	(b) Region	(c) Number of recipients	(d) Amount of cash grant	(e) Manner of cash disbursement	(f) Amount of non-cash assistance	(g) Description of non-cash assistance	(h) Method of valuation (book, FMV, appraisal, other)

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Part IV Foreign Forms

- 1 Was the organization a U.S. transferor of property to a foreign corporation during the tax year? *If "Yes," the organization may be required to file Form 926, Return by a U.S. Transferor of Property to a Foreign Corporation (see Instructions for Form 926)* .....  Yes  No
- 2 Did the organization have an interest in a foreign trust during the tax year? *If "Yes," the organization may be required to file Form 3520, Annual Return to Report Transactions with Foreign Trusts and Receipt of Certain Foreign Gifts, and/or Form 3520-A, Annual Information Return of Foreign Trust With a U.S. Owner (see Instructions for Forms 3520 and 3520-A)* .....  Yes  No
- 3 Did the organization have an ownership interest in a foreign corporation during the tax year? *If "Yes," the organization may be required to file Form 5471, Information Return of U.S. Persons With Respect To Certain Foreign Corporations. (see Instructions for Form 5471)* .....  Yes  No
- 4 Was the organization a direct or indirect shareholder of a passive foreign investment company or a qualified electing fund during the tax year? *If "Yes," the organization may be required to file Form 8621, Information Return by a Shareholder of a Passive Foreign Investment Company or Qualified Electing Fund. (see Instructions for Form 8621)* .....  Yes  No
- 5 Did the organization have an ownership interest in a foreign partnership during the tax year? *If "Yes," the organization may be required to file Form 8865, Return of U.S. Persons With Respect To Certain Foreign Partnerships. (see Instructions for Form 8865)* .....  Yes  No
- 6 Did the organization have any operations in or related to any boycotting countries during the tax year? *If "Yes," the organization may be required to file Form 5713, International Boycott Report. (see Instructions for Form 5713)* .....  Yes  No

Schedule F (Form 990) 2012

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**Part V** Supplemental Information

Complete this part to provide the information required by Part I, line 2 (monitoring of funds); Part I, line 3, column (f) (accounting method; amounts of investments vs. expenditures per region); Part II, line 1 (accounting method); Part III (accounting method); and Part III, column (c) (estimated number of recipients), as applicable. Also complete this part to provide any additional information.

SCHEDULE F, PART I, LINE 2: THE TECH MUSEUM MAKES ANNUAL AWARDS IN CONJUNCTION WITH ITS ANNUAL GALA. THE PURPOSE OF THE TECH AWARDS IS TO HONOR TECHNOLOGISTS, EDUCATORS, SCIENTISTS AND ENTREPRENEURS WHO USE TECHNOLOGY TO IMPROVE OUR WORLD. EACH NOMINEE ELIGIBLE FOR AN AWARD IS VETTED IN ACCORDANCE WITH THE IRS REGULATIONS AND APPLICABLE GUIDANCE TO ENSURE COMPLIANCE WITH THE RULES AND REGULATIONS FOR MAKING INTERNATIONAL AWARDS.

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**SCHEDULE G**  
(Form 990 or 990-EZ)

Department of the Treasury  
Internal Revenue Service

**Supplemental Information Regarding  
Fundraising or Gaming Activities**

Complete if the organization answered "Yes" to Form 990, Part IV, lines 17, 18, or 19,  
or if the organization entered more than \$15,000 on Form 990-EZ, line 6a.  
▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.

OMB No. 1545-0047

**2012**

Open To Public  
Inspection

Name of the organization **THE TECH MUSEUM OF INNOVATION** Employer identification number **94-2864660**

**Part I Fundraising Activities.** Complete if the organization answered "Yes" to Form 990, Part IV, line 17. Form 990-EZ filers are not required to complete this part.

- 1** Indicate whether the organization raised funds through any of the following activities. Check all that apply.
- a  Mail solicitations
  - b  Internet and email solicitations
  - c  Phone solicitations
  - d  In-person solicitations
  - e  Solicitation of non-government grants
  - f  Solicitation of government grants
  - g  Special fundraising events
- 2 a** Did the organization have a written or oral agreement with any individual (including officers, directors, trustees or key employees listed in Form 990, Part VII) or entity in connection with professional fundraising services?  Yes  No
- b** If "Yes," list the ten highest paid individuals or entities (fundraisers) pursuant to agreements under which the fundraiser is to be compensated at least \$5,000 by the organization.

(i) Name and address of individual or entity (fundraiser)	(ii) Activity	(iii) Did fundraiser have custody or control of contributions?		(iv) Gross receipts from activity	(v) Amount paid to (or retained by) fundraiser listed in col. (i)	(vi) Amount paid to (or retained by) organization
		Yes	No			
RICHARD KING - 201 S. MARKET STREET, SAN JOSE, CA 95113	FUNDRAISING - THE TECH AWARDS		X	2,855,561.	251,223.	2,604,338.
<b>Total</b>				2,855,561.	251,223.	2,604,338.

**3** List all states in which the organization is registered or licensed to solicit contributions or has been notified it is exempt from registration or licensing.

CA

**Part II Fundraising Events.** Complete if the organization answered "Yes" to Form 990, Part IV, line 18, or reported more than \$15,000 of fundraising event contributions and gross income on Form 990-EZ, lines 1 and 6b. List events with gross receipts greater than \$5,000.

		(a) Event #1	(b) Event #2	(c) Other events	(d) Total events (add col. (a) through col. (c))
		THE TECH AWARDS (event type)	(event type)	NONE (total number)	
Revenue	1	Gross receipts	2,855,561.		2,855,561.
	2	Less: Contributions	2,439,458.		2,439,458.
	3	Gross income (line 1 minus line 2)	416,103.		416,103.
Direct Expenses	4	Cash prizes			
	5	Noncash prizes	0.		
	6	Rent/facility costs	11,808.		11,808.
	7	Food and beverages			
	8	Entertainment			
	9	Other direct expenses	687,597.		687,597.
	10	Direct expense summary. Add lines 4 through 9 in column (d)			( 699,405 )
	11	Net income summary. Combine line 3, column (d), and line 10			-283,302.

**Part III Gaming.** Complete if the organization answered "Yes" to Form 990, Part IV, line 19, or reported more than \$15,000 on Form 990-EZ, line 6a.

		(a) Bingo	(b) Pull tabs/instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming (add col. (a) through col. (c))
Revenue	1	Gross revenue			
	2	Cash prizes			
Direct Expenses	3	Noncash prizes			
	4	Rent/facility costs			
	5	Other direct expenses			
6	Volunteer labor	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	
7	Direct expense summary. Add lines 2 through 5 in column (d)				( )
8	Net gaming income summary. Combine line 1, column d, and line 7				

9 Enter the state(s) in which the organization operates gaming activities: \_\_\_\_\_  
 a Is the organization licensed to operate gaming activities in each of these states?  Yes  No  
 b If "No," explain: \_\_\_\_\_

10a Were any of the organization's gaming licenses revoked, suspended or terminated during the tax year?  Yes  No  
 b If "Yes," explain: \_\_\_\_\_

- 11 Does the organization operate gaming activities with nonmembers?  Yes  No
- 12 Is the organization a grantor, beneficiary or trustee of a trust or a member of a partnership or other entity formed to administer charitable gaming?  Yes  No
- 13 Indicate the percentage of gaming activity operated in:
 

<b>a</b>	The organization's facility	<b>13a</b>	%
<b>b</b>	An outside facility	<b>13b</b>	%
- 14 Enter the name and address of the person who prepares the organization's gaming/special events books and records:

Name ▶ \_\_\_\_\_

Address ▶ \_\_\_\_\_

- 15a Does the organization have a contract with a third party from whom the organization receives gaming revenue?  Yes  No

b If "Yes," enter the amount of gaming revenue received by the organization ▶ \$ \_\_\_\_\_ and the amount of gaming revenue retained by the third party ▶ \$ \_\_\_\_\_

c If "Yes," enter name and address of the third party:

Name ▶ \_\_\_\_\_

Address ▶ \_\_\_\_\_

16 Gaming manager information:

Name ▶ \_\_\_\_\_

Gaming manager compensation ▶ \$ \_\_\_\_\_

Description of services provided ▶ \_\_\_\_\_

Director/officer       Employee       Independent contractor

17 Mandatory distributions:

a Is the organization required under state law to make charitable distributions from the gaming proceeds to retain the state gaming license?  Yes  No

b Enter the amount of distributions required under state law to be distributed to other exempt organizations or spent in the organization's own exempt activities during the tax year ▶ \$ \_\_\_\_\_

**Part IV Supplemental Information.** Complete this part to provide the explanations required by Part I, line 2b, columns (iii) and (v), and Part III, lines 9, 9b, 10b, 15b, 15c, 16, and 17b, as applicable. Also complete this part to provide any additional information (see instructions).

SCHEDULE G, PART I, LINE 2B, LIST OF TEN HIGHEST PAID FUNDRAISERS:

(I) NAME OF FUNDRAISER: RICHARD KING

(I) ADDRESS OF FUNDRAISER: 201 S. MARKET STREET, SAN JOSE, CA 95113

**SCHEDULE I  
(Form 990)**

Department of the Treasury  
Internal Revenue Service

OMB No. 1545-0047

**2012**

Open to Public  
Inspection

**Grants and Other Assistance to Organizations,  
Governments, and Individuals in the United States**

Complete if the organization answered "Yes" to Form 990, Part IV, line 21 or 22.  
▶ Attach to Form 990.

Name of the organization  
**THE TECH MUSEUM OF INNOVATION**  
Employer identification number  
**94-2864660**

**Part I General Information on Grants and Assistance**

- 1** Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance?  Yes  No
- 2** Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States.

**Part II Grants and Other Assistance to Governments and Organizations in the United States.** Complete if the organization answered "Yes" to Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Part II can be duplicated if additional space is needed.

1 (a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
BIOLITE 25 JAY ST, FLOOR 4 BROOKLYN, NY 11201	27-2628296		65,000.	0.	FMV		PRIZE FOR THE TECH AWARDS
EMBRACE 201 SPEAR ST, STE 1100 SAN FRANCISCO, CA 94105	83-0509261		25,000.	0.	FMV		PRIZE FOR THE TECH AWARDS
ART CENTER COLLEGE OF DESIGN 1700 LIDA ST PASADENA, CA 91103	95-1921340		25,000.	0.	FMV		PRIZE FOR THE TECH AWARDS
ANGAZA DESIGN INCORPORATED 1028 15TH AVE REDWOOD CITY, CA 94063	27-2842254		75,000.	0.	FMV		PRIZE FOR THE TECH AWARDS
LITERACY BRIDGE 1904 THIRD AVE STE 733 SEATTLE, WA 98101	26-1335205	501(C)(3)	75,000.	0.	FMV		PRIZE FOR THE TECH AWARDS
THE TAGORE-SENGUPTA FOUNDATION 3286 MARSCHANT DRIVE BETHLEHEM, PA 18017	26-4015408	501(C)(3)	75,000.	0.	FMV		PRIZE FOR THE TECH AWARDS

**2** Enter total number of section 501(c)(3) and government organizations listed in the line 1 table ..... **4**

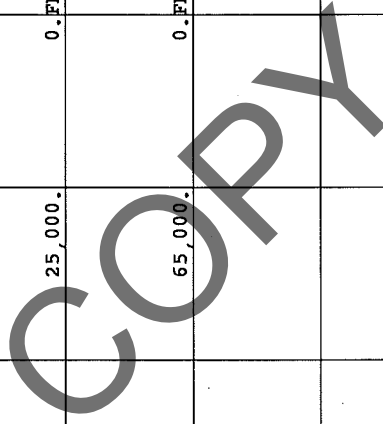
**3** Enter total number of other organizations listed in the line 1 table ..... **6**

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990. **Schedule I (Form 990) (2012)**

THE TECH MUSEUM OF INNOVATION

Part I Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
TEACHAIDS PO BOX 18701 STANFORD, CA 94309	27-0618533	501(C)(3)	25,000.	0.	FMV		PRIZE FOR THE TECH AWARDS
LEHR INCORPORATED 8922 ELLIS AVE LOS ANGELES, CA 90034	87-0798553		25,000.	0.	FMV		PRIZE FOR THE TECH AWARDS
GRAMEN FOUNDATION USA 1101 15 ST, NY 3RD FL WASHINGTON, DC 20005	73-1502797	501(C)(3)	25,000.	0.	FMV		PRIZE FOR THE TECH AWARDS
SIMPA NETWORKS 4465 17TH ST #6 SAN FRANCISCO, CA 94114	27-2303895		65,000.	0.	FMV		PRIZE FOR THE TECH AWARDS



**Part III** Grants and Other Assistance to Individuals in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 22. Part III can be duplicated if additional space is needed.

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance
TECH AWARDS PRIZE TO PAMELA RONALD	1	75,000.	0.	FMV	

**Part IV** Supplemental Information. Complete this part to provide the information required in Part I, line 2, Part III, column (b), and any other additional information.

SCHEDULE I, PART I, LINE 2: THE TECH MUSEUM MAKES ANNUAL AWARDS IN CONJUNCTION WITH ITS ANNUAL GALA. THE PURPOSE OF THE TECH AWARDS IS TO HONOR TECHNOLOGISTS, EDUCATORS, SCIENTISTS AND ENTREPRENEURS WHO USE TECHNOLOGY TO IMPROVE OUR WORLD. EACH NOMINEE ELIGIBLE FOR AN AWARD IS VETTED IN ACCORDANCE WITH THE IRS REGULATIONS AND APPLICABLE GUIDANCE TO ENSURE COMPLIANCE WITH THE RULES AND REGULATIONS FOR MAKING DOMESTIC AWARDS.

**SCHEDULE J  
(Form 990)**

**Compensation Information**

OMB No. 1545-0047

**2012**

Open to Public Inspection

For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees  
 ▶ Complete if the organization answered "Yes" to Form 990, Part IV, line 23.  
 ▶ Attach to Form 990. ▶ See separate instructions.

Department of the Treasury  
Internal Revenue Service

Name of the organization **THE TECH MUSEUM OF INNOVATION** Employer identification number **94-2864660**

**Part I Questions Regarding Compensation**

**1a** Check the appropriate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items.

- |  |  |
|--|--|
| <input type="checkbox"/> First-class or charter travel             | <input type="checkbox"/> Housing allowance or residence for personal use |
| <input type="checkbox"/> Travel for companions                     | <input type="checkbox"/> Payments for business use of personal residence |
| <input type="checkbox"/> Tax indemnification and gross-up payments | <input type="checkbox"/> Health or social club dues or initiation fees   |
| <input type="checkbox"/> Discretionary spending account            | <input type="checkbox"/> Personal services (e.g., maid, chauffeur, chef) |

**b** If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain ..... **1b**

**2** Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all officers, directors, trustees, and the CEO/Executive Director, regarding the items checked in line 1a? ..... **2**

**3** Indicate which, if any, of the following the filing organization used to establish the compensation of the organization's CEO/Executive Director. Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director, but explain in Part III.

- |  |   |
|--|---|
| <input type="checkbox"/> Compensation committee              | <input checked="" type="checkbox"/> Written employment contract                     |
| <input type="checkbox"/> Independent compensation consultant | <input type="checkbox"/> Compensation survey or study                               |
| <input type="checkbox"/> Form 990 of other organizations     | <input checked="" type="checkbox"/> Approval by the board or compensation committee |

**4** During the year, did any person listed in Form 990, Part VII, Section A, line 1a, with respect to the filing organization or a related organization:

- |  |           |          |
|--|-----------|----------|
| <b>a</b> Receive a severance payment or change-of-control payment? .....                             | <b>4a</b> | <b>X</b> |
| <b>b</b> Participate in, or receive payment from, a supplemental nonqualified retirement plan? ..... | <b>4b</b> | <b>X</b> |
| <b>c</b> Participate in, or receive payment from, an equity-based compensation arrangement? .....    | <b>4c</b> | <b>X</b> |
- If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III.

**Only section 501(c)(3) and 501(c)(4) organizations must complete lines 5-9.**

**5** For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of:

- |  |           |          |
|--|-----------|----------|
| <b>a</b> The organization? .....         | <b>5a</b> | <b>X</b> |
| <b>b</b> Any related organization? ..... | <b>5b</b> | <b>X</b> |
- If "Yes" to line 5a or 5b, describe in Part III.

**6** For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of:

- |  |           |          |
|--|-----------|----------|
| <b>a</b> The organization? .....         | <b>6a</b> | <b>X</b> |
| <b>b</b> Any related organization? ..... | <b>6b</b> | <b>X</b> |
- If "Yes" to line 6a or 6b, describe in Part III.

**7** For persons listed in Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described in lines 5 and 6? If "Yes," describe in Part III ..... **7**

**8** Were any amounts reported in Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(a)(3)? If "Yes," describe in Part III ..... **8**

**9** If "Yes" to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)? ..... **9**

	Yes	No
1b		
2		
4a		X
4b		X
4c		X
5a		X
5b		X
6a		X
6b		X
7		X
8		X
9		

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule J (Form 990) 2012







**SCHEDULE M  
(Form 990)**

**Noncash Contributions**

OMB No. 1545-0047

**2012**

Open to Public Inspection

Department of the Treasury  
Internal Revenue Service

▶ Complete if the organizations answered "Yes" on Form 990, Part IV, lines 29 or 30.  
▶ Attach to Form 990.

Name of the organization **THE TECH MUSEUM OF INNOVATION** Employer identification number **94-2864660**

**Part I Types of Property**

	(a) Check if applicable	(b) Number of contributions or items contributed	(c) Noncash contribution amounts reported on Form 990, Part VIII, line 1g	(d) Method of determining noncash contribution amounts
1 Art - Works of art .....				
2 Art - Historical treasures .....				
3 Art - Fractional interests .....				
4 Books and publications .....				
5 Clothing and household goods .....				
6 Cars and other vehicles .....				
7 Boats and planes .....				
8 Intellectual property .....				
9 Securities - Publicly traded .....				
10 Securities - Closely held stock .....				
11 Securities - Partnership, LLC, or trust interests .....				
12 Securities - Miscellaneous .....				
13 Qualified conservation contribution - Historic structures .....				
14 Qualified conservation contribution - Other .....				
15 Real estate - Residential .....				
16 Real estate - Commercial .....				
17 Real estate - Other .....				
18 Collectibles .....				
19 Food inventory .....				
20 Drugs and medical supplies .....				
21 Taxidermy .....				
22 Historical artifacts .....				
23 Scientific specimens .....				
24 Archeological artifacts .....				
25 Other ▶ ( <u>EQUIPMENT</u> )	X	8	348,290.	FMV
26 Other ▶ ( <u>OTHER GOODS</u> )	X	19	274,365.	FMV
27 Other ▶ ( <u>TRAVEL</u> )	X	24	51,560.	FMV
28 Other ▶ ( <u>ELECTRONICS</u> )	X	13	36,052.	FMV

29 Number of Forms 8283 received by the organization during the tax year for contributions for which the organization completed Form 8283, Part IV, Donee Acknowledgement ..... **29**

	Yes	No
30a During the year, did the organization receive by contribution any property reported in Part I, lines 1-28 that it must hold for at least three years from the date of the initial contribution, and which is not required to be used for exempt purposes for the entire holding period? .....		X
b If "Yes," describe the arrangement in Part II.		
31 Does the organization have a gift acceptance policy that requires the review of any non-standard contributions? .....		X
32a Does the organization hire or use third parties or related organizations to solicit, process, or sell noncash contributions? .....		X
b If "Yes," describe in Part II.		
33 If the organization did not report an amount in column (c) for a type of property for which column (a) is checked, describe in Part II.		

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990. Schedule M (Form 990) (2012)

**Part II** **Supplemental Information.** Complete this part to provide the information required by Part I, lines 30b, 32b, and 33, and whether the organization is reporting in Part I, column (b), the number of contributions, the number of items received, or a combination of both. Also complete this part for any additional information.

PART I, OTHER TYPES OF PROPERTY:

WINE

(A) CHECK IF APPLICABLE = X

(B) NUMBER OF CONTRIBUTIONS = 14

(C) REVENUE REPORTED ON FORM 990, PART VIII \$ 30566.

(D) METHOD OF DETERMINING REVENUE: FMV

FOOD

(A) CHECK IF APPLICABLE = X

(B) NUMBER OF CONTRIBUTIONS = 7

(C) REVENUE REPORTED ON FORM 990, PART VIII \$ 5882.

(D) METHOD OF DETERMINING REVENUE: FMV

COPY

**SCHEDULE O**  
**(Form 990 or 990-EZ)**

Department of the Treasury  
Internal Revenue Service

**Supplemental Information to Form 990 or 990-EZ**

Complete to provide information for responses to specific questions on  
Form 990 or 990-EZ or to provide any additional information.  
▶ Attach to Form 990 or 990-EZ.

OMB No. 1545-0047

**2012**

Open to Public  
Inspection

Name of the organization <b>THE TECH MUSEUM OF INNOVATION</b>	Employer identification number <b>94-2864660</b>
--	---

FORM 990, PART III, LINE 1, DESCRIPTION OF ORGANIZATION MISSION:  
 FEATURE THE SPIRIT OF SILICON VALLEY, INSPIRING THE PEOPLE AND  
 INVENTIONS THAT MAKE THIS REGION THE LEADING SOURCE OF INNOVATION.

FORM 990, PART III, LINE 4A, PROGRAM SERVICE ACCOMPLISHMENTS:  
 FROM AROUND THE WORLD WHO ARE APPLYING TECHNOLOGY TO CONFRONT  
 HUMANITY'S MOST URGENT CHALLENGES IN 5 AWARD CATEGORIES: ENVIRONMENT,  
 EDUCATION, YOUNG INNOVATORS, HEALTH, AND ECONOMIC DEVELOPMENT. THE  
 TECHNOLOGY USED CAN BE EITHER A NEW INVENTION OR AN INNOVATIVE USE OF  
 AN EXISTING TECHNOLOGY. THE LAUREATES ARE CELEBRATED AT AN ANNUAL  
 AWARDS GALA, WHICH HAS BECOME A SIGNIFICANT SILICON VALLEY EVENT.

FORM 990, PART III, LINE 4B, PROGRAM SERVICE ACCOMPLISHMENTS:  
 MUSEUM OF INNOVATION REACHES OUT TO DIFFERENT ETHNIC AND SOCIOECONOMIC  
 COMMUNITIES TO INTRODUCE STUDENTS NOT ONLY TO STEM CONCEPTS, BUT ALSO  
 TO THE THRILL OF HANDS-ON LEARNING AND REAL-WORLD DESIGN.

FORM 990, PART VI, SECTION B, LINE 11: THE AUDIT COMMITTEE REVIEWS A DRAFT  
 OF THE RETURNS. ALL BOARD MEMBERS ARE SENT A FINAL DRAFT OF THE RETURNS  
 PRIOR TO FILING.

FORM 990, PART VI, SECTION B, LINE 12C: EACH DIRECTOR, EACH CORPORATE  
 OFFICER, THE HIGHEST RANKING OR CHIEF MANAGEMENT OFFICIAL, THE HIGHEST  
 RANKING OR CHIEF FINANCIAL OFFICER, EACH KEY EMPLOYEE OF THE TECH MUSEUM,  
 AND OTHERS THAT THE TECH MUSEUM MAY IDENTIFY, IS REQUIRED TO SIGN A  
 STATEMENT THAT:

Name of the organization THE TECH MUSEUM OF INNOVATION	Employer identification number 94-2864660
---	--

1) AFFIRMS THE PERSON HAS RECEIVED A COPY OF THE CONFLICT OF INTEREST POLICY, HAS READ AND UNDERSTOOD THE POLICY, AND HAS AGREED TO COMPLY WITH THE POLICY; AND

2) DISCLOSES THE PERSON'S INTERESTS THAT COULD GIVE RISE TO CONFLICTS OF INTEREST.

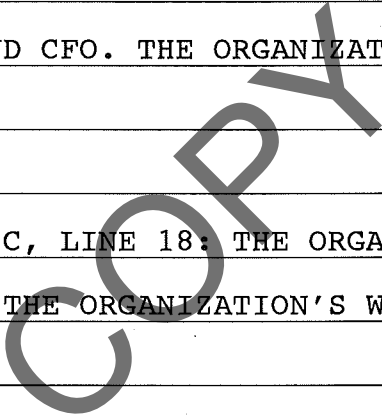
ALL SUCH STATEMENTS BY DIRECTORS AND OFFICERS ARE REQUIRED TO BE FILED WITH THE RECORDS THE BOARD OR COMMITTEE; STATEMENTS BY OTHERS SHALL BE RETAINED IN THEIR PERSONNEL FILES.

FORM 990, PART VI, SECTION B, LINE 15: THE EXECUTIVE COMMITTEE APPROVES COMPENSATION FOR THE CEO AND CFO. THE ORGANIZATION PERIODICALLY CONDUCTS A SALARY COMPARISON.

FORM 990, PART VI, SECTION C, LINE 18: THE ORGANIZATION MAKES THESE AVAILABLE TO THE PUBLIC ON THE ORGANIZATION'S WEBSITE OR UPON REQUEST.

FORM 990, PART VI, SECTION C, LINE 19: GOVERNING DOCUMENTS, CONFLICT OF INTEREST POLICY, AND FINANCIAL STATEMENTS ARE AVAILABLE TO THE PUBLIC ON THE ORGANIZATION'S WEBSITE OR UPON REQUEST.

FORM 990, PART XII, LINE 2C: THE ORGANIZATION'S PROCESS FOR OVERSEEING THE AUDIT OF THE FINANCIAL STATEMENTS AND SELECTION OF AN INDEPENDENT ACCOUNTANT HAS NOT CHANGED FROM PRIOR YEARS.



COPY

## Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

▶ **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

**Do not complete Part II unless** you have already been granted an automatic 3-month extension on a previously filed Form 8868.

**Electronic filing (e-file)** You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit [www.irs.gov/efile](http://www.irs.gov/efile) and click on *e-file for Charities & Nonprofits*.

**Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).**

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only

*All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.*

<b>Type or print</b>	Name of exempt organization or other filer, see instructions. <b>THE TECH MUSEUM OF INNOVATION</b>	Employer identification number (EIN) or <b>94-2864660</b>
File by the due date for filing your return. See instructions.	Number, street, and room or suite no. If a P.O. box, see instructions. <b>201 SOUTH MARKET STREET</b>	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. <b>SAN JOSE, CA 95113</b>	

Enter the Return code for the return that this application is for (file a separate application for each return)

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

**THE ORGANIZATION**

• The books are in the care of ▶ **201 SOUTH MARKET STREET - SAN JOSE, CA 95113**  
 Telephone No. ▶ **(408) 795-6116** FAX No. ▶ \_\_\_\_\_

- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) \_\_\_\_\_. If this is for the whole group, check this box . If it is for part of the group, check this box  and attach a list with the names and EINs of all members the extension is for.

**1** I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **MAY 15, 2014**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:  
 ▶  calendar year \_\_\_\_\_ or  
 ▶  tax year beginning **JUL 1, 2012**, and ending **JUN 30, 2013**.

**2** If the tax year entered in line 1 is for less than 12 months, check reason:  Initial return  Final return  
 Change in accounting period

<b>3a</b> If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	<b>3a</b>	\$	0.
<b>b</b> If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	<b>3b</b>	\$	0.
<b>c Balance due.</b> Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	<b>3c</b>	\$	0.

**Caution.** If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

• If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box  **X**

**Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

• If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

**Part II Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print  File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions <b>THE TECH MUSEUM OF INNOVATION</b>	Employer identification number (EIN) or <b>94-2864660</b>
	Number, street, and room or suite no. If a P.O. box, see instructions. <b>201 SOUTH MARKET STREET</b>	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. <b>SAN JOSE, CA 95113</b>	

Enter the Return code for the return that this application is for (file a separate application for each return)

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

**STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.**

**THE ORGANIZATION**

• The books are in the care of  **201 SOUTH MARKET STREET - SAN JOSE, CA 95113**  
Telephone No.  **(408) 795-6116** FAX No.

• If the organization does not have an office or place of business in the United States, check this box

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box . If it is for part of the group, check this box  and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until **MAY 15, 2014**.

5 For calendar year , or other tax year beginning **JUL 1, 2012**, and ending **JUN 30, 2013**.

6 If the tax year entered in line 5 is for less than 12 months, check reason:  Initial return  Final return  
 Change in accounting period

7 State in detail why you need the extension  
**TAXPAYER RESPECTFULLY REQUESTS ADDITIONAL TIME TO GATHER INFORMATION IN ORDER TO COMPLETE AN ACCURATE RETURN.**

<b>8a</b> If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	<b>8a</b>	\$	<b>0.</b>
<b>b</b> If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	<b>8b</b>	\$	<b>0.</b>
<b>c Balance due.</b> Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	<b>8c</b>	\$	<b>0.</b>

**Signature and Verification must be completed for Part II only.**

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature  Title  Date



Form 990-T

Exempt Organization Business Income Tax Return (and proxy tax under section 6033(e))

OMB No. 1545-0687

2012

Department of the Treasury Internal Revenue Service

For calendar year 2012 or other tax year beginning JUL 1, 2012, and ending JUN 30, 2013

Open to Public Inspection for 501(c)(3) Organizations Only

Header section containing organization name (THE TECH MUSEUM OF INNOVATION), address (201 SOUTH MARKET STREET, SAN JOSE, CA 95113), EIN (94-2864660), and exemption details.

H Describe the organization's primary unrelated business activity. IMAX MOVIE THEATER TICKET SALES

I During the tax year, was the corporation a subsidiary in an affiliated group or a parent-subsidiary controlled group? No

J The books are in care of THE ORGANIZATION Telephone number (408) 795-6116

Table for Part I: Unrelated Trade or Business Income. Columns include (A) Income, (B) Expenses, and (C) Net. Total income is 219,079.

Part II: Deductions Not Taken Elsewhere (except for contributions, deductions must be directly connected with the unrelated business income)

Table for Part II: Deductions Not Taken Elsewhere. Lists various deduction categories like compensation, repairs, taxes, and depreciation, totaling 386,775 in deductions.

Part III Tax Computation

35 Organizations taxable as corporations (see instructions for tax computation). Controlled group members (sections 1561 and 1563) check here... 36 Trusts taxable at trust rates... 37 Proxy tax... 38 Alternative minimum tax... 39 Total. Add lines 37 and 38 to line 35c or 36, whichever applies.

Part IV Tax and Payments

40a Foreign tax credit... 40b Other credits... 40c General business credit... 40d Credit for prior year minimum tax... 40e Total credits... 41 Subtract line 40e from line 39... 42 Other taxes... 43 Total tax... 44a Payments: A 2011 overpayment credited to 2012... 44b 2012 estimated tax payments... 44c Tax deposited with Form 8868... 44d Foreign organizations... 44e Backup withholding... 44f Credit for small employer health insurance premiums... 44g Other credits and payments... 45 Total payments... 46 Estimated tax penalty... 47 Tax due... 48 Overpayment... 49 Enter the amount of line 48 you want: Credited to 2013 estimated tax, Refunded.

Part V Statements Regarding Certain Activities and Other Information (see instructions)

1 At any time during the 2012 calendar year, did the organization have an interest in or a signature or other authority over a financial account (bank, securities, or other) in a foreign country? If "Yes," the organization may have to file Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts. If "Yes," enter the name of the foreign country here... 2 During the tax year, did the organization receive a distribution from, or was it the grantor of, or transferor to, a foreign trust? If "Yes," see instructions for other forms the organization may have to file... 3 Enter the amount of tax-exempt interest received or accrued during the tax year \$

Schedule A - Cost of Goods Sold. Enter method of inventory valuation N/A

1 Inventory at beginning of year... 2 Purchases... 3 Cost of labor... 4a Additional section 263A costs (att. statement)... 4b Other costs (attach statement)... 5 Total. Add lines 1 through 4b... 6 Inventory at end of year... 7 Cost of goods sold. Subtract line 6 from line 5. Enter here and in Part I, line 2... 8 Do the rules of section 263A (with respect to property produced or acquired for resale) apply to the organization?

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Sign Here

Signature of officer: [Signature] Date: [Date] Title: PRESIDENT

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

Paid Preparer Use Only

Print/Type preparer's name: MICHAEL J. YATES; Preparer's signature: [Signature]; Date: 5/16/14; Check self-employed: [ ] if PTIN: P00701936; Firm's name: FRANK, RIMERMAN & CO. LLP; Firm's address: 1801 PAGE MILL ROAD, PALO ALTO, CA 94304; Firm's EIN: 94-1341042; Phone no.: (650) 845-8100

Schedule C - Rent Income (From Real Property and Personal Property Leased With Real Property) (see instructions)

1. Description of property

Table with 3 columns: (a) From personal property, (b) From real and personal property, and (c) Deductions directly connected with the income. Includes rows for (1)-(4) and a Total row.

Schedule E - Unrelated Debt-Financed Income (see instructions)

Table with 5 columns: 1. Description of debt-financed property, 2. Gross income from or allocable to debt-financed property, 3. Deductions directly connected with or allocable to debt-financed property, 4. Amount of average acquisition debt, 5. Average adjusted basis, 6. Column 4 divided by column 5, 7. Gross income reportable, 8. Allocable deductions. Includes rows for (1)-(4) and a Totals row.

Schedule F - Interest, Annuities, Royalties, and Rents From Controlled Organizations (see instructions)

Table for Exempt Controlled Organizations with 6 columns: 1. Name of controlled organization, 2. Employer identification number, 3. Net unrelated income (loss), 4. Total of specified payments made, 5. Part of column 4 that is included in the controlling organization's gross income, 6. Deductions directly connected with income in column 5. Includes rows for (1)-(4).

Nonexempt Controlled Organizations

Table with 5 columns: 7. Taxable income, 8. Net unrelated income (loss), 9. Total of specified payments made, 10. Part of column 9 that is included in the controlling organization's gross income, 11. Deductions directly connected with income in column 10. Includes rows for (1)-(4) and a Totals row.

**Schedule G - Investment Income of a Section 501(c)(7), (9), or (17) Organization**  
(see instructions)

1. Description of income	2. Amount of income	3. Deductions directly connected (attach statement)	4. Set-asides (attach statement)	5. Total deductions and set-asides (col. 3 plus col. 4)
(1)				
(2)				
(3)				
(4)				
Totals		Enter here and on page 1, Part I, line 9, column (A). 0.		Enter here and on page 1, Part I, line 9, column (B). 0.

**Schedule I - Exploited Exempt Activity Income, Other Than Advertising Income**  
(see instructions)

1. Description of exploited activity	2. Gross unrelated business income from trade or business	3. Expenses directly connected with production of unrelated business income	4. Net income (loss) from unrelated trade or business (column 2 minus column 3). If a gain, compute cols. 5 through 7.	5. Gross income from activity that is not unrelated business income	6. Expenses attributable to column 5	7. Excess exempt expenses (column 6 minus column 5, but not more than column 4).
(1)						
(2)						
(3)						
(4)						
Totals		Enter here and on page 1, Part I, line 10, col. (A). 0.	Enter here and on page 1, Part I, line 10, col. (B). 0.			Enter here and on page 1, Part II, line 26. 0.

**Schedule J - Advertising Income** (see instructions)

**Part I Income From Periodicals Reported on a Consolidated Basis**

1. Name of periodical	2. Gross advertising income	3. Direct advertising costs	4. Advertising gain or (loss) (col. 2 minus col. 3). If a gain, compute cols. 5 through 7.	5. Circulation income	6. Readership costs	7. Excess readership costs (column 6 minus column 5, but not more than column 4).
(1)						
(2)						
(3)						
(4)						
Totals (carry to Part II, line (5))		0.	0.			0.

**Part II Income From Periodicals Reported on a Separate Basis** (For each periodical listed in Part II, fill in columns 2 through 7 on a line-by-line basis.)

1. Name of periodical	2. Gross advertising income	3. Direct advertising costs	4. Advertising gain or (loss) (col. 2 minus col. 3). If a gain, compute cols. 5 through 7.	5. Circulation income	6. Readership costs	7. Excess readership costs (column 6 minus column 5, but not more than column 4).
(1)						
(2)						
(3)						
(4)						
Totals from Part I		0.	0.			0.
Totals, Part II (lines 1-5)		Enter here and on page 1, Part I, line 11, col. (A). 0.	Enter here and on page 1, Part I, line 11, col. (B). 0.			Enter here and on page 1, Part II, line 27. 0.

**Schedule K - Compensation of Officers, Directors, and Trustees** (see instructions)

1. Name	2. Title	3. Percent of time devoted to business	4. Compensation attributable to unrelated business
(1)		%	
(2)		%	
(3)		%	
(4)		%	
Total. Enter here and on page 1, Part II, line 14			0.

FORM 990-T	OTHER DEDUCTIONS	STATEMENT	1
DESCRIPTION		AMOUNT	
DUES & MEMBERSHIP		299.	
FEES & SERVICES		10,403.	
JANITORIAL		6,368.	
SECURITY		11,169.	
MAINTENANCE		20,400.	
ROYALTIES		167,182.	
INSURANCE		696.	
SUPPLIES		4,896.	
TRAVEL		2,618.	
SHIPPING		490.	
MATERIALS		6,139.	
RENT - EQUIPMENT		31,672.	
TELEPHONE		2,913.	
UTILITIES		32,068.	
CONTRACT LABOR		5,542.	
COGS		9,844.	
PROFESSIONAL DEVELOPMENT		99.	
TOTAL TO FORM 990-T, PAGE 1, LINE 28		312,798.	

FORM 990-T	NET OPERATING LOSS DEDUCTION	STATEMENT	2	
TAX YEAR	LOSS SUSTAINED	LOSS PREVIOUSLY APPLIED	LOSS REMAINING	AVAILABLE THIS YEAR
06/30/10	26,113.	0.	26,113.	26,113.
06/30/11	100,566.	0.	100,566.	100,566.
06/30/12	322,882.	0.	322,882.	322,882.
NOL CARRYOVER AVAILABLE THIS YEAR			449,561.	449,561.

COPY

TAXABLE YEAR  
**2012**

# California e-file Return Authorization for Exempt Organizations

FORM  
**8453-EO**

Exempt Organization name <b>THE TECH MUSEUM OF INNOVATION</b>	Identifying number <b>94-2864660</b>
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**Part I Electronic Return Information** (whole dollars only)

1 Total gross receipts (Form 199, line 4)	1	<u>16,686,832.00</u>
2 Total gross income (Form 199, line 8)	2	<u>15,530,953.00</u>
3 Total expenses and disbursements (Form 199, line 9)	3	<u>14,975,629.00</u>

**Part II Settle Your Account Electronically for Taxable Year 2012**

4 <input type="checkbox"/> Electronic funds withdrawal	4a Amount	4b Withdrawal date (MM/DD/YYYY)
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**Part III Banking Information** (Have you verified the exempt organization's banking information?)

5 Routing number _____	7 Type of account: <input type="checkbox"/> Checking <input type="checkbox"/> Savings
6 Account number _____	

**Part IV Declaration of Officer**

I authorize the exempt organization's account be settled as designated in Part II. If I check Part II, Box 4, I authorize an electronic funds withdrawal for the amount listed on line 4a.

Under penalties of perjury, I declare that I am an officer of the above exempt organization and that the information I provided to my Electronic return originator (ERO), transmitter, or intermediate service provider and the amounts in Part I above agree with the amounts on the corresponding lines of the exempt organization's 2012 California electronic return. To the best of my knowledge and belief, the exempt organization's return is true, correct, and complete. If the exempt organization is filing a balance due return, I understand that if the Franchise Tax Board (FTB) does not receive full and timely payment of the exempt organization's fee liability, the exempt organization will remain liable for the fee liability and all applicable interest and penalties. I authorize the exempt organization return and accompanying schedules and statements be transmitted to the FTB by the ERO, transmitter, or intermediate service provider. If the processing of the exempt organization's return or refund is delayed, I authorize the FTB to disclose to my ERO, intermediate service provider, the reason(s) for the delay.

Sign Here

Signature of Officer	Date	Title <b>PRESIDENT</b>
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**Part V Declaration of Electronic Return Originator (ERO) and Paid Preparer.**

I declare that I have reviewed the above exempt organization's return and that the entries on form FTB 8453-EO are complete and correct to the best of my knowledge. (If I am only an Intermediate Service Provider, I understand that I am not responsible for reviewing the exempt organization's return. I declare, however, that form FTB 8453-EO accurately reflects the data on the return.) I have obtained the organization officer's signature on form FTB 8453-EO before transmitting this return to the FTB; I have provided the organization officer with a copy of all forms and information that I will file with the FTB, and I have followed all other requirements described in FTB Pub. 1345, 2012 e-file Handbook for Authorized e-file Providers. I will keep form FTB 8453-EO on file for four years from the due date of the return or four years from the date the exempt organization return is filed, whichever is later, and I will make a copy available to the FTB upon request. If I am also the paid preparer, under penalties of perjury, I declare that I have examined the above exempt organization's return and accompanying schedules and statements, and to the best of my knowledge and belief, they are true, correct, and complete. I make this declaration based on all information of which I have knowledge.

<b>ERO Must Sign</b>	ERO's signature	Date <b>5/10/14</b>	Check if also paid preparer <input type="checkbox"/>	Check if self-employed <input type="checkbox"/>	ERO's PTIN
	Firm's name (or yours if self-employed) and address	<b>FRANK, RIMERMAN &amp; CO. LLP</b>			FEIN <b>94-1341042</b>
		<b>1801 PAGE MILL ROAD</b>			ZIP Code <b>94304</b>
	<b>PALO ALTO, CA</b>				

Under penalties of perjury, I declare that I have examined the above organization's return and accompanying schedules and statements, and to the best of my knowledge and belief, they are true, correct, and complete. I make this declaration based on all information of which I have knowledge.

<b>Paid Preparer Must Sign</b>	Paid preparer's signature	Date <b>5/8/14</b>	Check if self-employed <input type="checkbox"/>	Paid preparer's PTIN <b>P00701936</b>	
	Firm's name (or yours if self-employed) and address	<b>FRANK, RIMERMAN &amp; CO. LLP</b>			FEIN <b>94-1341042</b>
		<b>1801 PAGE MILL ROAD</b>			ZIP Code <b>94304</b>
	<b>PALO ALTO, CA</b>				

California Exempt Organization  
Annual Information Return

Calendar Year 2012 or fiscal year beginning month **JULY** day **1** year **2012**, and ending month **JUNE** day **30** year **2013**.

Corporation/Organization Name <b>THE TECH MUSEUM OF INNOVATION</b>			California corporation number <b>1131588</b>
Address (suite, room, or PMB no.) <b>201 SOUTH MARKET STREET</b>			FEIN <b>94-2864660</b>
City <b>SAN JOSE</b>	State <b>CA</b>	ZIP Code <b>95113</b>	

**A** First Return  Yes  No

**B** Amended Return  Yes  No

**C** IRC Section 4947(a)(1) trust  Yes  No

**D** Final Return?  
 Dissolved •  Surrendered (Withdrawn)  
 Merged/Reorganized Enter date: \_\_\_\_\_

**E** Check accounting method:  
 (1)  Cash (2)  Accrual (3)  Other

**F** Federal return filed?  
 (1)  990T (2)  990(PF) (3)  Sch H (990)

**G** Is this a group filing for the subordinates/affiliates? ...  Yes  No  
 If "Yes," attach a roster. See instructions

**H** Is this organization in a group exemption?  Yes  No  
 If "Yes," what is the parent's name? \_\_\_\_\_

**I** Did the organization have any changes in its activities, governing instrument, articles of incorporation, or bylaws that have not been reported to the Franchise Tax Board?  Yes  No  
 If "Yes," explain, and attach copies of revised documents.

**J** If exempt under R&TC Section 23701d, has the organization during the year: (1) participated in any political campaign, or (2) attempted to influence legislation or any ballot measure, or (3) made an election under R&TC Section 23704.5 (relating to lobbying by public charities)?  Yes  No  
 If "Yes," complete and attach form FTB 3509.

**K** Is the organization exempt under R&TC Section 23701g?  Yes  No  
 If "Yes," enter the gross receipts from nonmember sources \$ \_\_\_\_\_

**L** If organization is exempt under R&TC Section 23701d and is exclusively religious, educational, or charitable, and is supported primarily (50% or more) by public contributions, check box. No filing fee is required.

**M** Is the organization a Limited Liability Company?  Yes  No

**N** Did the organization file Form 100 or Form 109 to report taxable income?  Yes  No

**O** Is the organization under audit by the IRS or has the IRS audited in a prior year?  Yes  No

**Part I Complete Part I unless not required to file this form. See General Instructions B and C.**

Receipts and Revenues	1	Gross sales or receipts from other sources. From Side 2, Part II, line 8	1	5,562,533.00
	2	Gross dues and assessments from members and affiliates	2	00
	3	Gross contributions, gifts, grants, and similar amounts received <b>STMT 1</b>	3	11,124,299.00
	4	Total gross receipts for filing requirement test. Add line 1 through line 3. <b>STMT 2</b>		
		This line must be completed. If the result is less than \$50,000, see General Instruction B	4	16,686,832.00
	5	Cost of goods sold	5	00
	6	Cost or other basis, and sales expenses of assets sold	6	1,155,879.00
	7	Total costs. Add line 5 and line 6	7	1,155,879.00
Expenses	8	Total gross income. Subtract line 7 from line 4	8	15,530,953.00
	9	Total expenses and disbursements. From Side 2, Part II, line 18	9	14,975,629.00
Filing Fee	10	Excess of receipts over expenses and disbursements. Subtract line 9 from line 8	10	555,324.00
	11	Filing fee \$10 or \$25. See General Instruction F	11	N/A 00
	12	Total payments	12	00
	13	Penalties and interest. See General Instruction J	13	00
	14	Use tax. See General Instruction K	14	00
	15	Balance due. Add line 11, line 13, and line 14. Then subtract line 12 from the result	15	00

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Sign Here	Signature of officer	Title <b>PRESIDENT</b>	Date	• Telephone
	Preparer's signature	Date <b>5/8/14</b>	Check if self-employed <input type="checkbox"/>	• PTIN <b>P00701936</b>
Paid Preparer's Use Only	Firm's name (or yours, if self-employed) and address	• FEIN <b>94-1341042</b>		• Telephone <b>(650)845-8100</b>
	May the FTB discuss this return with the preparer shown above? See instructions <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No			



**Part II** Organizations with gross receipts of more than \$50,000 and private foundations regardless of amount of gross receipts - complete Part II or furnish substitute information.

228951 12-18-12

Receipts from Other Sources  Expenses and Disbursements	1	Gross sales or receipts from all business activities. See instructions	•	1	416,103.00	
	2	Interest	•	2	261,599.00	
	3	Dividends	•	3	00	
	4	Gross rents	•	4	00	
	5	Gross royalties	•	5	00	
	6	Gross amount received from sale of assets (See Instructions)	STATEMENT 3	•	6	1,115,000.00
	7	Other income	SEE STATEMENT 4	•	7	3,769,831.00
	8	Total gross sales or receipts from other sources. Add line 1 through line 7. Enter here and on Side 1, Part I, line 1		•	8	5,562,533.00
	9	Contributions, gifts, grants, and similar amounts paid		•	9	00
	10	Disbursements to or for members		•	10	00
	11	Compensation of officers, directors, and trustees	SEE STATEMENT 5	•	11	307,888.00
	12	Other salaries and wages		•	12	4,804,351.00
	13	Interest		•	13	00
	14	Taxes		•	14	332,386.00
	15	Rents		•	15	1,640,657.00
	16	Depreciation and depletion (See Instructions)		•	16	1,215,363.00
	17	Other Expenses and Disbursements	SEE STATEMENT 6	•	17	6,674,984.00
	18	Total expenses and disbursements. Add line 9 through line 17. Enter here and on Side 1, Part I, line 9		•	18	14,975,629.00

**Schedule L Balance Sheets**

	Beginning of taxable year		End of taxable year	
	(a)	(b)	(c)	(d)
<b>Assets</b>				
1 Cash		1,698,024.		• 2,271,157.
2 Net accounts receivable		2,051,971.		• 1,314,857.
3 Net notes receivable				•
4 Inventories				•
5 Federal and state government obligations				•
6 Investments in other bonds				•
7 Investments in stock				•
8 Mortgage loans				•
9 Other investments STMT 7		14,942,491.		• 17,625,957.
10 a Depreciable assets	27,258,665.		27,531,945.	
b Less accumulated depreciation	(21,905,167.)	5,353,498.	(21,066,757.)	6,465,188.
11 Land				•
12 Other assets STMT 8		34,482,123.		• 33,498,331.
13 Total assets		58,528,107.		61,175,490.
<b>Liabilities and net worth</b>				
14 Accounts payable		708,842.		• 1,189,071.
15 Contributions, gifts, or grants payable				•
16 Bonds and notes payable				•
17 Mortgages payable				•
18 Other liabilities STMT 9		332,841.		385,097.
19 Capital stock or principle fund				•
20 Paid-in or capital surplus. Attach reconciliation				•
21 Retained earnings or income fund		57,486,424.		• 59,601,322.
22 Total liabilities and net worth		58,528,107.		61,175,490.

**Schedule M-1 Reconciliation of income per books with income per return**

Do not complete this schedule if the amount on Schedule L, line 13, column (d), is less than \$50,000.

1 Net income per books	• 555,324.	7 Income recorded on books this year not included in this return.	•
2 Federal income tax	•	8 Deductions in this return not charged against book income this year	•
3 Excess of capital losses over capital gains	•	9 Total. Add line 7 and line 8	
4 Income not recorded on books this year	•	10 Net income per return.	
5 Expenses recorded on books this year not deducted in this return	•	Subtract line 9 from line 6	555,324.
6 Total. Add line 1 through line 5	555,324.		

Number	In Service	Cost	Depr Method	Prior	Estimate life (years)	Depreciable Base	Prev thru	Current Year			
								Prior Accum Depr.	Depreciation this run	to date Depreciation	Ending Accum Deprec.
25	6/30/1990	8,800	SLMM	8,800	5	8,800	12-Jun	8,800	-	-	8,800
26	8/6/1990	2,467	SLMM	2,467	5	2,467	12-Jun	2,467	-	-	2,467
28	4/30/1991	6,450	SLMM	6,450	5	6,450	12-Jun	6,450	-	-	6,450
34	5/28/1998	1,800	SLMM	1,800	5	1,800	12-Jun	1,800	-	-	1,800
39	3/28/1996	6,407	SLMM	6,407	5	6,407	12-Jun	6,407	-	-	6,407
43	12/31/1999	10,113	SLMM	10,113	5	10,113	12-Jun	10,113	-	-	10,113
45	6/30/2000	11,000	SLMM	11,000	5	11,000	12-Jun	11,000	-	-	11,000
46	6/30/2000	9,823	SLMM	9,823	5	9,823	12-Jun	9,823	-	-	9,823
62	9/25/1998	8,679	SLMM	8,679	5	8,679	12-Jun	8,679	-	-	8,679
70	7/21/1994	2,059	SLMM	2,059	5	2,059	12-Jun	2,059	-	-	2,059
71	7/5/1994	4,840	SLMM	4,840	5	4,840	12-Jun	4,840	-	-	4,840
72	2/23/1995	1,231	SLMM	1,231	5	1,231	12-Jun	1,231	-	-	1,231
74	6/1/1995	1,700	SLMM	1,700	5	1,700	12-Jun	1,700	-	-	1,700
77	3/28/1996	2,636	SLMM	2,636	5	2,636	12-Jun	2,636	-	-	2,636
82	6/23/1997	1,201	SLMM	1,201	5	1,201	12-Jun	1,201	-	-	1,201
83	6/25/1998	2,726	SLMM	2,726	5	2,726	12-Jun	2,726	-	-	2,726
84	9/10/1998	5,483	SLMM	5,483	5	5,483	12-Jun	5,483	-	-	5,483
95	2/20/2001	34,419	SLMM	34,419	5	34,419	12-Jun	34,419	-	-	34,419
96	3/15/2001	14,967	SLMM	14,967	5	14,967	12-Jun	14,967	-	-	14,967
97	6/11/1993	9,177	SLMM	9,177	3	9,177	12-Jun	9,177	-	-	9,177
98	1/14/1994	11,020	SLMM	11,020	3	11,020	12-Jun	11,020	-	-	11,020
101	7/22/1998	2,728	SLMM	2,728	3	2,728	12-Jun	2,728	-	-	2,728
102	12/18/1998	1,890	SLMM	1,890	3	1,890	12-Jun	1,890	-	-	1,890
103	10/1/1998	20,000	SLMM	20,000	3	20,000	12-Jun	20,000	-	-	20,000
105	10/1/1998	2,000	SLMM	2,000	3	2,000	12-Jun	2,000	-	-	2,000
106	3/31/1995	7,149	SLMM	7,149	3	7,149	12-Jun	7,149	-	-	7,149
107	6/17/1999	8,702	SLMM	8,702	3	8,702	12-Jun	8,702	-	-	8,702
108	2/10/1999	9,653	SLMM	9,653	3	9,653	12-Jun	9,653	-	-	9,653
109	12/31/1999	17,995	SLMM	17,995	3	17,995	12-Jun	17,995	-	-	17,995
110	12/31/1999	17,240	SLMM	17,240	3	17,240	12-Jun	17,240	-	-	17,240
111	12/31/1999	8,390	SLMM	8,390	3	8,390	12-Jun	8,390	-	-	8,390
115	12/31/2001	4,955	SLMM	4,955	3	4,955	12-Jun	4,955	-	-	4,955
116	6/14/2002	10,785	SLMM	10,785	3	10,785	12-Jun	10,785	-	-	10,785
117	3/5/2002	23,970	SLMM	23,970	3	23,970	12-Jun	23,970	-	-	23,970
124	8/19/1998	11,903	SLMM	11,903	5	11,903	12-Jun	11,903	-	-	11,903
126	10/31/1998	113,168	SLMM	113,168	5	113,168	12-Jun	113,168	-	-	113,168
127	10/31/1998	11,127	SLMM	11,127	5	11,127	12-Jun	11,127	-	-	11,127
134	10/31/1998	350,000	SLMM	350,000	5	350,000	12-Jun	350,000	-	-	350,000
135	10/31/1998	5,000	SLMM	5,000	5	5,000	12-Jun	5,000	-	-	5,000
138	10/31/1998	2,467	SLMM	2,467	5	2,467	12-Jun	2,467	-	-	2,467
144	10/31/1998	29,340	SLMM	29,340	5	29,340	12-Jun	29,340	-	-	29,340
145	10/31/1998	6,800	SLMM	6,800	5	6,800	12-Jun	6,800	-	-	6,800
146	10/31/1998	20,000	SLMM	20,000	5	20,000	12-Jun	20,000	-	-	20,000
150	10/31/1998	33,237	SLMM	33,237	5	33,237	12-Jun	33,237	-	-	33,237
151	10/31/1998	29,000	SLMM	29,000	5	29,000	12-Jun	29,000	-	-	29,000
153	10/31/1998	3,500	SLMM	3,500	5	3,500	12-Jun	3,500	-	-	3,500
159	12/31/1999	45,000	SLMM	45,000	5	45,000	12-Jun	45,000	-	-	45,000
163	12/5/2000	3,248	SLMM	3,248	5	3,248	12-Jun	3,248	-	-	3,248
164	12/28/2000	4,061	SLMM	4,061	5	4,061	12-Jun	4,061	-	-	4,061
165	12/31/2000	8,820	SLMM	8,820	5	8,820	12-Jun	8,820	-	-	8,820
170	10/1/1998	5,000	SLMM	5,000	5	5,000	12-Jun	5,000	-	-	5,000
171	10/1/1998	17,038	SLMM	17,038	5	17,038	12-Jun	17,038	-	-	17,038
174	10/1/1998	25,109	SLMM	25,109	5	25,109	12-Jun	25,109	-	-	25,109
180	8/16/1999	3,020	SLMM	3,020	5	3,020	12-Jun	3,020	-	-	3,020
181	6/22/1999	12,183	SLMM	12,183	5	12,183	12-Jun	12,183	-	-	12,183
182	12/31/1999	20,646	SLMM	20,646	5	20,646	12-Jun	20,646	-	-	20,646
183	9/15/1999	5,576	SLMM	5,576	5	5,576	12-Jun	5,576	-	-	5,576
187	4/19/2000	3,700	SLMM	3,700	5	3,700	12-Jun	3,700	-	-	3,700
189	3/16/2000	11,041	SLMM	11,041	5	11,041	12-Jun	11,041	-	-	11,041
190	11/9/2000	5,531	SLMM	5,531	5	5,531	12-Jun	5,531	-	-	5,531
191	5/10/2000	4,915	SLMM	4,915	5	4,915	12-Jun	4,915	-	-	4,915
192	12/12/2000	6,779	SLMM	6,779	5	6,779	12-Jun	6,779	-	-	6,779
193	12/21/2000	15,977	SLMM	15,977	5	15,977	12-Jun	15,977	-	-	15,977
194	12/27/2000	5,943	SLMM	5,943	5	5,943	12-Jun	5,943	-	-	5,943
205	8/30/2002	21,029	SLMM	21,029	5	21,029	12-Jun	21,029	-	-	21,029
207	10/31/1998	780	SLMM	780	3	780	12-Jun	780	-	-	780
208	10/31/1998	50,000	SLMM	50,000	3	50,000	12-Jun	50,000	-	-	50,000
214	10/1/1998	23,820	SLMM	23,820	5	23,820	12-Jun	23,820	-	-	23,820
215	12/31/2000	1,023,574	SLMM	1,023,574	3	1,023,574	12-Jun	1,023,574	-	-	1,023,574
216	10/1/1998	5,256,288	SLMM	5,256,288	20	5,256,288	12-Jun	3,591,797	262,814	262,814	3,854,611
217	12/31/1999	425,737	SLMM	425,737	20	425,737	12-Jun	266,086	21,287	21,287	287,372
218	12/31/1999	183,523	SLMM	183,523	20	183,523	12-Jun	114,702	9,176	9,176	123,878
219	12/21/2000	19,901	SLMM	19,901	20	19,901	12-Jun	11,443	995	995	12,438
220	12/31/1999	29,684	SLMM	29,684	20	29,684	12-Jun	18,552	1,484	1,484	20,037
221	12/31/2000	3,011	SLMM	3,011	20	3,011	12-Jun	1,731	151	151	1,882
222	12/31/1999	20,272	SLMM	20,272	20	20,272	12-Jun	12,670	1,014	1,014	13,684
223	12/31/2000	87	SLMM	87	20	87	12-Jun	50	4	4	54
224	12/31/1999	377	SLMM	377	20	377	12-Jun	236	19	19	254

Number	In Service	Cost	Depr Method	Prior	Estimate life (years)	Depreciable Base	Prev thru	Prior Accum Depr.	Current Year		Ending Accum Deprec.
									Depreciation this run	to date Depreciation	
225	12/31/1999	50,205	SLMM	50,205	20	50,205	12-Jun	31,378	2,510	2,510	33,888
226	12/31/1999	15,950	SLMM	15,950	20	15,950	12-Jun	9,969	798	798	10,766
227	12/31/1999	26,069	SLMM	26,069	20	26,069	12-Jun	16,293	1,303	1,303	17,597
228	12/31/2000	5,110	SLMM	5,110	20	5,110	12-Jun	2,938	256	256	3,194
229	12/31/1999	7,925	SLMM	7,925	20	7,925	12-Jun	4,953	396	396	5,349
230	12/31/2000	28,814	SLMM	28,814	20	28,814	12-Jun	16,568	1,441	1,441	18,009
231	12/31/2000	42,376	SLMM	42,376	20	42,376	12-Jun	24,366	2,119	2,119	26,485
232	12/31/2000	28,663	SLMM	28,663	20	28,663	12-Jun	16,481	1,433	1,433	17,914
233	12/31/2000	8,507	SLMM	8,507	20	8,507	12-Jun	4,892	425	425	5,317
234	12/31/2000	35,105	SLMM	35,105	20	35,105	12-Jun	20,185	1,755	1,755	21,941
235	12/31/2000	3,000	SLMM	3,000	20	3,000	12-Jun	1,725	150	150	1,875
236	12/31/2001	3,000	SLMM	3,000	20	3,000	12-Jun	1,575	150	150	1,725
237	12/31/2001	4,096	SLMM	4,096	20	4,096	12-Jun	2,150	205	205	2,355
238	12/31/2001	28,750	SLMM	28,750	20	28,750	12-Jun	15,094	1,438	1,438	16,531
239	1/10/1991	1,697,915	SLMM	1,697,915	4	1,697,915	12-Jun	1,697,915	-	-	1,697,915
240	6/1/1993	3,240	SLMM	3,240	20	3,240	12-Jun	3,078	149	149	3,227
241	12/1/1993	3,516	SLMM	3,516	2	3,516	12-Jun	3,516	-	-	3,516
242	12/1/1994	7,152	SLMM	7,152	1	7,152	12-Jun	7,152	-	-	7,152
243	12/1/1995	54,299	SLMM	54,299	20	54,299	12-Jun	44,797	2,715	2,715	47,512
244	3/1/1997	7,204	SLMM	7,204	20	7,204	12-Jun	5,493	360	360	5,853
245	6/1/1997	40,472	SLMM	40,472	20	40,472	12-Jun	30,354	2,024	2,024	32,377
246	11/1/1997	3,411	SLMM	3,411	20	3,411	12-Jun	2,487	171	171	2,658
247	11/1/1997	1,876	SLMM	1,876	20	1,876	12-Jun	1,368	94	94	1,462
248	2/12/1999	2,706	SLMM	2,706	20	2,706	12-Jun	1,804	135	135	1,939
251	11/1/1998	2,929	SLMM	2,929	20	2,929	12-Jun	1,989	146	146	2,136
253	12/1/1998	3,031	SLMM	3,031	20	3,031	12-Jun	2,046	152	152	2,198
254	1/10/1991	157,029	SLMM	157,029	4	157,029	12-Jun	157,029	-	-	157,029
255	1/1/1991	87,760	SLMM	87,760	4	87,760	12-Jun	87,760	-	-	87,760
256	11/20/1998	3,856	SLMM	3,856	20	3,856	12-Jun	2,619	193	193	2,812
257	12/31/1998	(2,929)	SLMM	(2,929)	20	(2,929)	12-Jun	(1,977)	(146)	(146)	(2,124)
258	12/31/1999	1,169,701	SLMM	1,169,701	20	1,169,701	12-Jun	731,063	58,485	58,485	789,548
259	12/31/1999	-	SLMM	-	7	-	12-Jun	-	-	-	-
260	12/31/2000	292,933	SLMM	292,933	20	292,933	12-Jun	168,436	14,647	14,647	183,083
261	12/31/2000	56,543	SLMM	56,543	20	56,543	12-Jun	32,512	2,827	2,827	35,339
262	12/31/2000	12,868	SLMM	12,868	20	12,868	12-Jun	7,399	643	643	8,043
263	12/31/2001	10,433	SLMM	10,433	20	10,433	12-Jun	5,477	522	522	5,999
264	12/31/2001	447	SLMM	447	20	447	12-Jun	235	22	22	257
272	3/14/2001	6,394	SLMM	6,394	5	6,394	12-Jun	6,394	-	-	6,394
318	10/1/1998	17,648	SLMM	17,648	7	17,648	12-Jun	17,648	-	-	17,648
319	10/1/1998	110,879	SLMM	110,879	7	110,879	12-Jun	110,879	-	-	110,879
322	10/1/1998	47,237	SLMM	47,237	7	47,237	12-Jun	47,237	-	-	47,237
323	10/1/1998	33,543	SLMM	33,543	7	33,543	12-Jun	33,543	-	-	33,543
325	10/1/1998	8,824	SLMM	8,824	7	8,824	12-Jun	8,824	-	-	8,824
326	10/1/1998	21,853	SLMM	21,853	7	21,853	12-Jun	21,853	-	-	21,853
327	10/1/1998	17,648	SLMM	17,648	7	17,648	12-Jun	17,648	-	-	17,648
328	10/1/1998	30,767	SLMM	30,767	7	30,767	12-Jun	30,767	-	-	30,767
329	10/1/1998	59,514	SLMM	59,514	7	59,514	12-Jun	59,514	-	-	59,514
330	10/1/1998	37,292	SLMM	37,292	7	37,292	12-Jun	37,292	-	-	37,292
331	10/1/1998	163,147	SLMM	163,147	7	163,147	12-Jun	163,147	-	-	163,147
332	10/1/1998	96,582	SLMM	96,582	7	96,582	12-Jun	96,582	-	-	96,582
333	10/1/1998	26,473	SLMM	26,473	7	26,473	12-Jun	26,473	-	-	26,473
334	10/1/1998	8,824	SLMM	8,824	7	8,824	12-Jun	8,824	-	-	8,824
335	10/1/1998	8,908	SLMM	8,908	7	8,908	12-Jun	8,908	-	-	8,908
336	10/1/1998	19,648	SLMM	19,648	7	19,648	12-Jun	19,648	-	-	19,648
337	10/1/1998	24,178	SLMM	24,178	7	24,178	12-Jun	24,178	-	-	24,178
338	10/1/1998	25,648	SLMM	25,648	7	25,648	12-Jun	25,648	-	-	25,648
339	10/1/1998	46,208	SLMM	46,208	7	46,208	12-Jun	46,208	-	-	46,208
340	10/1/1998	55,466	SLMM	55,466	7	55,466	12-Jun	55,466	-	-	55,466
341	10/1/1998	183,424	SLMM	183,424	7	183,424	12-Jun	183,424	-	-	183,424
342	10/1/1998	28,037	SLMM	28,037	7	28,037	12-Jun	28,037	-	-	28,037
345	10/1/1998	8,824	SLMM	8,824	7	8,824	12-Jun	8,824	-	-	8,824
346	10/1/1998	48,924	SLMM	48,924	7	48,924	12-Jun	48,924	-	-	48,924
347	10/1/1998	367,046	SLMM	367,046	7	367,046	12-Jun	367,046	-	-	367,046
349	10/1/1998	65,290	SLMM	65,290	7	65,290	12-Jun	65,290	-	-	65,290
350	10/1/1998	10,424	SLMM	10,424	7	10,424	12-Jun	10,424	-	-	10,424
351	10/1/1998	8,824	SLMM	8,824	7	8,824	12-Jun	8,824	-	-	8,824
353	10/1/1998	8,824	SLMM	8,824	7	8,824	12-Jun	8,824	-	-	8,824
354	10/1/1998	63,872	SLMM	63,872	7	63,872	12-Jun	63,872	-	-	63,872
355	10/1/1998	17,648	SLMM	17,648	7	17,648	12-Jun	17,648	-	-	17,648
356	10/1/1998	22,493	SLMM	22,493	7	22,493	12-Jun	22,493	-	-	22,493
357	10/1/1998	32,643	SLMM	32,643	7	32,643	12-Jun	32,643	-	-	32,643
358	10/1/1998	17,648	SLMM	17,648	7	17,648	12-Jun	17,648	-	-	17,648
359	10/1/1998	35,767	SLMM	35,767	7	35,767	12-Jun	35,767	-	-	35,767
360	10/1/1998	57,288	SLMM	57,288	7	57,288	12-Jun	57,288	-	-	57,288
362	10/1/1998	35,623	SLMM	35,623	7	35,623	12-Jun	35,623	-	-	35,623
363	10/1/1998	17,648	SLMM	17,648	7	17,648	12-Jun	17,648	-	-	17,648
364	10/1/1998	19,553	SLMM	19,553	7	19,553	12-Jun	19,553	-	-	19,553
365	10/1/1998	72,096	SLMM	72,096	7	72,096	12-Jun	72,096	-	-	72,096

Number	In Service	Cost	Depr Method	Prior	Estimate life (years)	Depreciable Base	Prev thru	Prior Accum Depr.	Current Year		Ending Accum Deprec.
									Depreciation this run	to date Depreciation	
366	10/1/1998	139,838	SLMM	139,838	7	139,838	12-Jun	139,838	-	-	139,838
367	10/1/1998	178,296	SLMM	178,296	7	178,296	12-Jun	178,296	-	-	178,296
370	10/1/1998	8,824	SLMM	8,824	7	8,824	12-Jun	8,824	-	-	8,824
371	10/1/1998	57,458	SLMM	57,458	7	57,458	12-Jun	57,458	-	-	57,458
372	10/1/1998	17,801	SLMM	17,801	7	17,801	12-Jun	17,801	-	-	17,801
373	10/1/1998	24,911	SLMM	24,911	7	24,911	12-Jun	24,911	-	-	24,911
376	10/1/1998	17,648	SLMM	17,648	7	17,648	12-Jun	17,648	-	-	17,648
377	10/1/1998	17,648	SLMM	17,648	7	17,648	12-Jun	17,648	-	-	17,648
378	10/1/1998	17,648	SLMM	17,648	7	17,648	12-Jun	17,648	-	-	17,648
379	10/1/1998	18,093	SLMM	18,093	7	18,093	12-Jun	18,093	-	-	18,093
380	10/1/1998	37,272	SLMM	37,272	7	37,272	12-Jun	37,272	-	-	37,272
382	10/1/1998	27,648	SLMM	27,648	7	27,648	12-Jun	27,648	-	-	27,648
383	10/1/1998	82,408	SLMM	82,408	7	82,408	12-Jun	82,408	-	-	82,408
384	10/1/1998	41,840	SLMM	41,840	7	41,840	12-Jun	41,840	-	-	41,840
385	10/1/1998	67,648	SLMM	67,648	7	67,648	12-Jun	67,648	-	-	67,648
387	10/1/1998	17,813	SLMM	17,813	7	17,813	12-Jun	17,813	-	-	17,813
388	10/1/1998	53,208	SLMM	53,208	7	53,208	12-Jun	53,208	-	-	53,208
389	10/1/1998	8,824	SLMM	8,824	7	8,824	12-Jun	8,824	-	-	8,824
431	10/1/1998	110,451	SLMM	110,451	7	110,451	12-Jun	110,451	-	-	110,451
432	10/1/1998	126,842	SLMM	126,842	7	126,842	12-Jun	126,842	-	-	126,842
433	10/1/1998	176,694	SLMM	176,694	7	176,694	12-Jun	176,694	-	-	176,694
436	10/1/1998	77,113	SLMM	77,113	7	77,113	12-Jun	77,113	-	-	77,113
439	10/1/1998	595,458	SLMM	595,458	7	595,458	12-Jun	595,458	-	-	595,458
440	10/1/1998	105,285	SLMM	105,285	7	105,285	12-Jun	105,285	-	-	105,285
446	10/1/1998	115,454	SLMM	115,454	7	115,454	12-Jun	115,454	-	-	115,454
449	10/1/1998	38,505	SLMM	38,505	7	38,505	12-Jun	38,505	-	-	38,505
450	10/1/1998	32,705	SLMM	32,705	7	32,705	12-Jun	32,705	-	-	32,705
454	10/1/1998	114,607	SLMM	114,607	7	114,607	12-Jun	114,607	-	-	114,607
455	10/1/1998	93,743	SLMM	93,743	7	93,743	12-Jun	93,743	-	-	93,743
456	10/1/1998	247,797	SLMM	247,797	7	247,797	12-Jun	247,797	-	-	247,797
457	10/1/1998	68,270	SLMM	68,270	7	68,270	12-Jun	68,270	-	-	68,270
463	10/1/1998	96,602	SLMM	96,602	7	96,602	12-Jun	96,602	-	-	96,602
471	10/1/1998	106,207	SLMM	106,207	7	106,207	12-Jun	106,207	-	-	106,207
472	10/1/1998	397,004	SLMM	397,004	7	397,004	12-Jun	397,004	-	-	397,004
474	10/1/1998	23,193	SLMM	23,193	7	23,193	12-Jun	23,193	-	-	23,193
475	10/1/1998	11,753	SLMM	11,753	7	11,753	12-Jun	11,753	-	-	11,753
476	10/1/1998	10,253	SLMM	10,253	7	10,253	12-Jun	10,253	-	-	10,253
499	10/1/1998	602,233	SLMM	602,233	7	602,233	12-Jun	602,233	-	-	602,233
506	10/1/1998	8,991	SLMM	8,991	7	8,991	12-Jun	8,991	-	-	8,991
507	10/1/1998	48,359	SLMM	48,359	7	48,359	12-Jun	48,359	-	-	48,359
508	10/1/1998	1,007,458	SLMM	1,007,458	7	1,007,458	12-Jun	1,007,458	-	-	1,007,458
535	9/1/2003	26,842	SLMM	26,842	20	26,842	12-Jun	11,743	1,342	1,342	13,086
539	12/31/2003	14,346	SLMM	14,346	3	14,346	12-Jun	14,346	-	-	14,346
540	12/31/2003	3,948	SLMM	3,948	5	3,948	12-Jun	3,948	-	-	3,948
541	12/31/2003	4,000	SLMM	4,000	5	4,000	12-Jun	4,000	-	-	4,000
542	12/31/2003	30,205	SLMM	30,205	5	30,205	12-Jun	30,205	-	-	30,205
545	12/31/2003	6,800	SLMM	6,800	5	6,800	12-Jun	6,800	-	-	6,800
547	3/19/2004	6,302	SLMM	6,302	5	6,302	12-Jun	6,302	-	-	6,302
548	3/30/2004	3,596	SLMM	3,596	5	3,596	12-Jun	3,596	-	-	3,596
549	3/1/2004	37,887	SLMM	37,887	5	37,887	12-Jun	37,887	-	-	37,255
550	3/1/2004	6,248	SLMM	6,248	5	6,248	12-Jun	6,143	-	-	6,143
551	3/1/2004	23,288	SLMM	23,288	5	23,288	12-Jun	23,288	-	-	23,288
552	3/1/2004	41,848	SLMM	41,848	5	41,848	12-Jun	41,848	-	-	41,848
553	3/1/2004	-	SLMM	-	5	-	12-Jun	-	-	-	-
555	3/1/2004	-	SLMM	-	5	-	12-Jun	-	-	-	-
556	3/1/2004	21,648	SLMM	21,648	5	21,648	12-Jun	21,648	-	-	21,648
557	3/1/2004	217,299	SLMM	217,299	5	217,299	12-Jun	217,299	-	-	217,299
558	3/1/2004	4,508	SLMM	4,508	5	4,508	12-Jun	4,508	-	-	4,508
559	3/1/2004	-	SLMM	-	5	-	12-Jun	-	-	-	-
560	3/1/2004	8,250	SLMM	8,250	5	8,250	12-Jun	8,250	-	-	8,250
561	3/1/2004	166,822	SLMM	166,822	5	166,822	12-Jun	166,822	-	-	166,822
562	3/1/2004	35,531	SLMM	35,531	5	35,531	12-Jun	35,531	-	-	35,531
563	3/1/2004	20,967	SLMM	20,967	5	20,967	12-Jun	20,967	-	-	20,967
564	3/1/2004	164,737	SLMM	164,737	5	164,737	12-Jun	164,737	-	-	164,737
565	3/1/2004	11,829	SLMM	11,829	5	11,829	12-Jun	11,829	-	-	11,829
566	3/1/2004	15,533	SLMM	15,533	5	15,533	12-Jun	15,533	-	-	15,533
567	3/1/2004	5,691	SLMM	5,691	5	5,691	12-Jun	5,691	-	-	5,691
568	3/1/2004	140,996	SLMM	140,996	5	140,996	12-Jun	138,646	-	-	138,646
569	3/1/2004	572,251	SLMM	572,251	5	572,251	12-Jun	572,251	-	-	572,251
570	3/1/2004	200	SLMM	200	5	200	12-Jun	200	-	-	200
571	3/1/2004	1,938	SLMM	1,938	5	1,938	12-Jun	1,938	-	-	1,938
574	3/1/2004	33,403	SLMM	33,403	5	33,403	12-Jun	32,846	-	-	32,846
575	5/31/2004	40,212	SLMM	40,212	5	40,212	12-Jun	40,212	-	-	40,212
576	5/31/2004	14,613	SLMM	14,613	5	14,613	12-Jun	14,613	-	-	14,613
577	5/31/2004	6,058	SLMM	6,058	5	6,058	12-Jun	6,058	-	-	6,058
578	5/31/2004	1,907	SLMM	1,907	5	1,907	12-Jun	1,907	-	-	1,907
579	5/31/2004	-	SLMM	-	5	-	12-Jun	-	-	-	-
580	5/31/2004	1,843	SLMM	1,843	5	1,843	12-Jun	1,843	-	-	1,843

Number	In Service	Cost	Depr Method	Prior	Estimate life (years)	Depreciable Base	Prev thru	Current Year			
								Prior Accum Depr.	Depreciation this run	to date Depreciation	Ending Accum Deprec.
581	5/31/2004	3,562	SLMM	3,562	5	3,562	12-Jun	3,562	-	-	3,562
582	5/31/2004	66,889	SLMM	66,889	5	66,889	12-Jun	66,889	-	-	66,889
583	5/31/2004	1,163	SLMM	1,163	5	1,163	12-Jun	1,163	-	-	1,163
584	5/31/2004	2,026	SLMM	2,026	5	2,026	12-Jun	2,026	-	-	2,026
585	5/31/2004	41,543	SLMM	41,543	5	41,543	12-Jun	41,543	-	-	41,543
586	5/31/2004	3,022	SLMM	3,022	5	3,022	12-Jun	3,022	-	-	3,022
587	5/31/2004	10,529	SLMM	10,529	5	10,529	12-Jun	10,529	-	-	10,529
588	5/31/2004	35,668	SLMM	35,668	5	35,668	12-Jun	35,668	-	-	35,668
589	5/31/2004	1,671	SLMM	1,671	5	1,671	12-Jun	1,671	-	-	1,671
590	5/31/2004	2,019	SLMM	2,019	5	2,019	12-Jun	2,019	-	-	2,019
591	5/31/2004	25,650	SLMM	25,650	5	25,650	12-Jun	25,650	-	-	25,650
592	5/31/2004	2,413	SLMM	2,413	5	2,413	12-Jun	2,413	-	-	2,413
593	5/31/2004	369	SLMM	369	5	369	12-Jun	369	-	-	369
594	5/31/2004	6,227	SLMM	6,227	5	6,227	12-Jun	6,227	-	-	6,227
595	5/31/2004	27,063	SLMM	27,063	5	27,063	12-Jun	27,063	-	-	27,063
598	8/16/2004	22,192	SLMM	22,192	5	22,192	12-Jun	22,192	-	-	22,192
599	6/28/2004	4,249	SLMM	4,249	5	4,249	12-Jun	4,249	-	-	4,249
606	9/30/2004	11,059	SLMM	11,059	20	11,059	12-Jun	4,285	553	553	4,838
609	3/1/2004	766	SLMM	766	5	766	12-Jun	766	-	-	766
610	3/1/2004	90,735	SLMM	90,735	5	90,735	12-Jun	90,735	-	-	90,735
612	12/31/2004	22,240	SLMM	22,240	3	22,240	12-Jun	22,240	-	-	22,240
613	12/31/2004	36,229	SLMM	36,229	5	36,229	12-Jun	36,229	-	-	36,229
614	12/31/2004	153,153	SLMM	153,153	5	153,153	12-Jun	153,153	-	-	153,153
615	12/31/2004	15,994	SLMM	15,994	3	15,994	12-Jun	15,994	-	-	15,994
617	12/31/2004	156,130	SLMM	156,130	3	156,130	12-Jun	156,130	-	-	156,130
621	12/31/2004	10,000	SLMM	10,000	5	10,000	12-Jun	10,000	-	-	10,000
623	1/31/2005	5,986	SLMM	5,986	5	5,986	12-Jun	5,986	-	-	5,986
625	3/31/2005	5,450	SLMM	5,450	5	5,450	12-Jun	5,450	-	-	5,450
632	8/31/2005	3,248	SLMM	3,248	5	3,248	12-Jun	3,248	-	-	3,248
633	10/31/2005	17,069	SLMM	17,069	5	17,069	12-Jun	17,069	-	-	17,069
635	7/1/2005	22,736	SLMM	22,736	5	22,736	12-Jun	22,736	-	-	22,736
636	6/15/2005	18,277	SLMM	18,277	5	18,277	12-Jun	18,277	-	-	18,277
637	12/31/2005	17,908	SLMM	17,908	5	17,908	12-Jun	17,908	-	-	17,908
638	12/31/2005	19,656	SLMM	19,656	3	19,656	12-Jun	19,656	-	-	19,656
639	12/31/2005	14,859	SLMM	14,859	3	14,859	12-Jun	14,859	-	-	14,859
640	12/31/2005	40,365	SLMM	40,365	5	40,365	12-Jun	40,365	-	-	40,365
641	12/31/2005	36,729	SLMM	36,729	5	36,729	12-Jun	36,729	-	-	36,729
642	12/31/2005	5,000	SLMM	5,000	5	5,000	12-Jun	5,000	-	-	5,000
643	1/31/2006	997	SLMM	997	5	997	12-Jun	997	-	-	997
646	3/31/2006	3,885	SLMM	3,885	5	3,885	12-Jun	3,885	-	-	3,885
648	4/30/2006	3,885	SLMM	3,885	5	3,885	12-Jun	3,885	-	-	3,885
649	3/31/2006	79,344	SLMM	79,344	5	79,344	12-Jun	79,344	-	-	79,344
650	8/31/2006	4,064	SLMM	4,064	5	4,064	12-Jun	4,064	-	-	4,064
651	9/29/2006	707,976	SLMM	707,976	5	707,976	12-Jun	707,976	-	-	707,976
652	11/30/2006	26,706	SLMM	26,706	5	26,706	12-Jun	26,706	-	-	26,706
653	11/1/2007	9,633	SLMM	9,633	3	9,633	12-Jun	9,633	-	-	9,633
657	11/21/2006	300,534	SLMM	300,534	3	300,534	12-Jun	300,534	-	-	300,534
658	6/12/2007	45,315	SLMM	45,315	3	45,315	12-Jun	44,056	-	-	44,056
659	7/28/2006	18,000	SLMM	18,000	7	18,000	12-Jun	15,214	2,571	2,571	17,786
660	9/1/2007	5,959	SLMM	5,959	5	5,959	12-Jun	5,661	199	199	5,860
661	9/26/2007	8,375	SLMM	8,375	5	8,375	12-Jun	7,957	419	419	8,375
662	9/26/2007	41,546	SLMM	41,546	5	41,546	12-Jun	39,469	2,077	2,077	41,546
663	9/26/2007	23,476	SLMM	23,476	5	23,476	12-Jun	22,302	1,174	1,174	23,476
664	11/7/2007	18,694	SLMM	18,694	5	18,694	12-Jun	17,448	1,246	1,246	18,694
665	2/1/2008	2,143	SLMM	2,143	5	2,143	12-Jun	1,858	250	250	2,108
666	2/20/2008	37,492	SLMM	37,492	5	37,492	12-Jun	32,493	4,999	4,999	37,492
667	4/25/2008	3,227	SLMM	3,227	3	3,227	12-Jun	3,227	-	-	3,227
668	6/3/2008	10,021	SLMM	10,021	3	10,021	12-Jun	10,021	-	-	10,021
669	4/25/2008	12,389	SLMM	12,389	5	12,389	12-Jun	10,324	2,065	2,065	12,389
671	4/1/2008	8,394	SLMM	8,394	5	8,394	12-Jun	7,135	1,259	1,259	8,394
673	7/1/2008	8,330	SLMM	8,330	5	8,330	12-Jun	6,664	1,666	1,666	8,330
674	2/1/2008	5,000	SLMM	5,000	5	5,000	12-Jun	4,417	583	583	5,000
675	6/1/2008	19,000	SLMM	19,000	7	19,000	12-Jun	11,083	2,714	2,714	13,798
676	7/28/2008	7,329	SLMM	7,329	5	7,329	12-Jun	5,741	1,466	1,466	7,206
677	8/11/2008	4,779	SLMM	4,779	5	4,779	12-Jun	3,744	956	956	4,699
678	8/1/2008	2,517	SLMM	2,517	5	2,517	12-Jun	1,972	503	503	2,475
679	8/29/2008	25,652	SLMM	25,652	5	25,652	12-Jun	19,667	5,130	5,130	24,797
680	10/1/2008	5,878	SLMM	5,878	5	5,878	12-Jun	4,408	1,176	1,176	5,584
682	4/1/2009	5,875	SLMM	5,875	5	5,875	12-Jun	3,819	1,175	1,175	4,994
683	7/1/2008	312,453	SLMM	312,453	5	312,453	12-Jun	249,962	62,491	62,491	312,453
684	9/1/2009	641,399	SLMM	641,399	5	641,399	12-Jun	363,459	128,280	128,280	491,739
685	1/23/2009	18,543	SLMM	18,543	5	18,543	12-Jun	12,671	3,709	3,709	16,380
687	7/1/2010	4,140	SLMM	4,140	5	4,140	12-Jun	1,656	828	828	2,484
688	10/1/2010	216,116	SLMM	216,116	5	216,116	12-Jun	75,640	43,223	43,223	118,864
689	10/1/2010	499,709	SLMM	499,709	5	499,709	12-Jun	174,898	99,942	99,942	274,840
690	10/1/2010	405,617	SLMM	405,617	5	405,617	12-Jun	141,966	81,123	81,123	223,089
691	9/23/2010	7,428	SLMM	7,428	5	7,428	12-Jun	2,600	1,486	1,486	4,085
692	3/21/2011	488,985	SLMM	488,985	5	488,985	12-Jun	122,246	97,797	97,797	220,043

The Tech Museum of Innovation  
 EIN: 94-2864660  
 FYE 6/30/2013

Number	In Service	Cost	Depr Method	Prior	Estimate life (years)	Depreciable Base	Prev thru	Prior Accum Depr.	Depreciation this run	Current Year	
										to date Depreciation	Ending Accum Deprec.
693	3/21/2011	18,013	SLMM	18,013	7	18,013	12-Jun	3,217	2,573	2,573	5,790
694	1/1/2011	17,422	SLMM	17,422	5	17,422	12-Jun	5,227	3,484	3,484	8,711
695	10/1/2010	10,782	SLMM	10,782	5	10,782	12-Jun	3,774	2,156	2,156	5,930
696	9/1/2010	70,000	SLMM	70,000	5	70,000	12-Jun	25,667	14,000	14,000	39,667
697	9/1/2011	15,086	SLMM	15,086	5	15,086	12-Jun	2,514	3,017	3,017	5,532
698	4/15/2012	32,621	SLMM	32,621	6	32,621	12-Jun	1,359	5,437	5,437	6,796
699	4/1/2012	422,912	SLMM	422,912	5	422,912	12-Jun	21,526	84,582	84,582	106,108
700	6/1/2012	3,570	SLMM	3,570	5	3,570	12-Jun	60	714	714	774
703	7/1/2012	5,000	SLMM		5	5,000	00/00	-	1,000	1,000	1,000
704	9/1/2011	10,500	SLMM	10,500	5	10,500	12-Jun	1,750	2,100	2,100	3,850
705	12/1/2011	137,782	SLMM	137,782	5	137,782	12-Jun	16,075	27,556	27,556	43,631
706	9/1/2011	67,082	SLMM	67,082	3	67,082	12-Jun	18,634	22,361	22,361	40,995
707	6/1/2012	31,993	SLMM	31,993	5	31,993	12-Jun	533	6,399	6,399	6,932
708	3/1/2012	8,437	SLMM	8,437	5	8,437	12-Jun	562	1,687	1,687	2,250
709	7/1/2011	7,091	SLMM	7,091	5	7,091	12-Jun	1,418	1,418	1,418	2,837
710	7/1/2011	3,800	SLMM	3,800	5	3,800	12-Jun	760	760	760	1,520
711	7/1/2011	8,500	SLMM	8,500	5	8,500	12-Jun	1,700	1,700	1,700	3,400
712	4/1/2012	35,464	SLMM	35,464	5	35,464	12-Jun	1,773	7,093	7,093	8,866
713	11/1/2011	15,299	SLMM	15,299	5	15,299	12-Jun	2,040	3,060	3,060	5,100
714	11/1/2011	76,981	SLMM	76,981	5	76,981	12-Jun	10,264	15,396	15,396	25,660
715	7/1/2012	3,360	SLMM		5	3,360	00/00	-	672	672	672
716	7/1/2012	12,647	SLMM		5	12,647	00/00	-	2,529	2,529	2,529
717	9/1/2012	3,187	SLMM		5	3,187	00/00	-	531	531	531
718	11/1/2012	66,294	SLMM		5	66,294	00/00	-	8,839	8,839	8,839
719	8/1/2012	63,889	SLMM		5	63,889	00/00	-	11,713	11,713	11,713
720	10/18/2012	7,000	SLMM		5	7,000	00/00	-	933	933	933
721	10/18/2012	10,045	SLMM		5	10,045	00/00	-	1,339	1,339	1,339
722	4/1/2013	3,086	SLMM		3	3,086	00/00	-	257	257	257
723	5/8/2013	16,458	SLMM		5	16,458	00/00	-	549	549	549
724	5/1/2013	7,834	SLMM		5	7,834	00/00	-	261	261	261
725	3/15/2013	3,878	SLMM		3	3,878	00/00	-	431	431	431
726	2/7/2013	17,502	SLMM		5	17,502	00/00	-	1,459	1,459	1,459
727	4/23/2013	13,035	SLMM		5	13,035	00/00	-	434	434	434
728	4/23/2013	21,657	SLMM		5	21,657	00/00	-	722	722	722
729	9/7/2012	56,550	SLMM		15	56,550	00/00	-	3,142	3,142	3,142
730	5/1/2013	89,533	SLMM		5	89,533	00/00	-	2,984	2,984	2,984

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TOTAL INCLUDED ON LINE 3

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COPY

FORM 199

GROSS AMOUNT FROM SALE OF ASSETS

STATEMENT 3

DESCRIPTION	DATE ACQUIRED	DATE SOLD	METHOD ACQUIRED	COST OR OTHER BASIS	DEPREC.	EXPENSE OF SALE	GROSS SALES PRICE
CD BANK OF CHINA	04/15/11	10/15/12	PURCHASED	200,000.	0.	0.	200,000.

DESCRIPTION	DATE ACQUIRED	DATE SOLD	METHOD ACQUIRED	COST OR OTHER BASIS	DEPREC.	EXPENSE OF SALE	GROSS SALES PRICE
CD AMERICAN EXPRESS BK FSB	11/09/09	11/19/12	PURCHASED	100,000.	0.	0.	100,000.

DESCRIPTION	DATE ACQUIRED	DATE SOLD	METHOD ACQUIRED	COST OR OTHER BASIS	DEPREC.	EXPENSE OF SALE	GROSS SALES PRICE
CD AMERICAN EXPRESS CENT BK	11/09/09	11/19/12	PURCHASED	100,000.	0.	0.	100,000.

DESCRIPTION	DATE ACQUIRED	DATE SOLD	METHOD ACQUIRED	COST OR OTHER BASIS	DEPREC.	EXPENSE OF SALE	GROSS SALES PRICE
CD FIRSTBANK OF PR	10/27/09	11/07/12	PURCHASED	100,000.	0.	0.	100,000.

DESCRIPTION	DATE ACQUIRED	DATE SOLD	METHOD ACQUIRED	COST OR OTHER BASIS	DEPREC.	EXPENSE OF SALE	GROSS SALES PRICE
CD FIRST UTD BANK & TR	07/07/10	01/28/13	PURCHASED	200,000.	0.	0.	200,000.



<u>DESCRIPTION</u>	<u>DATE ACQUIRED</u>	<u>DATE SOLD</u>	<u>METHOD ACQUIRED</u>	
CD BANCO POPULAR DE P R	04/25/11	05/06/13	PURCHASED	
	<u>COST OR OTHER BASIS</u>	<u>DEPREC.</u>	<u>EXPENSE OF SALE</u>	<u>GROSS SALES PRICE</u>
	115,000.	0.	0.	115,000.

<u>DESCRIPTION</u>	<u>DATE ACQUIRED</u>	<u>DATE SOLD</u>	<u>METHOD ACQUIRED</u>	
CD BEAL BANK USA	05/29/12	06/05/13	PURCHASED	
	<u>COST OR OTHER BASIS</u>	<u>DEPREC.</u>	<u>EXPENSE OF SALE</u>	<u>GROSS SALES PRICE</u>
	125,000.	0.	0.	125,000.

<u>DESCRIPTION</u>	<u>DATE ACQUIRED</u>	<u>DATE SOLD</u>	<u>METHOD ACQUIRED</u>	
CD BEAL BANK SSB	05/29/12	06/05/13	PURCHASED	
	<u>COST OR OTHER BASIS</u>	<u>DEPREC.</u>	<u>EXPENSE OF SALE</u>	<u>GROSS SALES PRICE</u>
	75,000.	0.	0.	75,000.

<u>DESCRIPTION</u>	<u>DATE ACQUIRED</u>	<u>DATE SOLD</u>	<u>METHOD ACQUIRED</u>	
CD GE CAPITAL BANK	06/08/11	06/10/13	PURCHASED	
	<u>COST OR OTHER BASIS</u>	<u>DEPREC.</u>	<u>EXPENSE OF SALE</u>	<u>GROSS SALES PRICE</u>
	100,000.	0.	0.	100,000.

<u>DESCRIPTION</u>	<u>DATE ACQUIRED</u>	<u>DATE SOLD</u>	<u>METHOD ACQUIRED</u>	
RETIREMENT OF EXHIBITS	VARIOUS	VARIOUS	PURCHASED	
	<u>COST OR OTHER BASIS</u>	<u>DEPREC.</u>	<u>EXPENSE OF SALE</u>	<u>GROSS SALES PRICE</u>
	40,879.	0.	0.	0.

TOTAL TO FORM 199, PAGE 2, LN 6	<u>1,155,879.</u>	<u>0.</u>	<u>0.</u>	<u>1,115,000.</u>
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FORM 199

OTHER INCOME

STATEMENT 4

DESCRIPTIONAMOUNT

ADMISSIONS AND FEES

1,807,024.

STORE REVENUE

204,897.

IMAX TICKET SALES

940,438.

FACILITY RENTAL

461,293.

VISITORS SERVICES

356,179.

TOTAL TO FORM 199, PART II, LINE 7

3,769,831.

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## FORM 199      COMPENSATION OF OFFICERS, DIRECTORS AND TRUSTEES      STATEMENT      5

NAME AND ADDRESS	TITLE AND AVERAGE HRS WORKED/WK	COMPENSATION
TIM RITCHIE 201 SOUTH MARKET STREET SAN JOSE, CA 95113	PRESIDENT 40.00	275,000.
ANN BOWERS 201 SOUTH MARKET STREET SAN JOSE, CA 95113	DIRECTOR 0.50	0.
EDWARD CANNIZZARO 201 SOUTH MARKET STREET SAN JOSE, CA 95113	BOARD TREASURER 2.00	0.
DANIEL WARMENHOVEN 201 SOUTH MARKET STREET SAN JOSE, CA 95113	BOARD VICE CHAIR 2.00	0.
ROGER QUINLAN 201 SOUTH MARKET STREET SAN JOSE, CA 95113	BOARD SECRETARY 1.00	0.
MANNY BARBARA 201 SOUTH MARKET STREET SAN JOSE, CA 95113	DIRECTOR 0.50	0.
JAMES BARRESE 201 SOUTH MARKET STREET SAN JOSE, CA 95113	DIRECTOR 1.00	0.
HARRY BLOUNT 201 SOUTH MARKET STREET SAN JOSE, CA 95113	DIRECTOR 1.00	0.
SALLY BOURGOIN 201 SOUTH MARKET STREET SAN JOSE, CA 95113	DIRECTOR 2.00	0.
CHRIS BOYD 201 SOUTH MARKET STREET SAN JOSE, CA 95113	DIRECTOR 1.00	0.
CHUCK BOYNTON 201 SOUTH MARKET STREET SAN JOSE, CA 95113	DIRECTOR 0.40	0.

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TERESA BRIGGS 201 SOUTH MARKET STREET SAN JOSE, CA 95113	DIRECTOR 0.50	0.
BLAIR CHRISTIE 201 SOUTH MARKET STREET SAN JOSE, CA 95113	DIRECTOR 0.50	0.
DAVID CORTESE 201 SOUTH MARKET STREET SAN JOSE, CA 95113	DIRECTOR 0.50	0.
DAVID CRAWFORD 201 SOUTH MARKET STREET SAN JOSE, CA 95113	DIRECTOR 2.50	0.
JAMES DEICHEN 201 SOUTH MARKET STREET SAN JOSE, CA 95113	DIRECTOR 4.00	0.
CHRISTOPHER DIGIORGIO 201 SOUTH MARKET STREET SAN JOSE, CA 95113	BOARD CHAIR 4.00	0.
JOSEPH FABRIS 201 SOUTH MARKET STREET SAN JOSE, CA 95113	DIRECTOR 1.00	0.
JEFF FERRIER 201 SOUTH MARKET STREET SAN JOSE, CA 95113	DIRECTOR 1.00	0.
ROBERT GRIMM 201 SOUTH MARKET STREET SAN JOSE, CA 95113	DIRECTOR 3.40	0.
WILLIAM HEIL 201 SOUTH MARKET STREET SAN JOSE, CA 95113	DIRECTOR 0.50	0.
GERALD HELD 201 SOUTH MARKET STREET SAN JOSE, CA 95113	DIRECTOR 2.00	0.
DAVE HOUSE 201 SOUTH MARKET STREET SAN JOSE, CA 95113	DIRECTOR 0.30	0.
JOE KAVA 201 SOUTH MARKET STREET SAN JOSE, CA 95113	DIRECTOR 1.00	0.

CATHY KIMBALL 201 SOUTH MARKET STREET SAN JOSE, CA 95113	DIRECTOR 0.50	0.
RANDY KREZIN 201 SOUTH MARKET STREET SAN JOSE, CA 95113	DIRECTOR 0.50	0.
DAN'L LEWIN 201 SOUTH MARKET STREET SAN JOSE, CA 95113	DIRECTOR 1.00	0.
BILL MAY 201 SOUTH MARKET STREET SAN JOSE, CA 95113	DIRECTOR 1.00	0.
SMITH MCKEITHEN 201 SOUTH MARKET STREET SAN JOSE, CA 95113	DIRECTOR 1.00	0.
JAMI NACHTSHEIM 201 SOUTH MARKET STREET SAN JOSE, CA 95113	DIRECTOR 1.20	0.
OMKARAM NALAMASU 201 SOUTH MARKET STREET SAN JOSE, CA 95113	DIRECTOR 1.00	0.
STUART PANN 201 SOUTH MARKET STREET SAN JOSE, CA 95113	DIRECTOR 1.00	0.
DANIEL PEREZ 201 SOUTH MARKET STREET SAN JOSE, CA 95113	DIRECTOR 2.00	0.
FRANK QUATTRONE 201 SOUTH MARKET STREET SAN JOSE, CA 95113	DIRECTOR 1.00	0.
PETER RELAN 201 SOUTH MARKET STREET SAN JOSE, CA 95113	DIRECTOR 0.50	0.
ARCHANA SATHAYE 201 SOUTH MARKET STREET SAN JOSE, CA 95113	DIRECTOR 0.50	0.
JUDY SWANSON 201 SOUTH MARKET STREET SAN JOSE, CA 95113	DIRECTOR 0.30	0.

JIM VANIDES 201 SOUTH MARKET STREET SAN JOSE, CA 95113	DIRECTOR 0.50	0.
JOHN VITALIE 201 SOUTH MARKET STREET SAN JOSE, CA 95113	DIRECTOR 0.50	0.
KENNETH WASHINGTON 201 SOUTH MARKET STREET SAN JOSE, CA 95113	DIRECTOR 0.50	0.
STEVE YOUNG 201 SOUTH MARKET STREET SAN JOSE, CA 95113	DIRECTOR 0.50	0.
HARVARD SUNG 201 SOUTH MARKET STREET SAN JOSE, CA 95113	CFO 40.00	32,888.
BILL BAILOR 201 SOUTH MARKET STREET SAN JOSE, CA 95113	VP OPERATIONS 40.00	0.
ELIZABETH WILLIAMS 201 SOUTH MARKET STREET SAN JOSE, CA 95113	VP MARKETING 40.00	0.
DAVID WHITMAN 201 SOUTH MARKET STREET SAN JOSE, CA 95113	VP TECH AWARDS 40.00	0.
LATH CARLSON 201 SOUTH MARKET STREET SAN JOSE, CA 95113	VP EXHIBITS 40.00	0.
NARESH KAPAHI 201 SOUTH MARKET STREET SAN JOSE, CA 95113	FORMER CFO 40.00	0.

TOTAL TO FORM 199, PART II, LINE 11

307,888.

FORM 199

OTHER EXPENSES

STATEMENT 6

DESCRIPTION	AMOUNT
TECH AWARDS	1,643,580.
FEEES AND SERVICES	694,050.
OTHER EXPENSES	415,078.
BUILDING AND EQUIPMENT	220,506.
DIRECT EXPENSES OF FUNDRAISING EVENTS	699,405.
OTHER EMPLOYEE BENEFITS	373,451.
LEGAL FEES	371.
ACCOUNTING FEES	120,975.
INVESTMENT MANAGEMENT FEES	61,127.
OTHER PROFESSIONAL FEES	548,977.
ADVERTISING AND PROMOTION	633,109.
OFFICE EXPENSES	597,914.
ROYALTIES	461,953.
TRAVEL	124,159.
ALL OTHER EXPENSES	80,329.
TOTAL TO FORM 199, PART II, LINE 17	6,674,984.

COPY

FORM 199

OTHER INVESTMENTS

STATEMENT 7

DESCRIPTION	BEG. OF YEAR	END OF YEAR
EQUITY FUNDS	11,486,557.	12,133,483.
VENTURE CAPITAL FUNDS & PARTNERSHIPS	910,041.	932,595.
CERTIFICATES OF DEPOSIT	2,545,893.	4,559,879.
TOTAL TO FORM 199, SCHEDULE L, LINE 9	14,942,491.	17,625,957.

COPY



FORM 199

OTHER ASSETS

STATEMENT 8

<u>DESCRIPTION</u>	<u>BEG. OF YEAR</u>	<u>END OF YEAR</u>
PLEDGES AND GRANTS RECEIVABLE	12,864,356.	12,100,086.
PREPAID EXPENSES AND DEFERRED CHARGES	303,250.	208,857.
CITY OF SAN JOSE LEASE	21,314,517.	21,189,388.
TOTAL TO FORM 199, SCHEDULE L, LINE 12	34,482,123.	33,498,331.

COPY

FORM 199

OTHER LIABILITIES

STATEMENT 9

DESCRIPTIONBEG. OF YEAREND OF YEAR

DEFERRED REVENUE

332,841.

385,097.

TOTAL TO FORM 199, SCHEDULE L, LINE 18

332,841.

385,097.

COPY

FORM 199

FUND BALANCES

STATEMENT 10

DESCRIPTION	BEG. OF YEAR	END OF YEAR
UNRESTRICTED ASSETS	4,701,977.	5,799,794.
TEMPORARILY RESTRICTED ASSETS	40,068,741.	41,085,822.
PERMANENTLY RESTRICTED ASSETS	12,715,706.	12,715,706.
TOTAL TO FORM 199, SCHEDULE L, LINE 21	57,486,424.	59,601,322.

COPY

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California Exempt Organization Business Income Tax Return

Calendar Year 2012 or fiscal year beginning month JUL day 1 year 2012, and ending month JUN day 30 year 2013

Corporation/Organization Name THE TECH MUSEUM OF INNOVATION California corporation number 1131588

Address (suite, room, or PMB no.) 201 SOUTH MARKET STREET FEIN 94-2864660

City SAN JOSE State CA ZIP Code 95113

- A First Return Filed? B Is this an education IRA... C Is the organization under audit... D Final Return? E Amended Return F Accounting Method Used G Nature of trade or business H Is the organization a non-exempt charitable trust... I Is this organization claiming any Enterprise Zone... J Is this organization a qualified pension... K Unrelated Business Activity (UBA) Code 900099 L Is this a Hospital?

Table with columns for Taxable Corporation, Taxable Trust, Tax Computation, Total Tax, Payments, Refund (Direct Deposit of Refund) or Amount Due. Rows 1-27 detailing income, deductions, credits, and tax amounts.

**Unrelated Business Taxable Income**

**Part I Unrelated Trade or Business Income**

1	a	Gross receipts or gross sales	219,079.	b	Less returns and allowances		c	Balance	1c	219,079.00
2		Cost of goods sold and/or operations (Schedule A, line 7)							2	00
3		Gross profit. Subtract line 2 from line 1c							3	219,079.00
4	a	Capital gain net income. See Specific Line Instructions - Trusts attach Schedule D (541)							4a	00
	b	Net gain (loss) from Part II, Schedule D-1							4b	00
	c	Capital loss deduction for trusts							4c	00
5		Income (or loss) from partnerships, limited liability companies, or S corporations. See specific line instructions. Attach Schedule K-1 (565, 568, or 100S) or similar schedule							5	00
6		Rental income (Schedule C)							6	00
7		Unrelated debt-financed income (Schedule D)							7	00
8		Investment income of an R&TC Section 23701g, 23701i, or 23701n organization (Schedule E)							8	00
9		Interest, Annuities, Royalties and Rents from controlled organizations (Schedule F)							9	00
10		Exploited exempt activity income (Schedule G)							10	00
11		Advertising income (Schedule H, Part III, Column A)							11	00
12		Other income. Attach schedule							12	00
13		Total unrelated trade or business income. Add line 3 through line 12							13	219,079.00

**Part II Deductions Not Taken Elsewhere (Except for contributions, deductions must be directly connected with the unrelated business income.)**

14		Compensation of officers, directors, and trustees from Schedule I							14	00
15		Salaries and wages							15	72,799.00
16		Repairs							16	1,178.00
17		Bad debts							17	00
18		Interest							18	00
19		Taxes							19	00
20		Contributions							20	00
21	a	Depreciation (Corporations and Associations - Schedule J) (Trusts - form FTB 3885F)		21a		00				
	b	Less: depreciation claimed on Schedule A		21b		00			21	00
22		Depletion							22	00
23	a	Contributions to deferred compensation plans							23a	00
	b	Employee benefit programs							23b	00
24		Other deductions	SEE STATEMENT 12						24	312,798.00
25		Total deductions. Add line 14 through line 24							25	386,775.00
26		Unrelated business taxable income before allowable excess advertising costs. Subtract line 25 from line 13							26	-167,696.00
27		Excess advertising costs (Schedule H, Part III, Column B)							27	00
28		Unrelated business taxable income before specific deduction. Subtract line 27 from line 26							28	-167,696.00
29		Specific deduction							29	1,000.00
30		Unrelated business taxable income. Subtract line 29 from line 28. If line 28 is a loss, enter line 28							30	-167,696.00

**Sign Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Signature of officer	Title PRESIDENT	Date	Telephone
Preparer's signature	Date 3/10/14	Check if self-employed	PTIN P00701936
Firm's name (or yours, if self-employed) and address	FRANK, RIMERMAN & CO. LLP 1801 PAGE MILL ROAD PALO ALTO, CA 94304		FEIN 94-1341042 Telephone (650) 845-8100
May the FTB discuss this return with the preparer shown above? See instructions			Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>

Schedule A Cost of Goods Sold and/or Operations.

Method of inventory valuation (specify)

N/A

Table with 7 rows for Schedule A. Line 1: Inventory at beginning of year (00). Line 2: Purchases (00). Line 3: Cost of labor (00). Line 4a: Additional IRC Section 263A costs. Line 4b: Other costs. Line 5: Total. Line 6: Inventory at end of year (00). Line 7: Cost of goods sold and/or operations. Do the rules of IRC Section 263A apply? [X] No.

Schedule B Tax Credits. Do not claim the New Jobs Credit on Schedule B.

Table for Schedule B. Line 1: Enter credit name, code no., amount (00). Line 2: Enter credit name, code no., amount (00). Line 3: Enter credit name, code no., amount (00). Line 4: Total. Add line 1 through line 3. Amount (00).

Schedule K Add-On Taxes or Recapture of Tax.

Table for Schedule K. Line 1: Interest computation under the look-back method. Line 2: Interest on tax attributable to installment. Line 3: IRC Section 197(f)(9)(B)(ii) election. Line 4: Credit recapture. Line 5: Total. Amount (00).

Schedule R Apportionment Formula Worksheet. Use only for unrelated trade or business amounts.

Is this organization electing the Alternate Method - Single-Sales Factor Formula?

If "Yes," complete Part B. If "No," complete Part A. [X] No

Table for Schedule R. Part A: Standard Method - Three Factor Formula. Part B: Alternate Method - Single-Sales Factor Formula. Includes columns for (a) Total within and outside California, (b) Total within California, and (c) Percent within California. Result: 100.0000%

Schedule C Rental Income from Real Property and Personal Property Leased with Real Property

For rental income from debt-financed property, use Schedule D, R&TC Section 23701g, Section 23701i, and Section 23701n organizations. See instructions for exceptions.

Table for Schedule C. Column 1: Description of property. Column 2: Rent received or accrued. Column 3: Percentage of rent attributable to personal property. Column 4: Deductions directly connected. Column 5: Complete if any item in column 3 is more than 10%, but not more than 50%. Add columns 4(b) and column 5(c). Enter here and on Side 2, Part I, line 6.

**Schedule D Unrelated Debt-Financed Income**

1 Description of debt-financed property			2 Gross income from or allocable to debt-financed property	3 Deductions directly connected with or allocable to debt-financed property		
				(a) Straight-line depreciation	(b) Other deductions	
4 Amount of average acquisition indebtedness on or allocable to debt-financed property	5 Average adjusted basis of or allocable to debt-financed property	6 Debt basis percentage, column 4 ÷ column 5	7 Gross income reportable, column 2 x column 6	8 Allocable deductions, total of columns 3(a) and 3(b) x column 6		9 Net income (or loss) includible, column 7 less column 8
		%				
		%				
		%				
Total. Enter here and on Side 2, Part I, line 7						

**Schedule E Investment Income of an R&TC Section 23701g, Section 23701i, or Section 23701n Organization**

1 Description	2 Amount	3 Deductions directly connected	4 Net investment income, column 2 less column 3	5 Set-asides	6 Balance of investment income, column 4 less column 5
Total. Enter here and on Side 2, Part I, line 8					
Enter gross income from members (dues, fees, charges, or similar amounts)					

**Schedule F Interest, Annuities, Royalties and Rents from Controlled Organizations**

Exempt Controlled Organizations					
1 Name of controlled organizations	2 Employer Identification Number	3 Net unrelated income (loss)	4 Total of specified payments made	5 Part of column (4) that is included in the controlling organization's gross income	6 Deductions directly connected with income in column (5)
1					
2					
3					
Nonexempt Controlled Organizations					
7 Taxable income	8 Net unrelated income (loss)	9 Total of specified payments made	10 Part of column (9) that is included in the controlling organization's gross income	11 Deductions directly connected with income in column (10)	
1					
2					
3					
4 Add columns 5 and 10					
5 Add columns 6 and 11					
6 Subtract line 5 from line 4. Enter here and on Side 2, Part I, line 9					

**Schedule G Exploited Exempt Activity Income, other than Advertising Income**

1 Description of exploited activity (attach schedule if more than one unrelated activity is exploiting the same exempt activity)	2 Gross unrelated business income from trade or business	3 Expenses directly connected with production of unrelated business income	4 Net income from unrelated trade or business, column 2 less column 3	5 Gross income from activity that is not unrelated business income	6 Expenses attributable to column 5	7 Excess exempt expense, column 6 less column 5 but not more than column 4	8 Net income includible, column 4 less column 7 but not less than zero
Total. Enter here and on Side 2, Part I, line 10							





# Net Operating Loss (NOL) Computation and NOL and Disaster Loss Limitations — Corporations

**2012**

**3805Q**

Attach to Form 100, Form 100W, Form 100S, or Form 109.

Corporation name <b>THE TECH MUSEUM OF INNOVATION</b>	California corporation number <b>1 1 3 1 5 8 8</b>
During the taxable year the corporation incurred the NOL, the corporation was a(n): <input type="checkbox"/> C corporation <input type="checkbox"/> S corporation <input checked="" type="checkbox"/> Exempt organization <input type="checkbox"/> Limited Liability Company (electing to be taxed as a corporation)	FEIN <b>9 4 2 8 6 4 6 6 0</b>

If the corporation previously filed California tax returns under another corporate name, enter the corporation name and California corporation number:

**If the corporation is included in a combined report of a unitary group, see instructions, General Information C, Combined Reporting.**

**Part I Current year NOL.** If the corporation does not have a current year NOL, go to Part II.

1 Net loss from Form 100, line 19; Form 100W, line 19; Form 100S, line 16; or Form 109, line 2. Enter as a positive number. . . . .	<b>1</b>	272,300	00
2 2012 disaster loss included in line 1. Enter as a positive number . . . . .	<b>2</b>	0	00
3 Subtract line 2 from line 1. If zero or less, enter -0- and see instructions . . . . .	<b>3</b>	272,300	00
4 a Enter the amount of the loss incurred by a new business included in line 3 . . . . .	<b>4a</b>	0	00
b Enter the amount of the loss incurred by an eligible small business included in line 3 . . . . .	<b>4b</b>	0	00
c Add line 4a and line 4b . . . . .	<b>4c</b>	0	00
5 General NOL. Subtract line 4c from line 3 . . . . .	<b>5</b>	272,300	00
6 2012 NOL carryover. Add line 2, line 4c, and line 5. See instructions . . . . .	<b>6</b>	272,300	00

**Part II NOL carryover and disaster loss carryover limitations. See instructions.**

1 Net income (loss) – Enter the amount from Form 100, line 19; Form 100W, line 19; Form 100S, line 16 less line 17 (but not less than -0-); or Form 109, line 2. . . . .	(g) Available balance	272,300
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**Prior Year NOLs**

(a) Year of loss	(b) Code – See instructions	(c) Type of NOL* – See below	(d) Initial loss	(e) Carryover from 2011	(f) Amount used in 2012	(g) Available balance	(h) Carryover to 2013 col. (e) - col. (f)
<b>2</b> 2009		GEN	26,113	26,113	0		26,113
2010		GEN	100,566	100,566	0		100,566
2011		GEN	322,882	322,882	0		322,882

**Current Year NOLs**

(a) Year of loss	(b) Code – See instructions	(c) Type of NOL* – See below	(d) Initial loss	(e) Carryover from 2011	(f) Amount used in 2012	(g) Available balance	(h) Carryover to 2013 col. (d) - col. (f)
<b>3</b> 2012		DIS					
<b>4</b> 2012		GEN	272,300				272,300
2012							
2012							
2012							

\*Type of NOL: General (GEN), New Business (NB), Eligible Small Business (ESB), or Disaster (DIS).

**Part III 2012 NOL deduction**

1 Total the amounts in Part II, line 2, column (f). . . . .	<b>1</b>	0	00
2 Enter the total amount from line 1 that represents disaster loss carryover deduction here and on Form 100, line 22; Form 100W, line 22; or Form 100S, line 20. Form 109 filers enter -0- . . . . .	<b>2</b>	0	00
3 Subtract line 2 from line 1. Enter the result here and on Form 100, line 20; Form 100W, line 20; Form 100S, line 18; or Form 109, line 7. . . . .	<b>3</b>	0	00

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FORM 109

NATURE OF TRADE OR BUSINESS

STATEMENT 11

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IMAX MOVIE THEATER TICKET SALES

TO FORM 109, PAGE 1

COPY

FORM 109

OTHER DEDUCTIONS

STATEMENT 12

DESCRIPTION	AMOUNT
DUES & MEMBERSHIP	299.
FEES & SERVICES	10,403.
JANITORIAL	6,368.
SECURITY	11,169.
MAINTENANCE	20,400.
ROYALTIES	167,182.
INSURANCE	696.
SUPPLIES	4,896.
TRAVEL	2,618.
SHIPPING	490.
MATERIALS	6,139.
RENT - EQUIPMENT	31,672.
TELEPHONE	2,913.
UTILITIES	32,068.
CONTRACT LABOR	5,542.
COGS	9,844.
PROFESSIONAL DEVELOPMENT	99.
TOTAL TO FORM 109, PAGE 2, LINE 24	312,798.

COPY

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MAIL TO:  
 Registry of Charitable Trusts  
 P.O. Box 903447  
 Sacramento, CA 94203-4470  
 Telephone: (916) 445-2021

WEB SITE ADDRESS:  
<http://ag.ca.gov/charities/>

**ANNUAL  
 REGISTRATION RENEWAL FEE REPORT  
 TO ATTORNEY GENERAL OF CALIFORNIA**

Sections 12586 and 12587, California Government Code  
 11 Cal. Code Regs. sections 301-307, 311 and 312

Failure to submit this report annually no later than four months and fifteen days after the end of the organization's accounting period may result in the loss of tax exemption and the assessment of a minimum tax of \$800, plus interest, and/or fines or filing penalties as defined in Government Code section 12586.1. IRS extensions will be honored.

State Charity Registration Number: <b>CT 051459</b>  <b>THE TECH MUSEUM OF INNOVATION</b> <small>Name of Organization</small> <b>201 SOUTH MARKET STREET</b> <small>Address (Number and Street)</small> <b>SAN JOSE, CA 95113</b> <small>City or Town, State and ZIP Code</small>	<b>Check if:</b> <input type="checkbox"/> Change of address  <input type="checkbox"/> Amended report  Corporate or Organization No. <u>1131588</u>  Federal Employer I.D. No. <u>94-2864660</u>
--	--

**ANNUAL REGISTRATION RENEWAL FEE SCHEDULE (11 Cal. Code Regs. sections 301-307, 311 and 312)**  
 Make Check Payable to Attorney General's Registry of Charitable Trusts

Gross Annual Revenue	Fee	Gross Annual Revenue	Fee	Gross Annual Revenue	Fee
Less than \$25,000	0	Between \$100,001 and \$250,000	\$50	Between \$1,000,001 and \$10 million	\$150
Between \$25,000 and \$100,000	\$25	Between \$250,001 and \$1 million	\$75	Between \$10,000,001 and \$50 million	\$225
				Greater than \$50 million	\$300

**PART A - ACTIVITIES**

For your most recent full accounting period (beginning 07/01/2012 ending 06/30/2013) list:  
 Gross annual revenue \$ 14,831,548. Total assets \$ 61,175,490.

**PART B - STATEMENTS REGARDING ORGANIZATION DURING THE PERIOD OF THIS REPORT**

**Note: If you answer "yes" to any of the questions below, you must attach a separate sheet providing an explanation and details for each "yes" response. Please review RRF-1 instructions for information required.**

	Yes	No
1. During this reporting period, were there any contracts, loans, leases or other financial transactions between the organization and any officer, director or trustee thereof either directly or with an entity in which any such officer, director or trustee had any financial interest?		X
2. During this reporting period, was there any theft, embezzlement, diversion or misuse of the organization's charitable property or funds?		X
3. During this reporting period, did non-program expenditures exceed 50% of gross revenues?		X
4. During this reporting period, were any organization funds used to pay any penalty, fine or judgment? If you filed a Form 4720 with the Internal Revenue Service, attach a copy.		X
5. During this reporting period, were the services of a commercial fundraiser or fundraising counsel for charitable purposes used? If "yes," provide an attachment listing the name, address, and telephone number of the service provider. <span style="float:right">STMT 13</span>	X	
6. During this reporting period, did the organization receive any governmental funding? If so, provide an attachment listing the name of the agency, mailing address, contact person, and telephone number.		X
7. During this reporting period, did the organization hold a raffle for charitable purposes? If "yes," provide an attachment indicating the number of raffles and the date(s) they occurred.		X
8. Does the organization conduct a vehicle donation program? If "yes," provide an attachment indicating whether the program is operated by the charity or whether the organization contracts with a commercial fundraiser for charitable purposes.		X
9. Did your organization have prepared an audited financial statement in accordance with generally accepted accounting principles for this reporting period?	X	

Organization's area code and telephone number (408) 795-6116

Organization's e-mail address INFO@THETECH.ORG

I declare under penalty of perjury that I have examined this report, including accompanying documents, and to the best of my knowledge and belief, it is true, correct and complete.

**TIM RITCHIE** **PRESIDENT**  
Signature of authorized officer Printed Name Title Date

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FORM RRF-1

INFORMATION REGARDING PROFESSIONAL  
FUND-RAISING SERVICES  
PART B, LINE 5

STATEMENT 13

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RICHARD KING  
201 SOUTH MARKET STREET  
SAN JOSE, CA 95113  
(408) 239-6469

COPY

**The Tech Museum of Innovation**

**Financial Statements**

**June 30, 2013 and 2012**

COPY



# Frank, Rimerman + Co. LLP

Board of Directors  
The Tech Museum of Innovation  
San Jose, California

Certified  
Public  
Accountants

## INDEPENDENT AUDITORS' REPORT

We have audited the accompanying financial statements of The Tech Museum of Innovation (the Organization), which comprise the statements of financial position as of June 30, 2013 and 2012, and the related statements of activities, functional expenses and cash flows for the years then ended, and the related notes to the financial statements.

Palo Alto  
San Francisco  
San Jose  
St. Helena  
New York

### **Management's Responsibility for the Financial Statements**

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

### **Auditors' Responsibility**

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

**Opinion**

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of The Tech Museum of Innovation as of June 30, 2013 and 2012, and the change in its net assets and its cash flows for the years then ended in conformity with accounting principles generally accepted in the United States of America.

San Jose, California  
October 28, 2013

Frank, Rimerman + Co. LLP

COPY

**The Tech Museum of Innovation  
Statements of Financial Position**

	June 30, 2013				June 30, 2012			
	Unrestricted	Temporarily Restricted	Permanently Restricted	Total	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
<b>ASSETS</b>								
Cash and Cash Equivalents	\$ 446,523	\$ 1,824,634	\$ -	\$ 2,271,157	\$ 74,656	\$ 1,623,368	\$ -	\$ 1,698,024
Grants and Other Receivables	253,394	1,061,463	-	1,314,857	-	2,051,971	-	2,051,971
Pledges Receivable, net of discount and allowance for doubtful accounts of \$52,000	-	12,089,086	11,000	12,100,086	-	12,853,356	11,000	12,864,356
Prepaid Expenses and Other Assets	208,857	-	-	208,857	303,250	-	-	303,250
Investments	-	4,921,251	12,704,706	17,625,957	12,256	2,225,529	12,704,706	14,942,491
Property, Exhibits and Equipment, net	6,465,188	-	-	6,465,188	5,353,498	-	-	5,353,498
Beneficial Interest in Use of Facility, net	-	21,189,388	-	21,189,388	-	21,314,517	-	21,314,517
<b>Total assets</b>	<b>\$ 7,373,962</b>	<b>\$ 41,085,822</b>	<b>\$ 12,715,706</b>	<b>\$ 61,175,490</b>	<b>\$ 5,743,660</b>	<b>\$ 40,068,741</b>	<b>\$ 12,715,706</b>	<b>\$ 58,528,107</b>
<b>LIABILITIES AND NET ASSETS</b>								
<b>Liabilities</b>								
Accounts payable	\$ 837,080	\$ -	\$ -	\$ 837,080	\$ 360,093	\$ -	\$ -	\$ 360,093
Accrued expenses	340,137	-	-	340,137	327,059	-	-	327,059
Deferred revenue	385,097	-	-	385,097	332,841	-	-	332,841
Capital lease obligation	11,854	-	-	11,854	21,690	-	-	21,690
<b>Total liabilities</b>	<b>1,574,168</b>	<b>-</b>	<b>-</b>	<b>1,574,168</b>	<b>1,041,683</b>	<b>-</b>	<b>-</b>	<b>1,041,683</b>
<b>Commitments (Notes 4, 8 and 9)</b>								
<b>Net Assets</b>								
Unrestricted	5,799,794	-	-	5,799,794	4,701,977	-	-	4,701,977
Temporarily restricted	-	41,085,822	-	41,085,822	-	40,068,741	-	40,068,741
Permanently restricted	-	-	12,715,706	12,715,706	-	-	12,715,706	12,715,706
<b>Total net assets</b>	<b>5,799,794</b>	<b>41,085,822</b>	<b>12,715,706</b>	<b>59,601,322</b>	<b>4,701,977</b>	<b>40,068,741</b>	<b>12,715,706</b>	<b>57,486,424</b>
<b>Total liabilities and net assets</b>	<b>\$ 7,373,962</b>	<b>\$ 41,085,822</b>	<b>\$ 12,715,706</b>	<b>\$ 61,175,490</b>	<b>\$ 5,743,660</b>	<b>\$ 40,068,741</b>	<b>\$ 12,715,706</b>	<b>\$ 58,528,107</b>

See Notes to Financial Statements

**The Tech Museum of Innovation  
Statements of Activities  
Years Ended June 30, 2013 and 2012**

	2013				2012			
	Unrestricted	Temporarily Restricted	Permanently Restricted	Total	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
<b>Revenues and Other Support</b>								
Public support	\$ 1,049,750	\$ -	\$ -	\$ 1,049,750	\$ 1,105,000	\$ -	\$ -	\$ 1,105,000
Contributed support	2,070,093	7,668,618	-	9,738,711	1,976,250	18,562,866	-	20,539,116
In-kind contributions	1,658,979	-	-	1,658,979	1,491,269	-	-	1,491,269
Donated use of facilities	1,285,955	-	-	1,285,955	1,285,955	-	-	1,285,955
Admissions and fees	2,562,348	-	-	2,562,348	1,780,503	-	-	1,780,503
Investment income, net	10,759	1,867,332	-	1,878,091	146	-	-	146
Rental and other income	1,207,483	-	-	1,207,483	953,750	-	-	953,750
Net assets released from restrictions	8,518,869	(8,518,869)	-	-	5,252,037	(5,252,037)	-	-
<b>Total revenues and other support</b>	<b>18,364,236</b>	<b>1,017,081</b>	<b>-</b>	<b>19,381,317</b>	<b>13,844,910</b>	<b>13,310,829</b>	<b>-</b>	<b>27,155,739</b>
<b>Expenses</b>								
Program services								
Exhibits, programs and experiences	10,651,442	-	-	10,651,442	9,007,232	-	-	9,007,232
Education	1,222,419	-	-	1,222,419	985,757	-	-	985,757
Visitor services	1,402,797	-	-	1,402,797	1,629,218	-	-	1,629,218
Support services								
Fundraising and membership	1,855,936	-	-	1,855,936	1,498,456	-	-	1,498,456
General and administrative								
Marketing	928,387	-	-	928,387	860,539	-	-	860,539
Administration	1,205,438	-	-	1,205,438	1,026,238	-	-	1,026,238
<b>Total expenses</b>	<b>17,266,419</b>	<b>-</b>	<b>-</b>	<b>17,266,419</b>	<b>15,007,440</b>	<b>-</b>	<b>-</b>	<b>15,007,440</b>
Change in Net Assets	1,097,817	1,017,081	-	2,114,898	(1,162,530)	13,310,829	-	12,148,299
Net Assets, beginning of year	4,701,977	40,068,741	12,715,706	57,486,424	5,864,507	26,757,912	12,715,706	45,338,125
Net Assets, end of year	\$ 5,799,794	\$ 41,085,822	\$ 12,715,706	\$ 59,601,322	\$ 4,701,977	\$ 40,068,741	\$ 12,715,706	\$ 57,486,424

See Notes to Financial Statements

**The Tech Museum of Innovation  
Statement of Functional Expenses  
Year Ended June 30, 2013**

	Programs				Support Services				
	Exhibits, Programs and Experiences	Visitor			Fundraising and Membership	General and Administrative		Total Support Services	Total
		Education	Services	Total Program Services		Marketing	Administration		
Salaries	\$ 2,057,669	\$ 566,576	\$ 943,522	\$ 3,567,767	\$ 582,209	\$ 322,816	\$ 639,447	\$ 1,544,472	\$ 5,112,239
Payroll Taxes	123,966	38,566	66,389	228,921	40,798	21,549	41,118	103,465	332,386
Benefits	161,222	40,794	71,595	273,611	41,127	23,101	35,612	99,840	373,451
Professional Fees	205,833	35,148	39,000	279,981	246,111	18,165	126,066	390,342	670,323
Materials and Supplies	326,099	25,449	110,732	462,280	51,446	30,311	53,877	135,634	597,914
Advertising and Public Relations	337,686	4,390	-	342,076	90	290,943	-	291,033	633,109
Fees and Services	568,979	946	7,667	577,592	-	39,934	76,524	116,458	694,050
Royalties	459,367	-	-	459,367	2,631	-	(45)	2,586	461,953
Bankcard Fees	80,329	-	-	80,329	-	-	-	-	80,329
In-kind Contributions	652,216	18,310	-	670,526	330,525	46,088	93,900	470,513	1,141,039
Travel and Transportation	59,775	27,598	9,790	97,163	5,223	2,870	18,903	26,996	124,159
Occupancy	1,298,061	111,048	66,985	1,476,094	40,029	94,173	30,361	164,563	1,640,657
Building and Equipment Rental	211,930	5,827	671	218,428	-	650	1,428	2,078	220,506
Depreciation and Amortization	1,069,812	28,860	30,947	1,129,619	32,628	18,645	34,471	85,744	1,215,363
Donated Rent	1,224,051	91,359	39,154	1,354,564	24,718	12,359	12,359	49,436	1,404,000
Tech Awards	1,704,026	-	-	1,704,026	404,958	-	-	404,958	2,108,984
Retirement of Exhibits	40,879	-	-	40,879	-	-	-	-	40,879
Other	69,542	227,548	16,345	313,435	53,443	6,783	41,417	101,643	415,078
<b>Total expenses</b>	<b>\$ 10,651,442</b>	<b>\$ 1,222,419</b>	<b>\$ 1,402,797</b>	<b>\$ 13,276,658</b>	<b>\$ 1,855,936</b>	<b>\$ 928,387</b>	<b>\$ 1,205,438</b>	<b>\$ 3,989,761</b>	<b>\$ 17,266,419</b>
<b>Percent of Total Expenses</b>	<b>62%</b>	<b>7%</b>	<b>8%</b>	<b>77%</b>	<b>11%</b>	<b>5%</b>	<b>7%</b>	<b>23%</b>	<b>100%</b>

See Notes to Financial Statements

**The Tech Museum of Innovation  
Statement of Functional Expenses  
Year Ended June 30, 2012**

	Programs				Support Services				
	Exhibits, Programs and Experiences	Education	Visitor Services	Total Program Services	Fundraising and Membership	General and Administrative		Total Support Services	Total
						Marketing	Administration		
Salaries	\$ 1,438,277	\$ 474,910	\$ 1,046,823	\$ 2,960,010	\$ 380,347	\$ 317,162	\$ 514,124	\$ 1,211,633	\$ 4,171,643
Payroll Taxes	105,658	34,883	75,664	216,205	29,550	23,074	30,406	83,030	299,235
Benefits	77,871	28,425	55,419	161,715	22,790	16,626	28,270	67,686	229,401
Professional Fees	151,146	-	21,971	173,117	120,000	112,186	173,534	405,720	578,837
Materials and Supplies	290,488	17,552	155,272	463,312	46,922	7,371	43,953	98,246	561,558
Advertising and Public Relations	268,757	2,033	16,872	287,662	3,780	255,413	-	259,193	546,855
Fees and Services	479,329	1,775	69,760	550,864	2,436	43,437	85,685	131,558	682,422
Royalties	286,148	-	-	286,148	-	-	-	-	286,148
Bankcard Fees	55,477	-	-	55,477	-	-	-	-	55,477
In-kind Contributions	735,101	20,067	1,553	756,721	346,696	7,056	4,943	358,695	1,115,416
Travel and Transportation	32,985	77,952	16,893	127,830	4,712	9,442	26,225	40,379	168,209
Occupancy	1,026,537	78,771	63,501	1,168,809	30,767	32,987	20,203	83,957	1,252,766
Building and Equipment Rental	220,475	8,803	2,906	232,184	-	6,314	-	6,314	238,498
Depreciation and Amortization	1,035,726	27,375	33,394	1,096,495	21,662	16,247	37,909	75,818	1,172,313
Donated Rent	1,224,051	91,359	39,154	1,354,564	24,718	12,359	12,359	49,436	1,404,000
Tech Awards	1,129,302	-	-	1,129,302	382,939	-	-	382,939	1,512,241
Retirement of Exhibits	352,224	-	-	352,224	-	-	-	-	352,224
Other	97,680	121,852	30,036	249,568	81,137	865	48,627	130,629	380,197
<b>Total expenses</b>	<b>\$ 9,007,232</b>	<b>\$ 985,757</b>	<b>\$ 1,629,218</b>	<b>\$ 11,622,207</b>	<b>\$ 1,498,456</b>	<b>\$ 860,539</b>	<b>\$ 1,026,238</b>	<b>\$ 3,385,233</b>	<b>\$ 15,007,440</b>
Percent of Total Expenses	60%	6%	11%	77%	10%	6%	7%	23%	100%

See Notes to Financial Statements

**The Tech Museum of Innovation**  
**Statements of Cash Flows**

	Years Ended June 30,	
	2013	2012
Cash Flows from Operating Activities:		
Change in net assets	\$ 2,114,898	\$ 12,148,299
Adjustments to reconcile change in net assets to net cash provided by operating activities:		
Depreciation and amortization	1,215,364	1,172,313
In-kind donation of property and equipment	(224,297)	(375,853)
In-kind rent expense related to promised use of facility, net	125,129	118,045
Net realized and unrealized (gain) loss on investments	(1,677,619)	217,262
Change in discount on pledges receivable	(75,411)	345,150
Retirement of exhibits	40,879	352,224
Changes in operating assets and liabilities:		
Grants and other receivables	737,114	(925,117)
Pledges receivable	839,681	(11,790,000)
Prepaid expenses and other assets	94,393	(97,478)
Accounts payable and accrued expenses	22,343	36,288
Deferred revenue	52,256	(6,198)
Net cash provided by operating activities	<u>3,264,730</u>	<u>1,194,935</u>
Cash Flows from Investing Activities:		
Net proceeds from sale of investments	1,287,918	1,541,037
Purchase of investments	(2,293,765)	(654,640)
Purchase of property, exhibits and equipment	(1,675,914)	(769,840)
Net cash provided by (used in) investing activities	<u>(2,681,761)</u>	<u>116,557</u>
Cash Flows from Financing Activities:		
Payments on capital lease obligation	(9,836)	(9,546)
Net cash used in financing activities	<u>(9,836)</u>	<u>(9,546)</u>
Net increase in cash and cash equivalents	573,133	1,301,946
Cash and Cash Equivalents, beginning of year	1,698,024	396,078
Cash and Cash Equivalents, end of year	<u>\$ 2,271,157</u>	<u>\$ 1,698,024</u>
Supplemental Schedule of Noncash Investing Activities		
Amounts payable for construction in progress	<u>\$ 467,722</u>	<u>\$ -</u>

See Notes to Financial Statements

## **The Tech Museum of Innovation**

### **Notes to Financial Statements**

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#### 1. Nature of Activities

The mission of The Tech Museum of Innovation (the Organization) is to inspire the innovator in everyone. The Organization accomplishes this by engaging visitors in hands-on learning experiences involving science and technology. The overall mission is that through its exhibits and programs, the Organization will inspire learning and invigorate innovation locally, nationally, and globally.

The Organization offers interactive exhibits, hands-on science labs, after-school activities, and standards-based educational IMAX films. Additionally, the Organization hosts two annual signature programs. The Tech Challenge is a team competition that inspires thousands of students in grades 5-12 to design and build devices that solve a real world problem. For the past 26 years, The Tech Challenge has reached out to different ethnic and socioeconomic communities to introduce students not only to Science, Technology, Engineering, and Mathematics (STEM) concepts, but also to the thrill of hands-on learning and real-world design. The Tech Awards, which commenced in 2001, is an international program that identifies and honors individuals and teams that develop technological solutions to humanity's most pressing problems.

The Organization's staff and volunteers welcome approximately 400,000 visitors annually to the permanent galleries and traveling exhibitions. They also assist visitors with ticketing, choosing programs, and assessing educational opportunities, such as IMAX film presentations. More than 7,000 member households help support the Organization, including approximately 1,000 local educators.

#### 2. Significant Accounting Policies

##### *Basis of Presentation:*

The Organization prepares its financial statements on the accrual basis of accounting under accounting principles generally accepted in the United States of America.



**The Tech Museum of Innovation**  
**Notes to Financial Statements**

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2. Significant Accounting Policies (continued)

*Basis of Presentation:* (continued)

The Organization segregates its assets and liabilities, and operations into three categories: unrestricted, temporarily restricted and permanently restricted. The Organization's net assets and changes therein are classified and reported as follows:

Unrestricted net assets consist of net assets for which there are no donor-imposed restrictions or such donor-imposed restrictions were temporary and expired during the current or previous years.

Temporarily restricted net assets are those whose use is restricted by the donor based on time or purpose. Generally these funds will be expended for a specified purpose or for a period of time and not currently available for general use. When a donor restriction expires, temporarily restricted net assets are reclassified to unrestricted net assets and reported in the Statements of Activities as net assets released from restriction.

Permanently restricted net assets are assets restricted by the donor in perpetuity. These assets consist of investments and pledges receivable. Income from these assets is recorded as unrestricted or temporarily restricted net assets unless otherwise permanently restricted by donor stipulations.

*Estimates:*

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent assets and liabilities and reported amounts of revenues and expenses in the financial statements and accompanying notes. Actual results could differ from those estimates.

*Revenue Recognition:*

The Organization recognizes grants, contributions and unconditional promises to give (pledges) as revenue at their fair value in the period the donor makes the contribution or pledge that is, in substance, unconditional. Conditional promises to give and support are not recognized until the conditions are met. The Organization distinguishes among contributions that increase any of the three categories of net assets, with recognition being made of the expiration of donor-imposed restrictions in the period in which the restrictions expire. Grants and contributions to be received after one year are reflected at the present value of estimated future cash flows.

**The Tech Museum of Innovation**  
**Notes to Financial Statements**

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2. Significant Accounting Policies (continued)

*Revenue Recognition:* (continued)

Admissions are recorded when received. Membership dues are deferred upon receipt and recognized ratably over the membership period, generally for one year following the period of receipt. Amounts received for services or events not yet provided are classified as deferred revenue, and are recognized in the period in which the service is provided or the event takes place.

*In-Kind Donations:*

The Organization records various types of in-kind donations including professional services, tangible assets and the use of tangible assets. Contributed professional services are recognized if the services received (a) create or enhance long-lived assets or (b) require specialized skills, are provided by individuals possessing those skills, and would typically need to be purchased if not provided by donation. Contributions of tangible assets, or the use thereof, are recognized when promised or received, whichever is earlier. The amounts reflected in the accompanying financial statements as in-kind donations are offset by like amounts of expenses or in the case of long-term assets, over the period benefited. Additionally, the Organization receives a significant amount of contributed time related to program services and fundraising, which does not meet the recognition criteria described above. Accordingly, the value of this contributed time has not been determined and is not reflected in the accompanying financial statements.

In 2013, the Organization recognized in-kind contribution revenue of \$1,659,000 (in-kind contribution revenue of \$1,491,000 in 2012). Expenses related to these in-kind donations are recognized in the Statement of Functional Expenses as in-kind contributions of \$1,141,000 (in-kind contributions of \$1,115,000 in 2012) and Tech Awards expense of \$294,000 (no Tech Awards expense in 2012). The remaining \$224,000 represents donated property, exhibits and equipment (\$376,000 represents donated property, exhibits and equipment in 2012).

*Cash Equivalents:*

The Organization considers all short-term, highly liquid investments purchased with an original maturity of three months or less to be cash equivalents.

**The Tech Museum of Innovation**  
**Notes to Financial Statements**

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2. Significant Accounting Policies (continued)

*Fair Value Measurements:*

Investments in marketable securities and money market funds are reported at fair value based on quoted market prices. Certificates of deposit that have original maturities of greater than three months are included in investments and are reported at fair value based on cost and accumulated interest. Investment income is recorded on the accrual basis and dividends are recorded at the ex-dividend date. Unrealized gains and losses are included in investment income or loss.

Investments in private equity funds are reported at fair value based on quoted market prices, to the extent these funds are invested in publicly traded investments. The remaining investments are carried at estimated fair values as determined by the investment managers of these funds after giving consideration to operating results, financial condition, recent sales prices of issuers' securities and other pertinent information. These investments are valued at the Organization's percentage interest owned in these funds. Because of the inherent uncertainty of valuations, however, the estimated fair values may differ significantly from the values that would have been used had a ready market for the securities existed, and the differences could be material.

Income and gains on restricted investments are reported as increases in unrestricted or temporarily restricted net assets unless otherwise restricted by the donor.

Pledges receivable that are not due within one year are recorded at estimated fair value. The Organization estimated fair value by discounting future cash flows to present value using the discount rate at the date of the financial statements, which considers the risk free rate and a risk premium based on the donors credit worthiness. At June 30, 2013, the Organization applied a discount rate of 2.25% (discount rates from 2.5% to 2.8% at June 30, 2012).

*Concentrations of Credit Risk:*

Financial instruments that potentially subject the Organization to concentrations of credit risk consist primarily of cash and cash equivalents, investments, pledges receivable and other receivables. The Organization maintains most of its cash accounts at one commercial bank. The Organization's cash and cash equivalents, generally exceed the amount insured by the Federal Deposit Insurance Corporation. The Organization's investment balances exceed the limit insured by the Securities Investor Protection Corporation.

**The Tech Museum of Innovation**  
**Notes to Financial Statements**

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2. Significant Accounting Policies (continued)

*Concentrations of Credit Risk:* (continued)

Receivables are generally from local donors and these donors' credit worthiness is evaluated by the Organization on a regular basis. The Organization makes judgments as to the ability to collect all of its outstanding receivables and provides allowances for potential credit losses as needed. Credit losses have historically been within management's expectation.

*Property, Exhibits and Equipment:*

The Organization capitalizes property, exhibits and equipment acquisitions over \$3,000. Purchased or constructed property, exhibits and equipment are recorded at cost. Donated property, exhibits and equipment are recorded at their estimated fair value. Depreciation is computed using the straight-line method over the estimated useful lives of the respective assets ranging from three to 20 years. Leasehold improvements are amortized over the shorter of the asset life or the remaining lease term.

Gifts of property, exhibits and equipment are reported as unrestricted support unless explicit donor stipulations specify how the donated assets must be used. Gifts of long-lived assets with explicit restrictions that specify how the assets are to be used and gifts of cash or other assets that must be used to acquire long-lived assets are reported as temporarily restricted support. Absent explicit donor stipulations about how long those long-lived assets must be maintained, expirations of donor restrictions are reported when the donated or acquired long-lived assets are placed in service.

*Accounting for Impairment of Long-Lived Assets:*

The Organization reviews its long-lived assets for impairment whenever events or changes in circumstances indicate the carrying value may not be recoverable. When it is determined the carrying value of long-lived assets may not be recoverable, the Organization measures any impairment based on projected discounted cash flows using a discount rate commensurate with the risk inherent in its current operation model. To date, the Organization has not recorded any impairment of its long-lived assets.

**The Tech Museum of Innovation**  
**Notes to Financial Statements**

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2. Significant Accounting Policies (continued)

*Income Taxes:*

The Organization has been determined to be exempt from federal income taxes under Section 501(a) of the Internal Revenue Code (Code) as an organization described in Section 501(c)(3) of the Code. The Organization is also exempt from California income taxes under Section 23701 of the California Revenue and Taxation Code.

Although an organization is recognized as tax exempt, it is still liable for tax on its unrelated business taxable income (UBTI). The Organization does not believe it has UBTI that will result in an income tax liability.

The Organization applies the provisions set forth in Financial Accounting Standards Board (FASB) Accounting Standards Codification Topic 740 to account for uncertainty in income taxes. The Organization assessed all income tax positions taken where the statute of limitation remained open. The Organization believes that its tax filing positions will be sustained upon tax examinations; therefore, no liability for unrecognized income tax benefits has been recorded at June 30, 2013. The Organization does not anticipate any significant increases or decreases to unrecognized income tax benefits during the next 12 months.

*Functional Expenses:*

The costs of providing the Organization's various programs and services have been summarized on a functional basis in the Statements of Functional Expenses. Directly identifiable expenses are charged to the related program or service benefited. Indirect expenses are allocated to programs and services based principally on the percentage of personnel time spent in each area or square footage utilized by the program or service.

Certain costs incurred for the Tech Awards Gala are considered to be joint costs. These costs have been allocated to the Tech Awards program (\$234,000 in 2013 and \$235,000 in 2012), which is included in exhibits, programs and experiences, and to fundraising and membership (\$81,000 in 2013 and \$78,000 in 2012) in the Statements of Functional Expenses.

**The Tech Museum of Innovation**  
**Notes to Financial Statements**

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2. Significant Accounting Policies (continued)

*Advertising:*

Costs associated with advertising are expensed when incurred. Advertising expenses, including in-kind services, were \$1,047,000 in 2013 (\$979,000 in 2012).

3. Pledges Receivable

The following table represents pledges receivable at June 30:

	<u>2013</u>	<u>2012</u>
The Tech 3.0 Campaign	\$ 11,746,000	\$ 12,000,000
Other	<u>761,000</u>	<u>1,346,000</u>
	<u>\$ 12,507,000</u>	<u>\$ 13,346,000</u>
Receivable in less than one year	\$ 3,837,000	\$ 4,216,000
Receivable in one to five years	8,670,000	9,115,000
Receivable in more than five years	<u>-</u>	<u>15,000</u>
Subtotal	12,507,000	13,346,000
Less: allowance for doubtful accounts	(52,000)	(52,000)
Less: unamortized discount to present value	<u>(355,000)</u>	<u>(430,000)</u>
Net pledges receivable	<u>\$ 12,100,000</u>	<u>\$ 12,864,000</u>

In 2012, the Organization established The Tech 3.0 Campaign (the Campaign) with a goal to raise \$50,000,000 by 2017. The amounts raised will be used to fund various programs and functions of the Organization, including construction and ongoing staffing and maintenance of new exhibits. Through June 30, 2013, the Organization has raised \$16,923,000 in relation to the Campaign, of which \$5,177,000 had been received (\$13,000,000 through June 30, 2012, of which \$1,000,000 had been received).

**The Tech Museum of Innovation**  
**Notes to Financial Statements**

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4. Investments

Investments consist of the following at June 30:

	<u>2013</u>	<u>2012</u>
Unrestricted and temporarily restricted investments:		
Certificates of deposit	\$ 4,544,330	\$ 2,225,529
Equity funds	361,372	-
Money market funds	<u>15,549</u>	<u>12,256</u>
Total	<u>\$ 4,921,251</u>	<u>\$ 2,237,785</u>
Permanently restricted investments:		
Equity funds	\$ 7,927,542	\$ 7,687,984
Fixed income funds	3,601,868	3,532,403
Commodity fund	242,701	266,170
Venture capital funds	932,595	910,041
Certificates of deposit	<u>-</u>	<u>308,108</u>
Total	<u>\$ 12,704,706</u>	<u>\$ 12,704,706</u>

Investment income represents earned income and gains and losses, net of investment management expenses. Realized gains and losses on investments are calculated as the difference between proceeds received and the original cost of the investment. Unrealized gains and losses represent the difference between the current fair value of the investments and their cost basis if purchased during the year, or their fair value at the beginning of the year.

Investment income comprise of the following for the years ended June 30:

	<u>2013</u>	<u>2012</u>
Interest and dividends	\$ 261,599	\$ 277,593
Net realized and unrealized gains (losses)	1,677,619	(217,262)
Investment management expenses	<u>(61,127)</u>	<u>(60,185)</u>
	<u>\$ 1,878,091</u>	<u>\$ 146</u>

**The Tech Museum of Innovation**  
**Notes to Financial Statements**

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4. Investments (continued)

The Organization categorizes its investments into a three-level hierarchy for fair value measurements based on the nature of inputs used in the valuation of an asset or liability as of the measurement date. The Organization defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The inputs or methodology used for valuing securities are not necessarily an indication of the risk associated with investing in those securities.

The three-level hierarchy for fair value measurements is defined as follows:

**Level 1:** Inputs to the valuation methodology are quoted prices (unadjusted) for identical assets or liabilities in active markets.

**Level 2:** Inputs to the valuation methodology include quoted prices for similar assets and liabilities in active markets, and inputs that are observable for the asset or liability, either directly or indirectly, for substantially the full term of the financial instrument.

**Level 3:** Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

An investment's categorization within the valuation hierarchy is based upon the lowest level of input that is significant to the fair value measurement.

The following table presents the investments carried at fair value as of June 30, 2013 under the three-level hierarchy:

	<u>Level 1</u>	<u>Level 3</u>	<u>Total</u>
Certificates of deposit	\$ 4,544,330	\$ -	\$ 4,544,330
Money market funds	15,549	-	15,549
Equity funds:			
Domestic	-	7,684,510	7,684,510
International	-	604,404	604,404
Domestic fixed income funds	-	3,601,868	3,601,868
Commodity fund	-	242,701	242,701
Venture capital funds	-	932,595	932,595
Total	<u>\$ 4,559,879</u>	<u>\$ 13,066,078</u>	<u>\$ 17,625,957</u>



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4. Investments (continued)

The following table presents the investments carried at fair value as of June 30, 2012 under the three-level hierarchy:

	<u>Level 1</u>	<u>Level 3</u>	<u>Total</u>
Certificates of deposit	\$ 2,533,637	\$ -	\$ 2,533,637
Money market funds	12,256	-	12,256
Equity funds:			
Domestic	-	7,193,284	7,193,284
International	-	494,700	494,700
Domestic fixed income funds	-	3,532,403	3,532,403
Commodity fund	-	266,170	266,170
Venture capital funds	-	<u>910,041</u>	<u>910,041</u>
Total	<u>\$ 2,545,893</u>	<u>\$ 12,396,598</u>	<u>\$ 14,942,491</u>

At June 30, 2013, the Organization's investment in equity funds includes five funds offered by the same investment firm. The five funds are comprised of cash and cash equivalents, common stock, equities, commodities and a wide range of other investment categories, with varying levels of marketability. The redemption frequency of these funds ranges from weekly to monthly, with five business days notice.

The tables below include a roll-forward of the amounts in the Statements of Financial Position for the years ended June 30, 2013 and 2012 (including the change in fair value) for non-marketable securities classified by the Organization within Level 3 of the fair value hierarchy. When a determination is made to classify an investment within Level 3, the determination is based upon the significance of the unobservable inputs to the overall fair value measurement; however, Level 3 investments typically include, in addition to the unobservable or Level 3 inputs, observable components (that is, components that are actively quoted or can be validated to market-based sources). The gains and losses in the table below may include changes in fair value due in part to observable inputs that are a component of the valuation methodology.

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4. Investments (continued)

Investment activity in in the Organization's non-marketable securities consists of the following for the year ended June 30, 2013:

	July 1, 2012	Contributions	Realized and Unrealized Gain (Loss)	Investment Income (Loss)	Distributions	June 30, 2013
Commonfund Institutional Multi-Strategy Equity Fund, LLC	\$ 7,193,284	\$ -	\$ 1,375,619	\$ 79,218	\$ (963,611)	\$ 7,684,510
Commonfund Institutional Multi-Strategy Bond Fund, LLC	1,757,984	-	(321)	56,347	-	1,814,010
Commonfund Institutional High Quality Bond Fund, LLC	1,774,419	-	(37,851)	51,289	-	1,787,857
Commonfund Institutional International Equity Fund, LLC	494,700	-	98,227	11,477	-	604,404
Commonfund Institutional Commodities LTD	266,170	-	(23,530)	61	-	242,701
Legacy Venture V, LLC	460,017	90,000	53,234	(20,637)	(42,875)	539,739
University Technology Ventures, LP	450,024	-	224,262	-	(281,429)	392,857
Total	<u>\$ 12,396,598</u>	<u>\$ 90,000</u>	<u>\$ 1,689,640</u>	<u>\$ 177,755</u>	<u>\$ (1,287,915)</u>	<u>\$ 13,066,078</u>

Investment activity in in the Organization's non-marketable securities consists of the following for the year ended June 30, 2012:

	July 1, 2011	Contributions	Realized and Unrealized Gain (Loss)	Investment Income (Loss)	Distributions	June 30, 2012
Commonfund Institutional Multi-Strategy Equity Fund, LLC	\$ 7,981,203	\$ -	\$ (249,724)	\$ 73,943	\$ (612,138)	\$ 7,193,284
Commonfund Institutional Multi-Strategy Bond Fund, LLC	1,756,166	-	52,367	61,590	(112,139)	1,757,984
Commonfund Institutional High Quality Bond Fund, LLC	1,718,767	-	72,522	57,922	(74,792)	1,774,419
Commonfund Institutional International Equity Fund, LLC	640,646	-	(111,807)	10,526	(44,666)	494,700
Commonfund Institutional Commodities LTD	-	285,000	(18,875)	45	-	266,170
Legacy Venture V, LLC	321,104	150,000	30,129	(20,969)	(20,247)	460,017
University Technology Ventures, LP	604,000	-	23,682	(601)	(177,056)	450,024
Total	<u>\$ 13,021,886</u>	<u>\$ 435,000</u>	<u>\$ (201,706)</u>	<u>\$ 182,456</u>	<u>\$ (1,041,038)</u>	<u>\$ 12,396,598</u>

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4. Investments (continued)

For Level 3 investments, which do not have a readily determinable fair value and prepare their financial statements consistent with the measurement principles of an investment company or have the attributes of an investment company, the Organization uses the net asset value method to determine the fair value of the investment. Significant portions of the assets comprising the value of the Organization's Level 3 investments are investments that are not readily marketable. As a result, the fair values of these portfolio investments recorded in the financial statements have been estimated by the fund managers of these private equity funds based on a variety of factors deemed relevant by the fund manager.

Level 3 Valuation Techniques:

Private Equity Funds and Limited Partnerships – In determining fair value, the fund manager or general partner uses various valuation approaches, including market and income approaches. Inputs that are used in determining fair value of an instrument may include price information, credit data, volatility statistics, and other factors. In addition, inputs can be either observable or unobservable.

Level 3 Valuation Process:

Private Equity Funds and Limited Partnerships – The fair value of the private equity funds and limited partnership investments is initially based upon the transaction price. The fund manager or general partner relies on inputs such as multiple market price quotations from market makers (either market or indicative levels), original transaction price, recent transactions in the same or similar instruments, subsequent rounds of financing, recapitalizations and other transactions across the capital structure, offerings in the equity or debt markets, and changes in the financial ratios or cash flows to determine ongoing fair value. Such instruments may also be adjusted to reflect illiquidity and/or non-transferability, with the amount of such discount estimated by the funds or partnerships in the absence of market information. Due to the lack of observable inputs, assumptions used by the fund manager or general partner may significantly impact the resulting fair value.

The following table summarizes the quantitative inputs and assumptions used for investments categorized as Level 3 under the fair value hierarchy as of June 30, 2013 and 2012.

	<u>Valuation Technique</u>	<u>Unobservable Input</u>
Private equity funds and limited partnerships	Market approach	Illiquidity discount

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4. Investments (continued)

While the fund managers and general partners believe their valuation methods are appropriate and consistent with those used by other market participants, the use of different methodologies or assumptions to determine the fair value of the non-marketable investments could result in a different estimate of fair value at the reporting date. Estimated fair values may differ significantly from the values that would have been used had a readily available market for such investments existed, or had such investments been liquidated, and these differences could be material to the financial statements.

Distributions from the private equity funds are received through the liquidation of its underlying assets. At June 30, 2013, some of the Organization's Level 3 investments have varying redemption options to provide the Organization with liquidity, either quarterly or annually.

The Organization has commitments to invest additional capital to fund certain of its Level 3 investments. At June 30, 2013, the Organization had future capital call commitments of \$256,000, which are payable when required by the fund manager.

5. Property, Exhibits and Equipment

Property, exhibits and equipment consist of the following at June 30:

	<u>2013</u>	<u>2012</u>
Exhibits	\$ 11,215,956	\$ 12,524,720
Building and leasehold improvements	10,029,642	9,966,579
Equipment	4,433,931	4,645,980
Construction in progress	<u>1,852,416</u>	<u>121,386</u>
	27,531,945	27,258,665
Accumulated depreciation and amortization	<u>(21,066,757)</u>	<u>(21,905,167)</u>
Property, exhibits and equipment, net	<u>\$ 6,465,188</u>	<u>\$ 5,353,498</u>

**The Tech Museum of Innovation**  
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5. Property, Exhibits and Equipment (continued)

Museum exhibits are generally constructed by the Organization and consist of materials, supplies, salaries and related benefits. Exhibits under construction are recorded as construction in progress, which are recorded as exhibits and depreciated when placed in service.

In 2013, the Organization recognized a retirement loss of \$41,000 on exhibits under construction that were capitalized in prior years that would not be placed into service (\$223,000 in 2012). In 2012, the Organization recognized a retirement loss for an exhibit in the amount of \$129,000 due to this exhibit being replaced.

6. Beneficial Interest in Use of Facility

In 1998, the Organization entered into a 55 year agreement with the City of San Jose to lease its primary facility for \$1 per year. The Organization has recorded an asset to reflect a beneficial interest in the use of the facility, representing the estimated fair value of the lease at its inception. The asset is being amortized over the lease term to revenue as donated use of facility. The beneficial interest in the use of facility is as follows at June 30:

	<u>2013</u>	<u>2012</u>
Total benefit in interest in use of facility	\$ 56,862,000	\$ 58,266,000
Less discount at 6% to net present value	<u>(35,672,612)</u>	<u>(36,951,483)</u>
Net beneficial interest in use of facility	<u>\$ 21,189,388</u>	<u>\$ 21,314,517</u>

The following amounts have been recognized in the Statements of Activities in connection with the beneficial interest in use of facility for the years ended June 30:

	<u>2013</u>	<u>2012</u>
Rent expense	\$ 1,404,000	\$ 1,404,000
Amortization of discount	<u>(1,278,871)</u>	<u>(1,285,955)</u>
Net decrease in temporarily restricted net assets	<u>\$ 125,129</u>	<u>\$ 118,045</u>

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7. Line of Credit

The Organization has an unsecured \$2,000,000 line of credit with a bank, which the bank has extended annually. The line of credit expires in January 2015. Borrowings under the agreement bear interest at the bank's prime rate (3.25% at June 30, 2013). The Organization did not borrow against the line of credit in 2013 or 2012.

8. Lease Arrangements

*Leases:*

The Organization leases a facility in San Jose, California under a non-cancelable operating lease agreement, which expires in December 2018. The facility rent expense was \$47,000 in 2013 (\$47,000 in 2012). Future minimum lease payments under the non-cancelable lease agreements are as follows:

Years ending June 30:	
2014	\$ 52,000
2015	50,000
2016	52,000
2017	54,000
2018	55,000
Thereafter	<u>28,000</u>
	<u>\$ 291,000</u>

The Organization leases an IMAX projection and sound system under a non-cancelable lease through October 2013. The Organization prepaid the total rent expense to be incurred over the lease term, which is being amortized to rent expense. The lease also includes a maintenance agreement, which requires the Organization to incur a minimum amount of maintenance expense annually. The Organization prepaid the maintenance lease requirement, which is being amortized to occupancy expense over the lease term. The Organization is also subject to additional rent based on 7% of annual gross revenues earned from the theater over \$2,000,000 and 4% of annual gross revenues over \$3,000,000. The Organization did not incur any additional rent in 2013 or 2012. Total rent expense under the lease was \$124,000 in 2013 (\$113,000 in 2012). Total maintenance expense under the lease was \$115,000 in 2013 (\$100,000 in 2012).

As of June 30, 2013, the balance of the prepaid rent was \$42,000 (\$41,000 as of June 30, 2012). As of June 30, 2013 and 2012, there was no prepaid maintenance.

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8. Lease Arrangements (continued)

*Capital Lease:*

In 2010, the Organization purchased \$48,000 of equipment under a capital lease arrangement. The lease requires monthly principal and interest payments, with interest at 3% per annum, through August 2014.

Future minimum lease payments under the capital lease are as follows:

Years ending June 30,	
2014	\$ 10,400
2015	<u>1,700</u>
Total lease payments	12,100
Less: amount representing interest	<u>(300)</u>
Capital lease obligation	<u>\$ 11,800</u>

9. Employee Retirement Plans

*Defined Contribution Retirement Plan:*

The Organization has a defined contribution retirement plan for employees meeting certain employment service requirements. Eligible employees may elect to contribute to the plan and the Organization may make qualified non-elective discretionary contributions. The Organization did not make any contributions to the plan in 2013 or 2012.

In 1999, the Organization initiated a key employee option plan (the Option Plan) whereby selected employees entered into pre-tax compensation reduction option agreements with the Organization, concurrent with being awarded non-qualified options to purchase shares in a fund. The number of options granted was based on actual compensation reduction amounts assuming a 25% discount from fair value to be paid upon exercise of the options. The fund is comprised of two mutual funds and had a fair value of \$16,000 at June 30, 2013 (\$12,000 at June 30, 2012). The funds were created with monies contributed by the Organization and employees as specified in their respective compensation reduction agreements. In 1999, the Organization awarded options to four employees, all of which were exercisable. The Organization subsequently froze participation in the Option Plan. Accrued expenses at June 30, 2013 include \$12,000 associated with the Option Plan (\$9,000 at June 30, 2012).

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10. Net Assets

Temporarily restricted net assets are restricted by donors for the purposes and periods described below. Temporarily restricted net assets consist of the following at June 30:

	<u>2013</u>	<u>2012</u>
Beneficial interest in use of facility (time restriction)	\$ 21,189,388	\$ 21,314,517
Special projects (time and purpose restrictions)	1,685,134	2,100,393
Operations (time and purpose restrictions)	4,017,784	1,748,504
Receivables (time and purpose restrictions)	13,150,549	14,905,327
Undesignated endowment income (time restriction)	<u>1,042,967</u>	<u>-</u>
	<u>\$ 41,085,822</u>	<u>\$ 40,068,741</u>

Permanently restricted net assets of \$12,715,706 at June 30, 2013 and 2012 consist of investments held in perpetuity and a pledge receivable.

11. Net Assets Released from Restrictions

Net assets were released from donor restrictions by incurring expenses satisfying the restricted purpose or by occurrence of other events specified by donors, including the passage of time. Net assets were released from restrictions as follows for the years ended June 30:

	<u>2013</u>	<u>2012</u>
Beneficial interest in use of facility (time restriction)	\$ 125,129	\$ 118,045
Special projects (time and purpose restrictions)	791,264	1,088,830
Operations (time and purpose restrictions)	6,997,080	3,681,270
Designated endowment income (time restriction)	<u>605,396</u>	<u>363,892</u>
	<u>\$ 8,518,869</u>	<u>\$ 5,252,037</u>



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12. Endowment

The Organization's endowment consists of contributions receivable or received, which are permanently restricted by the donors. As required by generally accepted accounting principles, net assets associated with endowment funds are classified and reported based on the existence or absence of donor-imposed restrictions.

The Organization's Board of Directors has interpreted the State Prudent Management of Institutional Funds Act (SPMIFA) as requiring the preservation of the fair value of the original gift as of the gift date of the donor-restricted endowment funds, absent explicit donor stipulations to the contrary. As a result of this interpretation, the Organization classifies as permanently restricted net assets (a) the original value of gifts donated to the permanent endowment, (b) the original value of subsequent gifts to the permanent endowment, and (c) accumulations to the permanent endowment made in accordance with the direction of the applicable donor gift instrument at the time the accumulation is added to the fund. The remaining portion of the donor-restricted endowment fund that is not classified as permanently restricted net assets is classified as temporarily restricted net assets until those amounts are appropriated for expenditure by the Organization in a manner consistent with the standard of prudence prescribed by SPMIFA. Once appropriated, these amounts are classified as unrestricted net assets.

In accordance with SPMIFA, the Organization considers the following factors in making a determination to appropriate or accumulate donor-restricted endowment funds:

- (1) The duration and preservation of the fund;
- (2) The purposes of the Organization and the donor-restricted endowment fund;
- (3) General economic conditions;
- (4) The possible effect of inflation and deflation;
- (5) The expected total return from income and the appreciation of investments;
- (6) Other resources of the Organization;
- (7) The Organization's investment policies.

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**Notes to Financial Statements**

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12. Endowment (continued)

Endowment net assets consist of the following at June 30, 2013:

	<u>Unrestricted</u>	<u>Temporarily Restricted</u>	<u>Permanently Restricted</u>	<u>Total</u>
Donor Restricted Endowment Funds	\$ -	\$ -	\$ 12,715,706	\$ 12,715,706
Undesignated Endowment Income	-	1,042,967	-	1,042,967
	<u>\$ -</u>	<u>\$ 1,042,967</u>	<u>\$ 12,715,706</u>	<u>\$ 13,758,673</u>

Endowment net assets consist of the following at June 30, 2012:

	<u>Unrestricted</u>	<u>Temporarily Restricted</u>	<u>Permanently Restricted</u>	<u>Total</u>
Donor Restricted Endowment Funds	\$ -	\$ -	\$ 12,715,706	\$ 12,715,706

Changes in endowment net assets for the year ended June 30, 2013 are as follows:

	<u>Unrestricted</u>	<u>Temporarily Restricted</u>	<u>Permanently Restricted</u>	<u>Total</u>
Endowment Net Assets, Beginning of Year	\$ -	\$ -	\$ 12,715,706	\$ 12,715,706
Net Appreciation	-	1,648,363	-	1,648,363
Release from Restriction	-	(605,396)	-	(605,396)
Endowment Net Assets, End of Year	<u>\$ -</u>	<u>\$ 1,042,967</u>	<u>\$ 12,715,706</u>	<u>\$ 13,758,673</u>

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12. Endowment (continued)

The Organization has adopted an investment policy for endowment assets with the primary objectives to preserve the real purchasing power of the principal and to provide a stable source of perpetual financial support. Under this policy, the investments are diversified to help minimize the overall risk of the portfolio. On an annualized, net-of-fee basis, the total return of the portfolio will be expected to equal or exceed the spending rate (targeted at a minimum of 5% per annum) plus inflation based on the consumer price index (CPI) over a rolling five year period. Additionally, the returns should show favorable, relative performance characteristics.

It is the Organization's policy, subject to maximum distribution defined as 5% of the three-year moving average of the endowment fund assets, to determine the appropriate annual cash distribution from the fund to support its operations; however, in no event will the spending policy adopted result in the fair value of the endowment fund to be less than the amount the donor or SPMIFA require to be held in perpetuity.

At June 30, 2013, the fair value of endowment assets exceeded their cost by \$1,042,967 (were less than their cost by \$309,033 at June 30, 2012).

13. Related Parties

The Organization's Board of Directors (the Board) is active in oversight of fundraising events, activities and in making private contributions. Contributions received from the Board or from companies with which Board members are affiliated with were \$5,691,000 in 2013 (\$15,961,000 in 2012). Amounts due from the Board and affiliates are \$11,804,000 at June 30, 2013 (\$13,508,000 at June 30, 2012).

14. Subsequent Events

Subsequent events have been evaluated through the date of the independent auditors' report, which is the date the financial statements were approved by the Organization and available to be issued.