

TAXABLE YEAR  
**2012**

# California Exempt Organization Annual Information Return

228941 12-18-12  
FORM

**199**

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

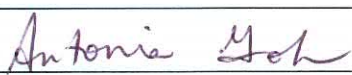
Incorporation/Organization Name <b>THE TOWER FOUNDATION OF SAN JOSE STATE UNIVERSITY</b>			California corporation number <b>2669443</b>
Address (suite, room, or PMB no.) <b>ONE WASHINGTON SQUARE</b>			FEIN <b>83-0403915</b>
City <b>SAN JOSE</b>	State <b>CA</b>	ZIP Code <b>95192-0183</b>	

<p><b>A</b> First Return <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>B</b> Amended Return <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>C</b> IRC Section 4947(a)(1) trust <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>D</b> Final Return?  <input type="checkbox"/> Dissolved    <input type="checkbox"/> Surrendered (Withdrawn)  <input type="checkbox"/> Merged/Reorganized    Enter date: _____</p> <p><b>E</b> Check accounting method:          (1) <input type="checkbox"/> Cash    (2) <input checked="" type="checkbox"/> Accrual    (3) <input type="checkbox"/> Other</p> <p><b>F</b> Federal return filed?          (1) <input checked="" type="checkbox"/> 990T    (2) <input type="checkbox"/> 990(PF)    (3) <input type="checkbox"/> Sch H (990)</p> <p><b>G</b> Is this a group filing for the subordinates/affiliates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," attach a roster. See instructions</p> <p><b>H</b> Is this organization in a group exemption? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," what is the parent's name? _____</p> <p><b>I</b> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," explain, and attach copies of revised documents.</p>	<p><b>J</b> If exempt under R&amp;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&amp;TC Section 23704.5 (relating to lobbying by public charities)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," complete and attach form FTB 3509.</p> <p><b>K</b> Is the organization exempt under R&amp;TC Section 23701g? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," enter the gross receipts from nonmember sources \$ _____</p> <p><b>L</b> If organization is exempt under R&amp;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. <input type="checkbox"/></p> <p><b>M</b> Is the organization a Limited Liability Company? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>N</b> Did the organization file Form 100 or Form 109 to report taxable income? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p> <p><b>O</b> Is the organization under audit by the IRS or has the IRS audited in a prior year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
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**Part I Complete Part I unless not required to file this form. See General Instructions B and C.**

<b>Receipts and Revenues</b>	1	Gross sales or receipts from other sources. From Side 2, Part II, line 8	1	66,447,621.00
	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	38,660,320.00
	4	Total gross receipts for filing requirement test. Add line 1 through line 3. <b>STMT 2</b>		
	4	<b>This line must be completed.</b> If the result is less than \$50,000, see General Instruction B	4	105,107,941.00
	5	Cost of goods sold	5	00
	6	Cost or other basis, and sales expenses of assets sold	6	58,826,541.00
	7	Total costs. Add line 5 and line 6	7	58,826,541.00
<b>Expenses</b>	9	Total expenses and disbursements. From Side 2, Part II, line 18	9	14,631,392.00
	10	Excess of receipts over expenses and disbursements. Subtract line 9 from line 8	10	31,650,008.00
<b>Filing Fee</b>	11	Filing fee \$10 or \$25. See General Instruction F	11	10.00
	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	<b>Balance due.</b> Add line 11, line 13, and line 14. Then subtract line 12 from the result	15	10.00

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.

<b>Sign Here</b>	Signature of officer 	Title <b>COO</b>	Date <b>MAY 09 2014</b>	<input type="checkbox"/> Telephone <b>408-924-1765</b> <input type="checkbox"/> PTIN <b>P00187374</b> <input type="checkbox"/> FEIN <b>42-0714325</b> <input type="checkbox"/> Telephone <b>360-754-7244</b>
<b>Paid Preparer's Use Only</b>	Firm's name (or yours, if self-employed) and address <b>MCGLADREY LLP 105 8TH AVENUE SE, SUITE 300 OLYMPIA, WA 98501-1386</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.

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<b>Receipts from Other Sources</b>	1	Gross sales or receipts from all business activities. See instructions	1	85,220.00	
	2	Interest	2	940,790.00	
	3	Dividends	3	1,532,745.00	
	4	Gross rents	4	00	
	5	Gross royalties	5	00	
	6	Gross amount received from sale of assets (See Instructions) STATEMENT 3	6	61,344,466.00	
	7	Other income SEE STATEMENT 4	7	2,544,400.00	
	8	<b>Total</b> gross sales or receipts from other sources. Add line 1 through line 7. Enter here and on Side 1, Part I, line 1	8	66,447,621.00	
	9	Contributions, gifts, grants, and similar amounts paid	9	2,587,542.00	
	10	Disbursements to or for members	10	00	
	11	Compensation of officers, directors, and trustees SEE STATEMENT 5	11	268,159.00	
	12	Other salaries and wages	12	2,430,944.00	
	<b>Expenses and Disbursements</b>	13	Interest	13	00
		14	Taxes	14	28,186.00
		15	Rents	15	96,285.00
		16	Depreciation and depletion (See instructions)	16	00
		17	Other Expenses and Disbursements SEE STATEMENT 6	17	9,220,276.00
		18	<b>Total</b> expenses and disbursements. Add line 9 through line 17. Enter here and on Side 1, Part I, line 9	18	14,631,392.00

<b>Schedule L Balance Sheets</b>		Beginning of taxable year		End of taxable year	
		(a)	(b)	(c)	(d)
<b>Assets</b>					
1	Cash		20,492,308.		• 26,173,217.
2	Net accounts receivable				•
3	Net notes receivable STMT 7				• 5,061,071.
4	Inventories				•
5	Federal and state government obligations				•
6	Investments in other bonds				•
7	Investments in stock STMT 8		68,317,750.		• 99,350,841.
8	Mortgage loans				•
9	Other investments STMT 9		6,761,493.		• 1,206,833.
10	<b>a</b> Depreciable assets				
	<b>b</b> Less accumulated depreciation	( )		( )	
11	Land				•
12	Other assets STMT 10		19,229,221.		• 17,358,082.
13	<b>Total assets</b>		114,800,772.		149,150,044.
<b>Liabilities and net worth</b>					
14	Accounts payable		330,850.		• 737,856.
15	Contributions, gifts, or grants payable				•
16	Bonds and notes payable				•
17	Mortgages payable				•
18	Other liabilities STMT 11		1,026,990.		805,778.
19	Capital stock or principle fund				•
20	Paid-in or capital surplus. Attach reconciliation				•
21	Retained earnings or income fund		113,442,932.		• 147,606,410.
22	<b>Total liabilities and net worth</b>		114,800,772.		149,150,044.

<b>Schedule M-1 Reconciliation of income per books with income per return</b>					
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	• 36,216,336.	7	Income recorded on books this year not included in this return. STMT 12	• 4,566,328.
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	<b>Total.</b> Add line 7 and line 8	4,566,328.
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	31,650,008.
	<b>Total.</b> Add line 1 through line 5	36,216,336.			

FORM 199 GROSS AMOUNT FROM SALE OF ASSETS STATEMENT 3

DESCRIPTION	DATE ACQUIRED	DATE SOLD	METHOD ACQUIRED	
INVESTMENTS - DETAILS AVAILABLE UPON REQUEST	12/31/13	12/31/13	PURCHASED	
	COST OR OTHER BASIS	DEPREC.	EXPENSE OF SALE	GROSS SALES PRICE
	58,826,541.	0.	0.	61,344,466.
TOTAL TO FORM 199, PAGE 2, LN 6	58,826,541.	0.	0.	61,344,466.

FORM 199 OTHER INCOME STATEMENT 4

DESCRIPTION	AMOUNT
OTHER ADMINISTRATION FEE	262,373. 2,282,027.
TOTAL TO FORM 199, PART II, LINE 7	2,544,400.

FORM 199	COMPENSATION OF OFFICERS, DIRECTORS AND TRUSTEES	STATEMENT	5
NAME AND ADDRESS	TITLE AND AVERAGE HRS WORKED/WK	COMPENSATION	
SHAWN BIBB ONE WASHINGTON SQUARE SAN JOSE, CA 95192-0183	EX OFFICIO 0.50	0.	
GENE BLEYMAIER ONE WASHINGTON SQUARE SAN JOSE, CA 95192-0183	EX OFFICIO 0.50	230,837.	
PHILLIP R. BOYCE ONE WASHINGTON SQUARE SAN JOSE, CA 95192-0183	DIRECTOR 0.50	0.	
STEPHEN CAPLAN ONE WASHINGTON SQUARE SAN JOSE, CA 95192-0183	DIRECTOR 0.50	0.	
CHARLES W. DAVIDSON ONE WASHINGTON SQUARE SAN JOSE, CA 95192-0183	DIRECTOR 0.50	0.	
DANA DITMORE ONE WASHINGTON SQUARE SAN JOSE, CA 95192-0183	DIRECTOR 0.50	0.	
REBECCA DUKES ONE WASHINGTON SQUARE SAN JOSE, CA 95192-0183	CEO (STARTING DECEMBER 201 0.50	9,147.	
LESLIE C. FRANCIS ONE WASHINGTON SQUARE SAN JOSE, CA 95192-0183	DIRECTOR 0.50	0.	
WANDA GINNER ONE WASHINGTON SQUARE SAN JOSE, CA 95192-0183	DIRECTOR 0.50	0.	
WANDA HENDRIX ONE WASHINGTON SQUARE SAN JOSE, CA 95192-0183	DIRECTOR 0.50	0.	
ANTHONY JACKSON ONE WASHINGTON SQUARE SAN JOSE, CA 95192-0183	DIRECTOR 0.50	0.	

JAMES JIMENEZ ONE WASHINGTON SQUARE SAN JOSE, CA 95192-0183	DIRECTOR 0.50	0.
ELLEN JUNN ONE WASHINGTON SQUARE SAN JOSE, CA 95192-0183	EX OFFICIO 0.50	0.
MICHAEL KAUFMAN ONE WASHINGTON SQUARE SAN JOSE, CA 95192-0183	DIRECTOR 0.50	0.
CYNTHIA LAZARES ONE WASHINGTON SQUARE SAN JOSE, CA 95192-0183	DIRECTOR 0.50	0.
CAROLYN LEWIS ONE WASHINGTON SQUARE SAN JOSE, CA 95192-0183	DIRECTOR 0.50	0.
DONALD LUCAS ONE WASHINGTON SQUARE SAN JOSE, CA 95192-0183	DIRECTOR 0.50	0.
AMIR MASHKOORI ONE WASHINGTON SQUARE SAN JOSE, CA 95192-0183	DIRECTOR 0.50	0.
JENNY MING ONE WASHINGTON SQUARE SAN JOSE, CA 95192-0183	DIRECTOR 0.50	0.
CONSTANCE MOORE ONE WASHINGTON SQUARE SAN JOSE, CA 95192-0183	CHAIRMAN OF THE BOARD 0.50	0.
EDWARD OATES ONE WASHINGTON SQUARE SAN JOSE, CA 95192-0183	DIRECTOR 0.50	0.
JOSEPH P. PARISI ONE WASHINGTON SQUARE SAN JOSE, CA 95192-0183	DIRECTOR 0.50	0.
ROBERT PISANO ONE WASHINGTON SQUARE SAN JOSE, CA 95192-0183	DIRECTOR 0.50	0.
KIM POLESE ONE WASHINGTON SQUARE SAN JOSE, CA 95192-0183	DIRECTOR 0.50	0.

MOHAMMAD QAYOUMI ONE WASHINGTON SQUARE SAN JOSE, CA 95192-0183	EX OFFICIO 0.50	25,000.
GARY SBONA ONE WASHINGTON SQUARE SAN JOSE, CA 95192-0183	DIRECTOR 0.50	0.
CARMEN SIGLER ONE WASHINGTON SQUARE SAN JOSE, CA 95192-0183	DIRECTOR 0.50	0.
PETER UEBERROTH ONE WASHINGTON SQUARE SAN JOSE, CA 95192-0183	DIRECTOR 0.50	0.
DAVID WENG ONE WASHINGTON SQUARE SAN JOSE, CA 95192-0183	DIRECTOR 0.50	0.
LESLIE ROHN ONE WASHINGTON SQUARE SAN JOSE, CA 95192-0183	COO 40.00	0.
NANCY BUSSANI ONE WASHINGTON SQUARE SAN JOSE, CA 95192-0183	CEO (UNTIL SEPTEMBER 2012) 0.50	3,175.
THOMAS BOWEN ONE WASHINGTON SQUARE SAN JOSE, CA 95192-0183	ATHLETICS DIRECTOR 0.10	0.
GEORGE MACINTYRE ONE WASHINGTON SQUARE SAN JOSE, CA 95192-0183	FOOTBALL COACH 0.10	0.
TOTAL TO FORM 199, PART II, LINE 11		268,159.

FORM 199	OTHER EXPENSES	STATEMENT 6
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DESCRIPTION	AMOUNT
ADMINISTRATION FEE	2,328,290.
STUDENT SUPPORT AND INC	202,292.
DUES & SUBSCRIPTIONS	71,713.
DIRECT EXPENSES OF FUNDRAISING EVENTS	60,715.
PAYMENTS TO AFFILIATES	108,049.
PENSION PLAN CONTRIBUTIONS	10,703.
OTHER EMPLOYEE BENEFITS	856,599.
MANAGEMENT FEES	4,074.

LEGAL FEES	18,749.
ACCOUNTING FEES	382,903.
INVESTMENT MANAGEMENT FEES	352,794.
OFFICER PROFESSIONAL FEES	1,186,290.
ADVERTISING AND PROMOTION	156,018.
OFFICE EXPENSES	2,240,794.
TRAVEL	432,518.
CONFERENCES AND CONVENTIONS	764,367.
INSURANCE	43,408.
TOTAL TO FORM 199, PART II, LINE 17	<u>9,220,276.</u>

FORM 199 NET NOTES RECEIVABLE STATEMENT 7

DESCRIPTION	BEG. OF YEAR	END OF YEAR
NOTES AND LOANS RECEIVABLE, NET	0.	5,061,071.
TOTAL TO FORM 199, SCHEDULE L, LINE 3	<u>0.</u>	<u>5,061,071.</u>

FORM 199 INVESTMENTS IN STOCK STATEMENT 8

DESCRIPTION	BEG. OF YEAR	END OF YEAR
PUBLICLY TRADED SECURITIES	68,317,750.	99,350,841.
TOTAL TO FORM 199, SCHEDULE L, LINE 7	<u>68,317,750.</u>	<u>99,350,841.</u>

FORM 199 OTHER INVESTMENTS STATEMENT 9

DESCRIPTION	BEG. OF YEAR	END OF YEAR
OTHER INVESTMENTS	5,000.	5,000.
PROGRAM RELATED INVESTMENTS	978,160.	1,201,833.
IVA INTERNATIONAL FUND CLASS I	5,778,333.	0.
TOTAL TO FORM 199, SCHEDULE L, LINE 9	<u>6,761,493.</u>	<u>1,206,833.</u>

FORM 199	OTHER ASSETS	STATEMENT	10
DESCRIPTION	BEG. OF YEAR	END OF YEAR	
PLEDGES AND GRANTS RECEIVABLE	18,802,203.	16,746,314.	
PREPAID EXPENSES AND DEFERRED CHARGES	2,326.	144,594.	
DUE FROM AFFILIATED ORGANIZATIONS	87,956.	171.	
BEQUESTS RECEIVABLE	336,736.	467,003.	
TOTAL TO FORM 199, SCHEDULE L, LINE 12	19,229,221.	17,358,082.	

FORM 199	OTHER LIABILITIES	STATEMENT	11
DESCRIPTION	BEG. OF YEAR	END OF YEAR	
FUNDS HELD IN TRUST LIABILITY - CURRENT	114,199.	113,746.	
FUNDS HELD IN TRUST LIABILITY - NONCURRENT	730,416.	692,032.	
UNSECURED NOTES AND LOANS PAYABLE	182,375.	0.	
TOTAL TO FORM 199, SCHEDULE L, LINE 18	1,026,990.	805,778.	

FORM 199	INCOME RECORDED ON BOOKS THIS YEAR NOT INCLUDED IN THIS RETURN	STATEMENT	12
DESCRIPTION		AMOUNT	
NET UNREALIZED GAIN ON INVESTMENTS		4,566,328.	
TOTAL TO FORM 199, SCHEDULE M-1, LINE 7		4,566,328.	

FORM 199	FUND BALANCES	STATEMENT	13
DESCRIPTION	BEG. OF YEAR	END OF YEAR	
UNRESTRICTED ASSETS	4,665,500.	5,431,085.	
TEMPORARILY RESTRICTED ASSETS	45,503,414.	58,559,898.	
PERMANENTLY RESTRICTED ASSETS	63,274,018.	83,615,427.	
TOTAL TO FORM 199, SCHEDULE L, LINE 21	113,442,932.	147,606,410.	