

Return of Private Foundation

2013

Department of the Treasury
Internal Revenue Service

Do not enter Social Security numbers on this form as it may be made public.
Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation Monterey Bay Aquarium Research Institute		A Employer identification number 77-0150580
Number and street (or P.O. box number if mail is not delivered to street address) 7700 Sandholdt Road	Room/suite	B Telephone number 831-775-1700
City or town, state or province, country, and ZIP or foreign postal code Moss Landing, CA 95039-9644		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 116,657,370. (Part I, column (d) must be on cash basis.)	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		45,622,666.			
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		3,228.	3,228.	3,228.	Statement 1
4 Dividends and interest from securities		6,883.	6,883.	6,883.	Statement 2
5a Gross rents		289,694.	149,644.	149,644.	Statement 3
b Net rental income or (loss)		289,694.			
6a Net gain or (loss) from sale of assets not on line 10		87,303.			Statement 4
b Gross sales price for all assets on line 6a		100,000.			
7 Capital gain net income (from Part IV, line 2)			0.		
8 Net short-term capital gain				0.	
9 Income modifications					
10a Gross sales less returns and allowances					
b Less: Cost of goods sold					
c Gross profit or (loss)					
11 Other income		164,226.	133,710.	164,226.	Statement 5
12 Total. Add lines 1 through 11		46,174,000.	293,465.	323,981.	
13 Compensation of officers, directors, trustees, etc.		534,209.	0.	0.	531,968.
14 Other employee salaries and wages		17,639,312.	0.	0.	17,285,628.
15 Pension plans, employee benefits		11,647,869.	0.	0.	9,683,473.
16a Legal fees Stmt 6		67,659.	0.	0.	71,062.
b Accounting fees Stmt 7		170,825.	0.	0.	173,975.
c Other professional fees					
17 Interest					
18 Taxes Stmt 8		3,135.	0.	0.	3,135.
19 Depreciation and depletion		8,005,503.	34,936.	34,936.	
20 Occupancy		2,303,933.	0.	0.	2,279,965.
21 Travel, conferences, and meetings		724,409.	0.	0.	737,756.
22 Printing and publications		202,026.	0.	0.	195,626.
23 Other expenses Stmt 9		9,847,227.	44,808.	44,808.	9,864,484.
24 Total operating and administrative expenses. Add lines 13 through 23		51,146,107.	79,744.	79,744.	40,827,072.
25 Contributions, gifts, grants paid		245,000.			245,000.
26 Total expenses and disbursements. Add lines 24 and 25		51,391,107.	79,744.	79,744.	41,072,072.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<5,217,107.>			
b Net investment income (if negative, enter -0-)			213,721.		
c Adjusted net income (if negative, enter -0-)				244,237.	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only.		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	500.	500.	500.
	2 Savings and temporary cash investments	7,440,260.	9,128,583.	9,128,583.
	3 Accounts receivable ▶ 72,223.			
	Less: allowance for doubtful accounts ▶	66,840.	72,223.	72,223.
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable	48,460,810.	48,834,924.	48,834,924.
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use	98,313.	98,313.	98,313.
	9 Prepaid expenses and deferred charges	3,572,341.	4,211,223.	4,211,223.
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment: basis ▶ 164,414,490.				
Less: accumulated depreciation Stmt 11 ▶ 110,102,886.	57,699,563.	54,311,604.	54,311,604.	
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)	117,338,627.	116,657,370.	116,657,370.	
Liabilities	17 Accounts payable and accrued expenses	6,843,092.	8,621,140.	
	18 Grants payable			
	19 Deferred revenue	316,010.	1,366,697.	
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ Statement 12)	19,875,000.	20,674,000.	
23 Total liabilities (add lines 17 through 22)	27,034,102.	30,661,837.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input checked="" type="checkbox"/>			
	24 Unrestricted	52,843,883.	47,785,678.	
	25 Temporarily restricted	37,460,642.	38,209,855.	
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input type="checkbox"/>			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	90,304,525.	85,995,533.	
30 Total net assets or fund balances				
31 Total liabilities and net assets/fund balances	117,338,627.	116,657,370.		

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	90,304,525.
2 Enter amount from Part I, line 27a	2	<5,217,107.>
3 Other increases not included in line 2 (itemize) ▶ See Statement 10	3	908,115.
4 Add lines 1, 2, and 3	4	85,995,533.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	85,995,533.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b	NONE		
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	40,309,183.	9,520,657.	4.233866
2011	48,336,221.	13,616,560.	3.549811
2010	41,664,241.	15,289,673.	2.724992
2009	42,932,298.	9,866,022.	4.351531
2008	44,928,892.	8,872,868.	5.063627

2 Total of line 1, column (d)	2	19.923827
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	3.984765
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	13,677,283.
5 Multiply line 4 by line 3	5	54,500,759.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,137.
7 Add lines 5 and 6	7	54,502,896.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	45,888,504.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	4,274.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	4,274.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	4,274.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	3,388.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	3,388.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	886.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2	X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
b If "Yes," has it filed a tax return on Form 990-T for this year? N/A	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5	X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	7	X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> CA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV	9	X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	X

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges?
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?
14 The books are in care of Jim Rehkopf Telephone no. 831-775-1704
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here
16 At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?

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

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

1a During the year did the foundation (either directly or indirectly):
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?
(6) Agree to pay money or property to a government official?
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income?
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?
b If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period?
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?

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

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

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

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

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A Yes No
 If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
 If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No
 b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A

5b			
6b			X
7b			

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 13		534,209.	116,178.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Kanna Rajan - 7700 Sandholdt Rd., Moss Landing, CA 950399644	Sr. Principal 40.00	Researcher 256,095.	35,358.	0.
Dr. Robert Vrijenhoek - 7700 Sandholdt Rd., Moss Landing, CA	Sr. Scientist 40.00	215,096.	54,471.	0.
Dr. Peter Brewer - 7700 Sandholdt Rd., Moss Landing, CA 950399644	Sr. Scientist 40.00	210,306.	52,001.	0.
Dr. Bruce Robison - 7700 Sandholdt Rd., Moss Landing, CA 950399644	Sr. Scientist 40.00	209,555.	46,378.	0.
Dr. James Bellingham - 7700 Sandholdt Rd., Moss Landing, CA	Chief Technologist 40.00	208,341.	43,213.	0.
Total number of other employees paid over \$50,000				176

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
PricewaterhouseCoopers LLP 3 Embarcadero Center, San Francisco, CA 94111	Accountants	144,750.

Total number of others receiving over \$50,000 for professional services 0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 DEVELOPMENT OF OCEANOGRAPHIC INSTRUMENTS - DNA PROBES, SEAFLOOR MAPPING SYSTEMS, IN SITU ANALYZERS/SAMPLERS, CHEMICAL SENSORS, ETC.	6,161,827.
2 NEW TECHNOLOGY DATA COLLECTION VEHICLES - AUV DEVELOPMENT AND ENHANCEMENTS, ROV UPGRADES AND ENHANCEMENTS AND NEW COASTAL RESEARCH VESSEL	3,002,450.
3 STUDY THE COMPOSITION, STRUCTURE, ECOLOGICAL DYNAMICS AND POPULATION DYNAMICS OF THE WATER COLUMNS AND SEAFLOOR OF THE MONTEREY BAY AND OTHER WEST COAST SITES	12,111,688.
4 MAINTAIN AN OCEAN OBSERVATORY SYSTEM AND A DATA REFERENCE SYSTEM WHICH WOULD PROVIDE THE OCEANOGRAPHIC COMMUNITY WITH ACCESS TO KEY DATA AND DATA COLLECTION OPPORTUNITIES	2,112,323.

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	0.
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities	1a	0.
b	Average of monthly cash balances	1b	8,039,679.
c	Fair market value of all other assets	1c	5,845,887.
d	Total (add lines 1a, b, and c)	1d	13,885,566.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	13,885,566.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	208,283.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	13,677,283.
6	Minimum investment return. Enter 5% of line 5	6	683,864.

Part XI **Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	
2a	Tax on investment income for 2013 from Part VI, line 5	2a	
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	

Part XII **Qualifying Distributions** (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:			
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	41,072,072.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	4,816,432.
3 Amounts set aside for specific charitable projects that satisfy the:			
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	45,888,504.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	45,888,504.

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

Part XIII Undistributed Income (see instructions)

N/A

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only				
b Total for prior years:				
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e				
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$				
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2013 distributable amount				
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount - see instructions				
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr...				
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling ▶ 05/03/88
b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	Tax year				(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	244,237.	476,033.	185,722.	469,489.	1,375,481.
b 85% of line 2a	207,601.	404,628.	157,864.	399,066.	1,169,159.
c Qualifying distributions from Part XII, line 4 for each year listed	45,888,504.	40,312,058.	48,336,221.	41,664,241.	176201024.
d Amounts included in line 2c not used directly for active conduct of exempt activities	245,000.	247,500.	241,000.	245,338.	978,838.
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	45,643,504.	40,064,558.	48,095,221.	41,418,903.	175222186.
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					0.
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0.
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	455,909.	317,355.	453,885.	509,656.	1,736,805.
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0.
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0.
(3) Largest amount of support from an exempt organization					0.
(4) Gross investment income					0.

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

1 Information Regarding Foundation Managers:
a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)
 None

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.
 None

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:
 Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

- a** The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

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

- c** Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
Leland Stanford, Jr. Univ. William F. Durand Building Stanford, CA 95305	None	PC	Support for collaborative research program	240,000.
Monterey County Office of Education (Science & Engineering Fair) P.O. Box 80851 Salinas, CA 93912	None	PC	Donation to Science Fair, 2013	2,500.
Science Buddies P.O. Box 5038 Carmel, CA 93921	None	PC	Support for education tools for K-12 science, technology, engineering and math in 3 local counties.	1,500.
City of Pacific Grove 300 Forest Avenue Pacific Grove, CA 93950	None	PC	Support the operations of the Pacific Grove Hyperbaric Chamber	1,000.
Total				▶ 3a 245,000.
b Approved for future payment				
None				
Total				▶ 3b 0.

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.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and
its instructions is at www.irs.gov/form990

OMB No. 1545-0047

2013

Name of the organization

Monterey Bay Aquarium Research Institute

Employer identification number

77-0150580

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

501(c)() (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 its Form 990-PF, Part I, line 2, 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) (2013)

Name of organization Monterey Bay Aquarium Research Institute	Employer identification number 77-0150580
-------------------------------------------------------------------------	-----------------------------------------------------

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	Berkeley Seismological Laboratory 174 Stanley Hall Berkeley, CA 94720-3220	\$ 11,933.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
2	Centro De Investigacion Cientifica Y De Educacion Superior D 9355 Airway Road San Diego, CA 92154	\$ 98,996.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
3	Defense Advanced Research Projects Agency STO 3701 North Fairfax Drive Arlington, VA 22203-1714	\$ 322,107.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
4	David and Lucile Packard Foundation, The 300 Second Street, Suite 200 Los Altos, CA 94022	\$ 38,209,855.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
5	Gordon and Betty Moore Foundation, The PO Box 29910 San Francisco, CA 94129-0910	\$ 776,988.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
6	International Research Institute Stavanger PO Box 8046 Stavanger, NORWAY	\$ 28,750.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization Monterey Bay Aquarium Research Institute	Employer identification number 77-0150580
-------------------------------------------------------------------------	-----------------------------------------------------

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
7	Dave & Judi Zaches Foundation PO Box 2410 Monterey, CA 93942-2410	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
8	Monterey Bay Aquarium 866 Cannery Row Monterey, CA 93940	\$ 14,950.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
9	Monterey Bay Sanctuary Foundation 299 Foam Street Monterey, CA 93940	\$ 25,699.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
10	Moss Landing Marine Lab 8272 Moss Landing Road Moss Landing, CA 95039-9647	\$ 5,300.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
11	National Aeronautics and Space Admin Bldg 1111, C Road Stennis Space Center, MS 39529-6000	\$ 658,094.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
12	National Institute of Health 45 Center Drive Bethesda, MD 20892-6200	\$ 164,427.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization

Employer identification number

Monterey Bay Aquarium Research Institute

77-0150580

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
13	National Oceanic and Atmospheric Admin. 1100 Wayne Ave #1210 Silver Springs, MD 20910-3283	\$ 2,159,604.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
14	National Science Foundation 4201 Wilson Blvd Arlington, VA 22230	\$ 898,369.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
15	Naval Postgraduate School 3985 Cummings Road, Bldg 116 San Diego, CA 92132-4200	\$ 8,895.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
16	Office of Naval Research 300 5th Ave., St 710 Seattle, WA 98104-2398	\$ 286,406.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
17	Sea Grant (UCSD) 9500 Gilman Drive La Jolla, CA 92093-0232	\$ 37,483.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
18	Stanford University 340 Panama Street Stanford, CA 94305-4125	\$ 788,530.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization

Employer identification number

Monterey Bay Aquarium Research Institute

77-0150580

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
19	University of California, San Diego 9500 Gilman Drive La Jolla, CA 92093-0232	\$ 128,473.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
20	University of California, Santa Cruz 1156 High Street Santa Cruz, CA 95064	\$ 92,103.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
21	University of Hawaii 1950 East West Road Honolulu, HI 96822	\$ 83,927.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
22	US Department of Energy 9800 South Cass Avenue Argonne, IL 60439	\$ 600,075.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
23	Woods Hole Oceanographic Institution 183 Oyster Pond Road Woods Hole, MA 02543	\$ 92,318.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
24	University of Minnesota 117 Pleasant St SE Minneapolis, MN 55455	\$ 5,400.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization Monterey Bay Aquarium Research Institute	Employer identification number 77-0150580
-------------------------------------------------------------------------	-----------------------------------------------------

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
25	Natural Resources Canada 9860 West Saanich Road Sidney, BC, CANADA	\$ 39,173.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
26	National Oceanic and Atmospheric Admin. 325 Broadway Boulder, CO 80305	\$ 26,500.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
27	Orange County Sanitation District 10844 Ellis Avenue Fountain Valley, CA 92708	\$ 10,892.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
28	National Taiwan University P.O. Box 23-13 Taipei, TAIWAN	\$ 132,340.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
29	University of British Columbia 3529 University Blvd Vancouver, BC, CANADA	\$ 29,349.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
30	University of Chicago 6030 S. Ellis Avenue Chicago, IL 60637	\$ 18,817.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization

Employer identification number

Monterey Bay Aquarium Research Institute

77-0150580

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
25	Contributed parts for the building of the Mini-Remote Operating Vehicle for under water research.	\$ 39,173.	03/23/13

Name of organization Monterey Bay Aquarium Research Institute	Employer identification number 77-0150580
-------------------------------------------------------------------------	-----------------------------------------------------

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once.) ▶ \$ _____
Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4

Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4

Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4

Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4

Relationship of transferor to transferee

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

Source	Amount
Wells Fargo General Checking Acct	1,010.
Wells Fargo Money Market Acct	2,218.
Total to Form 990-PF, Part I, line 3, Column A	3,228.

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
GE Money Bank Certificate of Deposit	3,875.	0.	3,875.
Synovus Bank Certificate of Deposit	3,008.	0.	3,008.
Total to Fm 990-PF, Part I, ln 4	6,883.	0.	6,883.

Form 990-PF Rental Income Statement 3

Kind and Location of Property	Activity Number	Gross Rental Income
Portions of MBARI Facilities & Pier	1	149,644.
Rental of MBARI Research Vessels	2	140,050.
Total to Form 990-PF, Part I, line 5a		289,694.

Form 990-PF Gain or (Loss) from Sale of Assets Statement 4

(a) Description of Property	Name of Buyer	Manner Acquired	Date Acquired	Date Sold
Sale of Research Vessel Zephyr	Ronald Micjan	Donated	04/02/01	09/03/13
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
100,000.	637,293.	0.	624,596.	87,303.

Net Gain or Loss from Sale of Assets	87,303.
Capital Gains Dividends from Part IV	0.
Total to Form 990-PF, Part I, line 6a	87,303.

Form 990-PF Other Income Statement 5

Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
Recycled Materials	1,403.	0.	1,403.
Earned Discounts	1,632.	0.	1,632.
Royalty Receipts	133,710.	133,710.	133,710.
Meeting Space Rearrangement Charge	130.	0.	130.
Refund - Custom Benefit			
Administrators	25,737.	0.	25,737.
Microsoft Settlement	1,614.	0.	1,614.
Total to Form 990-PF, Part I, line 11	164,226.	133,710.	164,226.

Form 990-PF Legal Fees Statement 6

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Ropes & Gray Law Offices of Ann L Lipson, PC	6,182.	0.	0.	6,182.
Finch Montgomery Wright LLP	2,650.	0.	0.	2,650.
Noland, Hamerly, Etienne, & Hoss	26,350.	0.	0.	26,350.
Miscellaneous Legal	7,315.	0.	0.	7,315.
The Wagner Law Group	1,510.	0.	0.	1,510.
Lumen Patent Firm	22,562.	0.	0.	25,965.
	1,090.	0.	0.	1,090.
To Fm 990-PF, Pg 1, ln 16a	67,659.	0.	0.	71,062.

Form 990-PF Accounting Fees Statement 7

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Deloitte & Touche LLP - Tax Review	5,925.	0.	0.	5,925.
Ryan McDonald - Audit	17,000.	0.	0.	17,000.
PricewaterhouseCoopers LLP - Audit	144,750.	0.	0.	144,750.
North Bay Pensions	3,150.	0.	0.	6,300.
To Form 990-PF, Pg 1, ln 16b	170,825.	0.	0.	173,975.

Form 990-PF Taxes Statement 8

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
State of California	255.	0.	0.	255.
Internal Revenue Service	2,880.	0.	0.	2,880.
To Form 990-PF, Pg 1, ln 18	3,135.	0.	0.	3,135.

Form 990-PF	Other Expenses			Statement	9
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Expensed Equipment	251,308.	0.	0.	274,735.	
General & Lab Supplies	3,068,958.	0.	0.	2,881,327.	
Recruitment	65,816.	0.	0.	65,816.	
Freight & Postage	65,525.	0.	0.	65,525.	
Outside Services - General	960,091.	0.	0.	1,155,234.	
Outside Services - Subawards	2,574,427.	0.	0.	2,561,149.	
External Shiptime & Equip					
Rental	179,309.	0.	0.	180,464.	
Insurance	610,374.	0.	0.	610,374.	
Maintenance & Repair	1,875,599.	0.	0.	1,869,998.	
Royalty Expense	44,808.	44,808.	44,808.	49,560.	
MBARI Ship/ROV/AUV Usage	<13,250.>	0.	0.	<13,250.>	
Miscellaneous	164,262.	0.	0.	163,552.	
To Form 990-PF, Pg 1, ln 23	9,847,227.	44,808.	44,808.	9,864,484.	

Form 990-PF	Other Increases in Net Assets or Fund Balances	Statement	10
Description		Amount	
Effect of Actuarial Gains & Amortization for Postretirement Benefit Plan		908,115.	
Total to Form 990-PF, Part III, line 3		908,115.	

Form 990-PF	Depreciation of Assets Not Held for Investment		Statement	11
Description	Cost or Other Basis	Accumulated Depreciation	Book Value	
LAND	4,246,219.	0.	4,246,219.	
BUILDINGS	45,388,293.	25,407,353.	19,980,940.	
BUILDING IMPROVEMENTS	4,852,708.	3,686,885.	1,165,823.	
FURNITURE & FIXTURES	1,210,584.	1,206,405.	4,179.	
VEHICLES	562,240.	507,120.	55,120.	
EQUIPMENT - GENERAL	13,724,313.	12,863,897.	860,416.	
EQUIPMENT - OFFICE	146,150.	127,876.	18,274.	
EQUIPMENT - COMPUTER	1,514,100.	1,117,847.	396,253.	
EQUIPMENT - VIDEO & CAMERA	1,055,952.	959,677.	96,275.	
EQUIPMENT - MACHINE SHOP	803,298.	615,435.	187,863.	

EQUIPMENT - POSITIONING	174,569.	174,569.	0.
SOFTWARE	649,680.	551,708.	97,972.
OCEAN DEPLOYED EQUIPMENT	25,032,228.	11,796,457.	13,235,771.
SHIPS	38,225,522.	31,740,236.	6,485,286.
SHIPBOARD EQUIPMENT	3,955,528.	3,203,120.	752,408.
REMOTELY OPERATED VEHICLES	4,704,589.	4,367,297.	337,292.
ROV IMPROVEMENTS	5,026,088.	3,892,439.	1,133,649.
AUTONOMOUS UNDERWATER VEHICLES	4,596,876.	4,214,266.	382,610.
AUV IMPROVEMENTS	4,491,685.	3,670,299.	821,386.
FIXED ASSET PURCHASES IN PROCESS	735,892.	0.	735,892.
CONSTRUCTION IN PROCESS	3,317,976.	0.	3,317,976.
Total To Fm 990-PF, Part II, ln 14	164,414,490.	110,102,886.	54,311,604.

Form 990-PF	Other Liabilities	Statement 12
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Description	BOY Amount	EOY Amount
Postretirement Benefit Liabilities	19,875,000.	20,674,000.
Total to Form 990-PF, Part II, line 22	19,875,000.	20,674,000.

Form 990-PF Part VIII - List of Officers, Directors Trustees and Foundation Managers Statement 13

Name and Address	Title and Avrg Hrs/Wk	Compen- sation	Employee Ben Plan Contrib	Expense Account
Applies To All Directors & Officers 7700 Sandholdt Road Moss Landing, CA 950399644	(See Statement 15) 0.00	0.	0.	0.
Julie Packard 7700 Sandholdt Road Moss Landing, CA 950399644	Chairman 4.00	0.	0.	0.
Dr. Franklin Orr, Jr. 7700 Sandholdt Road Moss Landing, CA 950399644	Vice-Chairman 1.00	0.	0.	0.
Nancy Burnett 7700 Sandholdt Road Moss Landing, CA 950399644	Director 1.00	0.	0.	0.
Dr. Joel Birnbaum 7700 Sandholdt Road Moss Landing, CA 950399644	Director 1.00	4,500.	0.	0.
Dr. Curtis Collins 7700 Sandholdt Road Moss Landing, CA 950399644	Director 1.00	6,000.	0.	0.
Dr. Eric Hartwig 7700 Sandholdt Road Moss Landing, CA 950399644	Director 1.00	1,500.	0.	0.
Dr. G. Ross Heath 7700 Sandholdt Road Moss Landing, CA 950399644	Director 1.00	6,000.	0.	0.
Dean O. Morton 7700 Sandholdt Road Moss Landing, CA 950399644	Director 1.00	6,000.	0.	0.
Dr. Norman Pace 7700 Sandholdt Road Moss Landing, CA 950399644	Director 1.00	4,500.	0.	0.

Dr. Karl Pister 7700 Sandholdt Road Moss Landing, CA 950399644	Director 1.00	6,000.	0.	0.
Dr. Robert C. Spindel 7700 Sandholdt Road Moss Landing, CA 950399644	Director 1.00	6,000.	0.	0.
Barbara P. Wright 7700 Sandholdt Road Moss Landing, CA 950399644	Director & Secretary 1.00	0.	0.	0.
Dr. George N. Somero 7700 Sandholdt Road Moss Landing, CA 950399644	Director 1.00	6,000.	0.	0.
Bruce C. Gilman 7700 Sandholdt Road Moss Landing, CA 950399644	Director 1.00	0.	0.	0.
C. Michael Pinto 7700 Sandholdt Road Moss Landing, CA 950399644	Chief Financial Officer 40.00	214,999.	49,659.	0.
Dr. Chris Scholin 7700 Sandholdt Road Moss Landing, CA 950399644	President/CEO 40.00	268,210.	66,519.	0.
Dr. Joseph P. Allen 7700 Sandholdt Road Moss Landing, CA 950399644	Director 1.00	4,500.	0.	0.

Totals included on 990-PF, Page 6, Part VIII	<u>534,209.</u>	<u>116,178.</u>	<u>0.</u>
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Form 990-PF	Other Revenue	Statement 14
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Description	Bus Code	Unrelated Business Inc	Excl Code	Excluded Amount	Related or Exempt Func- tion Income
Recycled Materials			01	1,403.	
Earned Discounts			01	1,632.	
Royalty Receipts			15	133,710.	
Meeting Space					
Rearrangement Charge			01	130.	
Refund - Custom Benefit					
Administrators			01	25,737.	
Microsoft Settlement			01	1,614.	
Total to Form 990-PF, Pg 12, ln 11				<u>164,226.</u>	

General Explanation

Statement 15

FORM 990-PF, PART VIII, LINE 1, STATEMENT 13

In addition to the amount of compensation paid to each director and officer (if any), in 2012 MBARI paid D&O insurance premiums of \$25,979 (10/2012 - 9/2013) and in 2013 paid D&O premiums of \$34,532 (10/2013 - 9/2014), of which \$28,117 is allocable to 2013 and to these individuals as a nontaxable working condition fringe benefit.

Barbara P. Wright is an officer of MBARI. Her firm, Finch Montgomery Wright LLP, provides legal services to MBARI. Fees for these services are paid to the firm and are for legal services, not for services in her capacity as an officer. Fees paid and expenses reimbursed to the firm in 2013 were \$26,350. This amount is included in the appropriate Statement pertaining to Legal Fees.

Asset No.	Description	Date Acquired	Method	Life	Line No.	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
1	LAND	063099		.000	16	4246219.			4246219.			0.
2	BUILDINGS	063099		.000	16	45388293.			45388293.	25407353.		0.
	BUILDING											
3	IMPROVEMENTS	063099		.000	16	4852708.			4852708.	3686885.		0.
	FURNITURE &											
4	FIXTURES	063099		.000	16	1210584.			1210584.	1206405.		0.
5	VEHICLES	063099		.000	16	562,240.			562,240.	507,120.		0.
6	EQUIPMENT - GENERAL	063099		.000	16	13724313.			13724313.	12863897.		0.
7	EQUIPMENT - OFFICE	063099		.000	16	146,150.			146,150.	127,876.		0.
	EQUIPMENT -											
8	COMPUTER	063099		.000	16	1514100.			1514100.	1117847.		0.
	EQUIPMENT - VIDEO &											
9	CAMERA	063099		.000	16	1055952.			1055952.	959,677.		0.
	EQUIPMENT - MACHINE											
10	SHOP	063099		.000	16	803,298.			803,298.	615,435.		0.
	EQUIPMENT -											
11	POSITIONING	063099		.000	16	174,569.			174,569.	174,569.		0.
12	SOFTWARE	063099		.000	16	649,680.			649,680.	551,708.		0.
	OCEAN DEPLOYED											
13	EQUIPMENT	063099		.000	16	25032228.			25032228.	11796457.		0.
14	SHIPS	063099		.000	16	38225522.			38225522.	31740236.		0.
15	SHIPBOARD EQUIPMENT	063099		.000	16	3955528.			3955528.	3203120.		0.
	REMOTELY OPERATED											
16	VEHICLES	063099		.000	16	4704589.			4704589.	4367297.		0.
17	ROV IMPROVEMENTS	063099		.000	16	5026088.			5026088.	3892439.		0.
	AUTONOMOUS											
18	UNDERWATER VEHICLES	063099		.000	16	4596876.			4596876.	4214266.		0.

Asset No.	Description	Date Acquired	Method	Life	Line No.	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
19	AUV IMPROVEMENTS FIXED ASSET	063099		.000	16	4491685.			4491685.	3670299.		0.
20	PURCHASES IN PROCES CONSTRUCTION IN	063013		.000	16	735,892.			735,892.			0.
21	PROCESS	063013		.000	16	3317976.			3317976.			0.
	* Total 990-PF Pg 1 Depr					164414490		0.	164414490	110102886	0.	0.